

**ANNEXURE I**

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

1. Name of Listed Entity - **Vaibhav Global Limited**  
 2. Quarter ending - **30<sup>th</sup> September, 2020**

**i. Composition Of Board Of Director**

| Title (Mr./Ms) | Name of the Director | DIN      | Category (Chairperson/Executive/Non-Executive/Independent/Nominee) | Sub Category | Initial Date of Appointment | Date of Appointment | Date of cessation | Tenure | Date of Birth | Whether special resolution passed? | Date of passing special resolution | No. of Directorship in listed entities including this listed entity | No of Independent Directorship in listed entities including this listed entity | No of memberships in Audit/ Stakeholder Committee (s) including this listed entity | No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity | Memberships in Committees of the Company | Remarks |
|----------------|----------------------|----------|--|--------------|-----------------------------|---------------------|-------------------|--------|---------------|------------------------------------|------------------------------------|---|--|--|--|--|---------|
| Mr.            | Sunil Agrawal        | 00061142 | ED   | MD           | 08-May-1989                 | 01-Feb-2019         |                   |        | 13-Jul-1959   | NA                                 |                                    | 1   | 0  | 0  | 0  |  |         |
| Mr.            | Nirmal Kumar Bardiya | 00044624 | NED  |              | 10-Jul-2001                 | 30-Jul-2019         |                   |        | 22-Jan-1960   | NA                                 |                                    | 1   | 0  | 2  | 0  | AC,SC,RC,NRC                             |         |
| Mrs.           | Sheela Agarwal       | 00178548 | NED  |              | 10-Nov-2008                 | 30-Jul-2020         |                   |        | 12-Dec-1942   | Yes                                | 30-Mar-2019                        | 1   | 0  | 0  | 0  |  |         |
| Mr.            | Pulak Chandan Prasad | 00003557 | NED  |              | 29-Oct-2013                 | 30-Jul-2018         |                   |        | 27-May-1968   | NA                                 |                                    | 3   | 1  | 1  | 0  |  |         |
| Mr.            | Santiago Roces       | 07246975 | ID   |              | 28-Jul-2015                 | 28-Jul-2017         |                   | 84     | 06-May-1963   | NA                                 |                                    | 1   | 1  | 0  | 0  |  |         |
| Mr.            | Harsh Bahadur        | 00724826 | ID,C & NED   |              | 26-Sep-2015                 | 26-Sep-2017         |                   | 84     | 01-Apr-1955   | NA                                 |                                    | 2   | 2  | 3  | 0  | AC,SC,RC,NRC                             |         |
| Mr.            | James Patrick Clarke | 07725381 | ID   |              | 07-Feb-2017                 | 07-Feb-2019         |                   | 84     | 14-Dec-1965   | NA                                 |                                    | 1   | 1  | 0  | 0  |  |         |
| Mr.            | Sunil Goyal          | 00110601 | ID   |              | 08-Mar-2017                 | 08-Mar-2020         |                   | 96     | 23-Sep-1957   | NA                                 |                                    | 2   | 2  | 0  | 3  | AC,SC,RC,NRC                             |         |
| Ms.            | Monica Justice       | 08469874 | ID   |              | 06-Sep-2019                 | 06-Sep-2019         |                   | 24     | 04-Sep-1969   | NA                                 |                                    | 1   | 1  | 0  | 0  |  |         |

|   |     |
|---|-----|
| Company Remarks                             |     |
| Whether Permanent chairperson appointed     | Yes |
| Whether Chairperson is related to MD or CEO | No  |

**ii. Composition of Committees**

**a. Audit Committee**

| <i>Sr. No.</i> | <i>Name of the Director</i> | <i>Category</i> | <i>Chairperson/Membership</i> | <i>Appointment Date</i> | <i>Cessation Date</i> |
|----------------|-----------------------------|-----------------|-------------------------------|-------------------------|-----------------------|
| 1              | Sunil Goyal                 | ID              | Chairperson                   | 08-Mar-2017             |                       |
| 2              | Harsh Bahadur               | ID,C & NED      | Member                        | 06-May-2017             |                       |
| 3              | Nirmal Kumar Bardiya        | NED             | Member                        | 25-Apr-2004             |                       |

|   |     |
|---|-----|
| Company Remarks                         |     |
| Whether Permanent chairperson appointed | Yes |

**b. Stakeholders Relationship Committee**

| <i>Sr. No.</i> | <i>Name of the Director</i> | <i>Category</i> | <i>Chairperson/Membership</i> | <i>Appointment Date</i> | <i>Cessation Date</i> |
|----------------|-----------------------------|-----------------|-------------------------------|-------------------------|-----------------------|
| 1              | Sunil Goyal                 | ID              | Chairperson                   | 08-Mar-2017             |                       |
| 2              | Harsh Bahadur               | ID,C & NED      | Member                        | 06-May-2017             |                       |
| 3              | Nirmal Kumar Bardiya        | NED             | Member                        | 31-Oct-2019             |                       |

|   |     |
|---|-----|
| Company Remarks                         |     |
| Whether Permanent chairperson appointed | Yes |

**c. Risk Management Committee**

| <i>Sr. No.</i> | <i>Name of the Director</i> | <i>Category</i> | <i>Chairperson/Membership</i> | <i>Appointment Date</i> | <i>Cessation Date</i> |
|----------------|-----------------------------|-----------------|-------------------------------|-------------------------|-----------------------|
| 1              | Sunil Goyal                 | ID              | Chairperson                   | 28-Jan-2019             |                       |
| 2              | Harsh Bahadur               | ID,C & NED      | Member                        | 28-Jan-2019             |                       |
| 3              | Nirmal Kumar Bardiya        | NED             | Member                        | 21-Feb-2020             |                       |
| 4              | Puru Aggarwal               | Member          | Member                        | 28-Jan-2019             | 30-Jul-2020           |
| 5              | Vineet Ganeriwala           | Member          | Member                        | 21-Feb-2020             |                       |

|   |     |
|---|-----|
| Company Remarks                         |     |
| Whether Permanent chairperson appointed | Yes |

**d. Nomination and Remuneration Committee**

| <i>Sr. No.</i> | <i>Name of the Director</i> | <i>Category</i> | <i>Chairperson/Membership</i> | <i>Appointment Date</i> | <i>Cessation Date</i> |
|----------------|-----------------------------|-----------------|-------------------------------|-------------------------|-----------------------|
| 1              | Sunil Goyal                 | ID              | Chairperson                   | 08-Mar-2017             |                       |
| 2              | Harsh Bahadur               | ID,C & NED      | Member                        | 06-May-2017             |                       |
| 3              | Nirmal Kumar Bardiya        | NED             | Member                        | 13-Aug-2001             |                       |

|   |     |
|---|-----|
| Company Remarks                         |     |
| Whether Permanent chairperson appointed | Yes |

**iii. Meeting of Board of Directors**

| <b>Date(s) of Meeting (if any) in the previous quarter</b> | <b>Date(s) of Meeting (if any) in the relevant quarter</b> | <b>Whether requirement of Quorum met</b> | <b>Number of Directors present</b> | <b>Number of Independent Directors present</b> |
|--|--|--|------------------------------------|--|
| 27-May-2020  | 30-Jul-2020  | Yes                                      | 9                                  | 5  |

|   |    |
|---|----|
| Company Remarks   |    |
| Maximum gap between any two consecutive (in number of days) | 63 |

iv. **Meeting of Committees**

| <b>Name of the Committee</b>        | <b>Date(s) of meeting during of the committee in the previous quarter</b> | <b>Date(s) of meeting of the committee in the relevant quarter</b> | <b>Whether requirement of Quorum met (Yes/No)</b> | <b>Number of Directors present</b> | <b>Number of independent directors present</b> |
|-------------------------------------|---|--|---|------------------------------------|--|
| Audit Committee                     | 27-May-2020   |  | Yes   | 3                                  | 2  |
| Audit Committee                     |   | 30-Jul-2020  | Yes   | 3                                  | 2  |
| Nomination & Remuneration Committee | 14-May-2020   |  | Yes   | 3                                  | 2  |

| <b>Company Remarks</b>   |    |
|--|----|
| Maximum gap between any two consecutive (in number of days) [Only for Audit Committee] | 63 |

v. **Related Party Transactions**

| <b>Subject</b>   | <b>Compliance status (Yes/No/NA)</b> | <b>Remark</b> |
|--|--------------------------------------|---------------|
| Whether prior approval of audit committee obtained   | Yes                                  |               |
| 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 | Yes                                  |               |

|  |  |
|--|--|
| Disclosure of notes on related party transactions and Disclosure of notes of material related party transactions | <b>Details of all material transactions with a related party under regulation 27(2b) of the SEBI (Listing Obligations &amp; Disclosure Requirement) Regulations, 2015 from 1st April, 2020 to 30th September, 2020 : NIL</b> |
|--|--|

## 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) - **Yes**
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** : **Sushil Sharma**  
**Designation** : **Company Secretary & Compliance Officer**

### ANNEXURE III

#### Affirmations

| <b>Broad Heading</b>   | <b>Regulation Number</b> | <b>Compliance Status</b> | <b>Company Remark</b> |
|--|--------------------------|--------------------------|-----------------------|
| 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 |  |

**Name** : **SUSHIL SHARMA**  
**Designation** : **Company Secretary & Compliance Officer**