

| General information about company | |
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| Scrip code | 524038 |
| Name of the entity | Venlon Enterprises Limited |
| Date of start of financial year | 01-04-2016 |
| Date of end of financial year | 31-03-2017 |
| Reporting Quarter | Quarterly |
| Date of Report | 31-12-2016 |
| 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 | | | | | | | | | | | | Textual Information(1) | | |
| 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 | C D Datwani | ACBPD4176B | 00355181 | Executive Director | Chairperson | MD | 30-03-2015 | | | 1 | 1 | 0 | |
| 2 | Mrs | Saroj C Datwani | ACGPD6724Q | 00355148 | Executive Director | Not Applicable | | 30-03-2015 | | | 1 | 1 | 0 | |
| 3 | Mr | S.V Jain | AAKPJ0856F | 00590275 | Non-Executive - Independent Director | Not Applicable | | 30-09-2014 | | 60 | 1 | 2 | 2 | |
| 4 | Mr | S. Bhyrappa | AEEP5270R | 01340963 | Non-Executive - Independent Director | Not Applicable | | 30-09-2014 | | 60 | 1 | 1 | 0 | |

| Text Block | |
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| Textual Information(1) | The Board is in the process of completing the appointment of an independent director at its meeting to be held on 31.01.2017 |

| Annexure 1 | | | | | |
|--|---------------------------------------|---------------------------|--------------------------------------|-------------------------|-------------------------|
| II. Composition of Committees | | | | | |
| 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 | S. Bhyrappa | Non-Executive - Independent Director | Member | |
| 2 | Audit Committee | S.V. Jain | Non-Executive - Independent Director | Chairperson | |
| 3 | Nomination and remuneration committee | S. Bhyrappa | Non-Executive - Independent Director | Chairperson | |
| 4 | Nomination and remuneration committee | S.V Jain | Non-Executive - Independent Director | Member | |
| 5 | Stakeholders Relationship Committee | S.V Jain | Non-Executive - Independent Director | Chairperson | |
| 6 | Stakeholders Relationship Committee | Chand D Datwani | Executive Director | Member | |
| 7 | Stakeholders Relationship Committee | Saroj C Datwani | Executive Director | Member | |

| Annexure 1 | | | |
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| 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 | 30-07-2016 | | |
| 2 | | 28-10-2016 | 89 |

| 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 | 28-10-2016 | Yes | There were two independent directors S.V Jain and S. Bhyrappa and both attended the meeting | 30-07-2016 | 89 | |

| 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 | No |
| 2 | The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee | No |
| 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 |
| 8 | This report and/or the report submitted in the previous quarter has been placed before Board of Directors. | Yes |
| 9 | Any comments/observations/advice of Board of Directors may be mentioned here: | Textual Information(1) |

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| Textual Information(1) | Under the outcome of Board proceedings, Listing upload transaction no 281020 16410588 dated 28.10.2016, it had been informed that one Mr. Sankaran DIN-02648911 has orally expressed his consent for appointment as Independent Director. However he did not provide the consent in writing despite repeated phone calls. The company is making alternative arrangement to fill up the vacancy at the Board Meeting to be held on 31.01.2017 (meeting date announcement transaction no. 28102016410604 dated 28.10.2016) |

| Signatory Details | |
|--------------------------|-------------------|
| Name of signatory | C. D Datwani |
| Designation of person | Managing Director |
| Place | Mysore |
| Date | 06-01-2017 |

