

General information about company	
NSIC Code	54936
NSIC Symbol	
MSEI Symbol	
ISIN	INE341201025
Name of the entity	BHATIA COMMUNICATIONS & RETAIL (INDIA) LIMITED
Date of start of financial year	31-03-2022
Date of end of financial year	31-03-2023
Reporting Quarter	Yearly
Date of Report	31-03-2023
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(1)

Whether the listed entity has a Regular Chairperson		Yes																			
Whether Chairperson is related to MD or CEO		No																			
Disqualification of Directors under section 164 of the Companies Act, 2013																					
Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Date of disqualification	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	Term of office (in months)	No. of Directorships in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No. of Independent Directorships in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 20(1) of Listing Regulations)	No. of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 20(1) of Listing Regulations)	Notes for providing PAN
SANJEEV HARBANSAL BHATIA	AFIPB972M	02063671	Executive Director	Chairperson	MD	31-03-1978	No			Active	NA	25-03-2008	05-01-2023		180	1	0	2	0		
NIKHIL HARBANSAL BHATIA	AFIPB971J	02063706	Executive Director	Promoter	MD	16-02-1982	No			Active	NA	01-04-2008	05-01-2023		180	1	0	0	0		
KAMLESHKUMARI HARBANSAL BHATIA	ABXPK9070F	02066517	Non-Executive - Non-Independent Director			25-10-1960	No			Active	NA	30-03-2020			36	1	0	0	0		
RASHMI KAPIL ARORA	AGJPN70K	07584445	Non-Executive - Independent Director			13-03-1978	No			Active	NA	05-01-2018	05-01-2023		63	1	0	2	1		

**I. Composition of Board of Directors**

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

Textual Information(1)

Whether the listed entity has a Regular Chairperson		Yes																			
Whether Chairperson is related to MD or CEO		No																			
Disqualification of Directors under section 164 of the Companies Act, 2013																					
Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Date of disqualification	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	Term of office (in months)	No. of Directorships in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No. of Independent Directorships in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 20(1) of Listing Regulations)	No. of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 20(1) of Listing Regulations)	Notes for providing PAN
ARPIT ARUNKUMAR JAIN	AEFPJ1576E	08044841	Non-Executive - Independent Director			14-08-1983	No			Active	NA	05-01-2018	05-01-2023		63	1	0	2	1		
RACHTI NARESH NARANG	APYPP9184M	08048465	Non-Executive - Independent Director			30-12-1993	No			Active	NA	05-01-2018	05-01-2023		63	1	0	1	0		

**Text Block**

Textual Information(1) Sanjeev Harbansal Bhatia, Managing Director of the Company is chairperson of the company. So the chairman 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	RACHTI NARESH NARANG	Non-Executive - Independent Director	Member	10-10-2019		
4	02063671	SANJEEV HARBANSAL 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	RACHTI 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 HARBANSAL BHATIA	Executive Director	Member	05-01-2018		

**Risk Management Committee**

Whether the Risk Management 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
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**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 HARBANSAL BHATIA	Executive Director	Chairperson	17-09-2018		
2	02063706	NIKHIL HARBANSAL BHATIA	Executive Director	Member	17-09-2018		
3	08044845	RACHTI NARESH NARANG	Non-Executive - Independent Director	Member	17-09-2018		

**Other Committee**

Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks
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**Annexure I**

**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 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	14-11-2022				Yes	6	6	3	
2	21-12-2022		36		Yes	6	6	3	
3		02-02-2023	42		Yes	6	6	3	
4		14-02-2023	11		Yes	6	6	3	
5		15-03-2023	28		Yes	6	6	3	
6		29-03-2023	13		Yes	6	6	3	

**Annexure I**

**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	14-11-2022				Yes	4	4	3	0
2	Audit Committee	21-12-2022	36			Yes	4	4	3	0
3	Audit Committee	14-02-2023	54			Yes	4	4	3	0
4	Stakeholders Relationship Committee	14-11-2022				Yes	3	3	2	0
5	Stakeholders Relationship Committee	14-02-2023	91			Yes	3	3	2	0
6	Nomination and remuneration committee	21-12-2022				Yes	3	3	3	0

**Annexure I**

**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)
7	Corporate Social Responsibility Committee	14-02-2023				Yes	3	3	1	0
8	Corporate Social Responsibility Committee	31-03-2023	44			Yes	3	3	1	0

**Annexure I**

**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	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	

**Annexure I**

**VI. Affirmations**

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is No/Details of non-compliance may be given here.
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	11	Yes	
2	The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015: a. Audit Committee	17	Yes	
3	The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015: b. Nomination & remuneration committee	17	Yes	
4	The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015: c. Stakeholders relationship committee	17	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)	17	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.	17	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.	17	Yes	
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	17	Yes	

**Annexure I**

**VI. Affirmations**

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is No/Details of non-compliance may be given here.
1	Name of signatory		RAVINDRA ARUNRAO SOJAL	
2	Designation		Compliance Officer	

**Annexure II**

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

**Annexure II**

**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.bhatiamobile.com
11	email address for grievance redressal and other relevant details	Yes		www.bhatiamobile.com
12	Financial results	Yes		www.bhatiamobile.com
13	Shareholding pattern	Yes		www.bhatiamobile.com
14	Details of agreements entered into with the media companies and/or their associates	NA		
15	Schedule of analysts or institutional investor meet and presentations made by the listed entity to analysts or institutional investors simultaneously with submission to stock exchange	NA		
16	New name and the old name of the listed entity	NA		www.bhatiamobile.com
17	Advertisements as per regulation 47 (1)	Yes		
18	Credit rating or revision in credit rating obtained	NA		
19	Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	NA		
20	Whether company has provided information under separate section on its website as per Regulation 42(c)	Yes		www.bhatiamobile.com
21	Materiality Policy as per Regulation 30	Yes		www.bhatiamobile.com
22	Dividend Distribution policy as per Regulation 43A (as applicable)	NA		
23	It is certified that these contents on the website of the listed entity are correct	Yes		www.bhatiamobile.com

**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 eligibility	16(1)(b) & 25(6)	Yes	
2	Board composition	17(1), 17(1A) & 17(1B)	Yes	
3	Meeting of Board of directors	17(2)	Yes	
4	Quorum of Board of directors	17(2A)	Yes	
5	Review of Compliance Reports	17(3)	Yes	
6	Plans for orderly succession for appointments	17(4)	Yes	
7	Code of Conduct	17(5)	Yes	
8	Fees/compensation	17(6)	Yes	
9	Minimum Information	17(7)	Yes	
10	Compliance Certificate	17(8)	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	Risk Assessment & Management	17(9)	Yes	
12	Performance Evaluation of Independent Directors	17(10)	Yes	
13	Recommendation of Board	17(11)	Yes	
14	Maximum number of Directorships	17A	Yes	
15	Composition of Audit Committee	18(1)	Yes	
16	Meeting of Audit Committee	18(2)	Yes	
17	Composition of nomination & remuneration committee	19(1) & (2)	Yes	
18	Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes	
19	Meeting of Nomination and Remuneration Committee	19(3A)	Yes	
20				