

| General information about company | |
|--|----------------------------|
| Scrip code | 524038 |
| NSE Symbol | |
| MSEI Symbol | |
| ISIN | INE204D01022 |
| Name of the entity | VENLON ENTERPRISES LIMITED |
| Date of start of financial year | 01-04-2019 |
| Date of end of financial year | 31-03-2020 |
| Reporting Quarter | Half Yearly |
| Date of Report | 30-09-2019 |
| Risk management committee | Not Applicable |
| Market Capitalisation as per immediate previous Financial Year | Any other |

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 | | | | | | | | | | | | 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 Birth | 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 Directorship 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 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 | CHAND DATWANI | ACBPD4176B | 00355181 | Executive Director | Chairperson | MD | 17- 12- 1952 | 13-11-1986 | 30-03-2018 | | 36 | 1 | 0 | 1 | 0 | | |
| 2 | Mrs | SAROJ DATWANI | ACGPD6724Q | 00355148 | Executive Director | Not Applicable | | 02- 04- 1953 | 27-11-1995 | 30-03-2018 | | 36 | 1 | 0 | 1 | 0 | | |
| 3 | Mr | S V JAIN | AAKPJ0856F | 00590275 | Non- Executive - Independent Director | Not Applicable | | 27- 03- 1952 | 31-03-2005 | 27-09-2019 | | 60 | 1 | 1 | 2 | 2 | | |
| 4 | Mr | S BHYRAPPA | AEEP5270R | 01340963 | Non- Executive - Independent Director | Not Applicable | | 27- 05- 1928 | 29-09-2007 | 27-09-2019 | | 60 | 1 | 1 | 1 | 0 | | |

| I. Composition of Board of Directors | | | | | | | | | | | | | | | | | | |
|--|--------------------|----------------------|------------|----------|--------------------------------------|-------------------------|-------------------------|---------------|-----------------------------|------------------------|-------------------|--------------------------------|--|---|---|--|-----------------------------|-----------------------------|
| Disclosure of notes on composition of board of directors explanatory | | | | | | | | | | | | | | | | | | |
| Wether the listed entity has a Regular Chairperson | | | | | | | | | | | | | | | | | | |
| Sr | Title (Mr / Ms) | Name of the Director | PAN | DIN | Category 1 of directors | Category 2 of directors | Category 3 of directors | Date of Birth | 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 Directorship 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 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 | K V CHITALIA | AAAPC7283R | 00355215 | Non-Executive - Independent Director | Not Applicable | | 12-08-1939 | 31-08-1994 | 27-09-2019 | | 50 | 2 | 2 | 1 | 0 | | |

| Text Block | |
|------------------------|--|
| Textual Information(1) | <p>(1) All the three independent directors completed their term of office at the conclusion of the 35th AGM held on 27th September 2019. They were reappointed for second consecutive term by the shareholders by way of special resolution following the procedure laid down in Companies Act 2013. Accordingly date of reappointment is indicated in current term.</p> <p>(2) Tenure of Non Executive Independent Directors:</p> <p>General Instructions to Composition of BOD relating to tenure of Independent Directors require COMPLETED number of months from original date of appointment. Original date is construed to be the date when the concept of Independent Directors appointment was required to be appointed by way of Special Resolution by shareholders. Vacancy period for any reason wherever applicable is netted off.</p> |

| 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 | 00590275 | S V JAIN | Non-Executive - Independent Director | Chairperson | 27-09-2019 | | |
| 2 | 00355215 | K V CHITALIA | Non-Executive - Independent Director | Member | 27-09-2019 | | |
| 3 | 01340963 | S BHYRAPPA | Non-Executive - Independent Director | Member | 27-09-2019 | | |

| 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 | 00590275 | S V JAIN | Non-Executive - Independent Director | Chairperson | 27-09-2019 | | |
| 2 | 00355215 | K V CHITALIA | Non-Executive - Independent Director | Member | 27-09-2019 | | |
| 3 | 01340963 | S BHYRAPPA | Non-Executive - Independent Director | Member | 27-09-2019 | | |

| 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 | 00590275 | S V JAIN | Non-Executive - Independent Director | Chairperson | 27-09-2019 | | |
| 2 | 00355181 | CHAND DATWANI | Executive Director | Member | 30-03-2018 | | |
| 3 | 00355148 | MRS SAROJ DATWANI | Executive Director | Member | 30-03-2018 | | |

| 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 | | | | | No | | |
| Sr | DIN Number | Name of Committee members | Category 1 of directors | Category 2 of directors | Date of Appointment | Date of Cessation | Remarks |

| 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 | Whether requirement of Quorum met (Yes/No) | Number of Directors present* | No. of Independent Directors attending the meeting* |
| 1 | 30-05-2019 | | | | Yes | 5 | 3 |
| 2 | | 14-08-2019 | 75 | | Yes | 5 | 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) | Number of Directors present* | No. of Independent Directors attending the meeting* |
| 1 | Audit Committee | 30-05-2019 | | | | Yes | 3 | 3 |
| 2 | Audit Committee | 14-08-2019 | 75 | | | Yes | 3 | 3 |

| 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 | Yes | |
| 3 | Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee | NA | |

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 500 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 | CHAND DATWANI |
| 2 | Designation | Managing Director |

| Annexure III | | | | |
|--------------------------------------|--|--------------------------------------|-------------------------------|--|
| III. Affirmations | | | | |
| Sr | Particulars | Regulation Number | Compliance status (Yes/No/NA) | If status is “No” details of non-compliance may be given here. |
| 1 | Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website | 46(2) | Yes | |
| 2 | Presence of Chairperson of Audit Committee at the Annual General Meeting | 18(1)(d) | Yes | |
| 3 | Presence of Chairperson of the nomination and remuneration committee at the annual general meeting | 19(3) | Yes | |
| 4 | Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting | 20(3) | Yes | |
| 5 | Whether “Corporate Governance Report” disclosed in Annual Report | 34(3) read with para C of Schedule V | Yes | |
| Any other information to be provided | | | | |

| Annexure III | | |
|--------------|-------------------|-------------------|
| 1 | Name of signatory | CHAND DATWANI |
| 2 | Designation | Managing Director |

| Signatory Details | |
|-----------------------|-------------------|
| Name of signatory | CHAND DATWANI |
| Designation of person | Managing Director |
| Place | MYSURU |
| Date | 08-10-2019 |