

| <b>General information about company</b>                       |  |
|--|--|
| Scrip code   | 540956   |
| NSE Symbol   |  |
| MSEI Symbol  |  |
| ISIN   | INE341Z01025                                   |
| Name of the entity   | BHATIA COMMUNICATIONS & RETAIL (INDIA) LIMITED |
| Date of start of financial year                                | 01-04-2022                                     |
| Date of end of financial year                                  | 31-03-2023                                     |
| Reporting Quarter  | Quarterly                                      |
| Date of Report   | 31-12-2022                                     |
| Risk management committee                                      | Not Applicable                                 |
| Market Capitalisation as per immediate previous Financial Year | Top 2000 listed entities                       |

## 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

Textual Information(

| entity has a Regular Chairperson         |                                 | Yes                     |               |  |                                |                              |                             |                |   |                                    |                             |                        |                   |                                |  |  |
|--|---------------------------------|-------------------------|---------------|--|--------------------------------|------------------------------|-----------------------------|----------------|---|------------------------------------|-----------------------------|------------------------|-------------------|--------------------------------|--|--|
| person is related to MD or CEO           |                                 | No                      |               | Disqualification of Directors under section 164 of the Companies Act, 2013 |                                |                              |                             |                |   |                                    |                             |                        |                   |                                |  |  |
| Category 1 of directors                  | Category 2 of directors         | Category 3 of directors | Date of Birth | Whether the director is disqualified?                                      | Start Date of disqualification | End Date of disqualification | Details of disqualification | Current status | Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations] | Date of passing special resolution | Initial Date of appointment | Date of Re-appointment | Date of cessation | Tenure of director (in months) | No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations) |  |
| Executive Director                       | Chairperson related to Promoter | MD                      | 31-10-1978    | No   |                                |                              |                             | Active         | NA  |                                    | 25-03-2008                  | 05-01-2018             |                   | 177                            | 1  |  |
| Executive Director                       | Not Applicable                  |                         | 16-02-1982    | No   |                                |                              |                             | Active         | NA  |                                    | 01-04-2008                  | 05-01-2018             |                   | 177                            | 1  |  |
| Non-Executive - Non Independent Director | Not Applicable                  |                         | 25-10-1960    | No   |                                |                              |                             | Active         | NA  |                                    | 30-03-2020                  |                        |                   | 33                             | 1  |  |
| Non-Executive - Independent Director     | Not Applicable                  |                         | 13-07-1978    | No   |                                |                              |                             | Active         | NA  |                                    | 05-01-2018                  |                        |                   | 60                             | 1  |  |

## I. Composition of Board of Directors

### Disclosure of notes on composition of board of directors explanatory

#### Whether the listed entity has a Regular Chairperson

| Category 1 of directors              | Category 2 of directors | Category 3 of directors | Date of Birth | Whether the director is disqualified? | Start Date of disqualification | End Date of disqualification | Details of disqualification | Current status | Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations] | Date of passing special resolution | Initial Date of appointment | Date of Re-appointment | Date of cessation | Tenure of director (in months) | No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations) | No of Independent Directors in listed entity including this listed entity (Refer Regulation 17A of Listing Regulations) |
|--------------------------------------|-------------------------|-------------------------|---------------|---------------------------------------|--------------------------------|------------------------------|-----------------------------|----------------|---|------------------------------------|-----------------------------|------------------------|-------------------|--------------------------------|--|---|
| non-executive - independent director | Not Applicable          |                         | 14-07-1983    | No                                    |                                |                              |                             | Active         | NA  |                                    | 05-01-2018                  |                        |                   | 60                             | 1  | 1   |
| non-executive - independent director | Not Applicable          |                         | 30-12-1993    | No                                    |                                |                              |                             | Active         | NA  |                                    | 05-01-2018                  |                        |                   | 60                             | 1  | 1   |

| <b>Text Block</b>      |  |
|------------------------|--|
| Textual Information(1) | Sanjeev Harbanslal Bhatia (DIN: 02063671), Managing Director of the Company is the Chairperson of the Company, So the Chairperson is not related to MD or CEO. |

| 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   | 08044841   | ARPIT ARUNKUMAR JAIN      | Non-Executive - Independent Director | Chairperson             | 05-01-2018          |                   |         |
| 2   | 07584412   | RASHMI KAPIL ARORA        | Non-Executive - Independent Director | Member                  | 05-01-2018          |                   |         |
| 3   | 08044845   | RACHIT NARESH NARANG      | Non-Executive - Independent Director | Member                  | 10-10-2019          |                   |         |
| 4   | 02063671   | SANJEEV HARBANSLAL BHATIA | Executive Director                   | Member                  | 05-01-2018          |                   |         |

| 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   | 08044841   | ARPIT ARUNKUMAR JAIN      | Non-Executive - Independent Director | Chairperson             | 05-01-2018          |                   |         |
| 2   | 07584412   | RASHMI KAPIL ARORA        | Non-Executive - Independent Director | Member                  | 05-01-2018          |                   |         |
| 3   | 08044845   | RACHIT NARESH NARANG      | Non-Executive - Independent Director | Member                  | 05-01-2018          |                   |         |

| 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   | 07584412   | RASHMI KAPIL ARORA        | Non-Executive - Independent Director | Chairperson             | 05-01-2018          |                   |         |
| 2   | 08044841   | ARPIT ARUNKUMAR JAIN      | Non-Executive - Independent Director | Member                  | 05-01-2018          |                   |         |
| 3   | 02063671   | SANJEEV HARBANSLAL BHATIA | Executive Director                   | Member                  | 05-01-2018          |                   |         |

| Risk Management Committee                                       |            |                           |                         |                         |                     |                   |         |
|---|------------|---------------------------|-------------------------|-------------------------|---------------------|-------------------|---------|
| Whether the Risk Management Committee has a Regular Chairperson |            |                           |                         |                         |                     |                   |         |
| 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   | 02063671   | SANJEEV<br>HARBANSLAL BHATIA | Executive Director                      | Chairperson             | 17-09-2018          |                   |         |
| 2   | 02063706   | NIKHIL HARBANSLAL<br>BHATIA  | Executive Director                      | Member                  | 17-09-2018          |                   |         |
| 3   | 08044845   | RACHIT NARESH<br>NARANG      | Non-Executive -<br>Independent Director | Member                  | 17-09-2018          |                   |         |

| <b>Other Committee</b> |            |                           |                         |                         |                         |         |
|------------------------|------------|---------------------------|-------------------------|-------------------------|-------------------------|---------|
| 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 | Whether requirement of Quorum met (Yes/No) | Total Number of Directors as on date of the meeting | Number of Directors present* (All directors including Independent Director) | No. of Independent Directors attending the meeting* |
| 1  | 04-07-2022  |  |   |                              | Yes  | 6   | 6   | 3   |
| 2  | 02-08-2022  |  | 28  |                              | Yes  | 6   | 6   | 3   |
| 3  | 13-08-2022  |  | 10  |                              | Yes  | 6   | 6   | 3   |
| 4  | 27-08-2022  |  | 13  |                              | Yes  | 6   | 6   | 3   |
| 5  | 05-09-2022  |  | 8   |                              | Yes  | 6   | 6   | 3   |
| 6  | 15-09-2022  |  | 9   |                              | Yes  | 6   | 6   | 3   |
| 7  |   | 14-11-2022   | 59  |                              | Yes  | 6   | 6   | 3   |
| 8  |   | 21-12-2022   | 36  |                              | Yes  | 6   | 6   | 3   |

| Annexure 1   |                                       |   |   |                         |                               |  |  |  |   |  |
|--|---------------------------------------|---|---|-------------------------|-------------------------------|--|--|--|---|--|
| IV. Meeting of Committees                                |                                       |   |   |                         |                               |  |  |  |   |  |
| Disclosure of notes on meeting of committees explanatory |                                       |   |   |                         |                               |  |  |  |   |  |
| Sr   | Name of Committee                     | Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order) | Maximum gap between any two consecutive (in number of days) | Name of other committee | Reason for not providing date | Whether requirement of Quorum met (Yes/No) | Total Number of Directors in the Committee as on date of the meeting | Number of Directors Present (All Directors including Independent Director) | No. of Independent Directors attending the meeting* | No. of members attending the meeting (other than Board of Directors) |
| 1  | Audit Committee                       | 02-08-2022  |   |                         |                               | Yes  | 4  | 4  | 3   | 0  |
| 2  | Audit Committee                       | 13-08-2022  | 10  |                         |                               | Yes  | 4  | 4  | 3   | 0  |
| 3  | Audit Committee                       | 14-11-2022  | 92  |                         |                               | Yes  | 4  | 4  | 3   | 0  |
| 4  | Audit Committee                       | 21-12-2022  | 36  |                         |                               | Yes  | 4  | 4  | 3   | 0  |
| 5  | Nomination and remuneration committee | 02-08-2022  |   |                         |                               | Yes  | 3  | 3  | 3   | 0  |
| 6  | Nomination and remuneration committee | 21-12-2022  | 140   |                         |                               | Yes  | 3  | 3  | 3   | 0  |

| Annexure 1                |                                     |   |   |                         |                               |  |  |  |   |  |
|---------------------------|-------------------------------------|---|---|-------------------------|-------------------------------|--|--|--|---|--|
| IV. Meeting of Committees |                                     |   |   |                         |                               |  |  |  |   |  |
| Sr                        | Name of Committee                   | Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order) | Maximum gap between any two consecutive (in number of days) | Name of other committee | Reason for not providing date | Whether requirement of Quorum met (Yes/No) | Total Number of Directors in the Committee as on date of the meeting | Number of Directors Present (All Directors including Independent Director) | No. of Independent Directors attending the meeting* | No. of members attending the meeting (other than Board of Directors) |
| 7                         | Stakeholders Relationship Committee | 13-08-2022  |   |                         |                               | Yes  | 3  | 3  | 2   | 0  |
| 8                         | Stakeholders Relationship Committee | 14-11-2022  | 92  |                         |                               | Yes  | 3  | 3  | 2   | 0  |

| <b>Annexure 1</b>                    |  |                               |  |
|--------------------------------------|--|-------------------------------|--|
| <b>V. Related Party Transactions</b> |  |                               |  |
| 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   | NA                            |  |
| 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                           |  |

| <b>Annexure 1</b>       |   |                               |
|-------------------------|---|-------------------------------|
| <b>VI. Affirmations</b> |   |                               |
| Sr                      | Subject   | Compliance status<br>(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 1000 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                           |

| <b>Annexure 1</b> |                   |                        |
|-------------------|-------------------|------------------------|
| Sr                | Subject           | Compliance status      |
| 1                 | Name of signatory | RAVINDRA ARUNRAO SOJAL |
| 2                 | Designation       | Compliance Officer     |



| <b>Signatory Details</b> |                        |
|--------------------------|------------------------|
| Name of signatory        | RAVINDRA ARUNRAO SOJAL |
| Designation of person    | Compliance Officer     |
| Place                    | SURAT                  |
| Date                     | 17-01-2023             |

