

ANNEXURE I

Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity - **McDowell Holdings Limited**
 2. Quarter ending - **quarter ended September 30, 2020**

i. Composition Of Board Of Director

T i t l e (M r . / M s)	N a m e o f t h e D i r e c t o r	D I N	P A N	C a t e g o r y (C h a i r p e r s o n / E x 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	I n i t i a l D a t e o f A p p o i n t m e n t	D a t e o f A p p o i n t m e n t	D a t 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	N o 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	N o 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	N o o f p o s t o f C h a i r p e r s o n 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.	R a g h u 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		3 6	1 3- N o v- 1 9	NA		1	1	2	2	AC,SC ,NRC	

		2	9						5								
		0	0						3								
M	Aja	0	A	ED	C	09-	09-		6	0	NA		1	0	0	0	
r.	y	2	B		E	Ma	May-			4							
	Ku	5	Q		O	y-	201			A							
	mar	9	P			9	9			u							
	Vij	9	V							g-							
	ay	1	4							1							
		6	6							9							
		7	2							6							
			7							3							
			D														
M	Tus	0	A	NED		20-	20-			1	NA		1	0	2	0	AC,SC
s.	hita	7	E			Ma	Mar-			9-							,NRC
	Pat	0	X			r-	2015			D							
	el	1	P			201				ec							
		7	M			5				-							
		5	3							1							
		9	8							9							
		1	3							6							
			9							9							
			E														
M	Gir	0	A	ID		15-	15-		3	2	NA		1	1	2	0	AC,SC
r.	ish	8	A			Jun	Jun-		6	8-							,NRC
	Dat	7	L			-	2020			N							
	ar	5	P			202				o							
		6	S			0				v-							
		4	0							1							
		9	6							9							
		1	7							5							
			3							7							
			M														

Company Remarks	
Whether Permanent 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	
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	

Company Remarks	
Whether Permanent chairperson appointed	Yes

c. Risk Management Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
---------	----------------------	----------	------------------------	------------------	----------------

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	
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
26-Jun-2020	20-Aug-2020	Yes	4	2

Company Remarks	
Maximum gap between any two consecutive (in number of days)	54

iv. Meeting of Committees

Name of the Committee	Date(s) of meeting during of the committee	Date(s) of meeting of the committee in the	Whether requirement of Quorum	Number of Directors present	Number of independent directors
-----------------------	--	--	-------------------------------	-----------------------------	---------------------------------

	in the previous quarter	relevant quarter	met (Yes/No)		present
Audit Committee	26-Jun-2020	20-Aug-2020	Yes	3	2

Company Remarks	
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	54

v. **Related Party Transactions**

Subject	Compliance status (Yes/No/NA)	Remark
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	
--	--

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:

%affirmComments%

Name : %affirmName%
Designation : %affirmDesignation%

ANNEXURE III

Affirmations

Broad Heading	Regulation Number	Compliance Status	Company Remark
Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	Yes	
Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes	
Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes	
Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	Yes	
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	

Note:

--

Name : Arindam Ash
Designation : Compliance Officer