

ANNEXURE I

Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity - Finolex Cables Limited
 2. Quarter ending - March 2021

i. Composition Of Board Of Director

T i t l e (M r . / M s)	Name of the Dir ect or	D I N	P A N	Cat eg o r y (Ch air p er s o n / Ex ec u t i v e / N o n - E x ec 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	Ini t i a l D a t e o f A p p o i n t m e n t	Dat e o f App oi n t m e n t	Dat e o f ces s a t i o n	T e n u r e	D a t e o f B i r t h	Wh et 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 h i p 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 I n d e p e n d e n t D i r e c t o r s h i p i n l i s t e d e n t i t y 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 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 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 h e l d 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	Me 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	Rem a r k s
M r.	De e p a k C h a b r i a	0 1 4 0 3 7	A A M P C C 9	C,E D		13- Feb - 199 2	01- Jul- 2018		6 0	3 1- O c t - 1 9	NA		1	0	1	0	SC,RC	

		9 9	2 3 E						6 2								
M r.	SU NI L UP M AN YU	0 6 4 4 7 0 1 6	A A H P U 5 8 7 6 D	ED		30- Sep - 202 0	30- Sep- 2020		6 0	0 1- Ju l- 1 9 6 5	NA		1 0	1 0	1 0	SC,RC	
M r.	PA D M AN AB H RA MC HA ND RA BA RP AN DE	0 0 0 1 6 2 1 4	A A H P B 7 8 3 2 Q	ID		30- Sep - 202 0	30- Sep- 2020		6 0	2 9- N o v- 1 9 4 7	NA		3 3	1 3	1 3	AC,R C,NR C	
M r.	AV IN AS HS KH AR E	0 6 7 5 9 5 8 8	A B JP K 3 3 2 K	ID		30- Sep - 202 0	30- Sep- 2020		6 0	0 6- A u g- 1 9 5 3	NA		1 1	1 1	1 1	AC,SC ,NRC	
M rs .	FIR OZ A KA PA DI A	0 8 8 9 9 5 6 1	A K D P D 6 6 1 8 A	ID		30- Sep - 202 0	30- Sep- 2020		1 2	3 0- Ju l- 1 9 8 5	NA		1 1	2 0	2 0	AC,SC ,RC,N RC	
M r.	PR AS AD	0 0 0	A A R	NED		30- Sep -	30- Sep- 2020			0 3- M	NA		1 0	1 0	1 0	AC,N RC	

	DE SH PA ND E	4 0 5 8 7	P D 5 2 7 8 L			202 0			ay - 1 9 5 3								
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Company Remarks	With regard to cessation of Directors w.e.f 29-09-2020 the Company reiterates, what is stated in its earlier letter Ref No. FCL:SEC:SE:2020:176 dated 01-10-2020 while submitting results of voting at its Annual General Meeting held on 29.09.2020 together Scrutinizer's Reports. The status of the legal cases in the Courts continues as sub judice awaiting final hearing and orders.
Whether Permanent chairperson appointed	Yes
Whether Chairperson is related to MD or CEO	No

ii. Composition of Committees

a. Audit Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	PADMANABH RAMCHANDRA BARPANDE	ID	Chairperson	30-Sep-2020	
2	AVINASH S KHARE	ID	Member	30-Sep-2020	
3	FIROZA KAPADIA	ID	Member	30-Sep-2020	
4	PRASAD DESHPANDE	NED	Member	30-Sep-2020	

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	AVINASH S KHARE	ID	Chairperson	30-Sep-2020	
2	FIROZA KAPADIA	ID	Member	30-Sep-2020	
3	Deepak Chhabria	C,ED	Member	05-Sep-1997	
4	SUNIL UPMANYU	ED	Member	30-Sep-2020	

Company Remarks	
Whether Permanent chairperson appointed	Yes

c. Risk Management Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	PADMANABH RAMCHANDRA BARPANDE	ID	Chairperson	30-Sep-2020	
2	Deepak Chhabria	C,ED	Member	08-Nov-2014	
3	FIROZA KAPADIA	ID	Member	30-Sep-2020	

4	SUNIL UPMANYU	ED	Member	30-Sep-2020	
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Company Remarks	
Whether Permanent chairperson appointed	Yes

d. Nomination and Remuneration Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	FIROZA KAPADIA	ID	Chairperson	30-Sep-2020	
2	AVINASH S KHARE	ID	Member	30-Sep-2020	
3	PADMANABH RAMCHANDRA BARPANDE	ID	Member	30-Sep-2020	
4	PRASAD DESHPANDE	NED	Member	30-Sep-2020	

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
12-Oct-2020	11-Jan-2021	Yes	6	3
11-Nov-2020	12-Feb-2021	Yes	6	3

Company Remarks	
Maximum gap between any two consecutive (in number of days)	60

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	11-Nov-2020		Yes	4	3
Audit Committee	15-Dec-2020		Yes	4	3
Audit Committee		11-Jan-2021	Yes	4	3
Audit Committee		12-Feb-2021	Yes	4	3
Audit Committee		12-Mar-2021	Yes	4	3
Stakeholders Relationship Committee	15-Dec-2020		Yes	3	2
Stakeholders Relationship Committee		11-Feb-2021	Yes	4	2

Stakeholders Relationship Committee		31-Mar-2021	Yes	4	2
Risk Management Committee		12-Mar-2021	Yes	4	2

Company Remarks	
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	31

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	Yes	
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 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 - **Yes**
 - c. Stakeholders relationship committee - **Yes**
 - d. Risk management committee (applicable to the top 100 listed entities) - **Yes**
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:

With regard to cessation of Directors w.e.f 29-09-2020 the Company reiterates, what is stated in its earlier letter Ref No. FCL:SEC:SE:2020:176 dated 01-10-2020 while submitting results of voting at its Annual General Meeting held on 29.09.2020 together Scrutinizer's Reports. The status of the legal cases in the Courts continues as sub judice awaiting final hearing and orders.

Name : **R G DSilva**
Designation : **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	Company Remark	Website
As per regulation 46(2) of the LODR:			
Details of business	Yes		https://finolex.com/inve
Terms and conditions of appointment of	Yes		https://finolex.com/inve
Composition of various committees of	Yes		https://finolex.com/inve
Code of conduct of board of directors and	Yes		https://finolex.com/inve
Details of establishment of vigil mechanism/	Yes		https://finolex.com/inve
Criteria of making payments to non-	Yes		https://finolex.com/inve
Policy on dealing with related party	Yes		https://finolex.com/inve
Policy for determining 'material' subsidiaries	Yes		https://finolex.com/inve
Details of familiarization programs imparted	Yes		https://finolex.com/inve
Email address for grievance redressal and other relevant details entity who are	Yes		https://finolex.com/investor/
Contact information of the designated	Yes		https://finolex.com/inve
Financial results	Yes		https://finolex.com/inve
Shareholding pattern	Yes		https://finolex.com/inve
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	Yes		https://finolex.com/investor/
New name and the old name of the listed	Not		
Advertisements as per regulation 47 (1)	Yes		https://finolex.com/inve
Credit rating or revision in credit rating	Yes		https://finolex.com/inve
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		https://finolex.com/investor/
Materiality Policy as per Regulation 30	Yes		https://finolex.com/inve
Dividend Distribution policy as per	Yes		https://finolex.com/inve
It is certified that these contents on the	Yes		https://finolex.com/inve
II Annual Affirmations			
Particulars	Regulation Number	Compliance status	Company Remark
<i>Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'</i>	16(1)(b) & 25(6)	Yes	
<i>Board composition</i>	17(1), 17(1A) & 17(1B)	Yes	
<i>Meeting of Board of directors</i>	17(2)	Yes	
<i>Quorum of Board meeting</i>	17(2A)	Yes	
<i>Review of Compliance Reports</i>	17(3)	Yes	
<i>Plans for orderly succession for appointments</i>	17(4)	Yes	
<i>Code of Conduct</i>	17(5)	Yes	

<i>Fees/compensation</i>	17(6)	Yes	
<i>Minimum Information</i>	17(7)	Yes	
<i>Compliance Certificate</i>	17(8)	Yes	
<i>Risk Assessment & Management</i>	17(9)	Yes	
<i>Performance Evaluation of Independent Directors</i>	17(10)	Yes	
<i>Recommendation of Board</i>	17(11)	Yes	
<i>Maximum number of directorship</i>	17A	Yes	
<i>Composition of Audit Committee</i>	18(1)	Yes	
<i>Meeting of Audit Committee</i>	18(2)	Yes	
<i>Composition of nomination & remuneration committee</i>	19(1) & (2)	Yes	
<i>Quorum of Nomination and Remuneration Committee meeting</i>	19(2A)	Yes	
<i>Meeting of nomination & remuneration committee</i>	19(3A)	Yes	
<i>Composition of Stakeholder Relationship Committee</i>	20(1), 20(2) and 20(2A)	Yes	
<i>Meeting of stakeholder relationship committee</i>	20(3A)	Yes	
<i>Composition and role of risk management committee</i>	21(1),(2),(3),(4)	Yes	
<i>Meeting of Risk Management Committee</i>	22	Yes	
<i>Vigil Mechanism</i>	22	Yes	
<i>Policy for related party Transaction</i>	23(1),(1A),(5),(6)	Yes	
<i>Prior or Omnibus approval of Audit Committee for all related party</i>	23(2), (3)	Yes	
<i>Approval for material related party transactions</i>	23(4)	Yes	
<i>Disclosure of related party transactions on consolidated basis</i>	23(9)	Yes	
<i>Composition of Board of Directors of unlisted material Subsidiary</i>	24(1)	Yes	
<i>Other Corporate Governance requirements with respect to subsidiary of Annual Secretarial Compliance Report</i>	24(2),(3),(4),(5) & (6)	Yes	
	24(A)	Yes	
<i>Alternate Director to Independent Director</i>	25(1)	Not Applicable	
<i>Maximum Tenure</i>	25(2)	Not Applicable	
<i>Meeting of independent directors</i>	25(3) & (4)	Yes	
<i>Familiarization of independent directors</i>	25(7)	Yes	
<i>Declaration from Independent Director</i>	25(8) & (9)	Yes	
<i>D & O Insurance for Independent</i>	25(10)	Yes	
<i>Memberships in Committees</i>	26(1)	Yes	
<i>Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel</i>	26(3)	Yes	
<i>Disclosure of Shareholding by Non-Executive Directors</i>	26(4)	Yes	

<i>Policy with respect to Obligations of directors and senior management</i>	26(2) & 26(5)	Yes	
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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 : **R G Dsilva**
Designation : **Company Secretary**