

Resonance Specialties Limited

: 1 :

Annexure I

To be submitted by listed entity on quarterly basis

Quarter ending: September 30, 2020

I. Composition of Board of Directors													
Whether the listed entity has a Regular Chairperson								Yes					
Whether Chairperson is related to MD or CEO								No					
Title (Mr. / Ms.)	Name of the Director	Category (Chairperson /Executive /Non-Executive/independent/ Nominee)	Date of birth	Whether special resolution passed? (Refer Regulation 17 (1A) of Listing Regulation)	Date of passing special resolution	Initial Date of Appointment	Date of Re-appointment	Date of Cessation	Tenure of Director* (in months)	No of Director ship 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)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit / Stakeholder Committee held in Listed entities Including this listed entity (Refer Regulation 26(1) of Listing Regulations)
Mr.	Atma Bandhu Gupta	Executive / / Managing Director	04-11-1943	NA	-	01-09-2009	01-09-2018	-	36	1	0	0	0
Mr.	Biswanath Prasad Agarwal	Non-Executive /Non-Independent	23-01-1944	Yes	28-09-2019	30-06-2009	15-09-2020	-	-	1	0	2	1
Mrs.	Archana Surendra Yadav	Non-Executive / Independent Woman Director	30-12-1976	NA	-	08-02-2016	-	-	60	3	3	4	1
Mr.	Ashish Katariya	Executive / Wholetime Director	27-09-1991	NA	-	09-11-2019	-	-	60	1	0	0	0
Mr.	Ajay Patadia	Non-Executive / Independent Director	07-09-1974	NA	-	27-06-2020	-	-	60	1	1	1	0
Mr.	Dwarika Prasad Agrawal	Executive Director / CFO	13-07-1984	NA	-	21-07-2020	-	-	60	1	0	0	0

II. Composition of Committees				
Name of Committee	Name of Committee members	Date of appointment to the Committee	Date of Cessation	Category (Chairperson/Executive/ Non-Executive/ Independent/ Nominee)
1. Audit Committee	Mrs. Archana Surendra Yadav	21-05-2019	-	Chairman of the Committee/Non-Executive / Independent Director
	Mr. Biswanath Prasad Agrawal	30-05-2014	-	Non-Executive / Non-Independent Director
	Mr. Ajay Patadia	27-06-2020	-	Non-Executive / Independent Director
2. Nomination & Remuneration Committee	Mrs. Archana Surendra Yadav	27-06-2020	-	Chairman of the Committee/Non-Executive / Independent Director
	Mr. Biswanath Prasad Agarwal	21-05-2019	-	Non-Executive / Non-Independent Director
	Mr. Ajay Patadia	27-06-2020	-	Non-Executive / Independent Director
	Mr. Prashant Godha	21-12-2020	-	Non-Executive / Non-Independent Director
3. Stakeholders Relationship Committee	Mr. Biswanath Prasad Agarwal	31-12-2016	-	Chairman of the Committee Non-Executive / Non- Independent
	Mrs. Archana Surendra Yadav	27-06-2020	-	Non-Executive / Independent Director
	Mr. Atma Bandhu Gupta	30-05-2018	-	Executive Director
	Mr. Dwarika Prasad Agrawal	21-12-2020	-	Executive Director
4. Corporate Governance Committee	Mr. Atma Bandhu Gupta	21-07-2020	-	Chairman of the Committee /Executive Director
	Mr. Biswanath Prasad Agrawal	21-07-2020	-	Non-Executive / Non Independent Director
	Mrs. Archana Surendra Yadav	21-07-2020	-	Non-Executive / Independent Director

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	Maximum gap between any two consecutive meetings (in number of days)	Whether requirement of Quorum met (Yes/No)	Number of Directors present* (current quarter)	No. of Independent Directors attending the meeting* (current quarter)
21-07-2020	15-09-2020	21.07.2020 to 15.09.2020 - 55 days	Yes	6	2

IV. Meeting of Committees - (Audit Committee)					
Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Maximum gap between any two Consecutive meetings in number of days*	Whether requirement Of Quorum met (details)	Number of Directors present* (current quarter)	No. of Independent Directors attending the meeting* (current quarter)
21-07-2020	15-09-2020	21.07.2020 to 15.09.2020 - 55 days	Yes	3	2

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	

V. Related Party Transactions	
Subject	Compliance status (Yes/No/N.A.)
Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material RPT	Yes. Approval was obtained in the Annual General Meeting of the Company held on September 28, 2019.
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit	Yes
<p>Note</p> <p>1 In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.</p> <p>2 If status is "No" details of non-compliance may be given here.</p>	

VI. Affirmations
<p>1. The composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.</p> <p>2. The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015</p> <p style="padding-left: 20px;">a. Audit Committee</p> <p style="padding-left: 20px;">b. Nomination & remuneration committee</p> <p style="padding-left: 20px;">c. Stakeholders relationship committee</p> <p>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.</p> <p>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.</p> <p>5. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of Board of Directors may be mentioned here: -</p>
<p>Name & Designation : Minal Bhosale, Company Secretary and Compliance Officer</p> <p>Mumbai, October 7, 2020</p>