

**ANNEXURE I**

**Format to be submitted by listed entity on quarterly basis**

1. Name of Listed Entity - **McDowell Holdings Limited**  
 2. Quarter ending - **30-Jun-2020**

**i. Composition Of Board Of Director**

T i t l e  ( M r . / M s )	Name of the Dir ect or	D I N	P A N	Cat eg o r y  (Ch air p e r s / Ex e c u t i v e / N o n - E x e c u t i v e / I n d e p e n d e n t / N o m i n e e)	S u b C a t e g o r y	Ini t i a l D a t e o f A p p o i n t m e n t	Dat e o f A p p o i n t m e n t	Dat e o f c e s s a t i o n	T e n u r e	D a t e o f B i r t h	W h e t h e r s p e c i a l r e s o l u t i o n p a s s e d ?	D a t e o f p a s s i n g s p e c i a l r e s o l u t i o n	N o. o f D i r e c t o r s h i p i n l i s t e d e n t i t i e s i n c l u d i n g t h i s l i s t e d e n t i t y	No o f I n d e p e n d e n t D i r e c t o r s h i p i n l i s t e d e n t i t i e s i n c l u d i n g t h i s l i s t e d e n t i t y	No o f m e m b e r s h i p i n A u d i t / S t a k e h o l d e r C o m m i t t e e ( s ) i n c l u d i n g t h i s l i s t e d e n t i t y	No o f p o s t o f C h a i r p e r s h i p i n A u d i t / S t a k e h o l d e r C o m m i t t e e h e l d i n l i s t e d e n t i t i e s i n c l u d i n g t h i s l i s t e d e n t i t y	M e m b e r s h i p i n C o m m i t t e e s o f t h e C o m p a n y	R e m a r k s
M r.	Ra ghu v e e r a n K a s a r g o d	0 0 2 3 1 3 8	A C M P R O 3	ID,C & NED		26- Sep - 201 9	26- Sep - 2019		1 2	1 3- N o v- 1 9	NA		1	1	2	2	AC,SC ,NRC	

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Company Remarks	Mr.Girish Datar was appointed as an Independent Director w.e.f 15.06.2020
Whether Regular chairperson appointed	No
Whether Chairperson is related to MD or CEO	No

## ii. Composition of Committees

### a. Audit Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Raghuveeran Kasargod	ID,C & NED	Chairperson	26-Sep-2019	
2	Tushita Patel	NED	Member	14-Nov-2017	
3	Girish Datar	ID	Member	15-Jun-2020	

Company Remarks	.The Committees of the Board of Directors were reconstituted by including the name of Mr. Girish Datar and deleting the name of Mr. Ajay Kumar Vijay w.e.f 15th June 2020
Whether Permanent chairperson appointed	Yes

**b. Stakeholders Relationship Committee**

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Raghuveeran Kasargod	ID,C & NED	Chairperson	26-Sep-2019	
2	Girish Datar	ID	Member	15-Jun-2020	
3	Tushita Patel	NED	Member	16-May-2016	
4	Ajay Kumar Vijay	ED	Member	29-Feb-2020	16-Jun-2020

Company Remarks	The Committees of the Board of Directors were reconstituted by including the name of Mr. Girish Datar and deleting the name of Mr. Ajay Kumar Vijay w.e.f 15th June 2020
Whether Permanent chairperson appointed	Yes

**c. Risk Management Committee**

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
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Company Remarks	
Whether Permanent chairperson appointed	

**d. Nomination and Remuneration Committee**

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Girish Datar	ID	Chairperson	15-Jun-2020	
2	Raghuveeran Kasargod	ID,C & NED	Member	26-Sep-2019	
3	Tushita Patel	NED	Member	14-Nov-2017	

Company Remarks	The Committees of the Board of Directors were reconstituted by including the name of Mr. Girish Datar and deleting the name of Mr. Ajay Kumar Vijay w.e.f 15th June 2020
Whether Permanent chairperson appointed	Yes

**iii. Meeting of Board of Directors**

Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Whether requirement of Quorum met	Number of Directors present	Number of Independent Directors present
	15-Jun-2020	Yes	3	1
	26-Jun-2020	Yes	4	2

Company Remarks	
Maximum gap between any	0

two consecutive (in number of days)	
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iv. **Meeting of Committees**

Name of the Committee	Date(s) of meeting during of the committee in the previous quarter	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Number of Directors present	Number of independent directors present
Audit Committee	14-Feb-2020		Yes	3	2
Audit Committee		26-Jun-2020	Yes	3	2

Company Remarks	
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	132

v. **Related Party Transactions**

<b>Subject</b>	<b>Compliance status (Yes/No/NA)</b>	<b>Remark</b>
Whether prior approval of audit committee obtained	Not Applicable	
Whether shareholder approval obtained for material RPT	Not Applicable	
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Not Applicable	

Disclosure of notes on related party transactions and Disclosure of notes of material related party transactions	
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**VI. Affirmations**

1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - **Yes**
2. The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015
  - a. Audit Committee - **Yes**
  - b. Nomination & remuneration committee - **Yes**
  - c. Stakeholders relationship committee - **Yes**
  - d. Risk management committee (applicable to the top 100 listed entities) - **Not applicable**
3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - **Yes**
4. The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.- **Yes**

- 5. a. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. - **Yes**
- b. Any comments/observations/advice of Board of Directors may be mentioned here:

**Name** : **ARINDAM ASH**  
**Designation** : **Compliance Officer**