

**ANNEXURE I**

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

1. Name of Listed Entity - **Pennar Industries Limited**  
 2. Quarter ending - **31-Mar-2023**

**i. Composition Of Board Of Director**

Title (Mr./Ms)	Name of the Director	DIN	PAN	Category (Chairperson/Executive/Non-Executive/Independent/Nominee)	Sub Category	Initial Date of Appointment	Date of Appointment	Date of Cessation	Tenure	Date of Birth	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status	Whether special resolution passed? [Refer Reg. 17 (1A) of Listing Regulations]	Date of passing special resolution	No. of Directorship in listed entities including this listed entity [in reference to Regulation 17A (1)]	No of Independent Directorship in listed entities including this listed entity [in reference to proviso to regulation 17A (1)]	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	Membership in Committees of the Company	Remarks
Mr.	JOGINPALLY NRUPENDER RAO	00089922	ACDPJ5615R	C & ED		23-Sep-1995	26-Jun-2022			23-Jun-1945	No				Active	NA		1	0	0	0		
Mr.	ADITYA NARSING RAO	01307343	ADVPJ6046K	ED	MD	30-Jan-2008	26-Jun-2022			06-Dec-1981	No				Active	NA		1	0	1	0		SC
Mr.	LAVANYA KUMAR RAO KONDAPALLI	01710629	ACVPK3179R	ED		07-May-2014	26-Jun-2022			19-Feb-1959	No				Active	NA		1	0	0	0		
Mr.	CHANDRASEKHAR SRIPADA	02813923	AAKPC0844N	ID		12-Feb-2019	30-Sep-2019		49.19	12-Jul-1957	No				Active	NA		1	1	0	0		NRC
Mr.	POTLURI VENKATESWARA RAO	03157581	AGJPP7796D	NED		30-Mar-2016	30-Sep-2021			15-Aug-1959	No				Active	NA		1	0	0	0		
Mr.	BANDARI KAMALAKAR RAO	00038686	AERP B5183N	ID		01-Apr-2014	01-Apr-2019		108	27-Mar-1949	No				Active	NA		1	1	2	2		AC,SC ,NRC

Mr.	MANISH SABHARWAL	009 696 01	AGVP S6333 F	ID		01-Apr-2014	01-Apr-2019		108	29-Dec-1969	No				Active	NA		2	1	0	0		
Mr.	VARUN CHAWLA	020 974 25	AGBP C1165 H	NED		09-Nov-2012	18-Dec-2022	07-Mar-2023		03-Mar-1981	No				Active	NA		1	0	0	0		
Mr.	ERIC JAMES BROWN	076 708 80	ZZZZ 9999Z	NED		10-Nov-2017	28-Sep-2018			21-Nov-1957	No				Active	NA		1	0	1	0	AC	Director is a Foreign Director
Mr.	Ravi Venkata Siva Ramakrishna	000 094 21	ACSP R9848 P	ID		04-Jun-2021	30-Sep-2021		21.27	10-Mar-1956	No				Active	NA		1	1	2	0	AC,SC ,NRC	
Ms.	VIRGINIA SHARMA	023 069 09	CJKPS 3887 A	ID		09-Nov-2022	18-Dec-2022		4.22	07-Aug-1978	No				Active	NA		1	1	0	0		

Company Remarks	
Whether Regular chairperson appointed	Yes
Whether Chairperson is related to MD or CEO	Yes

**ii. Composition of Committees**

**a. Audit Committee**

Sr. No.	Name of Committee members	Category	Chairperson/Member	Date of Appointment	Date of Cessation
1	BANDARI KAMALAKAR RAO	ID	Chairperson	22-Jan-2014	
2	ERIC JAMES BROWN	NED	Member	12-Feb-2018	
3	Ravi Venkata Siva Ramakrishna	ID	Member	09-Aug-2022	

Company Remarks	
Whether Regular chairperson appointed	Yes

**b. Stakeholders Relationship Committee**

<i>Sr. No.</i>	<i>Name of Committee members</i>	<i>Category</i>	<i>Chairperson/Member</i>	<i>Date of Appointment</i>	<i>Date of Cessation</i>
1	BANDARI KAMALAKAR RAO	ID	Chairperson	22-Jan-2014	
2	ADITYA NARSING RAO	ED	Member	22-Jan-2014	
3	Ravi Venkata Siva Ramakrishna	ID	Member	09-Aug-2022	

Company Remarks	
Whether Regular chairperson appointed	Yes

**c. Risk Management Committee**

<i>Sr. No.</i>	<i>Name of Committee members</i>	<i>Category</i>	<i>Chairperson/Member</i>	<i>Date of Appointment</i>	<i>Date of Cessation</i>
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Company Remarks	
Whether Regular chairperson appointed	

**d. Nomination and Remuneration Committee**

<i>Sr. No.</i>	<i>Name of Committee members</i>	<i>Category</i>	<i>Chairperson/Member</i>	<i>Date of Appointment</i>	<i>Date of Cessation</i>
1	BANDARI KAMALAKAR RAO	ID	Chairperson	22-Jan-2014	
2	CHANDRASEKHAR SRIPADA	ID	Member	12-Feb-2019	
3	Ravi Venkata Siva Ramakrishna	ID	Member	09-Aug-2022	

Company Remarks	
Whether Regular chairperson appointed	Yes

**iii. Meeting of Board of Directors**

<b>Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)</b>	<b>Whether requirement of Quorum met (Yes/No)</b>	<b>Total Number of Directors as on date of the meeting</b>	<b>Number of Directors present (All directors including Independent Director)</b>	<b>No. of Independent Directors attending the meeting</b>
09-Nov-2022	Yes	11	10	5
08-Feb-2023	Yes	11	11	5

Company Remarks	
Maximum gap between any two consecutive (in number of days)	90

iv. Meeting of Committees

Name of the Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors present (All directors including Independent Director)	Number of Independent directors attending the meeting	Number of Members attending the Meeting (Other than Board of Directors)
Audit Committee	07-Nov-2022	Yes	3	3	2	1
Audit Committee	07-Feb-2023	Yes	3	2	2	0
Stakeholders Relationship Committee	07-Nov-2022	Yes	3	3	2	1
Stakeholders Relationship Committee	06-Feb-2023	Yes	3	3	2	1
Nomination & Remuneration Committee	09-Nov-2022	Yes	3	3	3	0

Company Remarks	
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	91

v. Related Party Transactions

<i>Subject</i>	<i>Compliance status (Yes/No/NA)</i>	<i>Remark</i>
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	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 1000 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:

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**Name** : **Mirza Mohammed Ali Baig**  
**Designation** : **Company Secretary & Compliance Officer**

**ANNEXURE II**

**Format to be submitted by listed entity at the end of the financial year (for the whole of financial year)**

<b>I. Disclosure on website in terms of Listing Regulations</b>			
<b>Item</b>	<b>Compliance status (Yes/No/NA)</b>	<b>Company Remark</b>	<b>Website</b>
<b>As per regulation 46(2) of the LODR:</b>			
Details of business	Yes		<a href="https://www.pennarindia.com/structural-engineering-services.php">https://www.pennarindia.com/structural-engineering-services.php</a>
Terms and conditions of appointment of independent directors	Yes		<a href="https://www.pennarindia.com/investors/terms-of-appointment-of-independent-">https://www.pennarindia.com/investors/terms-of-appointment-of-independent-</a>
Composition of various committees of board of directors	Yes		<a href="https://www.pennarindia.com/investor-updates.php">https://www.pennarindia.com/investor-updates.php</a>
Code of conduct of board of directors and senior management personnel	Yes		<a href="https://www.pennarindia.com/corporate-governance.php">https://www.pennarindia.com/corporate-governance.php</a>
Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		<a href="https://www.pennarindia.com/vigil-mechanism.php">https://www.pennarindia.com/vigil-mechanism.php</a>
Criteria of making payments to non-executive directors	Yes		<a href="https://www.pennarindia.com/corporate-governance.php">https://www.pennarindia.com/corporate-governance.php</a>
Policy on dealing with related party transactions	Yes		<a href="https://www.pennarindia.com/policy-related-party-transactions.php">https://www.pennarindia.com/policy-related-party-transactions.php</a>
Policy for determining 'material' subsidiaries	Yes		<a href="https://www.pennarindia.com/policy-determining-material.php">https://www.pennarindia.com/policy-determining-material.php</a>
Details of familiarization programs imparted to independent directors	Yes		<a href="https://www.pennarindia.com/policy-familiarization-programme.php">https://www.pennarindia.com/policy-familiarization-programme.php</a>
Email address for grievance redressal and other relevant details entity who are responsible for assisting and handling investor grievances	Yes		mirza.baig@pennarindia.com
Contact information of the designated officials of the listed entity who are	Yes		<a href="https://www.pennarindia.com/financial-information.php">https://www.pennarindia.com/financial-information.php</a>
Financial results	Yes		<a href="https://www.pennarindia.com/financial-information.php">https://www.pennarindia.com/financial-information.php</a>
Shareholding pattern	Yes		<a href="https://www.pennarindia.com/quarterly-half-yearly-reports.php">https://www.pennarindia.com/quarterly-half-yearly-reports.php</a>
Details of agreements entered into with the media companies and/or their associates	Not Applicable		
Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or institutional investors simultaneously	Not Applicable		
New name and the old name of the listed entity	Not Applicable		
Advertisements as per regulation 47 (1)	Yes		<a href="https://www.pennarindia.com/investor-updates.php">https://www.pennarindia.com/investor-updates.php</a>
Credit rating or revision in credit rating obtained by the entity for all	Not Applicable		
Separate audited financial statements of each subsidiary of the listed entity in	Yes		<a href="https://www.pennarindia.com/financial-information.php">https://www.pennarindia.com/financial-information.php</a>
<b>As per other regulations of the LODR:</b>			
Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes		<a href="https://www.pennarindia.com/investor-updates.php">https://www.pennarindia.com/investor-updates.php</a>
Materiality Policy as per Regulation 30	Yes		<a href="https://www.pennarindia.com/corporate-governance.php">https://www.pennarindia.com/corporate-governance.php</a>
Dividend Distribution policy as per Regulation 43A (as applicable)	Not Applicable		
It is certified that these contents on the website of the listed entity are correct.	Yes		Yes
<b>II Annual Affirmations</b>			

<b>Particulars</b>	<b>Compliance status (Yes/No/NA)</b>	<b>Company Remark</b>
<i>Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'</i>	Yes	
<i>Board composition</i>	Yes	
<i>Meeting of Board of directors</i>	Yes	
<i>Quorum of Board meeting</i>	Yes	
<i>Review of Compliance Reports</i>	Yes	
<i>Plans for orderly succession for appointments</i>	Not Applicable	
<i>Code of Conduct</i>	Yes	
<i>Fees/compensation</i>	Yes	
<i>Minimum Information</i>	Yes	
<i>Compliance Certificate</i>	Yes	
<i>Risk Assessment &amp; Management</i>	Not Applicable	
<i>Performance Evaluation of Independent Directors</i>	Yes	
<i>Recommendation of Board</i>	Yes	
<i>Maximum number of directorship</i>	Yes	
<i>Composition of Audit Committee</i>	Yes	
<i>Meeting of Audit Committee</i>	Yes	
<i>Composition of nomination &amp; remuneration committee</i>	Yes	
<i>Quorum of Nomination and Remuneration Committee meeting</i>	Yes	
<i>Meeting of nomination &amp; remuneration committee</i>	Yes	
<i>Composition of Stakeholder Relationship Committee</i>	Yes	
<i>Meeting of stakeholder relationship committee</i>	Yes	
<i>Composition and role of risk management committee</i>	Not Applicable	
<i>Meeting of Risk Management Committee</i>	Not Applicable	
<i>Vigil Mechanism</i>	Yes	

<i>Policy for related party Transaction</i>	Yes	
<i>Prior or Omnibus approval of Audit Committee for all related party transactions</i>	Not Applicable	
<i>Approval for material related party transactions</i>	Not Applicable	
<i>Disclosure of related party transactions on consolidated basis</i>	Yes	
<i>Composition of Board of Directors of unlisted material Subsidiary</i>	Not Applicable	
<i>Other Corporate Governance requirements with respect to subsidiary of listed entity</i>	Yes	
<i>Annual Secretarial Compliance Report</i>	Yes	
<i>Alternate Director to Independent Director</i>	Not Applicable	
<i>Maximum Tenure</i>	Yes	
<i>Meeting of independent directors</i>	Yes	
<i>Familiarization of independent directors</i>	Yes	
<i>Declaration from Independent Director</i>	Yes	
<i>D &amp; O Insurance for Independent Directors</i>	Yes	
<i>Memberships in Committees</i>	Yes	
<i>Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel</i>	Yes	
<i>Disclosure of Shareholding by Non- Executive Directors</i>	Yes	
<i>Policy with respect to Obligations of directors and senior management</i>	Yes	

<b>Other Information</b>	
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### III Affirmations:

The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied. - **Yes**

<b>Other Information</b>	
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**Name** : **Mirza Mohammed Ali Baig**  
**Designation** : **Company Secretary & Compliance Officer**



**ANNEXURE IV**

%symbol%	%companyName%	%quarterEnded%
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**(A) Any loan or any other form of debt advanced by the listed entity directly or indirectly to**

Aggregate amount advanced during six months				Balance outstanding at the end of six months			
<i>Promoter or any other entity controlled by them</i>	<i>Promoter Group or any other entity controlled by them</i>	<i>Directors (including relatives) or any other entity controlled by them</i>	<i>KMPs or any other entity controlled by them</i>	<i>Promoter or any other entity controlled by them</i>	<i>Promoter Group or any other entity controlled by them</i>	<i>Directors (including relatives) or any other entity controlled by them</i>	<i>KMPs or any other entity controlled by them</i>
0	0	0	0	0	0	0	0

**(B) Any guarantee/ comfort letter (by whatever name called) provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by:**

Entity	Type (guarantee, comfort letter etc.)	Aggregate amount of issuance during six months	Balance outstanding at the end of six months (taking into account any invocation)
<i>Promoter or any other entity controlled by them</i>	0	0	0
<i>Promoter Group or any other entity controlled by them</i>	0	0	0
<i>Directors (including relatives) or any other entity controlled by them</i>	0	0	0
<i>KMPs or any other entity controlled by them</i>	0	0	0

**(C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by:**

Entity	Type of Security (cash, shares etc.)	Aggregate value of security provided during six months	Balance outstanding at the end of six months
<i>Promoter or any other entity controlled by them</i>	0	0	0
<i>Promoter Group or any other entity controlled by them</i>	0	0	0
<i>Directors (including relatives) or any other entity controlled by them</i>	0	0	0
<i>KMPs or any other entity controlled by them</i>	0	0	0

**(D) If the Listed Entity would like to provide any other information the same may be indicated here**

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**Affirmations**

*All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to promoter(s), promoter group, director(s) (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them are in the economic interest of the company*

**Company Remarks in case of non-compliant status**

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**Name:** J S Krishna Prasad  
**Designation:** Chief Financial Officer  
**Place:** Hyderabad  
**Date:** 17-Apr-2023