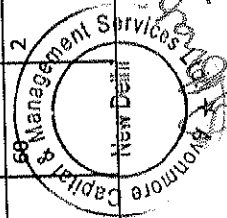


# Avonmore Capital & Management Services Ltd.

Annexure-1

1. Name of the Listed Entity: Avonmore Capital & Management Services Ltd
2. Quarter Ending: 31 March 2021

1. Composition of Board of Directors												
Title (Mr./Ms)	Name of the Director	PANs and DIN	Category (Chairperson/ Executive/Non Executive/Independent/Non Executive)&	Date of Birth	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure in months	No. of Directorship in listed entities including this listed entity (Refer Regulations 25(1) of Listing Regulations)	No of Independent Directors in listed entities including this listed 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: AAEP9372 M; DIN: 00008429	Chairperson/ Non Executive	09-09-1954	19-03-2007	-	-	-	3	2	4	1
M/s.	ASHU GUPTA	PAN:AGYP G2196D DIN: 00007836	Non Executive	23-12-1969	20-03-2015	-	-	-	1	0	0	0
Mr.	ASHOK KUMAR GUPTA	PAN: AEUPG320 3M DIN: 02590928	Executive	25-06-1965	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	30-07-2008	29-09-2019	-	-	2	2	2	2



Mr.	AJAY KUMAR	PAN:AEMP K5513J DIN: 01954049	Independent/ Non Executive	30-01- 1951	12-11- 2013	29-09- 2019	-	60	2	2	0	3
Mr.	BHUPINDER SINGH	DIN:00006 2754 PAN:AAAMP S7576H	Independent/ Non Executive	10-07- 1939	27-07- 2019	-	-	-	3	3	0	1

§ 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 entity in continuity without any cooling off period.

### II. Composition of Committees

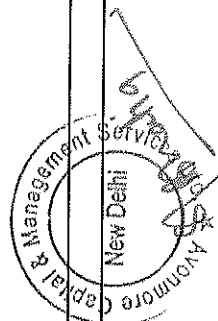
Name of Committee	Name of Committee members	Category (Chairperson/Executive/Non-Executive/Independent/Nominee)§
1. Audit Committee	(i) Mr. Ajay Kumar, (ii) Mr. Shyam Sunder Lal Gupta (iii) Mr. Govind Prasad Agrawal	Chairperson/Independent/Non Executive Independent/ Non Executive Non Executive
2. Nomination & Remuneration Committee	(i) Mr. Ajay Kumar (ii) Mr. Shyam Sunder Lal Gupta (iii) Mr. Govind Prasad Agrawal	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	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

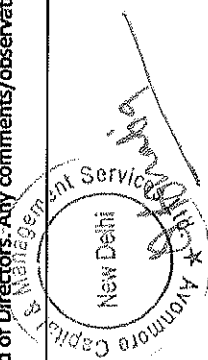
### III. Meeting of Board of Directors

Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Maximum gap between any two consecutive meetings in number of days*
13-11-2020	13-02-2021	91 Days

### IV. Meeting of Committees

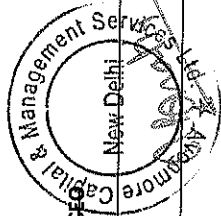


Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days*
13-02-2021 (Audit Committee)		13-11-2020	91 Days
23-03-2021 (Stakeholders Relationship Committee)	Yes		
*This information has to be mandatorily be given for audit committee, for rest of the committee giving this information is optional			
<b>V. Related Party Transactions</b>			
<b>Subject</b>			<b>Compliance Status (Yes/No/NA) refer to note below</b>
Whether prior approval of audit committee obtained			Yes
Whether shareholder approval obtained for material RPT			No Material Transaction was involved ; hence shareholders approval not required
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by audit committee			NA
<b>Note:</b> 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.			
<b>VI. Affirmations</b>			
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			



Shilpa Bhatia

Company Secretary/Compliance | Officer/Managing Director/CEO



Annexure 1

V. Related Party Transactions

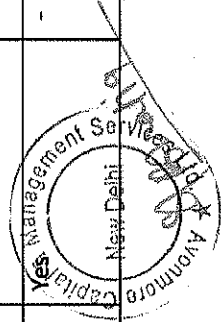
Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be here.
1	Whether prior approval of audit committee obtained	Yes	
2	Whether shareholder approval obtained for material RPT	NA	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	NA	

**Annexure II**

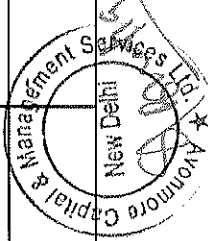
**Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)**

**I. Disclosure on website in terms of Listing Regulations**

Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non- compliance may be given here.	Web address
1	Details of business	Yes	-	www.avonmorecapital.in
2	Terms and conditions of appointment of independent directors	Yes	-	www.avonmorecapital.in
3	Composition of various committees of board of directors	Yes	-	www.avonmorecapital.in
4	Code of conduct of board of directors and senior management personnel	Yes	-	www.avonmorecapital.in
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes	-	www.avonmorecapital.in
6	Criteria of making payments to non-executive directors	Yes	-	www.avonmorecapital.in
7	Policy on dealing with related party transactions	Yes	-	www.avonmorecapital.in
8	Policy for determining 'material' subsidiaries	Yes	-	www.avonmorecapital.in

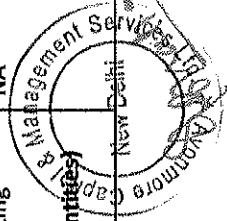


9	Details of familiarization programmes imparted to independent directors	Yes	-	www.avonmorecapital.in
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes	-	www.avonmorecapital.in
11	email address for grievance redressal and other relevant details	Yes	-	www.avonmorecapital.in
12	Financial results	Yes	-	www.avonmorecapital.in
13	Shareholding pattern	Yes	-	www.avonmorecapital.in
14	Details of agreements entered into with the media companies and/or their associates	NA	-	
15	Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or institutional investors simultaneously with submission to stock exchange	NA	-	
16	New name and the old name of the listed entity	Yes	-	www.avonmorecapital.in
17	Advertisements as per regulation 47 (1)	Yes	-	www.avonmorecapital.in
18	Credit rating or revision in credit rating obtained	NA	-	
19	Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	Yes	-	www.avonmorecapital.in
20	Whether company has provided information under separate section on its	Yes	-	www.avonmorecapital.in



	website as per Regulation 46(2)			
21	Materiality Policy as per Regulation 30	Yes	-	www.avonmorecapital.in
22	Dividend Distribution policy as per Regulation 43A (as applicable)	NA	-	
23	It is certified that these contents on the website of the listed entity are correct	Yes	-	www.avonmorecapital.in

<b>Annexure 1</b>				
<b>VI. Affirmations</b>				
<b>Sr</b>	<b>Subject</b>			<b>Compliance status (Yes/No)</b>
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 <b>a. Audit Committee</b>			Yes
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. <b>b. Nomination &amp; remuneration committee</b>			Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. <b>c. Stakeholders relationship committee</b>			Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. <b>d. Risk management committee (applicable to the top 500 listed entities)</b>			NA

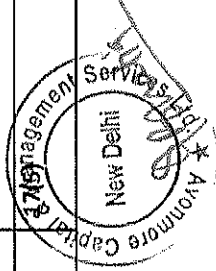


6	The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
7	The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes

**Annexure II**

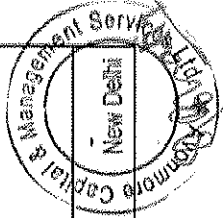
**II. Annual Affirmations**

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		Yes	-





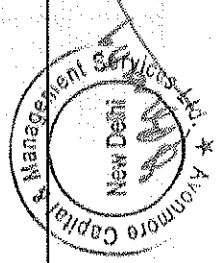
8	Fees/compensation	17(6)	Yes	-
9	Minimum Information	17(7)	Yes	-
10	Compliance Certificate	17(8)	Yes	-
11	Risk Assessment & Management	17(9)	Yes	-
12	Performance Evaluation of Independent Directors	17(10)	Yes	-
13	Recommendation of Board	17(11)	Yes	-
14	Maximum number of Directorships	17A	Yes	-
15	Composition 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),(2),(3),(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	-

**Annexure II**

1	Name of signatory	SHILPA BHATIA
2	Designation	Company Secretary and Compliance Officer



**Annexure-II**

III. Affirmation

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

Annexure II	
1	Name of signatory SHILPA BHATIA
2	Designation Company Secretary and Compliance Officer

Signatory Details	
Name of signatory	SHILPA BHATIA
Designation of person	Company Secretary and Compliance Officer
Place	NEW DELHI
Date	12-04-2021

