

**General information about company**

Scrip code	532867
Name of the entity	V2 RETAIL LIMITED
Date of start of financial year	01-04-2016
Date of end of financial year	31-03-2017
Reporting Quarter	Half Yearly
Date of Report	30-09-2016
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

Is there any change in information of board of directors compare to previous quarter

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 (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
1	Mr	RAM CHANDRA AGARWAL	ACZPA8989R	00491885	Executive Director	Chairperson	MD	23-07-2001			1	1	0	
2	Mrs	UMA AGARWAL	ACYPA1819P	00495945	Executive Director	Not Applicable		23-07-2001			1	1	0	
3	Mr	ROHIT SINGH RAUTELA	AODPR6384K	05118387	Non-Executive - Independent Director	Not Applicable		14-04-2014		30	1	2	2	
4	Mr	RAVINDER KUMAR SHARMA	EMEPS6449K	06865804	Non-Executive - Independent Director	Not Applicable		14-04-2014		30	1	2	0	

**Annexure I**

**Annexure I to be submitted by listed entity on quarterly basis**

**I. Composition of Board of Directors**

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
5	Mr	SAURABH KUMAR	BQMPK2185D	05113240	Non-Executive - Independent Director	Not Applicable		01-10-2011	17-09-2016	60	1	2	0	Textual Information (1)
6	Mr	LALAN YADAV	AEAPY5442G	07578390	Non-Executive - Independent Director	Not Applicable		30-09-2016		0	1	0	0	

**Text Block**

Textual Information(1)

Mr. SAURABH KUMAR Term of Five Year as Independent Director has been expired and he has not reappointed by the company.

**Annexure 1**

<b>II. Composition of Committees</b>					
Disclosure of notes on composition of committees explanatory					
Is there any change in information of committees compare to previous quarter					Yes
Sr	Name Of Committee	Name of Committee members	Category 1 of directors	Category 2 of directors	Name of other committee
1	Audit Committee	Mr. Rohit Singh Rautela	Non-Executive - Independent Director	Chairperson	
2	Audit Committee	Mr. Ravinder Kumar Sharma	Non-Executive - Independent Director	Member	
3	Audit Committee	Mr. Ram Chandra Agarwal	Executive Director	Member	
4	Nomination and remuneration committee	Mr. Rohit Singh Rautela	Non-Executive - Independent Director	Member	
5	Nomination and remuneration committee	Mr. Ravinder Kumar Sharma	Non-Executive - Independent Director	Member	
6	Stakeholders Relationship Committee	Mr. Rohit Singh Rautela	Non-Executive - Independent Director	Chairperson	
7	Stakeholders Relationship Committee	Mr. Ravinder Kumar Sharma	Non-Executive - Independent Director	Member	
8	Stakeholders Relationship Committee	Mrs. Uma Agarwal	Executive Director	Member	
9	Corporate Social Responsibility Committee	Mr. Rohit Singh Rautela	Non-Executive - Independent Director	Chairperson	
10	Corporate Social Responsibility Committee	Mr. Ravinder Kumar Sharma	Non-Executive - Independent Director	Member	

**Annexure 1**

**Annexure 1**

**III. Meeting of Board of Directors**

Disclosure of notes on meeting of board of directors explanatory			
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	20-04-2016		
2	27-05-2016		36
3	30-06-2016		33
4		12-08-2016	42
5		31-08-2016	18
6		02-09-2016	1

**Annexure 1**

**IV. Meeting of Committees**

Disclosure of notes on meeting 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 (details)	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	12-08-2016	Yes		27-05-2016	76	
2	Audit Committee	31-08-2016	Yes				
3	Nomination and remuneration committee	31-08-2016	Yes		30-06-2016	61	

**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. 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 III**

**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. 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)	Yes	
3	Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	No	Mr. Sourabh Kumar (ID and Chairman of NRC Committee) has resigned from Board on 17-09-2016 and his term of Five year as Independent Director has expired.
4	Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	
	Any other information to be provided			

<b>SignatoryDetails</b>	
Name of signatory	Mr. Umesh Kumar
Designation of person	Company Secretary
Place	Delhi
Date	13-10-2016