

DISCLOSURES UNDER SEBI (LODR) REGULATIONS 2015

A. Composition of various Committees of the Board:

I. Audit Committee:

NAME OF MEMBER	CATEGORY	QUALIFICATION
Mr. K.V. Chitalia, Chairman	Independent Non-Executive	Financially literate and has accounting or related financial management
Mr. S.V.Jain, Member	Independent Non-Executive	
Mr. S. Bhyrappa, Member	Independent Non-Executive	

II. Nomination and Remuneration Committee :

NAME OF MEMBER	CATEGORY
Mr. K.V. Chitalia, Chairman	Independent Non-Executive
Mr. S.V.Jain, Member	Independent Non-Executive
Mr.S. Bhyrappa, Member	Independent Non-Executive

III. Stakeholders' relationship Committee :

Sl. No.	NAME OF MEMBERS	CATEGORY
01	Mr. S.V.Jain, Chairman	Independent Non-Executive
02	Mr. Chand D Datwani, Member	Promoter & Managing Director
03	Mr. Saroj C Datwani, Member	Promoter, Whole time Director & CFO

B. Independent Directors-Terms and Conditions of Appointment:

Independent Directors are elected amongst the men of high standing in their respective business / profession. The Independent Directors are not paid any salary.

C. Whistle blower policy under Vigil Mechanism:

As reported in the Annual Report free access is given to approach the management for consideration by the audit committee.

D. Code of Conduct of Board of Directors and Senior Management:

Article 171 of the Articles of Association is being adhered by MD and Whole time Director.

E. Contact information of officials for Investor grievance: (as disclosed in the Annual Report)

G.D. Ramarao, FCA, ACS, at gdrvenlon@gmail.com

F. Familiarisation programme conducted to Independent directors:

Mr. G.D.Rama Rao, FCA and ACS, who is associated with the Company for 3 decades conducts the familiarisation programme to the independent directors by guiding them on their duties and responsibilities, recent changes in the statutory provisions etc., at various meetings.

G. Policy under SEBI(Prohibition of Insider Trading) Regulations,2015:

Any person holding Undisclosed Price sensitive information is restricted from trading in the securities of the Company. The same is being monitored under the precincts of the Stakeholder relationship committee under the guidance of Mr. Ramarao, FCA, ACS. As noted in the annual reports, the Company is free from any investor complaints.

H. Policy on Nomination and Remuneration:

For Managing Director and Whole time Director per Sec 196 of the Companies Act 2013 read with Schedule V. Independent Directors are not paid any Remuneration.

I. Policy on Preservation of documents:

Books and Registers shall be maintained upto the duration specified under the Statutory enactments. The documents/information filed with Stock exchanges shall be uploaded on the website and shall be retained on the site for a period of 8 years from the date of their filings with the stock exchange.

J. Policy on Determination of Materiality:

Material events as and when takes place is placed before the Board and outcome in such cases is uploaded to Company and Exchange Website. In this process the Board decides the materiality aspect before taking of the aforesaid action.

K. Contact details of KMP who are authorised to determined the materiality based on the criteria mentioned in the policy:

Mr. C.D.Datwani, Managing Director; Ph: 0821-2402530 mail: mail@venlonenterprises.com; Address: 26(P) and Plot No.2, Belvadi Industrial area, Hunsur Road, Mysuru-570018.