

Format to be submitted by listed entity on quarterly basis

i. Composition Of Board Of Director

Title (Mr./Ms)	Name of the Director	DIN	PAN	Category (Chairperson /Executive/Non-Executive/ Independent/ Nominee)	Sub Category	Initial Date of Appointment	Date of Appointment	Date of cessation	Tenure	Date of Birth	Whether special resolution passed?	Date of passing special resolution	No. of Directorship in listed entities including this listed entity	No. of Independent Directorship in listed entities including this listed entity	No. 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	Membership in Committees of the Company	Remarks
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Mr.	Vijay Tandon	00156305	██████████	ID,C & NED		24-Nov-2016	24-Nov-2016		52	02-Jul-1944	Yes	06-Feb-2019	2	2	2	2	AC,NRC	
Ms.	Apurva Purohit	00190097	██████████	NED		16-Aug-2014				03-Oct-1966	NA		3	2	4	1	AC,SC	
Mr.	Rahul Gupta	00359182	██████████	NED		10-Jun-2015				14-Jul-1980	NA		1	0	1	0	SC	
Mr.	Anuj Puri	00048386	██████████	ID		30-May-2016	30-May-2016		58	19-Jun-1966	NA		2	2	1	0	AC,NRC	
Mr.	Madhu kar Kamath	00230316	██████████	ID		25-May-2017	25-May-2017		46	16-Dec-1954	NA		1	1	2	1	AC,SC	
Mr.	Shailesh Gupta	00192466	██████████	NED		28-Jan-2019				07-Apr-1969	NA		2	0	0	0	NRC	
Ms.	Anita Nayyar	03317861	██████████	ID		27-Jan-2020	27-Jan-2020		14	22-Dec-1961	NA		1	1	0	0	NRC	

Company Remarks	
Whether Permanent chairperson appointed	Yes
Whether Chairperson is related to MD or CEO	No

ii. Composition of Committees

a. Audit Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Vijay Tandon	ID,C & NED	Chairperson	24-Nov-2016	
2	Anuj Puri	ID	Member	24-Nov-2016	
3	Apurva Purohit	NED	Member	24-Nov-2016	
4	Madhukar Kamath	ID	Member	25-May-2017	

Company Remarks	
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Whether Permanent chairperson appointed	Yes
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b. Stakeholders Relationship Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Madhukar Kamath	ID	Chairperson	28-Jan-2019	
2	Apurva Purohit	NED	Member	24-Nov-2016	
3	Rahul Gupta	NED	Member	24-Nov-2016	

Company Remarks	
Whether Permanent chairperson appointed	Yes

c. Risk Management Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
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Company Remarks	
Whether Permanent chairperson appointed	

d. Nomination and Remuneration Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Anuj Puri	ID	Chairperson	24-Nov-2016	
2	Vijay Tandon	ID,C & NED	Member	24-Nov-2016	
3	Shailesh Gupta	NED	Member	28-Jan-2019	
4	Anita Nayyar	ID	Member	25-May-2020	

Company Remarks	
Whether Permanent chairperson appointed	Yes

iii. **Meeting of Board of Directors**

Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Whether requirement of Quorum met	Number of Directors present	Number of Independent Directors present
22-Oct-2020	21-Jan-2021	Yes	7	4

Company Remarks	
Maximum gap between any two consecutive (in number of days)	90

iv. **Meeting of Committees**

Name of the Committee	Date(s) of meeting during of the committee in the previous quarter	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Number of Directors present	Number of independent directors present
Audit Committee	22-Oct-2020		Yes	4	3
Audit Committee		21-Jan-2021	Yes	4	3
Stakeholders Relationship Committee	22-Oct-2020		Yes	3	1
Stakeholders Relationship Committee		21-Jan-2021	Yes	3	1
Nomination & Remuneration Committee		21-Jan-2021	Yes	4	3

Company Remarks	
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	90

V. **Related Party Transactions**

Subject	Compliance status (Yes/No/NA)	Remark
Whether prior approval of audit committee obtained	Yes	
Whether shareholder approval obtained for material RPT	Not Applicable	
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	

Disclosure of notes on related party transactions and Disclosure of notes of material related party transactions	
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VI. **Affirmations**

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**
 - b. Nomination & remuneration committee - **Yes**
 - c. Stakeholders relationship committee - **Yes**
 - d. Risk management committee (applicable to the top 100 listed entities) - **Not applicable**
3. 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**
4. 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**
5. a. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. - **Yes**
b. Any comments/observations/advice of Board of Directors may be mentioned here:



Name : Chirag Bagadia
Designation : Company Secretary and Compliance Officer

April 7, 2021

ANNEXURE II

Format 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			
Item	Compliance status	Company Remark	Website
As per regulation 46(2) of the LODR:			
Details of business	Yes		http://www.radiocity.in/about-us
Terms and conditions of appointment of	Yes		http://www.radiocity.in/about-us/investors
Composition of various committees of board	Yes		http://www.radiocity.in/about-us/investors
Code of conduct of board of directors and	Yes		http://www.radiocity.in/about-us/investors
Details of establishment of vigil mechanism/	Yes		http://www.radiocity.in/about-us/investors
Criteria of making payments to non-executive	Yes		http://www.radiocity.in/about-us/investors
Policy on dealing with related party	Yes		http://www.radiocity.in/about-us/investors
Policy for determining 'material' subsidiaries	Yes		http://www.radiocity.in/about-us/investors
Details of familiarization programs imparted	Yes		http://www.radiocity.in/about-us/investors
Email address for grievance redressal and other relevant details entity who are	Yes		http://www.radiocity.in/about-us/investors
Contact information of the designated	Yes		http://www.radiocity.in/about-us/investors
Financial results	Yes		http://www.radiocity.in/about-us/investors
Shareholding pattern	Yes		http://www.radiocity.in/about-us/investors
Details of agreements entered into with the media companies and/or their associates	Not Applicable		
Schedule of analyst or institutional investor meet and presentations made by the listed	Yes		http://www.radiocity.in/about-us/investors
New name and the old name of the listed	Not Applicable		
Advertisements as per regulation 47 (1)	Yes		http://www.radiocity.in/about-us/investors
Credit rating or revision in credit rating	Yes		http://www.radiocity.in/about-us/investors
Separate audited financial statements of	Not Applicable		
As per other regulations of the LODR:			
Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes		http://www.radiocity.in/about-us/investors
Materiality Policy as per Regulation 30	Yes		http://www.radiocity.in/about-us/investors
Dividend Distribution policy as per Regulation	Not Applicable		
It is certified that these contents on the	Yes		N.A.
II Annual Affirmations			

Particulars	Regulation Number	Compliance status (Yes/No/NA)	Company Remark
Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes	
Board composition	17(1), 17(1A) & 17(1B)	Yes	
Meeting of Board of directors	17(2)	Yes	
Quorum of Board meeting	17(2A)	Yes	
Review of Compliance Reports	17(3)	Yes	
Plans for orderly succession for	17(4)	Yes	
Code of Conduct	17(5)	Yes	
Fees/compensation	17(6)	Yes	
Minimum Information	17(7)	Yes	
Compliance Certificate	17(8)	Yes	
Risk Assessment & Management	17(9)	Yes	
Performance Evaluation of Independent Directors	17(10)	Yes	
Recommendation of Board	17(11)	Yes	
Maximum number of directorship	17A	Yes	
Composition of Audit Committee	18(1)	Yes	
Meeting of Audit Committee	18(2)	Yes	
Composition of nomination & remuneration committee	19(1) & (2)	Yes	
Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes	
Meeting of nomination & remuneration committee	19(3A)	Yes	
Composition of Stakeholder Relationship Committee	20(1), 20(2) and 20(2A)	Yes	
Meeting of stakeholder relationship committee	20(3A)	Yes	
Composition and role of risk management committee	21(1),(2),(3),(4)	Not Applicable	
Meeting of Risk Management Committee	22	Not Applicable	
Vigil Mechanism	22	Yes	
Policy for related party Transaction	23(1),(1A),(5),(6),(7)	Yes	
Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
Approval for material related party transactions	23(4)	Not Applicable	

Disclosure of related party transactions on consolidated basis	23(9)	Yes	
Composition of Board of Directors of unlisted material Subsidiary	24(1)	Not Applicable	
Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	Not Applicable	
Annual Secretarial Compliance Report	24(A)	Yes	
Alternate Director to Independent Director	25(1)	Not Applicable	
Maximum Tenure	25(2)	Yes	
Meeting of independent directors	25(3) & (4)	Yes	
Familiarization of independent directors	25(7)	Yes	
Declaration from Independent Director	25(8) & (9)	Yes	
D & O Insurance for Independent Directors	25(10)	Not Applicable	
Memberships in Committees	26(1)	Yes	
Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
Disclosure of Shareholding by Non- Executive Directors	26(4)	Yes	
Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	

Other Information	
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III Affirmations:

The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied. - **Not Applicable**

Other Information	
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Name : Chirag Bagadia
Designation : Company Secretary and Compliance Officer

April 7, 2021