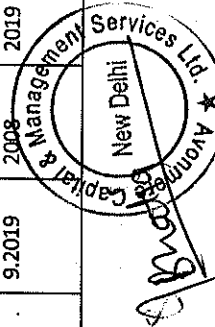


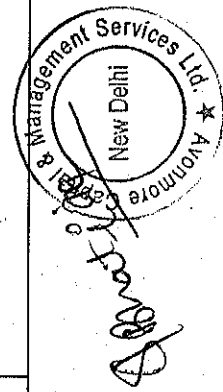
Avonmore Capital & Management Services Ltd.

1. Name of the Listed Entity: Avonmore Capital & Management Services Ltd
2. Quarter Ending: 31 March 2020

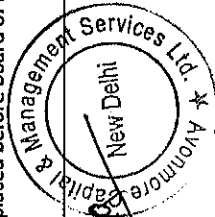
1. Composition of Board of Directors													
Title (Mr./Ms)	Name of the Director	PANs and DIN	Category (Chairperson/Non Executive/Independent/Non Executive)&	Date of Birth	Whether Special Resolution passed? Refer Reg-17(JA) of [Listing Regulations] if Yes, date of passing Special Resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure in months	No. of Directorship in listed entities including this entity (Refer Regulations 25(1) of Listing Regulations)	No of Independent Directors in listed entities including this entity (Refer Regulation 17A(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulations 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this entity (Refer Regulations 26(1) of Listing Regulations)
Mr.	GOVIND PRASAD AGRAWAL	PAN: AAEPA9372 M; DIN: 00008429	Chairperson/ Non Executive	09-09-1954	N.A	19-03-2007	-	-	-	3	2	4	1
Ms.	ASHU GUPTA	PAN:AGYP G2196D DIN: 00007836	Non Executive	23-12-1969	N.A	20-03-2015	-	-	-	1	0	0	0
Mr.	ASHOK KUMAR GUPTA	PAN: AEUPG320 3M DIN: 02590928	Executive	25-06-1965	N.A	31-12-2011	31-12-2016	-	-	1	0	1	0
Mr.	SHYAM SUNDER LAL GUPTA	PAN: AAHPG114 2Q DIN: 00044635	Independent/ Non Executive	28-09-1933	Yes/27.0 9.2019	30-07-2008	29-09-2019	-	60	2	2	2	2



Mr.	AJAY KUMAR	PAN:AEMP K5513J DIN: 01954049	Independent/ Non Executive	30-01- 1951	N.A	12-11- 2013	29-09- 2019	-	60	2	0	3
Mr.	BHUPINDER SINGH	DIN:00006 2754 PAN:AAMP S7576H	Independent/ Non Executive	10-07- 1939	Yes/ 27.09.20 19	27-07- 2019	-	-	-	3	0	1
<p>§ PAN Number of any director would not be displayed on the website of Stock Exchange & 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 *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 entry in continuity without any cooling off period.</p>												
II. Composition of Committees												
Name of Committee		Name of Committee members			Date of Appointment		Category (Chairperson/Executive/Non-Executive/Independent/Nominee)§					
1. Audit Committee		(i) Mr. Ajay Kumar, (ii) Mr. Shyam Sunder Lal Gupta (iii) Mr. Govind Prasad Agrawal			07.02.2014 20.04.2009 30.03.2007		Chairperson/Independent/Non Executive Independent/Non executive Non Executive					
2. Nomination & Remuneration Committee		(i) Mr. Ajay Kumar (ii) Mr. Shyam Sunder Lal Gupta (iv) Mr. Govind Prasad Agrawal			28.05.2014 30.07.2008 30.03.2007		Chairperson/Independent/Non Executive Independent/Non Executive Non Executive					
3. Risk Management Committee		(Not applicable)					(Not applicable)					
4. Stakeholders Relationship Committee		(i) Mr. Govind Prasad Agrawal (ii) Mr. Shyam Sunder Lal Gupta (iii) Mr. Ashok Kumar Gupta			30.03.2007 13.02.2012 13.02.2012		Chairperson/Non Executive Independent/Non Executive Executive					
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	No. of Directors present	No. of Directors Independent attending the meeting	Maximum gap between any two consecutive meetings in number of days*								
14 December 2019	14 February 2020	5	2	61 Days								



IV. Meeting of Committees			
Date(s) of meeting of the committee in the relevant quarter	Date(s) of meeting of the committee in the previous quarter	Whether requirement of Quorum met (details)	No. of Directors present
14 February 2019 (Audit Committee)	14 December 2019 (Audit Committee)	Yes	3
			2
Maximum gap between any two consecutive meetings in number of days*			
61 Days			
*This information has to be mandatorily be given for audit committee, for rest of the committee giving this information is optional			
V. Related Party Transactions			
Subject			
Whether prior approval of audit committee obtained			Compliance Status (Yes/No/NA) refer to note below
Whether shareholder approval obtained for material RPT			Yes
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by audit committee			No Material Transaction was involved ; hence shareholders approval not required
			NA
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 Listing Entity has no related party transactions, the word "N.A." may be indicated.			
2. If status is "No" details of non compliance may be given here.			
VI. Affirmations			
1. The composition of Board of Director is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.			
2. The composition of the following committee is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015			
a. Audit Committee			
b. Nomination & Remuneration Committee			
c. Stakeholders Relationship Committee			
d. Risk management committee (applicable to the top 100 listed entities)			
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			
4. The meetings of the board of directors and the above committees have been conducted in the manners specified in SEBI(Listing obligations and disclosure requirements) Regulations, 2015.			
5. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of Board of Directors may be mentioned here: First Report. This will be placed in the ensuing Board Meeting			



(Signature)
New Delhi

Shilpa Bhatia
Company Secretary/Compliance | Officer/Managing Director/CEO

Annexure- II

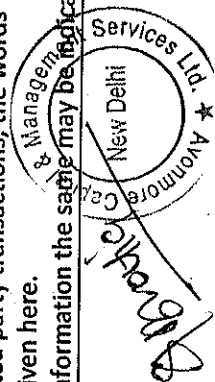
I. Disclosure on website in terms of Listing Regulations		Compliance Status (Yes/N/NA)
Item		
Details of business		
Terms and conditions of appointment of independent directors		Yes
Composition of various committees of board of directors		Yes
Code of conduct of board of directors and senior management personnel		Yes
Details of establishment of vigil mechanism/ Whistle Blower policy		Yes
Criteria of making payments to non-executive directors		Yes
Policy on dealing with related party transactions		Yes
Policy for determining 'material' subsidiaries		Yes
Details of familiarization programmes imparted to independent directors		Yes
Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances		Yes
email address for grievance redressal and other relevant details		Yes
Financial results		Yes
Shareholding pattern		Yes
Details of agreements entered into with the media companies and/or their associates		Yes
New name and the old name of the listed entity		N.A.
II. Annual Affirmations		N.A.
Particulars	Regulation Number	Compliance status (Yes/No/NA)
Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes
Board composition	17(1)	Yes
Meeting of Board of directors	17(2)	Yes
Review of Compliance Reports	17(3)	Yes
Plans for orderly succession for appointments	17(4)	Yes

Capital & Management
New Delhi
17/03/2017
Shilpa Bhatia

Code of Conduct	17(5)	Yes
Fees/compensation	17(6)	Yes
Minimum Information	17(7)	Yes
Compliance Certificate	17(8)	Yes
Risk Assessment & Management	17(9)	Yes
Performance Evaluation of Independent Directors	17(10)	Yes
Composition of Audit Committee	18(1)	Yes
Meeting of Audit Committee	18(2)	Yes
Composition of nomination & remuneration committee	19(1) & (2)	Yes
Composition of Stakeholder Relationship Committee	20(1) & (2)	Yes
Composition and role of risk management committee	21(1),(2),(3),(4)	N.A.
Vigil Mechanism	22	Yes
Policy for related party Transaction	23(1),(5),(6),(7) & (8)	Yes
Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes
Approval for material related party transactions	23(4)	Yes
Composition of Board of Directors of unlisted material Subsidiary	24(1)	Yes
Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	Yes
Maximum Directorship & Tenure	25(1) & (2)	Yes
Meeting of independent directors	25(3) & (4)	Yes
Familiarization of independent directors	25(7)	Yes
Memberships in Committees	26(1)	Yes
Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes
Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes
Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	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.
3. If the Listed Entity would like to provide any other information the same may be indicated here.



III Affirmations:

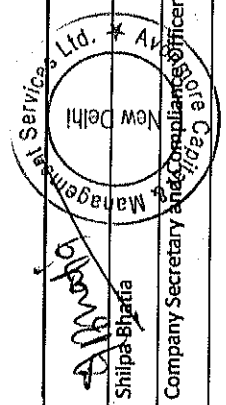
The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied.


Shilpa Bhatia

Company Secretary / Compliance Officer / Managing Director / CEO


II. Annual Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes	
2	Board composition	17(1), 17(1A) & 17(1B)	Yes	
3	Meeting of Board of directors	17(2)	Yes	
4	Quorum of Board meeting	17(2A)	Yes	
5	Review of Compliance Reports	17(3)	Yes	
6	Plans for orderly succession for appointments	17(4)	Yes	
7	Code of Conduct	17(5)	Yes	
8	Fees/compensation	17(6)	Yes	
9	Minimum Information	17(7)	Yes	
10	Compliance Certificate	17(8)	Yes	
11	Risk Assessment & Management	17(9)	Yes	
12	Performance Evaluation of Independent Directors	17(10)	Yes	
13	Recommendation of Board	17(11)	Yes	
14	Maximum number of Directorships	17A	Yes	
15	Composition of Audit Committee	18(1)	Yes	
16	Meeting of Audit Committee	18(2)	Yes	
17	Composition of nomination & remuneration committee	19(1) & (2)	Yes	
18	Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes	
19	Meeting of Nomination and Remuneration Committee	19(3A)	Yes	
20	Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	Yes	
21	Meeting of Stakeholders Relationship Committee	20(3A)	Yes	
22	Composition and role of risk management committee	21(1), 21(2), 21(3) & 21(4)	NA	



23	Meeting of Risk Management Committee	21(3A)	NA
24	Vigil Mechanism	22	Yes
25	Policy for related party Transaction	23(1),(1A),(5),(6),(7) & (8)	Yes
26	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes
27	Approval for material related party transactions	23(4)	Yes
28	Disclosure of related party transactions on consolidated basis	23(9)	Yes
29	Composition of Board of Directors of unlisted material Subsidiary	24(1)	Yes
30	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	Yes
31	Annual Secretarial Compliance Report	24(A)	Yes
32	Alternate Director to Independent Director	25(1)	NA
33	Maximum Tenure	25(2)	Yes
34	Meeting of independent directors	25(3) & (4)	Yes
35	Familiarization of independent directors	25(7)	Yes
36	Declaration from Independent Director	25(8) & (9)	Yes
37	D & O Insurance for Independent Directors	25(10)	NA
38	Memberships in Committees	26(1)	Yes
39	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes
40	Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes
41	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes
Any other information to be provided			
Annexure II			
1	Name of signatory	Shilpa Bhatia	
2	Designation	Company Secretary and Compliance Officer	



Annexure II		
III. Affirmations		
Sr	Particulars	Compliance status (Yes/No/NA)
1	The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied	Yes
Any other information to be provided		
Annexure II		
1	Name of signatory	Shilpa Bhatia
2	Designation	Company Secretary and Compliance Officer


 Shilpa Bhatia
 Company Secretary and Compliance Officer
 Capital Growth Securities Ltd. *
 Management Services Pvt. Ltd.