| General information about company | |
|---|---|
| Scrip code | 509845 |
| NSE Symbol | |
| MSEI Symbol | |
| ISIN | INE712Z01019 |
| Name of the entity | R J Shah & Company Limited |
| Date of start of financial year | 01-04-2023 |
| Date of end of financial year | 31-03-2024 |
| Reporting Quarter | Half Yearly |
| Date of Report | 30-09-2023 |
| 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**

| | |
|---|---|
| ıre 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 | Yes |

Disqualification of Directors under section 164 of the Companies Act, 2013

| | PAN | DIN | Category 1 of directors | Category 2 of directors | Category 3 of directors | 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 | 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 | Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations) |
|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|
| | | 00402482 | Executive Director | Chairperson related to Promoter | MD | | No | | | | Active | NA | 16-08-2022 | 01-01-2018 | 01-01-2023 | | 60 | 1 | 0 | 1 |
| | | 00402478 | Executive Director | Not Applicable | MD | | No | | | | Active | NA | 16-08-2022 | 09-05-1997 | 09-05-2022 | | 60 | 1 | 0 | 0 |
| :A | | 00235556 | Non-Executive - Independent Director | Not Applicable | Shareholder Director | | No | | | | Active | No | | 31-05-1999 | 01-04-2019 | | 60 | 1 | 1 | 2 |
| | | 00371211 | Non-Executive - Independent Director | Not Applicable | Shareholder Director | | No | | | | Active | No | | 29-06-1996 | 01-04-2019 | | 60 | 1 | 1 | 1 |

## I. Composition of Board of Directors

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

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

| PAN | DIN | Category 1 of directors | Category 2 of directors | Category 3 of directors | 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 | 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 | Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations) | No of |
|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|
| CFPM4840H | 00187067 | Non-Executive - Independent Director | Not Applicable | Shareholder Director | 12-01-1968 | No | | | | Active | No | | 20-05-2022 | | | 60 | 1 | 1 | 0 | 0 |
| ABPA1024F | 00402476 | Non-Executive - Independent Director | Not Applicable | Shareholder Director | 30-09-1953 | No | | | | Active | No | | 25-11-1997 | 01-04-2019 | | 60 | 1 | 1 | 2 | 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 | 00371211 | SUNIL P. MASAND | Non-Executive - Independent Director | Chairperson | 01-04-2014 | | |
| 2 | 00402476 | SWATI R AGARWAL | Non-Executive - Independent Director | Member | 01-04-2014 | | |
| 3 | 00235556 | RAGHAVENDRA RAICHUR | Non-Executive - Independent Director | Member | 01-04-2014 | | |

| 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 | 00235556 | RAGHAVENDRA RAICHUR | Non-Executive - Independent Director | Chairperson | 01-04-2014 | | |
| 2 | 00402476 | SWATI R AGARWAL | Non-Executive - Independent Director | Member | 01-04-2014 | | |
| 3 | 00371211 | SUNIL P. MASAND | Non-Executive - Independent Director | Member | 01-04-2014 | | |

| 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 | 00402476 | SWATI R AGARWAL | Non-Executive - Independent Director | Chairperson | 01-04-2014 | | |
| 2 | 00402482 | KALINDI RAJENDRA SHAH | Executive Director | Member | 01-04-2014 | | |
| 3 | 00235556 | RAGHAVENDRA RAICHUR | Non-Executive - Independent Director | Member | 01-04-2014 | | |

| Risk Management Committee | | | | | | | |
|---|---|---|---|---|---|---|---|
| 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 |
| 1 | 00402482 | KALINDI RAJENDRA SHAH | Executive Director | Chairperson | 01-04-2014 | | |
| 2 | 00235556 | RAGHAVENDRA RAICHUR | Non-Executive - Independent Director | Member | 01-04-2014 | | |
| 3 | 00402476 | SWATI R AGARWAL | Non-Executive - Independent Director | Member | 01-04-2014 | | |

| Other Committee | | | | | | |
|---|---|---|---|---|---|---|
| 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 | | | | | | | | |
| 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) | Notes for not providing Date | Whether requirement of Quorum met (Yes/No) | Total Number of Directors as on date of the meeting | Number of Directors present* (All directors including Independent Director) | No. of Independent Directors attending the meeting* |
| 1 | 25-05-2023 | | | | Yes | 6 | 6 | 4 |
| 2 | | 31-07-2023 | 66 | | Yes | 6 | 6 | 4 |

| Annexure 1 | | | | | | | | | | |
|---|---|---|---|---|---|---|---|---|---|---|
| **IV. Meeting of Committees** | | | | | | | | | | |
| | | Disclosure of notes on meeting of committees explanatory | | | | | | | | |
| 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 | Reson for not providing date | 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) | No. of Independent Directors attending the meeting* | No. of members attending the meeting (other than Board of Directors) |
| 1 | Audit Committee | 25-05-2023 | | | | Yes | 3 | 3 | 3 | 1 |
| 2 | Audit Committee | 31-07-2023 | 66 | | | Yes | 3 | 3 | 3 | 1 |

| Annexure 1 | | | |
|---|---|---|---|
| **V. Related Party Transactions** | | | |
| Sr | Subject | Compliance status (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 | |
| Disclosure of notes on related party transactions | | | |

| Annexure 1 | | |
|---|---|---|
| **VI. Affirmations** | | |
| 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 1000 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 |

| Annexure 1 | | |
|---|---|---|
| Sr | Subject | Compliance status |
| 1 | Name of signatory | Ram Narayan Gupta |
| 2 | Designation | Company Secretary and Compliance Officer |

| Annexure III | | | | |
|---|---|---|---|---|
| **III. Affirmations** | | | | |
| 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 | | | | |

| Annexure III | | |
|---|---|---|
| 1 | Name of signatory | Ram Narayan Gupta |
| 2 | Designation | Company Secretary and Compliance Officer |

| Additional Half yearly Disclosure | | |
|---|---|---|
| Applicability of disclosure | Not Applicable | |
| Reason for Non Applicability | Textual Information(1) | |

| Text Block | |
|---|---|
| Textual Information(1) | no loan guarantee or security given |

| Signatory Details | |
|---|---|
| Name of signatory | Ram Narayan Gupta |
| Designation of person | Company Secretary and Compliance Officer |
| Place | MUMBAI |
| Date | 19-10-2023 |