

General information about company

Scrip code	503806
NSE Symbol	SRF
MSEI Symbol	
ISIN	INE647A01010
Name of the entity	SRF Limited
Date of start of financial year	01-04-2018
Date of end of financial year	31-03-2019
Reporting Quarter	Yearly
Date of Report	31-03-2019
Risk management committee	Not Applicable

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

Wether the listed entity has a Regular Chairperson

Yes

Sr	Title (Mr)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of appointment in the	Date of cessation	Tenure of director (in	No of Directorship in listed entities	Number of memberships in Audit/ Stakeholder	No of post of Chairperson in Audit/	Notes for not providing PAN	Notes for not providing DIN
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	/ Ms)							current term		month s)	including this listed entity (Refer Regulation 25(1) of Listing Regulation s)	Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulation s)		
1	Mr	Arun Bharat Ram	AAAPB2686 F	0069476 6	Executive Director	Chairpers on		15-06- 2018			2	3	0		
2	Mr	Ashish Bharat Ram	AAHPR1497 F	0067156 7	Executive Director	Not Applicable		23-05- 2015			3	1	1		
3	Mr	Kartik Bharat Ram	AALPB6243 M	0000855 7	Executive Director	Not Applicable		01-06- 2016			2	2	0		
4	Mr	Vinayak Chatterjee	AABPC2139 H	0000893 3	Non- Executive - Independe nt Director	Not Applicable		04-08- 2014		56	4	1	1		

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

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of appointment in the current term	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulations)	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)	Notes for not providing PAN	Notes for not providing DIN
5	Mr	Tejpreet S Chopra	ADNPC6578R	00317683	Non-Executive - Independent Director	Not Applicable		04-08-2014		56	3	1	1		
6	Mr	Lakshman Lakshminarayan	AACPL6344C	00012554	Non-Executive - Independent Director	Not Applicable		04-08-2014		56	6	4	1		
7	Mr	Vellayan Subbiah	AADPV8920B	01138759	Non-Executive - Independent Director	Not Applicable		04-08-2014		56	4	2	0		
8	Mrs	Meenakshi Gopinath	AAAPG1215F	00295656	Non-Executive - Non Independent	Not Applicable		28-10-2014		53	1	0	0		

					Independe nt Director														
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Audit Committee Details								
Whether the Audit Committee has a Regular Chairperson						Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks	
1	00008933	Vinayak Chatterjee	Non-Executive - Independent Director	Chairperson	05-03-2002			
2	00012554	Lakshman Lakshminarayan	Non-Executive - Independent Director	Member	25-07-2012			
3	01138759	Vellayan Subbiah	Non-Executive - Independent Director	Member	25-07-2012			

Nomination and remuneration committee								
Whether the Nomination and remuneration committee has a Regular Chairperson						Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks	
1	00008933	Vinayak Chatterjee	Non-Executive - Independent Director	Chairperson	05-03-2002			
2	00317683	Tejpreet S Chopra	Non-Executive - Independent Director	Member	11-11-2011			

3	01138759	Vellayan Subbiah	Non-Executive - Independent Director	Member	14-02-2013		
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Stakeholders Relationship Committee							
Whether the Stakeholders Relationship Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00317683	Tejpreet S Chopra	Non-Executive - Independent Director	Chairperson	14-02-2013		
2	00008933	Vinayak Chatterjee	Non-Executive - Independent Director	Member	11-11-2011		
3	00694766	Arun Bharat Ram	Executive Director	Member	05-08-1985		
4	00671567	Ashish Bharat Ram	Executive Director	Member	20-07-2007		
5	00008557	Kartik Bharat Ram	Executive Director	Member	20-07-2007		

Risk Management Committee							
Whether the Risk Management Committee has a Regular Chairperson					No		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks

Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility Committee has a Regular Chairperson					Yes		

Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00295656	Meenakshi Gopinath	Non-Executive - Non Independent Director	Chairperson	28-10-2014		
2	00012554	Lakshman Lakshminarayan	Non-Executive - Independent Director	Member	28-10-2014		
3	00008557	Kartik Bharat Ram	Executive Director	Member	28-10-2014		

Other Committee						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks
1	00694766	Arun Bharat Ram	Committee of Directors Finance Resources	Executive Director	Member	
2	00671567	Ashish Bharat Ram	Committee of Directors Finance Resources	Executive Director	Member	
3	00008557	Kartik Bharat Ram	Committee of Directors Finance Resources	Executive Director	Member	

Annexure 1

Annexure 1

III. Meeting of Board of Directors

Disclosure of notes on meeting of board of directors explanatory				
Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)	Notes for not providing Date

1	01-11-2018		
2		04-02-2019	94

Annexure 1

IV. Meeting of Committees

Disclosure of notes on meeting of committees explanatory								
Sr	Name of Committee	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Requirement of Quorum met	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings (in number of days)	Name of other committee	Reason for not providing date
1	Audit Committee	04-02-2019	Yes		01-11-2018	94		
2	Nomination and remuneration committee	04-02-2019	Yes					Previous NRC Meeting was held on 01.08.2018
3	Stakeholders Relationship Committee	10-01-2019	Yes		08-10-2018	93		
4	Stakeholders Relationship Committee	15-02-2019	Yes		01-11-2018	105		

5	Stakeholders Relationship Committee	13-03-2019	Yes		20-11-2018	112		
6	Stakeholders Relationship Committee	29-03-2019	Yes		10-12-2018	108		

Annexure 1

IV. Meeting of Committees

Sr	Name of Committee	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Requirement of Quorum met	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings (in number of days)	Name of other committee	Reason for not providing date
7	Other Committee	04-02-2019	Yes		15-11-2018	80	Committee of Directors Finance Resources	
8	Other Committee	08-03-2019	Yes		10-12-2018	87	Committee of Directors Finance Resources	
9	Corporate Social Responsibility Committee	04-02-2019	Yes					Previous CSR Meeting was held on 17.05.2018

Annexure 1

V. Related Party Transactions

Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	Yes	
2	Whether shareholder approval obtained for material RPT	NA	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	

Annexure 1

VI. Affirmations

Sr	Subject	Compliance status (Yes/No)
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
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes

4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 100 listed entities)	NA
6	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
7	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
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes

Annexure 1

Sr	Subject	Compliance status
1	Name of signatory	Rajat Lakhanpal
2	Designation	Company Secretary and Compliance Officer

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

Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
1	Details of business	Yes		www.srf.com

2	Terms and conditions of appointment of independent directors	Yes		www.srf.com
3	Composition of various committees of board of directors	Yes		www.srf.com
4	Code of conduct of board of directors and senior management personnel	Yes		www.srf.com
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		www.srf.com
6	Criteria of making payments to non-executive directors	Yes		www.srf.com
7	Policy on dealing with related party transactions	Yes		www.srf.com
8	Policy for determining 'material' subsidiaries	Yes		www.srf.com
9	Details of familiarization programmes imparted to independent directors	Yes		www.srf.com

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

Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		www.srf.com
11	email address for grievance redressal and other relevant details	Yes		www.srf.com

12	Financial results	Yes		www.srf.com
13	Shareholding pattern	Yes		www.srf.com
14	Details of agreements entered into with the media companies and/or their associates	NA		
15	New name and the old name of the listed entity	NA		

Annexure II

II. Annual Affirmations

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes	
2	Board composition	17(1)	Yes	
3	Meeting of Board of directors	17(2)	Yes	
4	Review of Compliance Reports	17(3)	Yes	
5	Plans for orderly succession for appointments	17(4)	Yes	
6	Code of Conduct	17(5)	Yes	
7	Fees/compensation	17(6)	Yes	
8	Minimum Information	17(7)	Yes	
9	Compliance Certificate	17(8)	Yes	
10	Risk Assessment & Management	17(9)	Yes	

Annexure II

II. Annual Affirmations

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
11	Performance Evaluation of Independent Directors	17(10)	Yes	
12	Composition of Audit Committee	18(1)	Yes	
13	Meeting of Audit Committee	18(2)	Yes	
14	Composition of nomination & remuneration committee	19(1) & (2)	Yes	
15	Composition of Stakeholder Relationship Committee	20(1) & (2)	Yes	
16	Composition and role of risk management committee	21(1),(2),(3),(4)	NA	
17	Vigil Mechanism	22	Yes	
18	Policy for related party Transaction	23(1),(5),(6),(7) & (8)	Yes	
19	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
20	Approval for material related party transactions	23(4)	NA	

Annexure II

II. Annual Affirmations

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
21	Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA	
22	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	Yes	
23	Maximum Directorship & Tenure	25(1) & (2)	Yes	
24	Meeting of independent directors	25(3) & (4)	Yes	
25	Familiarization of independent directors	25(7)	Yes	
26	Memberships in Committees	26(1)	Yes	
27	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
28	Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes	
29	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
	Any other information to be provided - Add Notes			

Annexure II		
1	Name of signatory	Rajat Lakhanpal
2	Designation	Company Secretary and Compliance Officer

Annexure II

III. Affirmations

Sr	Particulars	Compliance status (Yes/No/NA)
1	The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied	Yes
	Any other information to be provided	

Annexure II

1	Name of signatory	Rajat Lakhanpal
2	Designation	Company Secretary and Compliance Officer

Signatory Details

Name of signatory	Rajat Lakhanpal
Designation of person	Company Secretary and Compliance Officer

Place	Gurugram
Date	15-04-2019