

ANNEXURE I

Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity **-Oricon Enterprises Limited**
 2. Quarter ending **- 31-Mar-2017**

I. Composition of Board of Directors										
Title (Mr./Ms)	Name of the Director	DI N	P A N	Category (Chairperson /Executive/ Non-Executive/ Independent/ Nominee)	Date of Appointment	Date of Cessation	Tenure	No. of Directorships in listed entities including this listed entity	No. of memberships in Audit/ Stakeholder Committee(s) including this listed entity	No. of posts of Chairperson/Audit/Stakeholder Committee held in listed entities including this listed entity
Mr.	SJ TAPARIA	00112513	AABPT1365L	ID,C & NED	11-Sep-2014		5	3	2	0
Mr.	SJ PAREKH	00010767	AAHPP6564F	NED	13-Aug-1985			1	0	0
Mr.	SUSHHEEL G SOMANI	00601727	AAEPS1681B	NED	22-Dec-1969			1	1	0
Mr.	SURENDRASOMANI	00600860	AAAMP S3766R	NED	22-Nov-1976			2	2	0
Mr.	SANJAY DOSI	00039107	ADUPD8053B	NED,ID	11-Sep-2014		5	1	0	3
Mr.	V N KHANNA	00064502	AAEPK7091D	NED,ID	11-Sep-2014		5	1	2	1
Mr.	VINO D MIM	000539	AEJPM282	NED,ID	11-Sep-2014		5	3	1	0

	ANI	76	8K							
Mr.	ADA RSH SOM ANI	00 19 26 09	ALZ PS4 257 K	NED	23-May- 2008			2	1	0
Mr.	B K TOS HNI WAL	00 04 80 19	AAB PT4 902 D	NED	01-Mar- 1997			2	1	1
Mr.	N GAN GA RAM	00 00 12 46	AAB PGO 807 E	NED,ID	19-Sep- 2015		5	3	4	2
Mr.	K G GUP TA	00 99 70 67	AB UP G18 23G	NED,ID	19-Sep- 2015		5	2	1	0
Mrs.	SUJA TA PARE KH KUM AR	00 01 63 35	AA HPK 234 6L	NED	16-Mar- 2015			1	0	0
Mr.	RAJE NDR A SOM ANI	00 33 24 65	AAC PS9 645 M	ED	30-Sep- 1995			1	1	0

II. Composition of Committees

Audit Committee			
<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>
1	VINOD MIMANI	NED,ID	Member
2	SANJAY DOSI	NED,ID	Chairperson
3	SUSHEEL G SOMANI	NED	Member
4	V N KHANNA	NED,ID	Member

Stakeholders Relationship Committee			
<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>
1	SANJAY DOSI	NED,ID	Chairperson
2	K G GUPTA	NED,ID	Member
3	B K TOSHNIWAL	NED	Member

Risk Management Committee			
<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>

Nomination and Remuneration Committee			
--	--	--	--

Sr. No.	Name of the Director	Category	Chairperson/Membership
1	SANJAY DOSI	NED,ID	Chairperson
2	VINOD MIMANI	NED,ID	Member
3	V N KHANNA	NED,ID	Member

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 (in number of days)
14-Nov-2016	01-Feb-2017	78
	14-Feb-2017	

IV. Meeting of Committees

Name of the committee	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive (in number of days)
				78
Audit Committee	01-Feb-2017	yes	14-Nov-2016	
Audit Committee	14-Feb-2017	yes		
Stakeholders Relationship Committee	14-Feb-2017	yes	14-Nov-2016	

V. Related Party Transactions

Subject	Compliance status (Yes/No/NA)
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

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) - **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 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:

Corporate Governance Report for the previous quarter ended December 31, 2016 was placed in the Board Meeting held on February 1, 2017.

Name : **SANJAY JAIN**
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 (Yes/No/NA)	
Details of business	Yes	
Terms and conditions of appointment of independent directors	Yes	
Composition of various committees of board of directors	Yes	
Code of conduct of board of directors and senior management personnel	Yes	
Details of establishment of vigil mechanism/Whistle Blower policy	Yes	
Criteria of making payments to non-executive directors	Yes	
Policy on dealing with related party transactions	Yes	
Policy for determining 'material' subsidiaries	Yes	
Details of familiarization programmes imparted to independent directors	Yes	
Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes	
email address for grievance redressal and other relevant details	Yes	
Financial results	Yes	
Shareholding pattern	Yes	
Details of agreements entered into with the media companies and/or their associates	Not Applicable	
New name and the old name of the listed entity	Not Applicable	
II Annual Affirmations		
Particulars	Regulation Number	Compliance status (Yes/No/NA)
<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)	Yes
<i>Meeting of Board of directors</i>	17(2)	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>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>Composition of Stakeholder Relationship Committee</i>	20(1)&(2)	Yes
<i>Composition and role of risk management committee</i>	21(1),(2),(3),(4)	Not Applicable
<i>Vigil Mechanism</i>	22	Yes
<i>Policy for related party Transaction</i>	23(1),(5),(6),(7)&(8)	Yes
<i>Prior or Omnibus approval of Audit Committee for all related party transactions</i>	23(2),(3)	Yes

<i>Approvalformaterialrelatedpartytransactions</i>	23(4)	No
<i>CompositionofBoardofDirectorsofunlistedmaterialSubsidiary</i>	24(1)	Yes
<i>OtherCorporateGovernancerequirementswithrespecttosubsidiaryoflistedentity</i>	24(2),(3),(4),(5)&(6)	Yes
<i>MaximumDirectorship&Tenure</i>	25(1)&(2)	Yes
<i>Meetingofindependentdirectors</i>	25(3)&(4)	No
<i>Familiarizationofindependentdirectors</i>	25(7)	Yes
<i>MembershipsinCommittees</i>	26(1)	Yes
<i>Affirmationwithcompliance tocodeofconductfrommembersofBoardofDirector sandSeniormanagementpersonnel</i>	26(3)	Yes
<i>DisclosureofShareholdingbyNon-ExecutiveDirectors</i>	26(4)	Yes
<i>PolicywithrespecttoObligationsofdirectorsandseniormanagement</i>	26(2)&26(5)	Yes

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. - **Yes**

Name : **SANJAY JAIN**
Designation : **Company Secretary**