

ANNEXURE I

1. Name of Listed Entity - **Shankara Building Products Limited**
2. Quarter ending - **31st March, 2023**

i. Composition Of Board Of Director

Name of the Director	DIN	Category (Chairperson /Executive/Non-Executive/ Independent/ Nominee)	Initial Date of Appointment	Date of Appointment	Tenure	Whether the director is disqualified?	Current status	No. of Directorship in listed entities including this listed entity [in reference to Regulation 17A (1)]	No of Independent Directors hip in listed entities including this listed entity [in reference to proviso to regulation 17A (1)]	No of memberships in Audit/ Stakeholder Committee(s) including this listed entity	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity
V Ravichandar	00634180	Independent Director	09-Jul-2014	25-Jun-2019	105	No	Active	1	1	2	0
Sukumar Srinivas	01668064	Executive Director	01-Apr-2013	01-Apr-2021		No	Active	1	0	1	0
Chandu Nair	00259276	Independent Director	29-Jul-2015	29-Jul-2020	92	No	Active	1	1	2	0
B Jayaraman	00022567	Independent Director	14-Aug-2018	14-Aug-2018	56	No	Active	1	1	1	1
Jayashri Murali	00317201	Independent Director	19-Mar-2015	19-Mar-2020	96	No	Active	1	1	2	1

E. Srinivas

C Ravikumar	01247347	Executive Director	01-Apr-2011	01-Apr-2021		No	Active	1	0	1	0
RSV Siva Prasad	Non - Executive Non Independent Director	Non - Executive Non Independent Director	01-Oct-2009	22-Jul-2022		No	Active	1	0	0	0

Company Remarks	
Whether Regular chairperson appointed	Yes
Whether Chairperson is related to MD or CEO	No

ii. Composition of Committees

a. Audit Committee

Sr. No.	Name of Committee members	Category	Chairperson/Member	Date of Appointment	Date of Cessation
1	V Ravichandar	Independent Director	Member	31-Oct-2007	
2	Sukumar Srinivas	Executive Director	Member	19-Jun-2017	
3	Chandu Nair	Independent Director	Member	29-Jul-2015	
4	B Jayaraman	Independent Director	Chairperson	09-Nov-2018	
5	Jayashri Murali	Independent Director	Member	17-Apr-2017	

Company Remarks	
Whether Regular chairperson appointed	Yes

Executive Director

b. Stakeholders Relationship Committee

Sr. No.	Name of Committee members	Category	Chairperson/Member	Date of Appointment	Date of Cessation
1	Jayashri Murali	Independent Director	Chairperson	19-Sep-2016	
2	V Ravichandar	Independent Director	Member	19-Sep-2016	
3	Chandu Nair	Independent Director	Member	19-Sep-2016	
4	C Ravikumar	Executive Director	Member	19-Jun-2017	

Company Remarks	
Whether Regular chairperson appointed	Yes

c. Risk Management Committee

Sr. No.	Name of Committee members	Category	Chairperson/Member	Date of Appointment	Date of Cessation
1	V Ravichandar	Independent Director	Member	31-Oct-2007	
2	Sukumar Srinivas	Executive Director	Member	19-Jun-2017	
3	Chandu Nair	Independent Director	Member	29-Jul-2015	
4	B Jayaraman	Independent Director	Chairperson	09-Nov-2018	
5	Jayashri Murali	Independent Director	Member	17-Apr-2017	
6	C Ravikumar	Executive Director	Member	09-Aug-2021	

Company Remarks	
Whether Regular chairperson appointed	Yes

Executed by

d. Nomination and Remuneration Committee

Sr. No.	Name of Committee members	Category	Chairperson/Member	Date of Appointment	Date of Cessation
1	Chandu Nair	Independent Director	Chairperson	17-Apr-2017	
2	B Jayaraman	Independent Director	Member	09-Nov-2018	
3	Jayashri Murali	Independent Director	Member	29-Jul-2015	
4	V Ravichandar	Independent Director	Member	31-Oct-2007	

Company Remarks	
Whether Regular chairperson appointed	Yes

iii. Meeting of Board of Directors

Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Number of Directors present (All directors including Independent Director)	No. of Independent Directors attending the meeting
08-Nov-2022	Yes	7	6	4
06-Feb-2023	Yes	7	6	3

Company Remarks	
Maximum gap between any two consecutive (in number of days)	89

iv. Meeting of Committees

Name of the Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors present (All directors including Independent Director)	Number of Independent directors attending the meeting	Number of Members attending the Meeting (Other than Board of Directors)
Audit Committee	08-Nov-2022	Yes	5	5	4	0
Audit Committee	06-Feb-2023	Yes	5	4	3	0
Risk Management Committee	08-Nov-2022	Yes	6	6	4	0
Risk Management Committee	06-Feb-2023	Yes	6	5	3	0

Company Remarks	
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	89

v. Related Party Transactions

Subject	Compliance status (Yes/No/NA)	Remark
Whether prior approval of audit committee obtained	Yes	
Whether shareholder approval obtained for material RPT	Not Applicable	
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	

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Disclosure of notes on related party transactions and Disclosure of notes of material related party transactions	
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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 1000 listed entities) - **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. a. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. - **Yes**
b. Any comments/observations/advice of Board of Directors may be mentioned here:

Name : **Ereena Vikram**
Designation : **Company Secretary & Compliance Officer**

Ereena Vikram

ANNEXURE II

Format to be submitted by listed entity at the end of the financial year (for the whole of financial year)

I. Disclosure on website in terms of Listing Regulations			
Item	Compliance status	Company Remark	Website
As per regulation 46(2) of the LODR:			
Details of business	Yes		www.shankarabuildpro.com
Terms and conditions of appointment of	Yes		www.shankarabuildpro.com
Composition of various committees of	Yes		www.shankarabuildpro.com
Code of conduct of board of directors and	Yes		www.shankarabuildpro.com
Details of establishment of vigil	Yes		www.shankarabuildpro.com
Criteria of making payments to non-	Yes		www.shankarabuildpro.com
Policy on dealing with related party	Yes		www.shankarabuildpro.com
Policy for determining 'material'	Yes		www.shankarabuildpro.com
Details of familiarization programs	Yes		www.shankarabuildpro.com
Email address for grievance redressal and other relevant details entity who are	Yes		www.shankarabuildpro.com
Contact information of the designated	Yes		www.shankarabuildpro.com
Financial results	Yes		www.shankarabuildpro.com
Shareholding pattern	Yes		www.shankarabuildpro.com
Details of agreements entered into with the media companies and/or their	Not Applicable		
Schedule of analyst or institutional investor meet and presentations made by	Yes		www.shankarabuildpro.com
New name and the old name of the listed	Not		
Advertisements as per regulation 47 (1)	Yes		www.shankarabuildpro.com
Credit rating or revision in credit rating	Yes		www.shankarabuildpro.com
Separate audited financial statements of	Yes		www.shankarabuildpro.com
As per other regulations of the LODR:			
Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes		www.shankarabuildpro.com
Materiality Policy as per Regulation 30	Yes		www.shankarabuildpro.com
Dividend Distribution policy as per	Yes		www.shankarabuildpro.com
It is certified that these contents on the	Yes		www.shankarabuildpro.com
II Annual Affirmations			

Excerpts from the website

Particulars	Regulation Number	Compliance status	Company Remark
<i>Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'</i>	16(1)(b) & 25(6)	Yes	
<i>Board composition</i>	17(1), 17(1A) & 17(1B)	Yes	
<i>Meeting of Board of directors</i>	17(2)	Yes	
<i>Quorum of Board meeting</i>	17(2A)	Yes	
<i>Review of Compliance Reports</i>	17(3)	Yes	
<i>Plans for orderly succession for appointments</i>	17(4)	Yes	
<i>Code of Conduct</i>	17(5)	Yes	
<i>Fees/compensation</i>	17(6)	Yes	
<i>Minimum Information</i>	17(7)	Yes	
<i>Compliance Certificate</i>	17(8)	Yes	
<i>Risk Assessment & Management</i>	17(9)	Yes	
<i>Performance Evaluation of Independent Directors</i>	17(10)	Yes	
<i>Recommendation of Board</i>	17(11)	Yes	
<i>Maximum number of directorship</i>	17A	Yes	
<i>Composition of Audit Committee</i>	18(1)	Yes	
<i>Meeting of Audit Committee</i>	18(2)	Yes	
<i>Composition of nomination & remuneration committee</i>	19(1) & (2)	Yes	
<i>Quorum of Nomination and Remuneration Committee meeting</i>	19(2A)	Yes	
<i>Meeting of nomination & remuneration committee</i>	19(3A)	Yes	
<i>Composition of Stakeholder Relationship Committee</i>	20(1), 20(2) and 20(2A)	Yes	
<i>Meeting of stakeholder relationship committee</i>	20(3A)	Yes	
<i>Composition and role of risk management committee</i>	21(1),(2),(3),(4)	Yes	
<i>Meeting of Risk Management Committee</i>	21(3A)	Yes	
<i>Vigil Mechanism</i>	22	Yes	

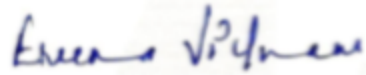
Eveena Vignani

<i>Policy for related party Transaction</i>	23(1),(1A),(5),(Yes	
<i>Prior or Omnibus approval of Audit Committee for all related party</i>	23(2), (3)	Yes	
<i>Approval for material related party transactions</i>	23(4)	Yes	
<i>Disclosure of related party transactions on consolidated basis</i>	23(9)	Yes	
<i>Composition of Board of Directors of unlisted material Subsidiary</i>	24(1)	Yes	
<i>Other Corporate Governance requirements with respect to subsidiary</i>	24(2),(3),(4),(5) & (6)	Yes	
<i>Annual Secretarial Compliance Report</i>	24(A)	Yes	
<i>Alternate Director to Independent Director</i>	25(1)	Yes	
<i>Maximum Tenure</i>	25(2)	Yes	
<i>Meeting of independent directors</i>	25(3) & (4)	Yes	
<i>Familiarization of independent directors</i>	25(7)	Yes	
<i>Declaration from Independent Director</i>	25(8) & (9)	Yes	
<i>D & O Insurance for Independent</i>	25(10)	Yes	
<i>Memberships in Committees</i>	26(1)	Yes	
<i>Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel</i>	26(3)	Yes	
<i>Disclosure of Shareholding by Non-Executive Directors</i>	26(4)	Yes	
<i>Policy with respect to Obligations of directors and senior management</i>	26(2) & 26(5)	Yes	

Erenca V. V. V.

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. - **Yes**



Name : **Ereena Vikram**
Designation : **Company Secretary & Compliance Officer**

