

<b>General information about company</b>	
Scrip code	501298
NSE Symbol	
MSEI Symbol	
ISIN	INE620D01011
Name of the entity	INDUSTRIAL & PRUDENTIAL INVESTMENT CO. LTD.
Date of start of financial year	01-04-2020
Date of end of financial year	31-03-2021
Reporting Quarter	Yearly
Date of Report	31-03-2021
Risk management committee	Not Applicable
Market Capitalisation as per immediate previous Financial Year	Top 2000 listed entities

## 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

Textual Information(1)

Whether the listed entity has a Regular Chairperson

Yes

Whether Chairperson is related to MD or CEO

No

PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(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)
AKTPS6727K	00374298	Executive Director	Chairperson	MD	21-11-1956	NA		17-04-1990	30-03-2015		72	6	3	4	2
AAZPM7200M	00031232	Non-Executive - Independent Director	Not Applicable		21-03-1966	NA		11-09-2013	02-08-2019		19	1	1	1	0
AANPM6755B	00469622	Non-Executive - Independent Director	Not Applicable		26-08-1973	NA		07-11-2017			39	3	3	4	1
ADIPR3014L	00033045	Non-Executive - Independent Director	Not Applicable		19-04-1944	Yes	22-03-2019	07-11-2017			39	3	3	3	3

## I. Composition of Board of Directors

### Disclosure of notes on composition of board of directors explanatory

#### Wether the listed entity has a Regular Chairperson

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations)	Num mem in Stak Com inclu liste (1 Reg 26 L. Regt
5	Mr	VARUN SWARUP	AXCPS9834P	02435858	Non-Executive - Non Independent Director	Not Applicable		13-10-1983	NA		07-11-2017			39	1	0	0
6	Ms	DEVINA SWARUP	AXCPS9833L	06831620	Non-Executive - Non Independent Director	Not Applicable		17-03-1985	NA		07-11-2017			39	1	0	2

<b>Text Block</b>	
Textual Information(1)	Mr. Gaurav Swarup is the Chairperson and MD of the Company.

Audit Committee Details							
Whether the Audit Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00033045	PROBIR ROY	Non-Executive - Independent Director	Chairperson	07-11-2017		
2	00031232	ANISH K MODI	Non-Executive - Independent Director	Member	24-09-2017		
3	00469622	DEBANJAN MANDAL	Non-Executive - Independent Director	Member	07-11-2017		
4	06831620	DEVINA SWARUP	Non-Executive - Non Independent Director	Member	07-11-2017		

Nomination and remuneration committee							
Whether the Nomination and remuneration committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00033045	PROBIR ROY	Non-Executive - Independent Director	Chairperson	07-11-2017		
2	00031232	ANISH K MODI	Non-Executive - Independent Director	Member	07-11-2017		
3	00469622	DEBANJAN MANDAL	Non-Executive - Independent Director	Member	03-05-2019		
4	06831620	DEVINA SWARUP	Non-Executive - Non Independent Director	Member	07-11-2017		

Stakeholders Relationship Committee							
Whether the Stakeholders Relationship Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	06831620	DEVINA SWARUP	Non-Executive - Non Independent Director	Chairperson	07-11-2017		
2	00469622	DEBANJAN MANDAL	Non-Executive - Independent Director	Member	07-11-2017		
3	00033045	PROBIR ROY	Non-Executive - Independent Director	Member	07-11-2017		

Risk Management Committee							
Whether the Risk Management Committee has a Regular Chairperson							
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks



Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility Committee has a Regular Chairperson							
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00374298	GAURAV SWARUP	Executive Director	Chairperson	11-02-2015		
2	00033045	PROBIR ROY	Non-Executive - Independent Director	Member	07-11-2017		
3	06831620	DEVINA SWARUP	Non-Executive - Non Independent Director	Member	07-11-2017		

Other Committee						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks
1	06831620	DEVINA SWARUP	SHARE TRANSFER AND INVESTMENT COMMITTEE	Non-Executive - Non Independent Director	Chairperson	
2	00469622	DEBANJAN MANDAL	SHARE TRANSFER AND INVESTMENT COMMITTEE	Non-Executive - Independent Director	Member	
3	00469622	DEBANJAN MANDAL	COMMITTEE OF INDEPENDENT DIRECTORS	Non-Executive - Independent Director	Member	
4	00033045	PROBIR ROY	COMMITTEE OF INDEPENDENT DIRECTORS	Non-Executive - Independent Director	Chairperson	
5	00031232	ANISH K MODI	COMMITTEE OF INDEPENDENT DIRECTORS	Non-Executive - Independent Director	Member	
6	00374298	GAURAV SWARUP	BUYBACK COMMITTEE	Executive Director	Chairperson	Textual Information(1)
7	06831620	DEVINA SWARUP	BUYBACK COMMITTEE	Non-Executive - Non Independent Director	Member	
8	02435858	VARUN SWARUP	BUYBACK COMMITTEE	Non-Executive - Non Independent Director	Member	

**Other Committee Text Block**

Textual Information(1)

Mr. Arun Kumar Singhania, CFO and Mr. Ayan Datta, CS are also members of Buyback committee.

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)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Number of Directors present*	No. of Independent Directors attending the meeting*
1	12-11-2020				Yes	5	3
2		12-02-2021	91		Yes	6	3

Annexure 1								
IV. Meeting of Committees								
Disclosure of notes on meeting of committees explanatory							Textual Information(1)	
Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Number of Directors present*	No. of Independent Directors attending the meeting*
1	Audit Committee	12-11-2020				Yes	3	3
2	Audit Committee	12-02-2021	91			Yes	4	3

<b>Text Block</b>	
Textual Information(1)	<p>The Following meetings were also held during the quarter-</p> <ol style="list-style-type: none"><li>1. Nomination and Remuneration committee meeting - 12/02/2021</li><li>2. Corporate Social Responsibility Committee meeting - 12/02/2021</li><li>3. Stakeholders' Relation Committee meeting - 12/02/2021</li><li>4. Independent Directors' meeting - 12/02/2021</li><li>5. Share Transfer and Investment Committee meeting - 12/02/2021</li><li>6. Buyback Committee Meeting - 21/12/2020, 22/01/2021, 03/03/2021</li></ol>

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	
Disclosure of notes on related party transactions			Textual Information(1)

<b>Text Block</b>	
Textual Information(1)	The related party transactions are receipt of dividends, Commissions and sitting fees. The transactions are approved by the Board and Members, if required and disclosed as required under regulation 23(9) of LODR.



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 500 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 1		
Sr	Subject	Compliance status
1	Name of signatory	AYAN DATTA
2	Designation	Company Secretary and Compliance Officer

**Text Block**

<b>Annexure II</b>				
<b>Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)</b>				
<b>I. Disclosure on website in terms of Listing Regulations</b>				
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		www.industrialprudential.com
2	Terms and conditions of appointment of independent directors	Yes		www.industrialprudential.com
3	Composition of various committees of board of directors	Yes		www.industrialprudential.com
4	Code of conduct of board of directors and senior management personnel	Yes		www.industrialprudential.com
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		www.industrialprudential.com
6	Criteria of making payments to non-executive directors	NA		
7	Policy on dealing with related party transactions	Yes		www.industrialprudential.com
8	Policy for determining 'material' subsidiaries	Yes		www.industrialprudential.com
9	Details of familiarization programmes imparted to independent directors	Yes		www.industrialprudential.com

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
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		www.industrialprudential.com
11	email address for grievance redressal and other relevant details	Yes		www.industrialprudential.com
12	Financial results	Yes		www.industrialprudential.com
13	Shareholding pattern	Yes		www.industrialprudential.com
14	Details of agreements entered into with the media companies and/or their associates	NA		
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	NA		
16	New name and the old name of the listed entity	NA		
17	Advertisements as per regulation 47 (1)	Yes		www.industrialprudential.com
18	Credit rating or revision in credit rating obtained	NA		
19	Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	Yes		www.industrialprudential.com
20	Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes		www.industrialprudential.com
21	Materiality Policy as per Regulation 30	Yes		www.industrialprudential.com
22	Dividend Distribution policy as per Regulation 43A (as applicable)	NA		
23	It is certified that these contents on the website of the listed entity are correct	Yes		www.industrialprudential.com

<b>Annexure II</b>				
<b>II. Annual Affirmations</b>				
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), 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)	NA	
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	

<b>Annexure II</b>				
<b>II. Annual Affirmations</b>				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
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	

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.
21	Meeting of Stakeholders Relationship Committee	20(3A)	Yes	
22	Composition and role of risk management committee	21(1),(2),(3),(4)	NA	
23	Meeting of Risk Management Committee	21(3A)	NA	
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)	NA	
27	Approval for material related party transactions	23(4)	NA	
28	Disclosure of related party transactions on consolidated basis	23(9)	Yes	
29	Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA	
30	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	Yes	



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.
31	Annual Secretarial Compliance Report	24(A)	Yes	
32	Alternate Director to Independent Director	25(1)	NA	
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)	NA	
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	
	Any other information to be provided - Add Notes			

Annexure II		
1	Name of signatory	AYAN DATTA
2	Designation	Company Secretary and Compliance Officer

Annexure II		
III. Affirmations		
Sr	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
	Any other information to be provided	

Annexure II		
1	Name of signatory	AYAN DATTA
2	Designation	Company Secretary and Compliance Officer

<b>Signatory Details</b>	
Name of signatory	AYAN DATTA
Designation of person	Company Secretary and Compliance Officer
Place	KOLKATA
Date	14-04-2021

