

General information about company

Scrip code	542484
NSE Symbol	ARVINDFASN
MSEI Symbol	
ISIN	INE955V01021
Name of the entity	ARVIND FASHIONS 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

Whether the listed entity has a Regular Chairperson

Yes

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
1	Mr	Sanjaybhai Shrenikbhai Lalbhai	ABCPL6596P	00008329	Non-Executive - Non Independent Director	Chairperson related to Promoter		07-02-2017			5	1	1		
2	Mr	Suresh Jayaraman	AEPPJ7802Q	03033110	Executive Director	Not Applicable	CEO-MD	01-08-2018			1	0	0		
3	Mr	Jayesh Kantilal Shah	ACIPS5649H	00008349	Non-Executive - Non Independent Director	Not Applicable		24-09-2016			2	4	0		
4	Mr	Kulin Sanjay Lalbhai	ACAPL2339K	05206878	Non-Executive - Non Independent Director	Not Applicable		07-02-2017			4	1	0		

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	Ms	Nithya Easwaran	AAEPE0563C	03605392	Non-Executive - Non Independent Director	Not Applicable		10-10-2018			1	2	0		
6	Mr	Nilesh Dhirajlal Shah	AAJPS6768A	01711720	Non-Executive - Independent Director	Not Applicable		07-02-2017		60	2	5	0		
7	Mr	Vallabh Roopchand Bhanshali	AABPB4198H	00184775	Non-Executive - Independent Director	Not Applicable		10-10-2018		60	2	0	0		
8	Mr	Achal Anil Bakeri	AAWPB5727B	00397573	Non-Executive - Independent Director	Not Applicable		10-10-2018		60	2	0	0		

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
9	Ms	Abanti Sankaranarayanan	AAOPS7530B	01788443	Non-Executive - Independent Director	Not Applicable		10-10-2018		60	1	1	0		
10	Mr	Nagesh Dinkar Pinge	AAJPP2013K	00062900	Non-Executive - Independent Director	Not Applicable		10-10-2018		60	1	2	1		

Audit Committee Details							
Whether the Audit 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
1	01711720	Nilesh Dhirajlal Shah	Non-Executive - Independent Director	Member	07-02-2017		
2	01788443	Abanti Sankaranarayanan	Non-Executive - Independent Director	Member	10-10-2018		
3	00062900	Nagesh Dinkar Pinge	Non-Executive - Independent Director	Member	10-10-2018		
4	00008349	Jayesh Kantilal Shah	Non-Executive - Non Independent Director	Member	07-02-2017		
5	03605392	Nithya Easwaran	Non-Executive - Non Independent Director	Member	10-10-2018		

Nomination and remuneration committee							
Whether the Nomination and remuneration 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
1	01711720	Nilesh Dhirajlal Shah	Non-Executive - Independent Director	Member	22-02-2017		
2	00397573	Achal Anil Bakeri	Non-Executive - Independent Director	Member	10-10-2018		
3	00008349	Jayesh Kantilal Shah	Non-Executive - Non Independent Director	Member	22-02-2017		
4	03605392	Nithya Easwaran	Non-Executive - Non Independent Director	Member	10-10-2018		

Stakeholders Relationship Committee							
Whether the Stakeholders Relationship 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
1	01711720	Nilesh Dhirajlal Shah	Non-Executive - Independent Director	Member	10-10-2018		
2	00008349	Jayesh Kantilal Shah	Non-Executive - Non Independent Director	Member	10-10-2018		
3	03605392	Nithya Easwaran	Non-Executive - Non Independent Director	Member	10-10-2018		

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
1	01711720	Nilesh Dhirajlal Shah	Non-Executive - Independent Director	Member	10-10-2019		
2	01788443	Abanti Sankaranarayanan	Non-Executive - Independent Director	Member	10-10-2019		
3	00062900	Nagesh Dinkar Pinge	Non-Executive - Independent Director	Member	10-10-2019		
4	00008349	Jayesh Kantilal Shah	Non-Executive - Non Independent Director	Member	10-10-2019		
5	03605392	Nithya Easwaran	Non-Executive - Non Independent Director	Member	10-10-2019		

Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility 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
1	01711720	Nilesh Dhirajlal Shah	Non-Executive - Independent Director	Member	22-02-2017		
2	00008349	Jayesh Kantilal Shah	Non-Executive - Non Independent Director	Member	22-02-2017		
3	05206878	Kulin Sanjay Lalbhai	Non-Executive - Non Independent Director	Member	10-10-2018		

Other Committee						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks

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	29-10-2018			
2		12-02-2019	105	

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	12-02-2019	Yes		29-10-2018	105		

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.	No
9	Any comments/observations/advice of Board of Directors may be mentioned here:	Textual Information(1)

Annexure 1

Sr	Subject	Compliance status
1	Name of signatory	Vijay Kumar B S
2	Designation	Company Secretary

Text Block

Textual Information(1)

For Sr. no. 08 : The Company got listed on March 08, 2019. Hence the Company had not submitted Corporate Governance report for the previous quarter, so the same has not placed before the Board of 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

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		https://www.arvindfashions.com/
2	Terms and conditions of appointment of independent directors	Yes		https://www.arvindfashions.com/wp-content/uploads/2019/04/Independent-Director-Terms-and-Conditions-of-Appointment.pdf
3	Composition of various committees of board of directors	Yes		https://www.arvindfashions.com/corporate-governance/
4	Code of conduct of board of directors and senior management personnel	Yes		https://www.arvindfashions.com/wp-content/uploads/2018/11/AFL-Code-of-Conduct-for-Directors-Senior-Management.pdf
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		https://www.arvindfashions.com/wp-content/uploads/2019/04/Whistleblower-Policy.pdf
6	Criteria of making payments to non-executive directors	Yes		https://www.arvindfashions.com/financial-reports/
7	Policy on dealing with related party transactions	Yes		https://www.arvindfashions.com/wp-content/uploads/2018/11/AFL-RPT-Policy.pdf
8	Policy for determining "material" subsidiaries	Yes		https://www.arvindfashions.com/wp-content/uploads/2018/11/AFL-Policy-on-Material-Subsidiaries.pdf
9	Details of familiarization programmes imparted to independent directors	Yes		https://www.arvindfashions.com/wp-content/uploads/2018/11/AFL-Familiarisation-Programs-of-Independent-Directors.pdf

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		https://www.arvindfashions.com/investor-support/
11	email address for grievance redressal and other relevant details	Yes		https://www.arvindfashions.com/investor-support/
12	Financial results	Yes		https://www.arvindfashions.com/financial-reports/
13	Shareholding pattern	Yes		https://www.arvindfashions.com/shareholding-pattern/
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)	Yes	
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)	Yes	
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	Vijay Kumar B S
2	Designation	Company Secretary

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	Vijay Kumar B S
2	Designation	Company Secretary

Signatory Details

Name of signatory	Vijay Kumar B S
Designation of person	Company Secretary
Place	Bangalore
Date	14-04-2019

