General information about company 543387 Scrip code NSE Symbol SJS MSEI Symbol NOTLISTED INE284S01014 ISIN Name of the entity S.J.S. Enterprises Limited Date of start of financial year 01-04-2021 31-03-2022 Date of end of financial year Yearly Reporting Quarter 31-03-2022 Date of Report Risk management committee Not Applicable Market Capitalisation as per immediate previous Financial Year Any other Annexure I Annexure I to be submitted by listed entity on quarterly basis **I. Composition of Board of Directors** Disclosure of notes on composition of board of directors explanatory Whether the listed entity has a Regular Chairperson Yes Whether Chairperson is related to MD or CEO No of post No of Number of Chairperson No of Independent memberships Directorship in Audit/ Directorship Whether in Audit/ Stakeholder in listed in listed special Stakeholder Tenure entities entities Committee resolution Date of Committee(s) Notes for Notes for Category Initial Date including including held in listed including this Date of Re-Category 2 passed? Date of passing Category 1 DIN Name of the Director PAN 3 of of this listed this listed of entities director of directors of directors [Refer Reg. special appointment cessation listed entity oroviding oroviding directors Birth entity (Refer entity including appointment (in Ms) 17(1A) of resolution (Refer PAN DIN (Refer this listed Regulation Regulation Listing 17A of Regulation entity (Refer Regulations 26(1) of 17A(1) of Listing Regulation Listing Regulations) Listing 26(1) of Regulations) Regulations Listing Regulations) Non-22-RAMESH 22-07-Executive 00038529 AAJPJ8792R Chairperson 12-Yes 06-07-2021 06-07-2021 CHANDRA JAIN Independent 2021 1946 Director 18-KANNAMPADATHIL Executive Mr ABCPJ7738H 00784084 MD 05-NA 21-06-2005 ABRAHAM JOSEPH Director Applicable 1962 Executive SANJAY THAPAR AACPT6175H 01029851 CEO 01-NA24-09-2015 Mr Director Applicable 1959 KEVIN 09-Executive Not BACPJ6882L 19-07-2021 KANNAMPADATHIL 03-09206689 NA Director Applicable 1992 **JOSEPH** I. Composition of Board of Directors Disclosure of notes on composition of board of directors explanatory Whether the listed entity has a Regular Chairperson No of post No of Number of Independent No of Chairperson memberships Directorship Directorship in Audit/ Whether in Audit/ in listed Stakeholder special Stakeholder Tenure entities entities Committee Committee(s) resolution Date of Initial Date including including held in listed Notes for not Category 2 Category including this Date of Re-(Mr Name of the Date of Category 1 passed? passing PAN DIN providing 3 of this listed this listed of of of director entities Refer Reg. special appointment Director of directors cessation listed entity appointment including directors directors Birth entity (Refer (in entity Ms) 17(1A) of resolution (Refer Regulation (Refer this listed Listing Regulation 17A of Regulation entity (Refer Regulations] 26(1) of Listing 17A(1) of Regulation Listing Regulations) Listing 26(1) of Regulations) Regulations Listing Regulations) VISHAL Executive ARMPS0183M Mr 01599024 03-NA 28-04-2016 SHARMA Applicable 1978 Director Non-KAZI ARIF 11-Executive Not Mr UZ AACPZ0606K 07-NA 24-09-2015 Nominee Applicable 1971 ZAMAN Director Non-VENI Not Executive -Ms AABPT9689B 01811724 01-NA 12-07-2021 12-07-2021 THAPAR Independent Applicable 1971 Director Non-10-MATTHIAS Textual Executive -Mr ZZZZZ9999Z 09168925 11-NA 06-07-2021 06-07-2021 FRENZEL Independent Applicable Information(1) 1968 **Text Block** Textual Information(1) PAN not available since Mr. Matthias Frenzel is foreign citizen **Audit Committee Details** Whether the Audit Committee has a Regular Chairperson Yes DIN Name of Committee Category 2 of Date of Date of Category 1 of directors Remarks Number directors members Appointment Cessation Non-Executive - Independent Chairperson VENI THAPAR 12-07-2021 01811724 Director RAMESH CHANDRA Non-Executive - Independent 00038529 Member 12-07-2021 JAIN Director Non-Executive - Nominee VISHAL SHARMA 01599024 Member 12-07-2021 Director Nomination and remuneration committee Whether the Nomination and remuneration committee has a Regular Chairperson Yes DIN Name of Committee Category 2 of Date of Date of Category 1 of directors Remarks Number members directors Appointment Cessation Non-Executive - Independent VENI THAPAR Chairperson 12-07-2021 01811724 Director RAMESH CHANDRA Non-Executive - Independent 00038529 Member 12-07-2021 Director Non-Executive - Nominee 12-07-2021 01599024 VISHAL SHARMA Member Director KAZI ARIF UZ Non-Executive - Nominee 00237331 Member 12-07-2021 08-02-2022 ZAMAN Director **Stakeholders Relationship Committee** Whether the Stakeholders Relationship Committee has a Regular Chairperson Yes DIN Date of Category 2 of Date of Name of Committee members Category 1 of directors Remarks Cessation Number directors Appointment Non-Executive -Chairperson 09168925 MATTHIAS FRENZEL 12-07-2021 **Independent Director** KANNAMPADATHIL 00784084 **Executive Director** Member 12-07-2021 ABRAHAM JOSEPH 01029851 SANJAY THAPAR **Executive Director** Member 12-07-2021 Non-Executive - Nominee 00237331 KAZI ARIF UZ ZAMAN Member 12-07-2021 Risk Management Committee Whether the Risk Management Committee has a Regular Chairperson Yes DIN Name of Committee Category 2 of Date of Date of Category 1 of directors Remarks Number members directors Cessation Appointment **Executive Director** 01029851 SANJAY THAPAR Chairperson 12-07-2021 Non-Executive - Nominee 12-07-2021 01599024 VISHAL SHARMA Member Director Non-Executive - Independent VENI THAPAR Member 12-07-2021 01811724 Director **Corporate Social Responsibility Committee** Whether the Corporate Social Responsibility Committee has a Regular Chairperson Yes Category 2 of Date of Date of Category 1 of directors Name of Committee members Remarks Number directors Appointment Cessation Non-Executive -09168925 MATTHIAS FRENZEL 12-07-2021 Chairperson Independent Director KANNAMPADATHIL 00784084 12-07-2021 **Executive Director** Member ABRAHAM JOSEPH 01029851 SANJAY THAPAR **Executive Director** Member 12-07-2021 Non-Executive - Nominee Member VISHAL SHARMA 01599024 12-07-2021 Director Non-Executive -01811724 VENI THAPAR Member 12-07-2021 Independent Director **Other Committee** Name of other Category 2 of Name of Committee members Category 1 of directors Remarks Number committee directors KANNAMPADATHIL ABRAHAM IPO Committee 00784084 **Executive Director** Chairperson JOSEPH 01029851 SANJAY THAPAR IPO Committee **Executive Director** Member Non-Executive - Nominee Member 01599024 VISHAL SHARMA **IPO Committee** Director **Annexure 1** Annexure 1 III. Meeting of Board of Directors **Textual** Disclosure of notes on meeting of board of directors explanatory Information(1) No. of Date(s) of Date(s) of Maximum gap Notes for Whether **Number of Directors** Independent meeting (if any) | meeting (if any) present* (All directors requirement of between any two not Directors in the previous including Independent in the current providing Quorum met consecutive (in attending the Director) quarter quarter number of days) Date (Yes/No) meeting* 11-10-2021 Yes 8 22-10-2021 10 Yes 8 3 8 3 08-11-2021 16 Yes 11-11-2021 2 Yes 8 3 08-02-2022 88 Yes 8 3 **Text Block** since there is a validation error incase of not entering the attendance of directors of pervious quarter Textual Information(1) meetings, we have entered the same **Annexure 1 IV. Meeting of Committees** Disclosure of notes on meeting of committees explanatory No. of Number of Whether Date(s) of meeting (Enter Directors present* Independent Maximum gap Reson for Name of requirement dates of Previous quarter between any two Directors Name of (All directors not other of Quorum including Committee and Current quarter in consecutive (in attending providing committee met Independent chronological order) number of days) date the (Yes/No) Director) meeting* Audit 07-10-2021 Yes Committee Audit 123 3 2 08-02-2022 Yes Committee Nomination and 07-10-2021 Yes remuneration committee Nomination and 25-03-2022 Yes remuneration committee Stakeholders Relationship 24-02-2022 Yes Committee Risk Management | 25-03-2022 3 Yes Committee **Annexure 1 V. Related Party Transactions** If status is Noldetails of non-Compliance status Subject (Yes/No/NA) compliance may be given here. NA Whether prior approval of audit committee obtained Whether shareholder approval obtained for material RPT NA Whether details of RPT entered into pursuant to omnibus approval NA have been reviewed by Audit Committee **Annexure 1 VI. Affirmations** Compliance Subject status (Yes/No) The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Yes Regulations, 2015 The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Yes Regulations, 2015 a. Audit Committee The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Yes Regulations, 2015. b. Nomination & remuneration committee The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Yes Regulations, 2015. c. Stakeholders relationship committee The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Yes Regulations, 2015. d. Risk management committee (applicable to the top 500 listed entities) The committee members have been made aware of their powers, role and responsibilities as specified in SEBI Yes (Listing obligations and disclosure requirements) Regulations, 2015. The meetings of the board of directors and the above committees have been conducted in the manner as specified in Yes SEBI (Listing obligations and disclosure requirements) Regulations, 2015. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Yes **Annexure 1** Subject Compliance status Name of signatory Thabraz Hushain W Company Secretary and Compliance Officer Designation **Annexure II** Annexure II 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 If status is Nordetails of non-Compliance status Web address Sr Item (Yes/No/NA) compliance may be given here. Details of business Yes https://www.sjsindia.com/ Terms and conditions of appointment Yes https://www.sjsindia.com/investors.html of independent directors Composition of various committees of Yes https://www.sjsindia.com/investors.html board of directors Code of conduct of board of directors Yes https://www.sjsindia.com/investors.html and senior management personnel Details of establishment of vigil Yes https://www.sjsindia.com/investors.html mechanism/ Whistle Blower policy Criteria of making payments to non-Yes https://www.sjsindia.com/investors.html executive directors Policy on dealing with related party https://www.sjsindia.com/investors.html transactions Policy for determining material Yes https://www.sjsindia.com/investors.html subsidiaries Details of familiarization programmes Yes https://www.sjsindia.com/investors.html imparted to independent directors **Annexure II** Annexure II 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 If status is No Compliance details of non-Sr Item status Web address compliance may be (Yes/No/NA) given here. Contact information of the designated officials of the 10 listed entity who are responsible for assisting and Yes https://www.sjsindia.com/investors.html handling investor grievances email address for grievance redressal and other relevant https://www.sjsindia.com/investors.html Yes details 12 Financial results Yes https://www.sjsindia.com/investors.html 13 Shareholding pattern Yes https://www.sjsindia.com/investors.html Details of agreements entered into with the media companies and/or their associates Yes https://www.sjsindia.com/investors.html Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or institutional investors simultaneously with submission Yes https://www.sjsindia.com/investors.html to stock exchange 16 New name and the old name of the listed entity NA 17 Advertisements as per regulation 47 (1) Yes https://www.sjsindia.com/investors.html Yes 18 Credit rating or revision in credit rating obtained https://www.sjsindia.com/investors.html Separate audited financial statements of each 19 subsidiary of the listed entity in respect of a relevant Yes https://www.sjsindia.com/investors.html financial year Whether company has provided information under Yes https://www.sjsindia.com/investors.html separate section on its website as per Regulation 46(2) 21 Materiality Policy as per Regulation 30 Yes https://www.sjsindia.com/investors.html Dividend Distribution policy as per Regulation 43A (as Yes https://www.sjsindia.com/investors.html It is certified that these contents on the website of the Yes https://www.sjsindia.com/investors.html listed entity are correct **Annexure II II. Annual Affirmations** If status is Nodetails of non-Regulation Compliance status Sr Particulars (Yes/No/NA) Number compliance may be given here. Independent director(s) have been appointed in terms of specified criteria of independence and/or eligibility 16(1)(b) & Yes 25(6) 17(1), 17(1A) & Board composition Yes 17(1B) Meeting of Board of directors 17(2) Yes Yes Quorum of Board meeting 17(2A) Review of Compliance Reports 17(3) Yes 17(4) Yes Plans for orderly succession for appointments Yes Code of Conduct 17(5) Fees/compensation 17(6) Yes Minimum Information 17(7) Yes NA 10 Compliance Certificate 17(8) **Annexure II** II. Annual Affirmations Compliance Regulation If status is Nodetails of non-compliance may be given here. Particulars status Number (Yes/No/NA) Risk Assessment & 17(9) Yes Management Performance Evaluation of 17(10) Yes **Independent Directors** 13 Recommendation of Board 17(11) Yes Maximum number of 17A Yes Directorships Composition of Audit 18(1) Yes Committee As per the regulation 18(2)(a) not more than 120 days shall elapse between Meeting of Audit 18(2) No two meetings. In our case, we had two consecutive audit committee meetings Committee with the gap of 123 days Composition of 19(1) & Yes nomination & (2) remuneration committee Quorum of Nomination and Remuneration 19(2A) Yes Committee meeting Meeting of Nomination 19(3A) and Remuneration Yes Committee 20(1), 20(2) & Composition of Stakeholder Relationship Yes 20(2A) Committee **Annexure II** II. Annual Affirmations If status is Noldetails of non-Regulation Compliance status Sr Particulars (Yes/No/NA) Number compliance may be given here. 21 | Meeting of Stakeholders Relationship Committee 20(3A) Yes 22 Composition and role of risk management committee 21(1),(2),(3),(4) Yes 23 Meeting of Risk Management Committee 21(3A) Yes 22 Yes 24 Vigil Mechanism 23(1),(1A),(5), Yes 25 Policy for related party Transaction (6),(7) & (8) Prior or Omnibus approval of Audit Committee for 23(2), (3) NAall related party transactions NA 27 Approval for material related party transactions 23(4) Disclosure of related party transactions on 23(9) NAconsolidated basis Composition of Board of Directors of unlisted material Subsidiary Other Corporate Governance requirements with 24(2),(3),(4),(5) Yes respect to subsidiary of listed entity & (6) **Annexure II** II. Annual Affirmations Compliance If status is Noldetails of non-Regulation Sr Particulars status Number compliance may be given here. (Yes/No/NA) 31 | Annual Secretarial Compliance Report NA 24(A) 32 | Alternate Director to Independent Director NA 25(1) 25(2) Yes 33 Maximum Tenure 25(3) & 34 | Meeting of independent directors Yes (4) 35 | Familiarization of independent directors 25(7) Yes 25(8) & 36 Declaration from Independent Director Yes (9) 37 D & O Insurance for Independent Directors 25(10) Yes 26(1) Yes 38 Memberships in Committees Affirmation with compliance to code of conduct from members of 26(3) Yes Board of Directors and Senior management personnel 40 Disclosure of Shareholding by Non-Executive Directors 26(4) NA Policy with respect to Obligations of directors and senior 26(2) & Yes management 26(5) Any other information to be provided - Add Notes **Annexure II** Name of signatory THABRAZ HUSHAIN W Company Secretary and Compliance Officer Designation **Annexure II** III. Affirmations **Compliance status** Sr Particulars (Yes/No/NA) The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with Yes respect to subsidiary of Listed Entity have been complied Any other information to be provided **Annexure II** THABRAZ HUSHAIN W Name of signatory Company Secretary and Compliance Officer Designation **Additional Half yearly Disclosure** Applicability of disclosure Applicable Reason for Non Applicability Textual Information(1) I. Disclosure of Loans/ guarantees/comfort letters /securities etc.refer note below (A)Any loan or any other form of debt advanced by the listed entity directly or indirectly to Balance outstanding Aggregate amount advanced during six Entity months at the end of six months 0 Promoter or any other entity controlled by them 0 Promoter Group or any other entity controlled by them Directors (including relatives) or any other entity controlled by them 0 KMPs or any other entity controlled by them (B) Any guarantee / comfort letter (by whatever name called) provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed By Balance Aggregate outstanding at the amount of end of six Entity Type (guarantee, comfort letter etc.) issuance months(taking into during six account any months invocation) Promoter or any other entity controlled by them Promoter Group or any other entity controlled by them 0 Directors (including relatives) or any other entity controlled by them KMPs or any other entity controlled by them (C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by Aggregate value of Balance security Entity Type of security (cash, shares etc.) outstanding at the provided end of six months during six months 0 Promoter or any other entity controlled by them 0 Promoter Group or any other entity controlled by them 0 Directors (including relatives) or any other entity controlled by them KMPs or any other entity controlled by them 0 Textual (D) Additional Information Information(2) II. Affirmations Compliance Affirmations Company Remarks Status All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to Textual promoter(s), promoter group, director(s) (including their relatives), key managerial personnel Yes Information(3) (including their relatives) or any entity controlled by them are in the economic interest of the company. Name Sanjay Thapar

Designation

Name of signatory

Designation of person

Place

Date

Place

Date

CEO

Thabraz Hushain W

Bangalore 18-04-2022 Bangalore 18-04-2022

Signatory Details

Company Secretary and Compliance Officer

PAN