



Jain Irrigation Systems Ltd.

Small Ideas. Big Revolutions.

"Leave this world better than you found it."

Founder - Bhavardal H. Jain (1937 - 2016)

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 JISLVDREQS (NSE)

2. Quarter ending: 31st March, 2021.

I. Composition of Board of Directors

Title (Mr. / Ms)	Name of the Director	PAN and DIN	Category (Chairperson / Executive / Non Executive / independent / Nominee)	Initial Date of Appointment	Date of Appointment in the current term / cessation	Tenure	Date of Birth	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 Chairpersons in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)
Mr	Ashok B Jain	AALPJ3437B 00053157	Whole Time Director/ Executive	02.06.92	01.10.18	-	10.02.63	1	2 (NRC & CSR)	1 (CSR)
Mr	Anil B Jain	AALPJ3438Q 00053035	Vice Chairman/ Managing Director/ Executive	30.12.86	01.10.18	-	10.03.65	1	1 (Audit)	-
Mr	Ajit B Jain	AALPJ3439R 00053299	Joint Managing Director/ Executive	01.03.98	01.10.18	24 months	05.07.66	1	2 (SRC & RMC)	-
Mr	Atul B Jain	AALPJ3440J 00053407	CFO/ Executive	30.09.05	01.10.18	24 months	06.01.69	1	2 (CSR & RMC)	-
Mr	R Swaminathan	ABJPS4831M 00060983	Executive Director	09.05.96	01.10.18	24 months	09.06.51	1	1 (SRC)	-
Mr	D Mehta*	ACCPM1326R 01067895	Non-Executive-Independent Director	26.12.07	01.04.19	60 Months	25.06.37	4	2 (CSR & RMC)	-
Mr	Ghanshyam Dass	AEMPD6631C 01807011	Non-Executive-Independent Director	25.08.09	30.09.19	60 Months	11.07.52	2	2 (Audit & RMC)	2 (Audit & RMC)
Ms	Radhika Pereira	AGBPP2249P 00016712	Non-Executive-Independent Director	29.12.05	30.09.19	60 Months	29.06.70	4	2 (NRC & RMC)	1 (NRC)
Mr	H P Singh	AHIPS7011C 06387125	Non-Executive-Independent Director	11.08.14	30.09.19	60 Months	02.07.50	1	2 (NRC & SRC)	-

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CIN: L29120MH1986PLC042028



Title (Mr. / Ms)	Name of the Director	PAN and DIN	Category (Chairperson /Executive/ Non Executive/ independent/ Nominee)	Initial Date of Appointment	Date of Appointment in the current term /cessation	Tenure	Date of Birth	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 Chairpersons in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)
Mr	Johannes Bastiaan Boudewijin Mohrmann	PAN: NA 08574511	Non-Executive - Independent Director	30.09.19	30.09.19	60 Months	17.09.59	1	2(Audit & RMC)	-
Mr	Dr.Narendra Jadhav	AEVPJ8190F 02435444	Non-Executive - Independent Director	31.07.20	31.07.20	60 Months	25.08.53	3	2(Audit & SRC)	1(SRC)
Mr	Mukul Sarkar	AKKPS2094L 00893700	Non-Executive - Nominee Director	31.07.20	31.07.20	**	01.06.67	2	-	-
Mr	Uday R Garg	ACOPG4163C 03285941	Non-Executive - Nominee Director	31.07.20	31.07.20	24 Months	12.01.79	1	2 (Audit & RMC)	-
Ms	Nancy Barry	PAN: NA 08848632	Non-Executive - Independent Director	31.07.20	31.07.20	60 Months	02.08.49	1	2 (Audit & NRC)	-

Whether regular Chairperson is appointed: YES

Whether Chairperson is related to Managing Director or CEO: YES.

* 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. 1st April, 2019 for 5 years.

** Mr. Mukul Sarkar is non retiring director because of operation of EXIM Bank Act.

II. Composition of Committees

Name of Committee	Name of Committee members	Category (Chairperson/ Executive/ Non Executive /Independent/ Nominee)	Date of Appointment	Date of Cessation
1. Audit Committee	Mr Ghanshyam Dass	Chairperson - Independent-Non Executive Director	11.08.2014	-
	Mr Anil B. Jain	Vice Chairman/ Managing Director/Executive	31.07.2020	-
	Dr .Narendra Jadhav	-Independent-Non Executive Director	31.07.2020	-
	Mr. Johannes Bastiaan Boudewijin Mohrmann	Independent-Non Executive Director	31.07.2020	-
	Mr Uday Garg	Independent-Non Executive Nominee Director	31.07.2020	-
	Ms Nancy Barry	Independent-Non Executive Director	31.07.2020	-



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 Director	11.08.2014	-
		Mr Ashok B Jain	Whole Time Director	15.05.2015	-
		Mr H P Singh	Independent-Non Executive Director	15.05.2015	-
		Ms Nancy Barry	Independent-Non Executive Director	31.07.2020	-

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 – Independent-Non Executive Director	10.08.2015	-
		Ms Radhika Pereira	Member-Independent-Non Executive Director	10.08.2015	-
		Mr Atul B Jain	Member - CFO/Executive Director	10.08.2015	-
		Mr. Ajit B Jain	Member - Joint Managing Director/Executive	31.07.2020	-
		Mr D R Mehta	Member - Independent-Non Executive Director	31.07.2020	-
		Mr. Johannes Bastiaan Boudewijin Mohrmann	Member - Independent-Non Executive Director	31.07.2020	-
		Mr Uday Garg	Member - Independent-Non Executive Nominee Director	31.07.2020	-

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	Dr .Narendra Jadhav	Chairperson – Independent-Non Executive Director	31.07.2020	-
		Mr Ajit B Jain	Member - Joint Managing Director	11.08.2014	-
		Mr H P Singh	Member Independent-Non Executive Director	30.05.2019	-
		R Swaminathan	Member - Executive Director	31.07.2020	-



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	Member - Whole Time Director- Executive Director	27.02.2016	-
		Mr D R Mehta	Chairperson Independent-Non Executive Director	11.08.2014	-
		Mr Atul B Jain	Member - Joint Managing Director	31.07.2020	-

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	No of Directors Present	No of Independent Directors Present	Maximum gap between any two consecutive (in number of days)
10.11.2020					
08.12.2020	13.02.2021	Yes	13	6	66

* Board meetings were held through Video Conferencing/ Audio Visual Means.

IV. Meeting of Committees

Meetings	Date(s) of Meeting (if any) in the relevant quarter	Whether requirement of Quorum met (details) and number of Directors present	No of Independent Directors Present	Date(s) of Meeting (if any) in the previous quarter	Maximum gap between any two consecutive (in number of days)
1. Audit Committee*	12.02.2021	Yes: 5 Members were present	4	06.12.2020	67
2. Nomination & Remuneration Committee**	-	-	-	-	-
3. Risk Management Committee**	-	-	-	-	-
4. Stakeholders Relationship Committee**	-	-	-	10.11.2020	-
5. Corporate Social Responsibility Committee**	-	-	-	-	-
6. Independent Directors Meeting*	13.02.2021				

* Committee meetings were held through Video Conferencing/ Audio Visual Means.

** No committee meetings were held in current quarter.

The Company availed the relaxations of applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (LODR) related for holding the committee meetings.

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, Audit Committee.

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 b. Nomination & remuneration committee c. Stakeholders relationship committee d. Risk management committee (applicable to the top 100 listed entities) e) Corporate Social Responsibility Committee	Yes Yes Yes Yes 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 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. Any comments/ observations/advice of Board of Directors may be mentioned here:	Yes No comments/ observations/ advice of Board of Directors



Annexure II

VII. Website

I. Disclosure on website in terms of Listing Regulations			
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	-	http://www.jains.com/Company/index.htm
2. Terms and conditions of appointment of independent directors	Yes	-	https://www.nseprimeir.com/Pages/compnycorporate.aspx?value=3cYDU7170mvM600MSHCcMw==
3. Composition of various committees of board of directors	Yes	-	https://www.nseprimeir.com/z_JISLJALEQS/boardcommittees.aspx?value=3cYDU7170mvM600MSHCcMw==
4. Code of conduct of board of directors and senior management personnel	Yes	-	https://www.nseprimeir.com/Pages/compnycorporate.aspx?value=3cYDU7170mvM600MSHCcMw==
5. Details of establishment of vigil mechanism/ Whistle Blower policy	Yes	-	https://www.nseprimeir.com/Pages/compnycorporate.aspx?value=3cYDU7170mvM600MSHCcMw==
6. Criteria of making payments to non-executive directors	Yes	-	https://www.nseprimeir.com/Pages/compnycorporate.aspx?value=3cYDU7170mvM600MSHCcMw==
7. Policy on dealing with related party transactions	Yes	-	https://www.nseprimeir.com/Pages/compnycorporate.aspx?value=3cYDU7170mvM600MSHCcMw==
8. Policy for determining 'material' subsidiaries	Yes	-	https://www.nseprimeir.com/Pages/compnycorporate.aspx?value=3cYDU7170mvM600MSHCcMw==
9. Details of familiarization programmes imparted to independent directors	Yes	-	https://www.nseprimeir.com/Pages/compnycorporate.aspx?value=3cYDU7170mvM600MSHCcMw==
10. Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes	-	https://www.nseprimeir.com/z_JISLJALEQS/companycontactdetails.aspx?value=3cYDU7170mvM600MSHCcMw==
11. email address for grievance redressal and other relevant detail	Yes	-	https://www.nseprimeir.com/z_JISLJALEQS/companycontactdetails.aspx?value=3cYDU7170mvM600MSHCcMw==
12. Financial results	Yes	-	https://www.nseprimeir.com/Pages/FinResultSummary.aspx?value=3cYDU7170mvM600MSHCcMw==
13. Shareholding pattern	Yes	-	https://www.nseprimeir.com/Pages/SHP_QuarterShareholding.aspx?value=3cYDU7170mvM600MSHCcMw==
14. Details of agreements entered into with the media companies and/or their associates	Yes	-	https://www.nseprimeir.com/Pages/compnycorporate.aspx?value=3cYDU7170mvM600MSHCcMw==
15. Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or institutional investors simultaneously with submission to stock exchange	Yes	-	https://www.nseprimeir.com/z_JISLJALEQS/index.aspx?value=3cYDU7170mvM600MSHCcMw==
16. New name and the old name of the listed entity	NA	-	
17. Advertisements as per regulation 47 (1)	Yes	-	https://www.nseprimeir.com/z_JISLJALEQS/index.aspx?value=3cYDU7170mvM600MSHCcMw==
18. Credit rating or revision in credit rating obtained	Yes	-	https://www.nseprimeir.com/Pages/corp_announcement.aspx?value=3cYDU7170mvM600MSHCcMw==



19. Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	Yes	-	https://www.nseprimeir.com/z_JISLJALEQS/subsidiaryfin.aspx?value=3cYDU7170mvM600MSHCcMw==
20. Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes	-	https://www.nseprimeir.com/z_JISLJALEQS/index.aspx?value=3cYDU7170mvM600MSHCcMw==
21. Materiality Policy as per Regulation 30	Yes	-	https://www.nseprimeir.com/Pages/comp anycorporate.aspx?value=3cYDU7170mvM600MSHCcMw==
22. Dividend Distribution policy as per Regulation 43A (as applicable)	Yes	-	https://www.nseprimeir.com/Pages/comp anycorporate.aspx?value=3cYDU7170mvM600MSHCcMw==
23. It is certified that these contents on the website of the listed entity are correct	Yes	-	https://www.nseprimeir.com/z_JISLJALEQS/index.aspx?value=3cYDU7170mvM600MSHCcMw==

VIII. Annual Affirmations

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/or '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 meeting	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	-
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. Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	Yes	-
21. Meeting of Stakeholders Relationship Committee	20(3A)	Yes	-
22. Composition and role of risk management committee	21(1),(2),(3),(4)	Yes	-
23. Meeting of Risk Management Committee	21(3A)	Yes	-
24. Vigil Mechanism	22	Yes	-
25. Policy for related party Transaction	23(1),(1A),(5),(6),(7) & (8)	Yes	-
26. Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	-
27. Approval for material related party transactions	23(4)	Yes	-



28. Disclosure of related party transactions on consolidated basis	23(9)	Yes	-
29. Composition of Board of Directors of unlisted material Subsidiary	24(1)	Yes	-
30. Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	Yes	-
31. Annual Secretarial Compliance Report	24(A)	Yes	-
32. Alternate Director to Independent Director	25(1)	Yes	-
33. Maximum Tenure	25(2)	Yes	-
34. Meeting of independent directors	25(3) & (4)	Yes	-
35. Familiarization of independent directors	25(7)	Yes	-
36. Declaration from Independent Director	25(8) & (9)	Yes	-
37. D & O Insurance for Independent Directors	25(10)	Yes	-
38. Memberships in Committees	26(1)	Yes	-
39. Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	-
40. Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes	-
41. Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	-

IX. Affirmations

Particulars	Compliance status (Yes/No/NA)
1. The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied	Yes

For Jain Irrigation Systems Ltd


 A. V. Ghodgaonkar
 Company Secretary



Date: 12.04.2021

Place: Jalgaon