

| <b>General information about company</b>                       |                     |
|--|---------------------|
| Scrip code   | 517514              |
| NSE Symbol   |                     |
| MSEI Symbol  |                     |
| ISIN   | INE589D01018        |
| Name of the entity   | D & H INDIA LIMITED |
| Date of start of financial year                                | 01-04-2020          |
| Date of end of financial year                                  | 31-03-2021          |
| Reporting Quarter  | Half Yearly         |
| Date of Report   | 30-09-2020          |
| Risk management committee                                      | Not Applicable      |
| Market Capitalisation as per immediate previous Financial Year | Any other           |

## Annexure I

## Annexure I to be submitted by listed entity on quarterly basis

## I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory

Whether the listed entity has a Regular Chairperson

Yes

Whether Chairperson is related to MD or CEO

No

| ne of the<br>irector | PAN        | DIN      | Category 1<br>of directors                            | Category 2<br>of<br>directors | Category<br>3 of<br>directors | Date<br>of<br>Birth | Whether<br>special<br>resolution<br>passed?<br>[Refer Reg.<br>17(1A) of<br>Listing<br>Regulations] | Date of<br>passing<br>special<br>resolution | Initial Date<br>of<br>appointment | Date of Re-<br>appointment | Date of<br>cessation | Tenure<br>of<br>director<br>(in<br>months) | No of<br>Directorship<br>in listed<br>entities<br>including<br>this listed<br>entity (Refer<br>Regulation<br>17A of<br>Listing<br>Regulations) | No of<br>Independent<br>Directorship<br>in listed<br>entities<br>including<br>this listed<br>entity<br>(Refer<br>Regulation<br>17A(1) of<br>Listing<br>Regulations) | Number of<br>memberships<br>in Audit/<br>Stakeholder<br>Committee(s)<br>including this<br>listed entity<br>(Refer<br>Regulation<br>26(1) of<br>Listing<br>Regulations) | No of post<br>of<br>Chairperson<br>in Audit/<br>Stakeholder<br>Committee<br>held in listed<br>entities<br>including<br>this listed<br>entity (Refer<br>Regulation<br>26(1) of<br>Listing<br>Regulations) |
|----------------------|------------|----------|---|-------------------------------|-------------------------------|---------------------|--|---|-----------------------------------|----------------------------|----------------------|--|--|---|--|--|
| H VORA               | ABXPV5105H | 00149287 | Executive<br>Director                                 | Not<br>Applicable             | MD                            | 10-<br>12-<br>1962  | NA   |   | 06-12-1990                        | 29-10-2017                 |                      | 35   | 1  | 0   | 0  | 0  |
| IUSUDAN              | ABBPJ7263Q | 00145329 | Executive<br>Director                                 | Not<br>Applicable             |                               | 19-<br>07-<br>1966  | NA   |   | 24-01-2004                        | 24-01-2019                 |                      | 36   | 1  | 0   | 1  | 0  |
| ABH                  | AFVPV2793P | 02750484 | Executive<br>Director                                 | Not<br>Applicable             |                               | 11-<br>09-<br>1987  | NA   |   | 01-10-2014                        | 01-10-2017                 |                      | 36   | 1  | 0   | 0  | 0  |
| II VORA              | BFIPB8733D | 06899964 | Non-<br>Executive -<br>Non<br>Independent<br>Director | Not<br>Applicable             |                               | 27-<br>03-<br>1988  | NA   |   | 01-10-2014                        |                            |                      |  | 1  | 0   | 0  | 0  |

### I. Composition of Board of Directors

#### Disclosure of notes on composition of board of directors explanatory

#### Whether the listed entity has a Regular Chairperson

| Sr | Title (Mr / Ms) | Name of the Director  | PAN        | DIN      | Category 1 of directors                  | Category 2 of directors | Category 3 of directors | Date of Birth | Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations] | Date of passing special resolution | Initial Date of appointment | Date of Re-appointment | Date of cessation | Tenure of director (in months) | No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations) | No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations) | N<br>m<br>:<br>S<br>C<br>o<br>n<br>c<br>l<br>i<br>:<br>R<br>:<br>R |
|----|-----------------|-----------------------|------------|----------|--|-------------------------|-------------------------|---------------|---|------------------------------------|-----------------------------|------------------------|-------------------|--------------------------------|--|---|--|
| 5  | Mr              | SUSHIL RAWKA          | ABTPR3447A | 00156990 | Non-Executive - Non Independent Director | Not Applicable          |                         | 06-02-1952    | NA  |                                    | 01-04-2005                  |                        |                   |                                | 1  | 0   | 2  |
| 6  | Mr              | ESHANYA B GUPPTA      | AHDPG6294Q | 01727743 | Non-Executive - Independent Director     | Not Applicable          |                         | 05-11-1976    | NA  |                                    | 15-05-2015                  | 15-05-2020             |                   | 60                             | 1  | 1   | 1  |
| 7  | Mr              | SUNIL KATHARIYA       | AGFPK9102Q | 07155856 | Non-Executive - Independent Director     | Chairperson             |                         | 01-06-1960    | NA  |                                    | 15-05-2015                  | 15-05-2020             |                   | 60                             | 1  | 1   | 2  |
| 8  | Mr              | Balraj Kishore Namdeo | AACPN3668F | 06620620 | Non-Executive - Independent Director     | Not Applicable          |                         | 17-10-1956    | NA  |                                    | 01-04-2019                  |                        |                   | 60                             | 1  | 1   | 1  |

| Audit Committee Details                               |            |                           |  |                         |                     |                   |         |
|---|------------|---------------------------|--|-------------------------|---------------------|-------------------|---------|
| Whether the Audit Committee has a Regular Chairperson |            |                           |  |                         | Yes                 |                   |         |
| Sr  | DIN Number | Name of Committee members | Category 1 of directors                  | Category 2 of directors | Date of Appointment | Date of Cessation | Remarks |
| 1   | 01727743   | ESHANYA B GUPPTA          | Non-Executive - Independent Director     | Chairperson             | 01-04-2019          |                   |         |
| 2   | 07155856   | SUNIL KATHARIYA           | Non-Executive - Independent Director     | Member                  | 15-05-2015          |                   |         |
| 3   | 00156990   | SUSHIL RAWKA              | Non-Executive - Non Independent Director | Member                  | 01-04-2019          |                   |         |
| 4   | 06620620   | Balraj Kishore Namdeo     | Non-Executive - Independent Director     | Member                  | 01-04-2019          |                   |         |

| Nomination and remuneration committee                                       |            |                           |  |                         |                     |                   |         |
|---|------------|---------------------------|--|-------------------------|---------------------|-------------------|---------|
| Whether the Nomination and remuneration committee has a Regular Chairperson |            |                           |  |                         | Yes                 |                   |         |
| Sr  | DIN Number | Name of Committee members | Category 1 of directors                  | Category 2 of directors | Date of Appointment | Date of Cessation | Remarks |
| 1   | 01727743   | ESHANYA B GUPPTA          | Non-Executive - Independent Director     | Chairperson             | 01-04-2019          |                   |         |
| 2   | 07155856   | SUNIL KATHARIYA           | Non-Executive - Independent Director     | Member                  | 15-05-2015          |                   |         |
| 3   | 00156990   | SUSHIL RAWKA              | Non-Executive - Non Independent Director | Member                  | 01-04-2019          |                   |         |

| Stakeholders Relationship Committee                                       |            |                           |  |                         |                     |                   |         |
|---|------------|---------------------------|--|-------------------------|---------------------|-------------------|---------|
| Whether the Stakeholders Relationship Committee has a Regular Chairperson |            |                           |  |                         | Yes                 |                   |         |
| Sr  | DIN Number | Name of Committee members | Category 1 of directors                  | Category 2 of directors | Date of Appointment | Date of Cessation | Remarks |
| 1   | 00156990   | SUSHIL RAWKA              | Non-Executive - Non Independent Director | Chairperson             | 29-09-2017          |                   |         |
| 2   | 00145329   | MADHUSUDAN JAIN           | Executive Director                       | Member                  | 23-01-2016          |                   |         |
| 3   | 07155856   | SUNIL KATHARIYA           | Non-Executive - Independent Director     | Member                  | 15-05-2015          |                   |         |

| <b>Risk Management Committee</b>                                |            |                           |                         |                         |                     |                   |         |
|---|------------|---------------------------|-------------------------|-------------------------|---------------------|-------------------|---------|
| Whether the Risk Management Committee has a Regular Chairperson |            |                           |                         |                         |                     |                   |         |
| Sr  | DIN Number | Name of Committee members | Category 1 of directors | Category 2 of directors | Date of Appointment | Date of Cessation | Remarks |

| Corporate Social Responsibility Committee                                       |            |                           |                         |                         |                     |                   |         |
|---|------------|---------------------------|-------------------------|-------------------------|---------------------|-------------------|---------|
| Whether the Corporate Social Responsibility Committee has a Regular Chairperson |            |                           |                         |                         |                     |                   |         |
| Sr  | DIN Number | Name of Committee members | Category 1 of directors | Category 2 of directors | Date of Appointment | Date of Cessation | Remarks |



| <b>Other Committee</b> |            |                           |                         |                         |                         |         |
|------------------------|------------|---------------------------|-------------------------|-------------------------|-------------------------|---------|
| Sr                     | DIN Number | Name of Committee members | Name of other committee | Category 1 of directors | Category 2 of directors | Remarks |

| Annexure 1   |   |  |   |                              |  |                              |   |
|--|---|--|---|------------------------------|--|------------------------------|---|
| Annexure 1   |   |  |   |                              |  |                              |   |
| III. Meeting of Board of Directors                               |   |  |   |                              |  |                              |   |
| Disclosure of notes on meeting of board of directors explanatory |   |  |   | Notes for not providing Date | Whether requirement of Quorum met (Yes/No) | Number of Directors present* | No. of Independent Directors attending the meeting* |
| Sr   | Date(s) of meeting (if any) in the previous quarter | Date(s) of meeting (if any) in the current quarter | Maximum gap between any two consecutive (in number of days) |                              |  |                              |   |
| 1  |   | 25-07-2020   |   |                              | Yes  | 8                            | 3   |
| 2  |   | 31-08-2020   | 36  |                              | Yes  | 8                            | 3   |

| Annexure 1   |                                       |   |   |                         |                               |  |                              |   |
|--|---------------------------------------|---|---|-------------------------|-------------------------------|--|------------------------------|---|
| IV. Meeting of Committees                                |                                       |   |   |                         |                               |  |                              |   |
| Disclosure of notes on meeting of committees explanatory |                                       |   |   |                         |                               |  | Number of Directors present* | No. of Independent Directors attending the meeting* |
| Sr   | Name of Committee                     | Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order) | Maximum gap between any two consecutive (in number of days) | Name of other committee | Reason for not providing date | Whether requirement of Quorum met (Yes/No) |                              |   |
| 1  | Audit Committee                       | 25-07-2020  |   |                         |                               | Yes  | 4                            | 4   |
| 2  | Audit Committee                       | 31-08-2020  | 36  |                         |                               | Yes  | 4                            | 4   |
| 3  | Nomination and remuneration committee | 31-08-2020  |   |                         |                               | Yes  | 3                            | 3   |

| <b>Annexure 1</b>                    |  |                                  |  |
|--------------------------------------|--|----------------------------------|--|
| <b>V. Related Party Transactions</b> |  |                                  |  |
| Sr                                   | Subject  | Compliance status<br>(Yes/No/NA) | If status is "No" details of non-compliance may be given 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 | Yes                              |  |

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

| <b>Annexure 1</b> |                   |  |
|-------------------|-------------------|--|
| Sr                | Subject           | Compliance status                        |
| 1                 | Name of signatory | RAJESH SEN                               |
| 2                 | Designation       | Company Secretary and Compliance Officer |

| <b>Annexure III</b>                  |  |                                      |                               |  |
|--------------------------------------|--|--------------------------------------|-------------------------------|--|
| <b>III. Affirmations</b>             |  |                                      |                               |  |
| Sr                                   | Particulars  | Regulation Number                    | Compliance status (Yes/No/NA) | If status is "No" details of non-compliance may be given here. |
| 1                                    | 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                           |  |
| 2                                    | Presence of Chairperson of Audit Committee at the Annual General Meeting   | 18(1)(d)                             | Yes                           |  |
| 3                                    | Presence of Chairperson of the nomination and remuneration committee at the annual general meeting   | 19(3)                                | Yes                           |  |
| 4                                    | Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting  | 20(3)                                | Yes                           |  |
| 5                                    | Whether "Corporate Governance Report" disclosed in Annual Report   | 34(3) read with para C of Schedule V | Yes                           |  |
| Any other information to be provided |  |                                      |                               |  |

| <b>Annexure III</b> |                   |  |
|---------------------|-------------------|--|
| 1                   | Name of signatory | RAJESH SEN                               |
| 2                   | Designation       | Company Secretary and Compliance Officer |



| <b>Signatory Details</b> |  |
|--------------------------|--|
| Name of signatory        | RAJESH SEN                               |
| Designation of person    | Company Secretary and Compliance Officer |
| Place                    | INDORE                                   |
| Date                     | 07-10-2020                               |

