



**ANNEXURE I**

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

1. Name of Listed Entity - **IOL Chemicals and Pharmaceuticals Limited**

2. Quarter ending - **31-Dec-2019**

**i. Composition Of Board Of Director**

| Title (Mr./Ms) | Name of the Director | Category (Chairperson/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 |
|----------------|----------------------|--|--------------|-----------------------------|---------------------|-------------------|--------|---------------|------------------------------------|------------------------------------|---|--|---|---|--|
| Mr.            | Rajender Mohan Malla | C & NED  |              | 06-Feb-2019                 | 06-Feb-2019         |                   | 36     | 15-May-1953   | NA                                 |                                    | 5   | 5  | 3   | 1   | NRC                                      |
| Mr.            | Varinder Gupta       | ED   | MD           | 13-Nov-1986                 | 01-Sep-2018         |                   | 60     | 06-Dec-1962   | NA                                 |                                    | 1   | 0  | 1   | 0   | SC                                       |
| Mr.            | Vijay Garg           | ED   |              | 02-Mar-2013                 | 02-Mar-2019         |                   | 36     | 17-Jan-1970   | NA                                 |                                    | 1   | 0  | 1   | 0   | AC                                       |
| Mr.            | Vikas Gupta          | ED   |              | 29-May-2015                 | 29-May-2015         |                   | 60     | 13-Feb-1992   | NA                                 |                                    | 1   | 0  | 1   | 0   | SC                                       |
| Mr.            | Chandra Mohan        | ID   |              | 27-Oct-2005                 | 29-Aug-2019         | 25-Dec-2019       | 60     | 30-Dec-1932   | Yes                                | 29-Aug-2019                        | 2   | 2  | 1   | 1   | AC,NRC                                   |
| Mrs.           | Sandhya Mehta        | ID   |              | 22-Aug-2014                 | 22-Aug-2019         |                   | 60     | 25-Mar-1968   | NA                                 |                                    | 1   | 1  | 1   | 1   | AC,SC,NRC                                |
| Mr.            | Harpal Singh         | ID   |              | 06-Feb-2019                 | 06-Feb-2019         |                   | 36     | 17-Sep-1955   | NA                                 |                                    | 1   | 1  | 0   | 1   | AC                                       |

|   |  |
|---|--|
| Company Remarks                             | The Office of Independent Director Shri Chandra Mohan vacated due to his demise on 25th December 2019. However, the Board of Directors of the Company continue to consist of 50% of Independent Directors. |
| Whether Regular 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              | Sandhya Mehta               | ID              | Member                        | 06-Feb-2019             |                       |
| 2              | Vijay Garg                  | ED              | Member                        | 06-Feb-2019             |                       |
| 3              | Harpal Singh                | ID              | Chairperson                   | 06-Feb-2019             |                       |
| 4              | Chandra Mohan               | ID              | Member                        | 06-Feb-2019             | 25-Dec-2019           |

|   |  |
|---|--|
| Company Remarks                         | The place of Shri Chandra Mohan, Member of Audit & Risk Management Committee is vacated due to his demise on 25th December 2019. |
| 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              | Sandhya Mehta               | ID              | Chairperson                   | 06-Feb-2019             |                       |
| 2              | Varinder Gupta              | ED              | Member                        | 06-Feb-2019             |                       |
| 3              | Vikas Gupta                 | ED              | Member                        | 06-Feb-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> |
|----------------|-----------------------------|-----------------|-------------------------------|-------------------------|-----------------------|
|----------------|-----------------------------|-----------------|-------------------------------|-------------------------|-----------------------|

|   |                |
|---|----------------|
| Company Remarks                         | Not Applicable |
| Whether Permanent chairperson appointed |                |

**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              | Sandhya Mehta               | ID              | Member                        | 06-Feb-2019             |                       |
| 2              | Chandra Mohan               | ID              | Chairperson                   | 06-Feb-2019             | 25-Dec-2019           |
| 3              | Rajender Mohan Malla        | C & NED         | Member                        | 06-Feb-2019             |                       |



|   |   |
|---|---|
| Company Remarks                         | The place of Shri Chandra Mohan, Chairman of Nomination and Remuneration Committee is vacated due to his demise on 25th December 2019. Therefore, the Committee shall be reconstituted in due course in compliance of the requirements under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Companies Act 2013. |
| Whether Permanent chairperson appointed | Yes   |

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 | Whether requirement of Quorum met | Number of Directors present | Number of Independent Directors present |
|---|---|-----------------------------------|-----------------------------|---|
| 12-Aug-2019   | 14-Nov-2019   | Yes                               | 6                           | 3                                       |

|   |    |
|---|----|
| Company Remarks   |    |
| Maximum gap between any two consecutive (in number of days) | 93 |

iv. **Meeting of Committees**

| Name of the Committee | Date(s) of meeting during of the committee in the previous quarter | Date(s) of meeting of the committee in the relevant quarter | Whether requirement of Quorum met (Yes/No) | Number of Directors present | Number of independent directors present |
|-----------------------|--|---|--|-----------------------------|---|
| Audit Committee       | 12-Aug-2019  | 14-Nov-2019   | Yes  | 3                           | 2                                       |

|  |    |
|--|----|
| Company Remarks  |    |
| Maximum gap between any two consecutive (in number of days) [Only for Audit Committee] | 93 |

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<br>Disclosure of notes of material related party transactions |  |
|---|--|

**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 - **No**
  - c. Stakeholders relationship committee - **Yes**
  - d. Risk management committee (applicable to the top 100 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:

**The place of Shri Chandra Mohan, Chairman of Nomination and Remuneration Committee is vacated due to his demise on 25th December 2019. Therefore, the Committee shall be reconstituted in due course in compliance of the requirements under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Companies Act 2013.**

Name : **Abhay Raj Singh**  
Designation : **Company Secretary & Compliance Officer**