| General information about company | | | |
|-----------------------------------|------------------------|--|--|
| Scrip code | 507998 | | |
| NSE Symbol | | | |
| MSEI Symbol | | | |
| ISIN | INE657D01021 | | |
| Name of the entity | SIMMONDS MARSHALL LTD. | | |
| Date of start of financial year | 01-04-2018 | | |
| Date of end of financial year | 31-03-2019 | | |
| Reporting Quarter | Half Yearly | | |
| Date of Report | 30-09-2018 | | |
| 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 | |
| Is there any change in information of board of directors compare to previous quarter | No |

| 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 | No | |

| Aud | Audit Committee Details | | | | | |
|-----|-------------------------|---------------------------|-------------------------|-------------------------|---------|--|
| Sr | DIN Number | Name of Committee members | Category 1 of directors | Category 2 of directors | Remarks | |

| Non | Nomination and remuneration committee | | | | | |
|-----|---------------------------------------|---------------------------|-------------------------|-------------------------|---------|--|
| Sr | DIN Number | Name of Committee members | Category 1 of directors | Category 2 of directors | Remarks | |

| Stal | Stakeholders Relationship Committee | | | | | |
|------|-------------------------------------|---------------------------|-------------------------|-------------------------|---------|--|
| Sr | DIN Number | Name of Committee members | Category 1 of directors | Category 2 of directors | Remarks | |

| Ris | Risk Management Committee | | | | | |
|-----|---------------------------|---------------------------|-------------------------|-------------------------|---------|--|
| Sr | DIN Number | Name of Committee members | Category 1 of directors | Category 2 of directors | Remarks | |

| Cor | Corporate Social Responsibility Committee | | | | | |
|-----|---|---------------------------|-------------------------|-------------------------|---------|--|
| Sr | DIN Number | Name of Committee members | Category 1 of directors | Category 2 of directors | Remarks | |

| O | her Committee | | | | | |
|----|---------------|---------------------------|-------------------------|-------------------------|-------------------------|---------|
| Sr | DIN Number | Name of Committee members | Name of other committee | Category 1 of directors | Category 2 of directors | Remarks |

| | Annexure 1 | | | | | | |
|----|---|---|----|--|--|--|--|
| An | Annexure 1 | | | | | | |
| Ш | III. Meeting of Board of Directors | | | | | | |
| | Disclosure of notes on m | neeting of board of directors explanatory | | | | | |
| Sr | Date(s) of meeting (if any) in the previous quarter | Maximum gap between any two consecutive (in number of days) | | | | | |
| 1 | 30-05-2018 | | | | | | |
| 2 | | 14-08-2018 | 75 | | | | |

| | Annexure 1 | | | | | | |
|-----|---|---|---|---------------------------------|---|---|-------------------------|
| IV. | IV. Meeting of Committees | | | | | | |
| | | | | Disclos | ure of notes on meeting | g 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 | 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 | 14-08-2018 | Yes | 3 | 30-05-2018 | 75 | |
| 2 | Stakeholders Relationship Committee | 14-08-2018 | Yes | 3 | 30-05-2018 | 75 | |

| | Annexure 1 | | | | | | |
|----|--|-------------------------------|--|--|--|--|--|
| V. | 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 | 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 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 | | | | |

| | Annexure 1 | | |
|----|-------------------|-------------------|--|
| Sr | Subject | Compliance status | |
| 1 | Name of signatory | N. S. Marshall | |
| 2 | Designation | Managing Director | |

Annexure III

| An | Annexure III to be submitted by listed entity at the end of 6 months after end of financial year along-with second quarter report o next financial year | | | | | | |
|-----------------|--|---|-------------------------------------|---|--|--|--|
| I. Affirmations | | | | | | | |
| Sr | Broad heading | Regulation Number | Compliance status (Yes/No/NA) | If status is "No" details of non-compliance may be given here. | | | |
| 1 | Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website | 46(2) | Yes | | | | |
| 2 | Presence of Chairperson of Audit Committee at the Annual General Meeting | 18(1)(d) | Yes | | | | |
| 3 | Presence of Chairperson of the nomination and remuneration committee at the annual general meeting | 19(3) | No | The Chairperson of NRC sought leave of absence for attending AGM, Company granted the same. | | | |
| 4 | Whether "Corporate Governance Report" disclosed in Annual Report | 34(3) read with para C of Schedule V | Yes | | | | |

| | Annexure III | | |
|---|-------------------|-------------------|--|
| 1 | Name of signatory | N. S. Marshall | |
| 2 | Designation | Managing Director | |

| Signatory Details | | |
|-----------------------|-------------------|--|
| Name of signatory | N S Marshall | |
| Designation of person | Managing Director | |
| Place | Mumbai | |
| Date | 14-10-2018 | |