

### General information about company

Scrip code	530309
NSE Symbol	
MSEI Symbol	
ISIN	INE368D01017
Name of the entity	CHANDRA PRABHU INTERNATIONAL LIMITED
Date of start of financial year	01-04-2021
Date of end of financial year	31-03-2022
Reporting Quarter	Yearly
Date of Report	31-03-2022
Risk management committee	Not Applicable
Market Capitalisation as per immediate previous Financial Year	Any other

### 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													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 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)	Notes for not providing PAN	Notes for not providing DIN
1	Mr	GAJRAJ JAIN	ACDPJ3057F	00049199	Executive Director	Chairperson related to Promoter	MD	11-04-1954	NA		17-04-2017	17-04-2020		1	0	2	0			

2	Mrs	HEMLATA JAIN	ACZPJ6045P	00049212	Non-Executive - Non Independent Director	Not Applicable	05-06-1955	NA	11-08-2017		1	0	1	0
3	Mr	JITENDRA KUMAR MISHRA	AGBPM0509M	07983426	Non-Executive - Independent Director	Not Applicable	22-08-1970	NA	14-08-2018	43	2	2	0	4
4	Mr	TILAK RAJ GOYAL	AAAPG3997L	00403414	Non-Executive - Independent Director	Not Applicable	17-09-1962	NA	25-06-2021	9	1	1	1	0

### Text Block

Textual Information(1)	Note:
	The tenure of Independent Directors is mentioned from the initial date of appointment till the reporting quarter (i.e 31/03/2022)

### 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	07983426	JITENDRA KUMAR MISHRA	Non-Executive - Independent Director	Chairperson	25-06-2021				
2	00049199	GAJRAJ JAIN	Executive Director	Member	07-02-2019				
3	00403414	TILAK RAJ GOYAL	Non-Executive - Independent Director	Member	25-06-2021				

### 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	07983426	JITENDRA KUMAR MISHRA	Non-Executive - Independent Director	Chairperson	25-06-2021				

2	00049212	HEMLATA JAIN	Non-Executive - Non Independent Director	Member	20-06-2020	
3	00403414	TILAK RAJ GOYAL	Non-Executive - Independent Director	Member	25-06-2021	

#### 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	07983426	JITENDRA KUMAR MISHRA	Non-Executive - Independent Director	Chairperson	16-09-2021		
2	00049199	GAJRAJ JAIN	Executive Director	Member	07-02-2019		
3	00049212	HEMLATA JAIN	Non-Executive - Non Independent Director	Member	16-09-2021		

#### 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					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00049199	GAJRAJ JAIN	Executive Director	Chairperson	25-06-2021		
2	07983426	JITENDRA KUMAR MISHRA	Non-Executive - Independent Director	Member	25-06-2021		
3	00049212	HEMLATA JAIN	Non-Executive - Non Independent Director	Member	25-06-2021		

#### Other Committee

Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks
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### 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* (All directors including Independent Director)	No. of Independent Directors attending the meeting*
1	18-10-2021				Yes	4	2
2	17-12-2021		59		Yes	4	2
3		24-01-2022	37		Yes	4	2
4		19-02-2022	25		Yes	2	0

### Annexure 1

#### IV. Meeting of Committees

Disclosure of notes on meeting of committees explanatory

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* (All directors including Independent Director)	No. of Independent Directors attending the meeting*
1	Audit Committee	18-10-2021				Yes	3	2
2	Audit Committee	24-01-2022	97			Yes	3	2
3	Stakeholders Relationship Committee	18-10-2021				Yes	3	1

4	Stakeholders Relationship Committee	19-02-2022	Yes	2	0
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### 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 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	GAJRAJ JAIN
2	Designation	Managing Director

**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
1	Details of business	Yes		<a href="https://www.cpil.com">https://www.cpil.com</a>
2	Terms and conditions of appointment of independent directors	Yes		<a href="https://www.cpil.com">https://www.cpil.com</a>
3	Composition of various committees of board of directors	Yes		<a href="https://www.cpil.com">https://www.cpil.com</a>
4	Code of conduct of board of directors and senior management personnel	Yes		<a href="https://www.cpil.com">https://www.cpil.com</a>
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		<a href="https://www.cpil.com">https://www.cpil.com</a>
6	Criteria of making payments to non-executive directors	Yes		<a href="https://www.cpil.com">https://www.cpil.com</a>
7	Policy on dealing with related party transactions	Yes		<a href="https://www.cpil.com">https://www.cpil.com</a>
8	Policy for determining 'material' subsidiaries	Yes		<a href="https://www.cpil.com">https://www.cpil.com</a>
9	Details of familiarization programmes imparted to independent directors	Yes		<a href="https://www.cpil.com">https://www.cpil.com</a>

**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
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10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		<a href="https://www.cpil.com">https://www.cpil.com</a>
11	email address for grievance redressal and other relevant details	Yes		<a href="https://www.cpil.com">https://www.cpil.com</a>
12	Financial results	Yes		<a href="https://www.cpil.com">https://www.cpil.com</a>
13	Shareholding pattern	Yes		<a href="https://www.cpil.com">https://www.cpil.com</a>
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		<a href="https://www.cpil.com">https://www.cpil.com</a>
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	NA		
20	Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes		<a href="https://www.cpil.com">https://www.cpil.com</a>
21	Materiality Policy as per Regulation 30	Yes		<a href="https://www.cpil.com">https://www.cpil.com</a>
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		<a href="https://www.cpil.com">https://www.cpil.com</a>

## 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.
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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)	Yes	
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	

## 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.
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)	Yes	
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)	NA	

## 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)	Yes	
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	GAJRAJ JAIN
2	Designation	Managing Director

### 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	GAJRAJ JAIN
2	Designation	Managing Director

**Additional Half yearly Disclosure**

Applicability of disclosure	Applicable	
Reason for Non Applicability	Textual Information(1)	

**I. Disclosure of Loans/ guarantees/comfort letters /securities etc.refer note below**

(A)Any loan or any other form of debt advanced by the listed entity directly or indirectly to			
Entity	Aggregate amount advanced during six months	Balance outstanding at the end of six months	
Promoter or any other entity controlled by them	0	0	
Promoter Group or any other entity controlled by them	20000000	0	
Directors (including relatives) or any other entity controlled by them	0	0	
KMPs or any other entity controlled by them	0	0	

**(B) Any guarantee / comfort letter (by whatever name called) provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed By**

Entity	Type (guarantee, comfort letter etc.)	Aggregate amount of issuance during six months	Balance outstanding at the end of six months(taking into account any invocation)
Promoter or any other entity controlled by them	0	0	0
Promoter Group or any other entity controlled by them	0	0	0
Directors (including relatives) or any other entity controlled by them	0	0	0
KMPs or any other entity controlled by them	0	0	0

**(C) Any security provided by the listed entity directly or indirectly, in connection with any loan (s) or any other form of debt availed by**

Entity	Type of security (cash, shares etc.)	Aggregate value of security provided during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them	0	0	0

Promoter Group or any other entity controlled by them	0	0	0
Directors (including relatives) or any other entity controlled by them	0	0	0
KMPs or any other entity controlled by them	0	0	0

(D) Additional Information	Textual Information(2)
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## II. Affirmations

Affirmations	Compliance Status	Company Remarks
All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to promoter(s), promoter group, director(s) (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them are in the economic interest of the company.	Yes	Textual Information(3)

Name	AMAR SINGH		
Designation	CFO		
Place	GURUGRAM		
Date	20-04-2022		

## Signatory Details

Name of signatory	GAJRAJ JAIN
Designation of person	Managing Director
Place	GURUGRAM
Date	20-04-2022