

COMPLIANCE REPORT ON CORPORATE GOVERNANCE  
ANNEXURE –I (Quarterly basis)

1. Name of Listed Entity-Oswal Agro Mills Limited

2. Quarter ending- June 30, 2021

**I. Composition of Board of Directors**

Title (Mr. / Ms)	Name of the Director	PAN & DIN	Category (Chairperson/Executive / Non-Executive/ Independent/ Nominee) <sup>&amp;</sup>	Initial date of appointment	Date of reappointment	Date of cessation	Tenure* (in months)	Date of birth	No of Directorship in listed entities including this listed entity (Refer Regulation 17A(1))	No. of Independent Directorship in listed entities including this listed entity [refer proviso to regulation 17A(1)]	No. of memberships in Audit/ Stakeholder Committee (s) including this listed entity [Refer Regulation 26(1)]	No. of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)
Mrs.	Aruna Oswal	PAN- AAGPO8748M DIN- 00988524	Chairman/ Non— executive/ Non Independent	02-04-2016	02-04-2016	-	-	31-03-1951	2	0	1	0
Mr.	Anil Kumar Bhalla	PAN- AASPB0234D DIN- 00587533	Non-Executive/ Non-Independent	19-05-2007	19-05-2007	-	-	03-12-1949	2	0	2	1
Mr.	Bhola Nath Gupta	PAN- AGAPG8154B DIN- 00562338	Executive/ Wholetime Director & CEO	14-05-2004	01-10-2019	-	-	14-03-1950	1	0	1	0
Mr.	Ramesh Kumar Khanna	PAN- AAHPK7488B DIN- 08166297	Non-Executive-Independent	06-07-2018	06-07-2018	23-05-2021	60	19-09-1955	1	1	2	0
Mr.	Mohinder Pal Singh	PAN- EJYPS2876D DIN- 08155393	Non-Executive-Independent	06-07-2018	06-07-2018	-	60	28-02-1983	1	1	1	1
Mr.	Pulkit Gupta	PAN- ATEPG1535B DIN- 07026809	Non-Executive-Independent	05-02-2021	-	-	60	02-09-1989	1	1	2	0
				<sup>&amp;</sup> Category of directors means executive/non-executive/independent/Nominee. if a director fits into more than one category write all categories separating them with hyphen <sup>*</sup> to be filled only for Independent Director. Tenure would mean total period from which Independent director is serving on Board of directors of the listed entity in continuity without any cooling off period.								
Whether a regular chairperson appointed: <b>YES</b>												
Whether Chairperson is related to Managing Director or CEO: <b>NO</b>												

**II. Composition of Committees**

Name of Committee	Whether regular chairperson appointed	Name of Committee members	Category (Chairperson/Executive/Non-Executive/independent/Nominee) <sup>§</sup>	Date of appointment	Date of cessation
<b>1. Audit Committee</b>	Yes	Mr. Mohinder Pal Singh Mr. Ramesh Kumar Khanna Mrs. Aruna Oswal Mr. Pulkit Gupta	Chairperson/ Non-executive- Independent Member/ Non-executive- Independent Member/ Non-executive- Non-Independent Member/ Non-executive- Independent	06-07-2018 06-07-2018 02-04-2016 05-02-2021	- 23-05-2021 - -
<b>2. Nomination &amp; Remuneration Committee</b>	Yes	Mr. Anil Kumar Bhalla Mrs. Aruna Oswal Mr. Mohinder Pal Singh Mr. Pulkit Gupta	Non-executive- Non-Independent Member/ Non-executive- Independent Chairperson/ Non-executive-Independent Member/ Non-executive- Independent	28-05-2015 02-04-2016 06-07-2018 05-02-2021	- - - -



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3. Risk Management Committee (if applicable)	<b>Not Applicable</b>				
4. Stakeholders Relationship Committee	Yes	Mr. Anil Kumar Bhalla Mr. Bholu Nath Gupta Mr. Pulkit Gupta	Chairperson/ Non-Executive Director Member/ Executive Non-executive- Independent	13-08-2014 13-08-2014 05-02-2021	- - -
5. Corporate Social Responsibility Committee	Yes	Mr. Anil Kumar Bhalla Mrs. Aruna Oswal Mr. Pulkit Gupta	Member/ Non-Executive/ Non-Independent Chairperson/ Non-Executive Member/ Non-executive- Independent	02-04-2016 02-04-2016 05-02-2021	- - -
<sup>§</sup> Category of directors means executive/non-executive/independent/Nominee. if a director fits into more than one category write all categories separating them with hyphen					

**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	Maximum gap between any two consecutive (in number of days)
03-02-2021 05-02-2021	25-06-2021	Yes	5	2	139

\*to be filled only for the relevant quarter

**IV. Meeting of Committees**

Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)*	Number of Directors present	Number of Independent Directors present	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days*
<b>Audit Committee</b>					
25-06-2021	Yes	3	2	03-02-2021	141
<b>Nomination and Remuneration Committee</b>					
-	-	-	-	05-02-2021	-
<b>Corporate Social Responsibility Committee</b>					
25-06-2021	Yes	3	1	-	-
<b>Stakeholders Relationship Committee</b>					
24-06-2021	Yes	3	1	04-01-2021 27-01-2021 15-03-2021	-

\* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional

**V. Related Party Transactions**

Subject	Compliance status (Yes/No/NA) (refer note below)
Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material RPT	NA
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes

**Note:**

1 In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A.. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.

2 If status is "No" details of non-compliance may be given here.



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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)-**N.A.**
  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. This report and/or the report submitted in the previous quarter have been placed before Board of Directors. -**Yes**
- Any comments/observations/advice of Board of Directors may be mentioned here: **No comments/ observations from Board of Directors**

For Oswal Agro Mills Limited

  
Gopal

Company Secretary & Compliance Officer

Date: 20-07-2021

Place: Delhi