| | General information about company | | | | | | |
|---------------------------------|-----------------------------------|--|--|--|--|--|--|
| Scrip code | 513121 | | | | | | |
| NSE Symbol | ORICONENT | | | | | | |
| MSEI Symbol | NOTLISTED | | | | | | |
| ISIN | INE730A01022 | | | | | | |
| Name of the entity | ORICON ENTERPRISES LIMITED | | | | | | |
| Date of start of financial year | 01-04-2018 | | | | | | |
| Date of end of financial year | 31-03-2019 | | | | | | |
| Reporting Quarter | Half Yearly | | | | | | |
| Date of Report | 30-09-2018 | | | | | | |
| Risk management committee | Not Applicable | | | | | | |

| | | | | | | | A | nnexure] | [| | | | | | | |
|----|---|--|------------|------------|---|---------------------------------------|--|-------------------|--|---|---|--|--------------------------------------|--------------------------------------|--|--|
| | | 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) | | | | | | | | | | | | | | | |
| | | | I | s there an | y change in | information | of board | of directors | compare | to previ | ous quarter | Yes | | | | |
| Sr | Sr Title (Mr / Ms) Name of the 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 entitites 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 | Rajendra Somani | AACPS9645M | 00332465 | Executive Director | Not Applicable | MD | 30-09-1995 | | | 1 | 1 | 0 | | | |
| 2 | Mr | Adarsh Somani | ALZPS4257K | 00192609 | Executive Director | Not Applicable | MD | 01-06-2017 | | | 2 | 1 | 0 | | | |
| 3 | Mr | B K Toshniwal | AABPT4902D | 00048019 | Executive Director | Not Applicable | | 01-09-2018 | | | 2 | 1 | 1 | | | |
| 4 | Mr | Susheel G Somani | AAEPS1681B | 00601727 | Non- Executive - Non Independent Director | Chairperson related to Promoter | | 22-12-1969 | | | 2 | 2 | 0 | | | |

| | | | | | | | A | Annexure | I | | | | | | |
|----|--------------------------|----------------------------|------------|----------|---|-------------------------------|-------------------------------|--|-------------------|--|--|--|--|--------------------------------------|--------------------------------------|
| | | | | | Annex | | | ted by listed | | | erly basis | | | | |
| | | | | ı | 1 | I. C | ompositi | on of Board | d of Dire | ctors | I | I | l | | |
| 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 | Mr | Varun Somani | ASAPS9359Q | 00015384 | Non- Executive - Non Independent Director | Not Applicable | | 14-08-2018 | | | 1 | 0 | 0 | | |
| 6 | Mrs | Sujata Parekh Kumar | AAHPK2346L | 00016335 | Non- Executive - Non Independent Director | Not Applicable | | 16-03-2015 | | | 1 | 1 | 0 | | |
| 7 | Mr | Vinod Mimani | AEJPM2828K | 00053976 | Non- Executive - Independent Director | Not Applicable | | 11-09-2014 | | 60 | 3 | 1 | 0 | | |
| 8 | Mr | Vikram Parekh | AABPP5094L | 00419452 | Non- Executive - Independent Director | Not Applicable | | 14-08-2018 | | 60 | 1 | 0 | 0 | | |

| | | | | | | | A | Annexure | I | | | | | | |
|----|---|-------------------|------------|----------|--|-------------------------------|-------------------------------|--|-------------------|--|--|---|--|--------------------------------------|--------------------------------------|
| | | | | | Annex | ure I to be | e submitt | ted by listed | l entity o | n quarte | erly basis | | | | |
| | | | | | | I. C | ompositi | on of Board | d of Direc | ctors | | | | | |
| Sr | Sr Title (Mr of the PAN DIN Of Director | | | | | 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 | Mr | Vijay Bhatia | AAGPB5763R | 00088762 | Non- Executive - Independent Director | Not Applicable | | 14-08-2018 | | 60 | 2 | 1 | 0 | | |
| 10 | Mrs | Mamta Biyani | AAEPB8290P | 01850136 | Non- Executive - Independent Director | Not Applicable | | 14-08-2018 | | 60 | 1 | 0 | 0 | | |
| 11 | Mr | K G Gupta | ABUPG1823G | 00997067 | Non- Executive - Independent Director | Not Applicable | | 19-09-2015 | | 60 | 2 | 1 | 1 | | |
| 12 | Mr | N Ganga Ram | AABPG0807E | 00001246 | Non- Executive - Independent Director | Not Applicable | | 19-09-2015 | | 60 | 1 | 2 | 2 | | |

| | Text Block |
|------------------------|--|
| Textual Information(1) | In case any Director who is the member of Audit Committee(s) / Stakeholder relationship Committee and designated as the 'Chairperson' of Audit Committee/Stakeholder relationship Committee . We have not included that particular Director while counting number of memberships in Audit Committee /Stakeholder relationship Committee as we have disclosed the same under the column: No. of Post of Chairperson in Audit/Stakeholder Committee. |

| Annexure 1 | |
|--|-----|
| II. Composition of Committees | |
| Disclosure of notes on composition of committees explanatory | |
| Is there any change in information of committees compare to previous quarter | Yes |

| Au | Audit Committee Details | | | | | | | | | | | |
|----|-------------------------|---------------------------|--|-------------------------|---------|--|--|--|--|--|--|--|
| Sr | DIN Number | Name of Committee members | Category 1 of directors | Category 2 of directors | Remarks | | | | | | | |
| 1 | 00997067 | K G Gupta | Non-Executive - Independent Director | Chairperson | | | | | | | | |
| 2 | 00053976 | Vinod Mimani | Non-Executive - Independent Director | Member | | | | | | | | |
| 3 | 00088762 | Vijay Bhatia | Non-Executive - Independent Director | Member | | | | | | | | |
| 4 | 00601727 | Susheel Somani | Non-Executive - Non Independent Director | Member | | | | | | | | |

| No | Nomination and remuneration committee | | | | | | | | | | |
|----|---------------------------------------|---------------------------|--------------------------------------|-------------------------|---------|--|--|--|--|--|--|
| Sr | DIN Number | Name of Committee members | Category 1 of directors | Category 2 of directors | Remarks | | | | | | |
| 1 | 00088762 | Vijay Bhatia | Non-Executive - Independent Director | Chairperson | | | | | | | |
| 2 | 00997067 | K G Gupta | Non-Executive - Independent Director | Member | | | | | | | |
| 3 | 00053976 | Vinod Mimani | Non-Executive - Independent Director | Member | | | | | | | |

| Sta | Stakeholders Relationship Committee | | | | | | | | | | |
|-----|-------------------------------------|---------------------------|--------------------------------------|-------------------------|---------|--|--|--|--|--|--|
| Sr | DIN Number | Name of Committee members | Category 1 of directors | Category 2 of directors | Remarks | | | | | | |
| 1 | 00001246 | N Ganga Ram | Non-Executive - Independent Director | Chairperson | | | | | | | |
| 2 | 00048019 | B K Toshniwal | Executive Director | Member | | | | | | | |
| 3 | 00997067 | K G Gupta | Non-Executive - Independent Director | Member | | | | | | | |

| Risk Management Committee | | | | | | | |
|---------------------------|------------|---------------------------|-------------------------|-------------------------|---------|--|--|
| Sı | DIN Number | Name of Committee members | Category 1 of directors | Category 2 of directors | Remarks | | |

| Co | Corporate Social Responsibility Committee | | | | | | | | | |
|----|---|---------------------------|--------------------------------------|-------------------------|---------|--|--|--|--|--|
| Sr | DIN Number | Name of Committee members | Category 1 of directors | Category 2 of directors | Remarks | | | | | |
| 1 | 00192609 | Adarsh Somani | Executive Director | Chairperson | | | | | | |
| 2 | 00088762 | Vijay Bhatia | Non-Executive - Independent Director | Member | | | | | | |
| 3 | 00053976 | Vinod Mimani | Non-Executive - Independent Director | Member | | | | | | |

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

| | Annexure 1 | | | | |
|-----|---|--|---|--|--|
| An | nnexure 1 | | | | |
| III | II. Meeting of Board of Directors | | | | |
| | Disclosure of notes on m | | | | |
| 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) | | |
| 1 | 30-05-2018 | | | | |
| 2 | | 14-08-2018 | 75 | | |

| | | | | Annexure | 1 | | |
|-----|---|---|--|---------------------------------|---|---|-------------------------|
| IV. | V. Meeting of Committees | | | | | | |
| | | | | Disclos | ure of notes on meeting | g 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 |
| 1 | Audit Committee | | Yes | | 30-05-2018 | | |
| 2 | Audit Committee | 14-08-2018 | Yes | | | 75 | |
| 3 | Stakeholders Relationship Committee | | Yes | | 30-05-2018 | | |
| 4 | Stakeholders Relationship Committee | 14-08-2018 | Yes | | | 75 | |

| | 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 | /I. 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. | Yes | | | | |

| | Annexure 1 | | |
|---|-------------------|-------------------|--|
| Sr | Subject | Compliance status | |
| 1 | Name of signatory | Sanjay Jain | |
| 2 Designation Company Secretary and Compliance Office | | | |

Annexure III

| An | Annexure III to be submitted by listed entity at the end of 6 months after end of financial year along-with second quarter report of next financial year | | | | | |
|-------------|--|---|-------------------------------------|--|--|--|
| I. A | I. Affirmations | | | | | |
| Sr | Broad heading | 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) | No | Mr. KG Gupta, Chairman of Audit Committee authorised Mr. Susheel Somani to attend the Annual General Meeting on his behalf. | | |
| 3 | Presence of Chairperson of the nomination and remuneration committee at the annual general meeting | 19(3) | Yes | | | |
| 4 | Whether "Corporate Governance Report" disclosed in Annual Report | 34(3) read with para C of Schedule V | Yes | | | |

| Annexure III | | | |
|--------------|---------------------|-------------|---|
| | 1 Name of signatory | | Sanjay Jain |
| Ī | 2 | Designation | Company Secretary and Compliance Office |

| Signatory Details | |
|-----------------------|---|
| Name of signatory | Sanjay Jain |
| Designation of person | Company Secretary and Compliance Office |
| Place | Mumbai |
| Date | 08-10-2018 |