

| General information about company | |
|--|--------------------------|
| Scrip code | 503169 |
| NSE Symbol | RUBYMILLS |
| MSEI Symbol | NOTLISTED |
| ISIN | INE301D01026 |
| Name of the entity | The Ruby Mills Limited |
| Date of start of financial year | 01-04-2022 |
| Date of end of financial year | 31-03-2023 |
| Reporting Quarter | Half Yearly |
| Date of Report | 30-09-2022 |
| Risk management committee | Not Applicable |
| Market Capitalisation as per immediate previous Financial Year | Top 2000 listed entities |

Annexure I

Annexure I to be submitted by listed entity on quarterly basis

I. Composition of Board of Directors

| s on composition of board of directors explanatory | | | | | | | | | | | | | | | | | | | | |
|--|----------|-------------------------|---------------------------------|-------------------------|---------------|---------------------------------------|--------------------------------|------------------------------|-----------------------------|----------------|---|------------------------------------|-----------------------------|------------------------|-------------------|--------------------------------|--|---|---|---|
| Whether the listed entity has a Regular Chairperson | | | | | | | | | | | | | | | | | | | | |
| Whether Chairperson related to Promoter | | | | | | | | | | | | | | | | | | | | |
| Disqualification of Directors under section 164 of the Companies Act, 2013 | | | | | | | | | | | | | | | | | | | | |
| PAN | DIN | Category 1 of directors | Category 2 of directors | Category 3 of directors | Date of Birth | Whether the director is disqualified? | Start Date of disqualification | End Date of disqualification | Details of disqualification | Current status | 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 Chairpers in Audit Stakeholder Committ held in listed entities includin this liste entity (Refer Regulation 26(1) of Listing Regulations) |
| CLPS2405E | 00071077 | Executive Director | Chairperson related to Promoter | | 12-05-1954 | No | | | | Active | NA | | 30-10-1977 | 10-11-2016 | | | 1 | 0 | 1 | 0 |
| JQPS0391D | 00071248 | Executive Director | Not Applicable | MD | 15-08-1959 | No | | | | Active | NA | | 28-11-1994 | 10-11-2016 | | | 1 | 0 | 2 | 0 |
| BVPS9906R | 00071616 | Executive Director | Not Applicable | MD | 18-04-1961 | No | | | | Active | NA | | 28-11-1994 | 10-11-2016 | | | 1 | 0 | 1 | 0 |
| CLPS6086R | 00123460 | Executive Director | Not Applicable | CEO | 06-11-1980 | No | | | | Active | NA | | 13-12-2017 | 13-12-2017 | | | 1 | 0 | 0 | 0 |

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory

Whether the listed entity has a Regular Chairperson

| | PAN | DIN | Category 1 of directors | Category 2 of directors | Category 3 of directors | Date of Birth | Whether the director is disqualified? | Start Date of disqualification | End Date of disqualification | Details of disqualification | Current status | 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) | |
|----|------------|----------|--|-------------------------|-------------------------|---------------|---------------------------------------|--------------------------------|------------------------------|-----------------------------|----------------|---|------------------------------------|-----------------------------|------------------------|-------------------|--------------------------------|--|---|---|---|
| or | ABZPT9256B | 00153001 | Non-Executive - Independent Director | Not Applicable | | 17-11-1947 | No | | | | Active | Yes | 20-09-2019 | 19-12-1984 | 20-09-2019 | | 96 | 1 | 1 | 1 | 1 |
| | AABPL8285F | 00299334 | Non-Executive - Independent Director | Not Applicable | | 11-04-1955 | No | | | | Active | NA | | 29-12-2015 | 29-12-2020 | | 78 | 1 | 1 | 1 | 0 |
| SI | AAAPC3479K | 01089742 | Non-Executive - Independent Director | Not Applicable | | 08-11-1955 | No | | | | Active | NA | | 28-11-2017 | 28-11-2017 | | 58 | 1 | 1 | 1 | 1 |
| IA | AAFPS6684M | 06954206 | Non-Executive - Non Independent Director | Not Applicable | | 04-06-1964 | No | | | | Active | NA | | 30-09-2020 | 30-09-2020 | | | 3 | 2 | 3 | 1 |

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory

Whether the listed entity has a Regular Chairperson

| AN | DIN | Category 1 of directors | Category 2 of directors | Category 3 of directors | Date of Birth | Whether the director is disqualified? | Start Date of disqualification | End Date of disqualification | Details of disqualification | Current status | 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) |
|---------|----------|--------------------------------------|-------------------------|-------------------------|---------------|---------------------------------------|--------------------------------|------------------------------|-----------------------------|----------------|---|------------------------------------|-----------------------------|------------------------|-------------------|--------------------------------|--|---|---|--|
| 4M4211G | 08717159 | Non-Executive - Independent Director | Not Applicable | | 12-11-1964 | No | | | | Active | NA | | 04-03-2020 | 04-03-2020 | | 31 | 1 | 1 | 0 | 0 |
| 4D3223G | 00001178 | Non-Executive - Independent Director | Not Applicable | | 25-12-1968 | No | | | | Active | NA | | 30-09-2020 | 30-09-2020 | | 24 | 2 | 2 | 2 | 0 |

| 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 | 00153001 | SHARDUL JASHWANT THACKER | Non-Executive - Independent Director | Chairperson | 17-05-2014 | | |
| 2 | 00299334 | YOGEN SHIVLAL LATHIA | Non-Executive - Independent Director | Member | 11-09-2017 | | |
| 3 | 00071248 | BHARAT MANHARLAL SHAH | Executive Director | Member | 17-05-2014 | | |
| 4 | 00001178 | RAHUL GAUTAM DIVAN | Non-Executive - Independent Director | Member | 11-06-2021 | | |

| 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 | 00299334 | YOGEN SHIVLAL LATHIA | Non-Executive - Independent Director | Chairperson | 30-09-2020 | | |
| 2 | 00153001 | SHARDUL JASHWANT THACKER | Non-Executive - Independent Director | Member | 17-05-2014 | | |
| 3 | 01089742 | MEHERNOSH RUSI CURRAWALLA | Non-Executive - Independent Director | Member | 29-09-2020 | | |

| 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 | 01089742 | MEHERNOSH RUSI CURRAWALLA | Non-Executive - Independent Director | Chairperson | 16-10-2020 | | |
| 2 | 00071077 | HIREN MANHARLAL SHAH | Executive Director | Member | 17-05-2014 | | |
| 3 | 00071248 | BHARAT MANHARLAL SHAH | Executive Director | Member | 17-05-2014 | | |
| 4 | 00071616 | VIRAJ MANHARLAL SHAH | Executive Director | Member | 17-05-2014 | | |

| Risk Management Committee | | | | | | | |
|---|------------|---------------------------|-------------------------|-------------------------|---------------------|-------------------|---------|
| Whether the Risk Management 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 | 00071077 | HIREN MANHARLAL SHAH | Executive Director | Chairperson | 17-05-2014 | | |
| 2 | 00071616 | VIRAJ MANHARLAL SHAH | Executive Director | Member | 17-05-2014 | | |
| 3 | 00123460 | PURAV HIREN SHAH | Executive Director | Member | 17-05-2014 | | |

| 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 | 00153001 | SHARDUL JASHWANT THACKER | Non-Executive - Independent Director | Chairperson | 17-05-2017 | | |
| 2 | 00071077 | HIREN MANHARLAL SHAH | Executive Director | Member | 17-05-2017 | | |
| 3 | 00071616 | VIRAJ MANHARLAL SHAH | Executive Director | Member | 16-03-2021 | | |

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

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) | Total Number of Directors as on date of the meeting | Number of Directors present* (All directors including Independent Director) | No. of Independent Directors attending the meeting* |
| 1 | 07-05-2022 | | | | Yes | 10 | 10 | 5 |
| 2 | 30-05-2022 | | 22 | | Yes | 10 | 10 | 5 |
| 3 | | 10-08-2022 | 71 | | Yes | 10 | 10 | 5 |
| 4 | | 23-09-2022 | 43 | | Yes | 10 | 10 | 5 |

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) | Total Number of Directors as on date of the meeting | Number of Directors (All directors including Independent director) | No. of Independent Directors attending the meeting* | No. of members attending the meeting (other than Board of Directors) |
| 1 | Nomination and remuneration committee | 07-05-2022 | | | | Yes | 3 | 3 | 3 | 0 |
| 2 | Nomination and remuneration committee | 10-08-2022 | 94 | | | Yes | 3 | 3 | 3 | 0 |
| 3 | Audit Committee | 07-05-2022 | | | | Yes | 4 | 4 | 3 | 0 |
| 4 | Audit Committee | 30-05-2022 | 22 | | | Yes | 4 | 4 | 3 | 0 |
| 5 | Audit Committee | 10-08-2022 | 71 | | | Yes | 4 | 4 | 3 | 0 |
| 6 | Corporate Social Responsibility Committee | 30-05-2022 | | | | Yes | 3 | 3 | 1 | 0 |

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 1000 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 | PURAV H SHAH |
| 2 | Designation | CEO |

Annexure III**III. Affirmations**

| Sr | Particulars | 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) | Yes | |
| 4 | Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting | 20(3) | Yes | |
| 5 | Whether "Corporate Governance Report" disclosed in Annual Report | 34(3) read with para C of Schedule V | Yes | |
| Any other information to be provided | | | | |

Annexure III

| | | |
|---|-------------------|--------------|
| 1 | Name of signatory | PURAV H SHAH |
| 2 | Designation | CEO |

| Additional Half yearly Disclosure | | |
|--|------------------------|--|
| Applicability of disclosure | Not Applicable | |
| Reason for Non Applicability | Textual Information(1) | |

| Signatory Details | |
|--------------------------|--------------|
| Name of signatory | PURAV H SHAH |
| Designation of person | CEO |
| Place | Mumbai |
| Date | 19-10-2022 |

