

General information about company	
Scrip code	538607
Name of the entity	Ojas Asset Reconstruction Company Ltd
Date of start of financial year	01-04-2015
Date of end of financial year	31-03-2016
Reporting Quarter	Yearly
Date of Report	31-03-2016
Risk management committee	Not Applicable

### 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

Disclosure of notes on composition of board of directors explanatory													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 appointment in the current term	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity	Number 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	Notes
1	Mr	Shashikumar Ramdas Jatwal	ALMPJ4216E	06488424	Non-Executive - Independent Director	Not Applicable		01-11-2013		29	1	2	2	
2	Mr	Tejas Vinodrai Hingu	ACHPH4308K	06936684	Executive Director	Not Applicable		22-12-2014			1	2	0	
3	Ms	Dimple Jayanti Rathod	BNZPR9360R	07278060	Executive Director	Not Applicable		13-08-2015			1	0	0	
4	Mr	Manan Pratulchandra Shah	ATFPS7405P	07491896	Non-Executive - Independent Director	Not Applicable		28-03-2016		0	1	0	0	
5	Mr	Pravin Bhanudas Kamble	CBKPK5026M	07016322	Non-Executive - Independent Director	Not Applicable		20-01-2015	28-03-2016	14	1	2	0	

### Annexure 1

#### Annexure 1

#### III. Meeting of Board of Directors

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	10-11-2015		
2		04-01-2016	54
3		13-02-2016	39
4		28-03-2016	43

**Annexure 1****IV. Meeting of Committees**

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 (details)	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings (in number of days)
1	Audit Committee	13-02-2016	Yes	3	09-11-2015	95

**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	NA	
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	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	No
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
9	Any other information to be provided	Textual Information(1)

**Text Block**

Textual Information(1)	Note relating to the composition of the Nomination and Remuneration Committee: The Nomination and Remuneration Committee of the Company consists of two Non Executive Independent Directors i.e. Mr. Pravin Kamble and Mr. Shashikumar Jatwal and Mr. Tejas Hingu, Executive Director. As the company consists of four directors on the Board which includes two executive and two non executive directors. The committee is constituted as per the composition of Board. The committee satisfies the criteria of 50% independent directors in the committee. The Company is in the process to appoint the Non- Executive Director and will comply with the requirement of SEBI LODR Regulation, 2015 in terms of composition of Nomination and Remuneration Committee.
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**Annexure II**

**Annexure II 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				
Sr	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		<a href="http://www.ojasltd.wordpress.com/details-of-business/">www.ojasltd.wordpress.com/details-of-business/</a>
2	Terms and conditions of appointment of independent directors	Yes		<a href="http://www.ojasltd.files.wordpress.com/2016/04/terms-and-conditions-of-appt-of-independent-director1.pdf">www.ojasltd.files.wordpress.com/2016/04/terms-and-conditions-of-appt-of-independent-director1.pdf</a>
3	Composition of various committees of board of directors	Yes		<a href="http://www.ojasltd.wordpress.com/committee-status/">www.ojasltd.wordpress.com/committee-status/</a>
4	Code of conduct of board of directors and senior management personnel	Yes		<a href="http://www.ojasltd.wordpress.com/about/contact-us/code-of-conduct/">www.ojasltd.wordpress.com/about/contact-us/code-of-conduct/</a>
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		<a href="http://www.ojasltd.wordpress.com/about/whistle-blower-policy/">www.ojasltd.wordpress.com/about/whistle-blower-policy/</a>
6	Criteria of making payments to non-executive directors	Yes		<a href="http://www.ojasltd.files.wordpress.com/2016/04/ojas_criteria-for-making-payment-to-non-executive-directors.pdf">www.ojasltd.files.wordpress.com/2016/04/ojas_criteria-for-making-payment-to-non-executive-directors.pdf</a>
7	Policy on dealing with related party transactions	Yes		<a href="http://www.ojasltd.wordpress.com/related-party-transaction-policy/">www.ojasltd.wordpress.com/related-party-transaction-policy/</a>
8	Policy for determining 'material' subsidiaries	Yes		<a href="http://www.ojasltd.files.wordpress.com/2016/04/material_subsidary_policy_ojas1.pdf">www.ojasltd.files.wordpress.com/2016/04/material_subsidary_policy_ojas1.pdf</a>
9	Details of familiarization programmes imparted to independent directors	Yes		<a href="http://www.ojasltd.files.wordpress.com/2016/04/familiarization-programme-of-id_ojas_new1.pdf">www.ojasltd.files.wordpress.com/2016/04/familiarization-programme-of-id_ojas_new1.pdf</a>
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		<a href="http://www.ojasltd.wordpress.com/contact-us/">www.ojasltd.wordpress.com/contact-us/</a>
11	email address for grievance redressal and other relevant details	Yes		<a href="http://www.ojasltd.wordpress.com/contact-us/">www.ojasltd.wordpress.com/contact-us/</a>
12	Financial results	Yes		<a href="http://www.ojasltd.wordpress.com/financial-result/">www.ojasltd.wordpress.com/financial-result/</a>
13	Shareholding pattern	Yes		<a href="http://www.ojasltd.wordpress.com/shareholding-pattern/">www.ojasltd.wordpress.com/shareholding-pattern/</a>
14	Details of agreements entered into with the media companies and/or their associates	NA		
15	New name and the old name of the listed entity	NA		

## Annexure II

### II. Annual Affirmations

Sr	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)	Yes	
3	Meeting of Board of directors	17(2)	Yes	
4	Review of Compliance Reports	17(3)	Yes	
5	Plans for orderly succession for appointments	17(4)	Yes	
6	Code of Conduct	17(5)	Yes	
7	Fees/compensation	17(6)	Yes	
8	Minimum Information	17(7)	Yes	
9	Compliance Certificate	17(8)	Yes	
10	Risk Assessment & Management	17(9)	Yes	
11	Performance Evaluation of Independent Directors	17(10)	Yes	
12	Composition of Audit Committee	18(1)	Yes	
13	Meeting of Audit Committee	18(2)	Yes	
14	Composition of nomination & remuneration committee	19(1) & (2)	No	Note relating to the composition of the Nomination and Remuneration Committee: The Nomination and Remuneration Committee of the Company consists of two Non –Executive Independent Director's i.e. Mr. Pravin Kamble and Mr. Shashikumar Jatwal and Mr. Tejas Hingu, Executive Director. As the company consists of four directors on the Board which includes two executive and two non executive directors. The committee is constituted as per the composition of Board. The committee satisfies the criteria of 50% independent directors in the committee. The Company is in the process to appoint the Non-Executive Director and will comply with the requirement of SEBI LODR Regulation, 2015 in terms of composition of Nomination and Remuneration Committee.
15	Composition of Stakeholder Relationship Committee	20(1) & (2)	Yes	
16	Composition and role of risk management committee	21(1),(2),(3),(4)	NA	
17	Vigil Mechanism	22	Yes	
18	Policy for related party Transaction	23(1),(5),(6),(7) & (8)	Yes	
19	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	NA	
20	Approval for material related party transactions	23(4)	NA	
	Composition of Board of Directors			

21	of unlisted material Subsidiary	24(1)	NA	
22	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	NA	
23	Maximum Directorship & Tenure	25(1) & (2)	Yes	
24	Meeting of independent directors	25(3) & (4)	Yes	
25	Familiarization of independent directors	25(7)	Yes	
26	Memberships in Committees	26(1)	Yes	
27	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
28	Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes	
29	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
	Any other information to be provided - Add Notes			

## Annexure II

### III. Affirmations

1	The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied	NA
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### Signatory Details

Name of signatory	Shobhanbabu Mandolla
Designation of person	Compliance Officer
Place	Mumbai
Date	13-04-2016