

<b>General information about company</b>	
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	01-04-2020
Date of end of financial year	31-03-2021
Reporting Quarter	Yearly
Date of Report	31-03-2021
Risk management committee	Not Applicable
Market Capitalisation as per immediate previous Financial Year	Top 1000 listed entities

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																				
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	Mrs	ARUNA MANHARLAL SHAH	ACLPS2399M	00070999	Non-Executive - Non Independent Director	Not Applicable		16-06-1936	Yes	28-09-2018	15-09-1987	28-09-2018	16-03-2021		1	0	0	0		
2	Mr	HIREN MANHARLAL SHAH	ACLPS2405E	00071077	Executive Director	Chairperson related to Promoter		12-05-1954	NA		30-10-1977	10-11-2016			1	0	1	0		
3	Mr	BHARAT MANHARLAL SHAH	AJQPS0391D	00071248	Executive Director	Not Applicable	MD	15-08-1959	NA		28-11-1994	10-11-2016			1	0	2	0		
4	Mr	VIRAJ MANHARLAL SHAH	ABVPS9906R	00071616	Executive Director	Not Applicable	MD	18-04-1961	NA		28-11-1994	10-11-2016			1	0	1	0		

<b>I. Composition of Board of Directors</b>																		
<b>Disclosure of notes on composition of board of directors explanatory</b>																		
<b>Wether the listed entity has a Regular Chairperson</b>																		
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 Chairperson in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)
5	Mr	PURAV HIREN SHAH	ACLPS6086R	00123460	Executive Director	Not Applicable	CEO	06-11-1980	NA		13-12-2017				1	0	0	0
6	Mr	SHARDUL JASHWANT THACKER	ABZPT9256B	00153001	Non-Executive - Independent Director	Not Applicable		17-11-1947	Yes	20-09-2019	19-12-1984	20-09-2019		78	1	1	1	1
7	Mr	YOGEN SHIVLAL LATHIA	AABPL8285F	00299334	Non-Executive - Independent Director	Not Applicable		11-04-1955	NA		29-12-2015	29-12-2020		63	1	1	1	0
8	Mr	MEHERNOSH RUSI CURRAWALLA	AAAPC3479K	01089742	Non-Executive - Independent Director	Not Applicable		08-11-1955	NA		28-11-2017			40	1	1	1	1

I. Composition of Board of Directors																		
Disclosure of notes on composition of board of directors explanatory																		
Wether the listed entity has a Regular Chairperson																		
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)	
9	Mr	DEEPAK RAMESHCHANDRA SHAH	AAFPS6684M	06954206	Non-Executive - Non Independent Director	Not Applicable		04-06-1964	NA		30-09-2020				3	2	3	1
10	Mrs	JASVANTI AMAR PATEL	ALAPM4211G	08717159	Non-Executive - Independent Director	Not Applicable		12-11-1964	NA		04-03-2020			13	1	1	0	0
11	Mr	RAHUL GAUTAM DIVAN	AACPD3223G	00001178	Non-Executive - Independent Director	Not Applicable		25-12-1968	NA		30-09-2020			6	2	2	1	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		

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							
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	17-05-2017		
2	00153001	SHARDUL JASHWANT THACKER	Non-Executive - Independent Director	Member	17-05-2017		
3	00071616	VIRAJ MANHARLAL SHAH	Executive Director	Member	16-03-2021		
4	00070999	ARUNA MANHARLAL SHAH	Non-Executive - Non Independent Director	Member	17-05-2017	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				Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Number of Directors present*	No. of Independent Directors attending the meeting*
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)				
1	11-11-2020				Yes	12	6
2		11-02-2021	91		Yes	11	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)	Number of Directors present*	No. of Independent Directors attending the meeting*
1	Audit Committee	11-11-2020				Yes	3	2
2	Audit Committee	11-02-2021	91			Yes	3	2
3	Stakeholders Relationship Committee	13-02-2020				Yes	4	1
4	Stakeholders Relationship Committee	11-02-2021	363			Yes	4	1

<b>Annexure 1</b>			
<b>V. Related Party Transactions</b>			
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

<b>Annexure 1</b>		
Sr	Subject	Compliance status
1	Name of signatory	JAYARAMAN SESHADRINATHAN
2	Designation	Chief Financial Officer

<b>Annexure II</b>				
<b>Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)</b>				
<b>I. Disclosure on website in terms of Listing Regulations</b>				
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.rubymills.com/">https://www.rubymills.com/</a>
2	Terms and conditions of appointment of independent directors	Yes		<a href="https://www.rubymills.com/">https://www.rubymills.com/</a>
3	Composition of various committees of board of directors	Yes		<a href="https://www.rubymills.com/uploads/investor-reports/160834939_Composition%20of%20Committee.pdf">https://www.rubymills.com/uploads/investor-reports/160834939_Composition%20of%20Committee.pdf</a>
4	Code of conduct of board of directors and senior management personnel	Yes		<a href="https://www.rubymills.com/uploads/investor-reports/1295448934_Code-of-Conduct.pdf">https://www.rubymills.com/uploads/investor-reports/1295448934_Code-of-Conduct.pdf</a>
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		<a href="https://www.rubymills.com/uploads/investor-reports/1255509256_Microsoft-Word-WBP-Final.pdf">https://www.rubymills.com/uploads/investor-reports/1255509256_Microsoft-Word-WBP-Final.pdf</a>
6	Criteria of making payments to non-executive directors	Yes		<a href="https://www.rubymills.com/">https://www.rubymills.com/</a>
7	Policy on dealing with related party transactions	Yes		<a href="https://www.rubymills.com/uploads/investor-reports/1963025575_Final-Policy-on-Related-Party-Transactions-RML.pdf">https://www.rubymills.com/uploads/investor-reports/1963025575_Final-Policy-on-Related-Party-Transactions-RML.pdf</a>
8	Policy for determining 'material' subsidiaries	NA		
9	Details of familiarization programmes imparted to independent directors	Yes		<a href="https://www.rubymills.com/uploads/investor-reports/1605936382_familiarisation%20Programme.pdf">https://www.rubymills.com/uploads/investor-reports/1605936382_familiarisation%20Programme.pdf</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
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.rubymills.com/investors">https://www.rubymills.com/investors</a>
11	email address for grievance redressal and other relevant details	Yes		<a href="https://www.rubymills.com/investors">https://www.rubymills.com/investors</a>
12	Financial results	Yes		<a href="https://www.rubymills.com/investors">https://www.rubymills.com/investors</a>
13	Shareholding pattern	Yes		<a href="https://www.rubymills.com/investors">https://www.rubymills.com/investors</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.rubymills.com/investors">https://www.rubymills.com/investors</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.rubymills.com/investors">https://www.rubymills.com/investors</a>
21	Materiality Policy as per Regulation 30	Yes		<a href="https://www.rubymills.com/uploads/investor-reports/2132702830_Determination-of-Materiality-of-Events-or-Information-Policy.pdf">https://www.rubymills.com/uploads/investor-reports/2132702830_Determination-of-Materiality-of-Events-or-Information-Policy.pdf</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.rubymills.com/investors">https://www.rubymills.com/investors</a>

<b>Annexure II</b>				
<b>II. Annual Affirmations</b>				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
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)	Yes	
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)	NA	
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			

<b>Annexure II</b>		
1	Name of signatory	JAYARAMAN SESHADRINATHAN
2	Designation	Chief Financial Officer

<b>Annexure II</b>		
<b>III. Affirmations</b>		
<b>Sr</b>	<b>Particulars</b>	<b>Compliance status (Yes/No/NA)</b>
1	The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied	NA
	Any other information to be provided	

<b>Annexure II</b>		
1	Name of signatory	JAYARAMAN SESHADRINATHAN
2	Designation	Chief Financial Officer



<b>Signatory Details</b>	
Name of signatory	JAYARAMAN SESHADRINATHAN
Designation of person	Chief Financial Officer
Place	Mumbai
Date	02-04-2021

