

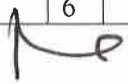
ANNEXURE I

Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity - **DIC INDIA LIMITED**
 2. Quarter ending - **31-DECEMBER-2019**

i. Composition Of Board Of Director

T i t l e (M r / M s)	Name of th e D i r e c t o r	D I N	P A N	Cat e g o r y (C h a i r p e r s o n / E x e c u t i v e / N o n - E x e c u t i v e / I n d e p e n d e n t / N o m i n e e	S u b C a t e g o r y	I n i t i a l D a t e o f A p p o i n t m e n t	D a t e o f A p p o i n t m e n t	D a t e o f c e s s a t i o n	T e n u r e	D a t e o f B i r t h	W h e t h e r s p e c i a l r e s o l u t i o n p a s s e d ?	D a t e o f p a s s i n g s p e c i a l r e s o l u t i o n	N o. o f D i r e c t o r s	No o f I n d e p e n d e n t D i r e c t o r s i n l i s t e d e n t i t i e s i n c l u d i n g t h i s l i s t e d e n t i t y	No o f m e m b e r s h i p s i n A u d i t/ S t a k e h o l d e r C o m m i t t e e (s) i n c l u d i n g t h i s l i s t e d e n t i t y	No o f p o s t o f f C h a i r p e r s o n i n A u d i t/ S t a k e h o l d e r C o m m i t t e e i n c l u d i n g t h i s l i s t e d e n t i t y	M e m b e r s h i p i n C o m m i t t e e s o f t h e C o m p a n y	R e m a r k s
M r.	D I P A K U M A R B A N E R J	0 0 2 8 1 2 3	A E S P B	ID,C & NED		08- M a r- 200 1	22- M a r- 2018		3 6	1 9- F e b - 1 9 4 6	NA		4	4	4	0	SC	


For DIC INDIA LIMITED
RAGHAV SHUKLA
General Manager-Legal &
Company Secretary

	EE		A														
M r.	SU BI R BO SE	0 0 0 4 8 4 5 1	A A O P B 0 7 8 1 H	ID	27- Jul- 200 7	22- Mar- 2018	09- De- c- 201 9	3 6	1 0- D ec- 1 9 4 9	NA		1	1	0	0	AC,N RC	
M r.	UT PA L SE	0 2 5 7	A A K P	ID	26- Jul- 201 1	27- Jun- 2017	09- De- c- 201 9	3 6	0 5- O ct- 1 9 4 9	NA		0	0	0	0	AC,SC ,NRC	
	NG UP TA	7 2 3 7	S 9 9 0 2 P														
M r.	PA RT HA MI TR A	0 0 3 3 5 2 0 4 5	A H Y P M 2 2 4 1 4 R	ID	08- Feb- - 201 7	08- Feb- 2017		3 6	0 1- N o- v- 1 9 5 1	NA		1	1	2	2	AC,SC ,NRC	
M rs .	RE EN A SE N	0 7 0 8 2 1 9 8 1 P	A K P S 4 3 3 1 P	ID	04- Feb- - 201 5	22- Mar- 2018		3 6	1 2- Ju l- 1 9 5 3	NA		1	1	1	0	AC,N RC	
M r.	PA UL KO EK	0 0 8 1 9 3 0 9	Z Z Z Z 9 9 9 9	NED	29- Jun- - 200 4	22- Mar- 2018			1 4- Ju n- 1 9 6 0	NA		1	0	2	0	AC,SC ,NRC	Non- resid ent Direc tor




For DIC INDIA LIMITED
RAGHAV SHUKLA
General Manager-Legal &
Company Secretary

			Z															
M r.	M AS AH IR O KI KU CH I	0 8 0 2 4 5 2 5 1	G N JP K 1 7 3 2 B	NED		06- Feb - 201 8	06- Feb- 2018			2 2- Mar - 1 9 6 2	NA		1	0	0	0		NRC
M r.	HO YE U GU AN	0 8 0 6 6	Z Z Z Z Z	NED		06- Feb - 201 8	20- Mar- 2019			2 9- Jan- 1 9 5 8	NA		1	0	0	0		Non- resid ent Direc tor
		1 3 6	9 9 9 Z															
M r.	M AN IS H BH AT IA	0 8 3 1 0 9 3 6 7 H	A C F P B 0 6 2 7 H	ED	C E O - M D	30- Jan - 201 9			3 6	1 2- Sep - 1 9 7 1	NA		1	0	0	0		
M r.	TA IS HI NO JI M A	0 8 4 0 1 0 1 2	B V X P N 1 5 8 0 R	ED		26- Apr - 201 9			3 2	2 0- Jan- 1 9 6 5	NA		1	0	0	0		

Company Remarks	
Whether Permanent chairperson appointed	Yes
Whether Chairperson is related to MD or CEO	No

ii. Composition of Committees


 For DIC INDIA LIMITED
 RAGHAV SHUKLA
 General Manager, Legal &
 Company Secretary

a. Audit Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	REENA SEN	ID	Member	09-Dec-2019	
2	SUBIR BOSE	ID	Member	22-Mar-2018	09-Dec-2019
3	UTPAL SENGUPTA	ID	Member	27-Jun-2017	09-Dec-2019
4	PARTHA MITRA	ID	Chairperson	24-Mar-2017	
5	PAUL KOEK	NED	Member	22-Mar-2018	

Company Remarks	
Whether Permanent chairperson appointed	Yes

b. Stakeholders Relationship Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	PARTHA MITRA	ID	Chairperson	09-Dec-2019	
2	DIPAK KUMAR BANERJEE	ID, C & NED	Member	22-Mar-2018	
3	PAUL KOEK	NED	Member	22-Mar-2018	
4	UTPAL SENGUPTA	ID	Chairperson	27-Jun-2017	09-Dec-2019

Company Remarks	
Whether Permanent chairperson appointed	Yes

c. Risk Management Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
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Company Remarks	
Whether Permanent chairperson appointed	

d. Nomination and Remuneration Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	REENA SEN	ID	Chairperson	09-Dec-2019	
2	PAUL KOEK	NED	Member	22-Mar-2018	
3	PARTHA MITRA	ID	Member	09-Dec-2019	
4	SUBIR BOSE	ID	Chairperson	22-Mar-2018	09-Dec-2019
5	UTPAL SENGUPTA	ID	Member	27-Jun-2017	09-Dec-2019
6	MASAHIRO KIKUCHI	NED	Member	22-Mar-2018	09-Dec-2019

Company Remarks	
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
			10	

For DIC INDIA LIMITED
RAGHAV SHUKLA
General Manager-Legal &
Company Secretary

26-Jul-2019	22-Oct-2019	Yes	10	5
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Company Remarks	
Maximum gap between any two consecutive (in number of days)	87

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	25-Jul-2019		Yes	3	2
Stakeholders Relationship Committee	26-Jul-2019		Yes	2	1
Audit Committee		21-Oct-2019	Yes	4	3

Company Remarks	
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	87


v. Related Party Transactions

Subject	Compliance status (Yes/No/NA)	Remark
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 Disclosure of notes of material related party transactions	
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VI. Affirmations

1. The composition of Board of Directors in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - **Yes**
2. The composition of the following committees in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015
 - a. Audit Committee - **Yes**
 - b. Nomination & remuneration committee - **Yes**
 - c. Stakeholders relationship committee - **Yes**


For DIC INDIA LIMITED
RAGHAV SHUKLA
General Manager-Legal &
Company Secretary

- 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 disclosures 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 disclosures requirements) Regulations, 2015. - **Yes**
5. a. This report and/or the reports 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:

%affirmComments%

Name :
Designation :

RAGHAV SHUKLA
COMPANY SECRETARY & COMPLIANCE OFFICER


For DIC INDIA LIMITED
RAGHAV SHUKLA
General Manager - Legal &
Company Secretary

ANNEXURE II

Format 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			
Item	Compliance status / Ye	Company Remark	Website
As per regulation 46(2) of the LODR:			
Details of business	Yes		http://www.dicindia ltd.c
Terms and conditions of appointment	Yes		http://www.dicindia ltd.c
Composition of various committees of	Yes		http://www.dicindia ltd.c
Code of conduct of board of	Yes		http://www.dicindia ltd.c
Details of establishment of vigil mechanism/	Yes		http://www.dicindia ltd.c
Criteria of making payments to non-	Yes		http://www.dicindia ltd.c
Policy on dealing with related party	Yes		http://www.dicindia ltd.c
Policy for determining 'material' subsidiaries	Not		
Details of familiarization programs imparted	Yes		http://www.dicindia ltd.c
Email address for grievance redressal and other relevant details entity who are	Yes		http://www.dicindia ltd.c
Contact information of the designated	Yes		http://www.dicindia ltd.c
Financial results	Yes		http://www.dicindia ltd.c
Shareholding pattern	Yes		http://www.dicindia ltd.c
Details of agreements entered into with the media companies and/or their associates	Not Applicable		
Schedule of analyst or institutional investor meet and presentations made by the listed	Not Applicable		
New name and the old name of the listed	Not		
Advertisements as per regulation 47 (1)	Yes		http://www.dicindia ltd.c
Credit rating or revision in credit rating	Yes		http://www.dicindia ltd.c
Separate audited financial statements of	Not		
As per other regulations of the LODR:			
Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes		http://www.dicindia ltd.c
Materiality Policy as per Regulation 30	Yes		http://www.dicindia ltd.c
Dividend Distribution policy as per	Not		
It is certified that these contents on the	Yes		http://www.dicindia ltd.c
II Annual Affirmations			
Particulars	Regulation Number	Compliance status /	Company Remark
Independent director(s) have been appointed in terms of specified criteria of 'independence' and Board composition	16(1)(b) & 25(6)	Yes	
Meeting of Board of directors	17(1), 17(1A) & 17(1B)	Yes	
Quorum of Board meeting	17(2)	Yes	
Review of Compliance Reports	17(2A)	Yes	
Plans for orderly succession for appointments	17(3)	Yes	
Code of Conduct	17(4)	Yes	
Fees/compensation	17(5)	Yes	
	17(6)	Yes	


For DIC INDIA LIMITED
RAGHAV SHUKLA
 General Manager-Legal &
 Company Secretary

Minimum Information	17(7)	Yes	
Compliance Certificate	17(8)	Yes	
Risk Assessment & Management	17(9)	Yes	
Performance Evaluation of Independent Directors	17(10)	Yes	
Recommendation of Board	17(11)	Yes	
Maximum number of directorship	17A	Yes	
Composition of Audit Committee	18(1)	Yes	
Meeting of Audit Committee	18(2)	Yes	
Composition of nomination & remuneration committee	19(1) & (2)	Yes	
Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes	
Meeting of nomination & remuneration committee	19(3A)	Yes	
Composition of Stakeholder Relationship Committee	20(1), 20(2) and 20(2A)	Yes	
Meeting of stakeholder relationship committee	20(3A)	Yes	
Composition and role of risk management committee	21(1), (2), (3), (4)	Not Applicable	
Meeting of Risk Management Committee	22	Not Applicable	
Vigil Mechanism	22	Yes	
Policy for related party Transaction	23(1), (1A), (5), (6)	Yes	
Prior or Omnibus approval of Audit Committee for all	23(2), (3)	Yes	
Approval for material related party transactions	23(4)	Not Applicable	
Disclosure of related party transactions on consolidated basis	23(9)	Yes	
Composition of Board of Directors of unlisted material Subsidiary	24(1)	Not Applicable	
Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2), (3), (4), (5) & (6)	Not Applicable	
Annual Secretarial Compliance Report	24(A)	Yes	
Alternate Director to Independent Director	25(1)	Not Applicable	
Maximum Tenure	25(2)	Yes	
Meeting of independent directors	25(3) & (4)	Yes	
Familiarization of independent directors	25(7)	Yes	
Declaration from Independent Director	25(8) & (9)	Yes	
D & O Insurance for Independent	25(10)	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	

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For DIC INDIA LIMITED
RAGHAV SHUKLA
General Manager - Legal &
Company Secretary


Other Information	
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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. - **Not Applicable**

Other Information	
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Name : RAGHAV SHUKLA
Designation : Company Secretary & Compliance Officer


For DIC INDIA LIMITED
RAGHAV SHUKLA
General Manager-Legal &
Company Secretary