

## Annexure I

### Compliance Report on Corporate Governance

1. Name of Listed Entity: **Jain Irrigation Systems Limited (L29120MH1986PLC042028)**  
**Code: 500219 (BSE) and JISLJALEQS (NSE)**  
**570004 (BSE) and JISLDVREQS (NSE)**
2. Quarter ending: **31<sup>st</sup> December, 2019**

#### I. Composition of Board of Directors

Title (Mr. / Ms)	Name of the Director	PAN & DIN	Category (Chairperson /Executive/ Non-Executive/ Independent/ Nominee)	Initial Date of Appointment/	Date of Re-appointment in the current term /cessation	Tenure	Date of Birth	No of Independent Directorship in listed entities including this listed entity [in reference to provision 17A(1)]	Number of member ships in Audit/ Stakeholder Committ ee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairp erson in Audit/ Stakeholder Commi ttee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)
Mr	Ashok B. Jain	AALPJ3437B 00053157	Whole Time Director/Execu tive	02.06.92	01.10.18	-	10.02.62	-	1 (NRC)	-
Mr	Anil B. Jain	AALPJ3438Q 00053035	Vice Chairman/ Managing Director/Execu tive	30.12.86	01.10.18	-	10.03.65	-	-	-
Mr	Ajit B. Jain	AALPJ3439R 00053299	Joint Managing Director/Execu tive	01.03.98	01.10.18	-	05.07.66	-	1 (SRC)	-
Mr	Atul B. Jain	AALPJ3440J 00053407	CFO/ Executive	30.09.05	01.10.18	-	06.01.69	-	1 (RMC)	-
Mr	R. Swaminat han	ABJPS4831M 00060983	Executive Director	09.05.96	01.10.18	-	09.06.51	-	-	-
Mr	D. R. Mehta *	ACCPM1326R 01067895	Independent	26.12.07	01.04.19	60 Months	25.06.37	4	1 (NRC)	-
Mr	Ghanshya m Dass	AEMPD6631C 01807011	Independent	25.08.09	30.09.19	60 Months	11.07.52	1	2 (Audit & RMC)	2
Ms	Radhika Pereira	AGBPP2249P 00016712	Independent	29.12.05	30.09.19	60 Months	29.06.70	4	4 (Audit, NRC, SRC & RMC)	2
Mr	H. P. Singh	AHIPS7011C 06387125	Independent	11.08.14	30.09.19	60 Months	02.07.50	1	3 (Audit, NRC, SRC)	-
Mr	Johannes Bastiaan Boudewijin Mohrmann	PAN- NA, 08574511	Independent	30.09.19	30.09.19	60 Months	17.09.59	1	-	-

Whether Regular chairperson appointed-No

Whether Chairperson is related to managing director or CEO-NA

\* Shri D.R.Mehta (Age 83 Years) is appointed as Independent Director by a Special Resolution passed by Postal Ballot on 29.03.2019 w.e.f. 1<sup>st</sup> April, 2019 for 5 years.



## II. Composition of Committees

Name of Committee	Whether Regular chairperson appointed	Name of Committee members	Category (Chairperson/ Executive/ Non-Executive /Independent/ Nominee)	Date of Appointment	Date of Cessation
1. Audit Committee	Yes	Mr Ghanshyam Dass	Chairperson-Independent -Non-Executive Director	11.08.2014	-
		Mr H. P. Singh	Independent-Non Executive Director	30.05.2019	-
		Ms Radhika Pereira	Independent-Non Executive Director	11.08.2014	-

Name of Committee	Whether Regular chairperson appointed	Name of Committee members	Category (Chairperson/ Executive/ Non-Executive /Independent/ Nominee)	Date of Appointment	Date of Cessation
2. Nomination & Remuneration Committee	Yes	Ms Radhika Pereira	Chairperson-Independent -Non-Executive Director	11.08.2014	-
		Mr Ashok B. Jain	Whole Time Director	15.05.2015	-
		Mr. D. R. Mehta	Independent - Non Executive Director	30.05.2019	-
		Mr H. P. Singh	Independent -Non Executive Director	15.05.2015	-

Name of Committee	Whether Regular chairperson appointed	Name of Committee members	Category (Chairperson/ Executive/ Non-Executive /Independent/ Nominee)	Date of Appointment	Date of Cessation
3. Risk Management Committee	Yes	Mr Ghanshyam Dass	Chairperson-Non Executive Director	10.08.2015	-
		Ms Radhika Pereira	Independent - Non Executive Director	10.08.2015	-
		Mr Atul B. Jain	CFO/Executive Director	10.08.2015	-

Name of Committee	Whether Regular chairperson appointed	Name of Committee members	Category (Chairperson/ Executive/ Non-Executive /Independent/ Nominee)	Date of Appointment	Date of Cessation
4. Stakeholders Relationship Committee	Yes	Ms Radhika Pereira	Chairperson-Independent	11.08.2014	-
		Mr H. P. Singh	Independent-Non-Executive Director	30.05.2019	-
		Mr Ajit B. Jain	Whole Time Director-Executive Director	11.08.2014	-

Name of Committee	Whether Regular chairperson appointed	Name of Committee members	Category (Chairperson/ Executive/ Non-Executive /Independent/ Nominee)	Date of Appointment	Date of Cessation
5. Corporate Social Responsibility Committee	Yes	Mr. Ashok B. Jain	Chairperson- Whole Time Director- Executive Director	27.02.2016	-
		Mr D. R. Mehta	Independent-Non-Executive Director	11.08.2014	-
		Ms Radhika Pereira	Independent-Non-Executive Director	11.08.2014	-

## 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	Whether requirement of Quorum met	Number of Directors present	Number of independent directors present	Maximum gap between any two consecutive meetings (in number of days)
14.08.2019 28.08.2019 30.09.2019	14.11.2019	Yes	9	4	44 days



#### IV. Meeting of Committees

Meetings	Date(s) of Meeting (if any) in the relevant quarter	Whether requirement of Quorum met (details) & Number of Directors present	Number of independent directors present	Date(s) of Meeting (if any) in the previous quarter	Maximum gap between any two consecutive meetings (in number of days)
1. Audit Committee	14.11.2019	Yes: All 3 Members were present	3	14.08.2019 30.08.2019	91 days
2. Nomination & Remuneration Committee	14.11.2019	Yes: All 4 Members were present	3	14.08.2019 28.08.2019	77 days
3. Risk Management Committee	-*	-*		-*	-
4. Stakeholders Relationship Committee	14.11.2019	Yes: All 3 Members were present	2	14.08.2019	91 days
5. Corporate Social Responsibility Committee	--**	Yes: All 3 Members were present	-	14.08.2019	... days
6. Independent Director Meeting	--**	Yes: All 4 Members were present	-	30.09.2019	.... days

\*no meeting of Risk Management Committee was held in the current and previous quarter.

\*\*no meeting of Corporate Social Responsibility Committee and Independent Director Meeting was held in the current quarter.

#### V. Related Party Transactions

Subject	Compliance status (Yes/No/NA)
Whether prior approval of Audit Committee obtained	Yes, omnibus approval
Whether shareholder approval obtained for material RPT	No material RPT
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes, each Audit Committee Meeting

#### VI. Affirmations

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
b. Nomination & remuneration committee	Yes
c. Stakeholders relationship committee	Yes
d. Risk management committee (applicable to the top 500 listed entities)	Yes
e) Corporate Social Responsibility Committee	Yes
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	Yes



committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	
5. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/ observations/advice of Board of Directors may be mentioned here:	Yes No comments/ observations/ advice of Board of Directors

**For Jain Irrigation Systems Ltd**



A. V. Ghodgaonkar  
**Company Secretary**



Date: 08.01.2020

Place: **Jalgaon**