

II. Composition of Committees				
Name of Committee	Name of Committee members	Date of Appointment	Date of Cessation	Category (Chairperson/Executive/Non-Executive/independent/Nominee) §
1. Audit Committee	Mr. Ankit Rawat	14.11.2019	-	Independent
	Mr. Dhan Raj	14.11.2019	19.02.2020	Independent
	Ms. Yamini Agarwal	14.11.2019	-	Independent
	Dr. Kailash S Choudhari	14.11.2019	-	Non-Executive
2. Nomination & Remuneration Committee	Mr. Dhan Raj	14.11.2019	19.02.2020	Independent (Chairman of Committee)
	Mr. Ankit Rawat	14.11.2019	-	Independent
	Mr. Ramgopal Yadavalli	14.11.2019	29.03.2020	Non-Executive –Non –Independent
	Mr. Rikhab Chand Mogha	28.03.2020	-	Non-Executive –Non –Independent
	Ms. Yamini Agarwal	28.03.2020	-	Independent
3. Risk Management Committee (if applicable)	Not Applicable	-	-	Not Applicable
4. Stakeholders Relationship Committee	Dr. Kailash S Choudhari	14.11.2019	-	Non-Executive (Chairman of Committee)
	Mr. Ankit Rawat	14.11.2019	-	Independent
	Ms. Yamini Agarwal	14.11.2019	-	Non-Executive –Non –Independent
§ Category of directors means executive/non-executive/independent/Nominee. if a director fits into more than one category write all categories separating them with hyphen				
III. Meeting of Board of Directors				
Date(s) of Meeting (if any) in the previous quarter		Date(s) of Meeting (if any) in the relevant quarter		Maximum gap between any two consecutive (in number of days)
14-11-2020		13-02-2020		90 days between two Board Meetings
		31-03-2020		
IV. Meeting of Committees				
Name of the Committee	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days*
Audit Committee	13-02-2020	Yes	14-11-2020	90 days between two Audit Committee Meetings
Stakeholders Relationship Committee	-	Yes	09.12.2019	-
Nomination and Remuneration Committee	24-01-2020	Yes	-	-
	31-03-2020	Yes	-	-
* This information has to be mandatorily be given for Audit Committee, for rest of the Committees giving this information is optional.				

V. Related Party Transactions	
Subject	Compliance Status (Yes/No/NA) refer note below
Whether prior approval of Audit Committee obtained	NA
Whether shareholder approval obtained for material RPT	NA
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee*	NA
Note 1 In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated. 2 If status is "No" details of non-compliance may be given here. *All the RPTs are being reviewed by Audit Committee in their quarterly meetings.	
VI. Affirmations	
1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - No* 2. The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee - YES b. Nomination & Remuneration committee - YES c. Stakeholders Relationship committee - YES d. Risk management committee (applicable to the top 100 listed entities) - NA 3. 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 4. 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 5. This report and/or the report submitted in the previous quarter has been placed before Board of Directors - YES Any comments/observations/advice of Board of Directors may be mentioned here: <i>* The Company is complying every provision of Board composition related to Independent Directors, Woman Director, etc. The Company was also in compliance of requirement of Six Directors, however, pursuant to the resignation of one Non-Executive Director on March 29, 2020 there remain 5 Directors on the Board. Company is in process of filing the vacancy.</i>	
for Aksh Optifibre Limited  Gaurav Mehta Chief-Corporate Affairs & Company Secretary	

Note:

Information at Table I and II above need to be necessarily given in 1st quarter of each financial year. However if there is no change of information in subsequent quarter(s) of that financial year, this information may not be given by Listed entity and instead a statement "same as previous quarter" may be given.

ANNEXURE II

I. Disclosure on website in terms of Listing Regulations		
Item	Compliance status (Yes/No/NA) refer note below	
Details of business	Yes	
Terms and conditions of appointment of Independent Directors	Yes	
Composition of various committees of Board of Directors	No*	
Code of conduct of board of directors and senior management personnel	Yes	
Details of establishment of vigil mechanism/ Whistle Blower policy	Yes	
Criteria of making payments to Non-Executive Directors	Yes	
Policy on dealing with Related Party Transactions	Yes	
Policy for determining 'Material' Subsidiaries	Yes	
Details of familiarization programmes imparted to Independent Directors	Yes	
Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes	
Email address for grievance redressal and other relevant details	Yes	
Financial Results	Yes	
Shareholding Pattern	Yes	
Details of agreements entered into with the media companies and/or their associates	NA	
New name and the old name of the listed entity	NA	
II Annual Affirmations		
Particulars	Regulation Number	Compliance status (Yes/No/NA) refer note below
Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes
Board composition	17(1)	No*
Meeting of Board of Directors	17(2)	Yes
Review of Compliance Reports	17(3)	Yes
Plans for orderly succession for appointments	17(4)	Yes
Code of Conduct	17(5)	Yes
Fees/Compensation	17(6)	Yes
Minimum Information	17(7)	Yes
Compliance Certificate	17(8)	Yes
Risk Assessment & Management	17(9)	Yes
Performance Evaluation of Independent Directors	17(10)	Yes
Composition of Audit Committee	18(1)	Yes
Meeting of Audit Committee	18(2)	Yes
Composition of Nomination & Remuneration Committee	19(1) & (2)	Yes
Composition of Stakeholder Relationship Committee	20(1) & (2)	Yes
Composition and role of Risk Management Committee	21(1),(2),(3),(4)	NA
Vigil Mechanism	22	Yes
Policy for Related Party Transaction	23(1),(5),(6),(7) & (8)	Yes
Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	NA
Approval for material related party transactions	23(4)	NA

Composition of Board of Directors of unlisted material Subsidiary	24(1)	Yes
Other Corporate Governance requirements with respect to Subsidiary of Listed Entity	24(2),(3),(4),(5) & (6)	Yes
Maximum Directorship & Tenure	25(1) & (2)	Yes
Meeting of Independent Directors	25(3) & (4)	Yes
Familiarization of Independent Directors	25(7)	Yes
Memberships in Committees	26(1)	Yes
Affirmation with compliance to code of conduct from members of Board of Directors and Senior Management Personnel	26(3)	Yes
Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes
Policy with respect to Obligations of Directors and Senior Management	26(2) & 26(5)	Yes

Note

1. In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.

2. If status is "No" details of non-compliance may be given here.

3. If the Listed Entity would like to provide any other information the same may be indicated here.

**The Company is complying every provision of Board composition related to Independent Directors, Woman Director, etc. The Company was also in compliance of requirement of Six Directors, however, pursuant to the resignation of one Non-Executive Director on March 29, 2020 there remain 5 Directors on the Board. Company is in process of filling the vacancy.*

III Affirmations:

The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied.

for Aksh Optifibre Limited



Gaurav Mehta

Chief-Corporate Affairs & Company Secretary

Date: 29.04.2020

Place: Noida