

## ANNEXURE I

### Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity - Sarla Performance Fibers Limited  
 2. Quarter ending - 31-Mar-2020

#### i. Composition Of Board Of Director

Title (Mr./Ms)	Name of the Director	DI N	P A N	Category (Chairperson /Executive/Non-Executive/ Independent/ Nominee)	Sub Category	Initial Date of Appointment	Date of Appointment	Date of cessation	Tenure	Date of Birth	Whether special resolution passed?	Date of passing special resolution	No. of Directorship in listed entities including this listed entity	No of Independent Directorship in listed entities including this listed entity	No of memberships in Audit/ Stakeholder Committee(s) including this listed entity	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity	Memberships in Committees of the Company	Remarks
Mr.	MADHUSUDAN JHUNWALA	00097254	AA BP J1981E	C & ED		01-Aug-2015	01-Aug-2019			12-Feb-1941	NA		1	0	2	1	AC,SC	
Mr.	KRISH	000	AA BP	ED	MD	01-Oct-	01-Oct-			15-Feb-	NA		1	0	0	1	RMC	

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Mr.	PA RA NT AP DA VE	0 0 0 1 9 4 7 2	AA BP D3 026 E	ID		27- Sep- 2014	27- Sep- 2019		60	29- Apr- 1961	NA		2	2	4	4	AC,SC ,RC,N RC
Mrs.	SH RE YA DE SA I	0 8 0 4 1 9 9 5	A WP PP 929 0A	ID		12- Dec- 2017	12- Dec- 2017		60	01- Jan- 1985	NA		1	1	5	0	AC,SC ,RC,N RC
Mrs.	NE HA JH UN JH UN W AL	0 7 1 4 4 5 2 9	AF YP J77 86 B	NED		31- Mar- 2015	31- Mar- 2015			22- Feb- 1989	NA		1	0	1	0	NRC

Mr.	A PA UL O M AN UE L FE RR EI RA M OU RA DE CA ST RO	0 8 4 5 9 8 4 4	ZZ ZZ Z9 999 Z	ID		23- May- 2019	23- May- 2019		60	07- Dec- 1964	NA		1	1	2	3		nT he Dir ect or is a For eig n Nat ion al and doe s not hav e PA N in Ind ia.n The Dir ect or is a For eig n Nat ion al and
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																					is a Foreign National and does not have PAN in India
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Company Remarks	The Director is a Foreign National and does not have PAN in India
Whether Permanent chairperson appointed	Yes
Whether Chairperson is related to MD or CEO	Yes

**ii. Composition of Committees**

**a. Audit Committee**

<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>	<i>Appointment Date</i>	<i>Cessation Date</i>
1	MADHUSUDAN JHUNJHUNWALA	C & ED	Member	30-Sep-2014	
2	PARANTAP DAVE	ID	Chairperson	30-Sep-2014	
3	SHREYA DESAI	ID	Member	30-Mar-2019	

Company Remarks	
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Whether Permanent chairperson appointed	No
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**b. Stakeholders Relationship Committee**

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	PARANTAP DAVE	ID	Chairperson	30-Sep-2014	
2	SHREYA DESAI	ID	Member	30-Mar-2019	
3	MADHUSUDAN JHUNJHUNWALA	C & ED	Member	30-Sep-2014	

Company Remarks	
Whether Permanent chairperson appointed	No

**c. Risk Management Committee**

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	PARANTAP DAVE	ID	Member	30-Sep-2014	
2	SHREYA DESAI	ID	Member	30-Mar-2019	
3	KRISHNAKUMAR JHUNJHUNWALA	ED	Chairperson	30-Sep-2014	

Company Remarks	
Whether Permanent chairperson appointed	No

**d. Nomination and Remuneration Committee**

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	PARANTAP DAVE	ID	Chairperson	30-Sep-2014	
2	SHREYA DESAI	ID	Member	12-Dec-2017	
3	NEHA JHUNJHUNWALA	NED	Member	30-Mar-2019	

Company Remarks	
Whether Permanent chairperson appointed	No

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
09-Nov-2019	04-Feb-2020	Yes	6	3

Company Remarks	
Maximum gap between any two consecutive (in number of days)	86

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	09-Nov-2019	04-Feb-2020	Yes	3	2

Company Remarks	
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	86

v. Related Party Transactions

<i>Subject</i>	<i>Compliance status (Yes/No/NA)</i>	<i>Remark</i>
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 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 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:

<b>%affirmComments%</b>
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**Name** : %affirmName%  
**Designation** : %affirmDesignation%



## ANNEXURE II

**Format to be submitted by listed entity at the end of the financial year (for the whole of financial year)**

<b>I. Disclosure on website in terms of Listing Regulations</b>			
<b>Item</b>	<b>Compliance status</b>	Company Remark	Website
<b>As per regulation 46(2) of the LODR:</b>			
Details of business	Yes		www.sarlafibers.com
Terms and conditions of appointment of	Yes		www.sarlafibers.com
Composition of various committees of	Yes		www.sarlafibers.com
Code of conduct of board of directors and	Yes		www.sarlafibers.com
Details of establishment of vigil mechanism/	Yes		www.sarlafibers.com
Criteria of making payments to non-	Yes		www.sarlafibers.com
Policy on dealing with related party	Yes		www.sarlafibers.com
Policy for determining 'material' subsidiaries	Yes		www.sarlafibers.com
Details of familiarization programs imparted	Yes		www.sarlafibers.com
Email address for grievance redressal and other relevant details entity who are	Yes		www.sarlafibers.com
Contact information of the designated	Yes		www.sarlafibers.com
Financial results	Yes		www.sarlafibers.com
Shareholding pattern	Yes		www.sarlafibers.com
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		www.sarlafibers.com
Credit rating or revision in credit rating	Yes		www.sarlafibers.com
Separate audited financial statements of	Yes		www.sarlafibers.com
<b>As per other regulations of the LODR:</b>			
Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes		www.sarlafibers.com
Materiality Policy as per Regulation 30	Yes		www.sarlafibers.com
Dividend Distribution policy as per	Yes		www.sarlafibers.com
It is certified that these contents on the	Yes		www.sarlafibers.com
<b>II Annual Affirmations</b>			

<b>Particulars</b>	<b>Regulation Number</b>	<b>Compliance status</b>	<b>Company Remark</b>
<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)	Not Applicable	
<i>Code of Conduct</i>	17(5)	Yes	
<i>Fees/compensation</i>	17(6)	Not Applicable	
<i>Minimum Information</i>	17(7)	Not Applicable	
<i>Compliance Certificate</i>	17(8)	Yes	
<i>Risk Assessment &amp; 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 &amp; remuneration committee</i>	19(1) & (2)	Yes	
<i>Quorum of Nomination and Remuneration Committee meeting</i>	19(2A)	Yes	
<i>Meeting of nomination &amp; 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)	Yes	
<i>Maximum Tenure</i>	25(2)	Yes	
<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 &amp; 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	

<b>Other Information</b>	
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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. - **Yes**

<b>Other Information</b>	
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**Name** : **MAHENDRA SHETH**  
**Designation** : **Company Secretary**