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General information about company

Scrip code	503169
NSE Symbol	RUBYMILLS
MSEI Symbol	
ISIN	INE301D01026
Name of the entity	THE RUBY MILLS LIMITED
Date of start of financial year	01-04-2018
Date of end of financial year	31-03-2019
Reporting Quarter	Yearly
Date of Report	31-03-2019
Risk management committee	Not Applicable

Enter the quarter
ended date only

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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		Add Notes													
Wether the listed entity has a Regular Chairperson														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 appointment in the current term	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 25(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
Add		Delete													
1	Mrs	ARUNA MANHARLAL SHAH	ACLPS2399M	00070999	Non-Executive - Non Independent Director	Not Applicable		15-09-1987			1	0	0		
2	Mr	HIREN MANHARLAL SHAH	ACLPS2405E	00071077	Executive Director	Chairperson related to Promoter		10-11-2016			1	1	0		
3	Mr	BHARAT MANHARLAL SHAH	AIQPS0391D	00071248	Executive Director	Not Applicable	MD	10-11-2016			1	2	0		
4	Mr	VIRAJ MANHARLAL SHAH	ABVP59906R	00071616	Executive Director	Not Applicable	MD	10-11-2016			1	1	0		
5	Mr	PURAV HIREN SHAH	ACLPS6086R	00123460	Executive Director	Not Applicable	CEO	13-12-2017			1	0	0		
6	Mr	SHARDUL JASHWANT THACKER	ABZPT9256B	00153001	Non-Executive - Independent Director	Not Applicable		24-09-2014		54	2	3	1		
7	Mr	YOGEN SHIVLAL LATHIA	AABPL8285F	00299334	Non-Executive - Independent Director	Not Applicable		29-12-2015		39	1	2	1		
8	Mr	MEHERNOSH RUSI CURRAWALLA	AAAPC3479K	01089742	Non-Executive - Independent Director	Not Applicable		28-11-2017		16	1	0	0		
9	Mr	PRADIP NAROTTAMDAS KAPASI	AACP9297R	01275033	Non-Executive - Independent Director	Not Applicable		13-12-2017		15	1	0	0		
10	Mr	DEEPAK RAMESHCHANDRA SHAH	AAFPS6684M	06954206	Non-Executive - Independent Director	Not Applicable		30-09-2015		42	2	3	3		

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Annexure 1

II. Composition of Committees

Disclosure of notes on composition of committees explanatory

Add Notes

For this quarter kindly note the following points:
 1. Date of Appointment and Date of Cessation (if applicable) must be mandatorily filled for every Committee.
 2. Date of Appointment can be any day upto March 31, 2019.
 3. Date of Cessation must be for the current quarter only, i.e. January 1,2019 to March 31,2019.

Audit Committee Details							
Sr	DIN Number	Name of Committee members	Whether the Audit Committee has a Regular Chairperson		Yes		
			Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	06954206	DEEPAK RAMESHCHANDRA SHAH	Non-Executive - Independent Director	Chairperson	06-02-2015		
2	00153001	SHARDUL JASHWANT THACKER	Non-Executive - Independent Director	Member	17-05-2014		
3	00299334	YOGEN SHIVLAL LATHIA	Non-Executive - Independent Director	Member	11-09-2017		
4	00071248	BHARAT MANHARLAL SHAH	Executive Director	Member	17-05-2014		
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Nomination and remuneration committee							
Sr	DIN Number	Name of Committee members	Whether the Nomination and remuneration committee has a Regular Chairperson		Yes		
			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	17-05-2017		
2	00153001	SHARDUL JASHWANT THACKER	Non-Executive - Independent Director	Member	17-05-2014		
3	06954206	DEEPAK RAMESHCHANDRA SHAH	Non-Executive - Independent Director	Member	24-09-2015		
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Stakeholders Relationship Committee							
Sr	DIN Number	Name of Committee members	Whether the Stakeholders Relationship Committee has a Regular Chairperson		Yes		
			Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	06954206	DEEPAK RAMESHCHANDRA SHAH	Non-Executive - Independent Director	Chairperson	30-05-2016		
2	00071077	HIREN MANHARLAL SHAH	Executive Director	Member	17-05-2014		
3	00071248	BHARAT MANHARLAL SHAH	Executive Director	Member	17-05-2014		
4	00071616	HIRAJ MANHARLAL SHAH	Executive Director	Member	17-05-2014		
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Risk Management Committee							
Sr	DIN Number	Name of Committee members	Whether the Risk Management Committee has a Regular Chairperson		Yes		
			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	HIRAJ MANHARLAL SHAH	Executive Director	Member	17-05-2014		
3	00123460	PURAV HIREN SHAH	Executive Director	Member	17-05-2014		
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Corporate Social Responsibility Committee							
Sr	DIN Number	Name of Committee members	Whether the Corporate Social Responsibility Committee has a Regular Chairperson		Yes		
			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	17-05-2014		
3	00070999	ARUNA MANHARLAL SHAH	Non-Executive - Non Independent Director	Member	17-05-2014		
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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

III. Meeting of Board of Directors

Disclosure of notes on meeting of board of directors
explanatory

[Add Notes](#)

Sr

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)

Notes for not
providing Date

[Add](#)[Delete](#)

1

02-11-2018

2

13-02-2019

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Other Com

Annexure 1								
IV. Meeting of Committees								
Disclosure of notes on meeting of committees explanatory						Add Notes		
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	Reason for not providing date
		Add Delete						
1	Audit Committee	13-02-2019	Yes	4	02-11-2018	102		
2	Nomination and remuneration committee	13-02-2019	Yes	3		0		136

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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	
Disclosure of notes on related party transactions			Add Notes
Disclosure of notes of material transaction with related party			Add Notes

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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		http://site.rubymills.com/products
2	Terms and conditions of appointment of independent directors	Yes		http://site.rubymills.com/investors
3	Composition of various committees of board of directors	Yes		http://site.rubymills.com/investors
4	Code of conduct of board of directors and senior management personnel	Yes		http://site.rubymills.com/investors
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		http://site.rubymills.com/investors
6	Criteria of making payments to non-executive directors	NA		
7	Policy on dealing with related party transactions	Yes		http://site.rubymills.com/investors
8	Policy for determining 'material' subsidiaries	NA		
9	Details of familiarization programmes imparted to independent directors	Yes		http://site.rubymills.com/investors
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		http://site.rubymills.com/investors
11	email address for grievance redressal and other relevant details	Yes		http://site.rubymills.com/investors
12	Financial results	Yes		http://site.rubymills.com/investors
13	Shareholding pattern	Yes		http://site.rubymills.com/investors
14	Details of agreements entered into with the media companies and/or their associates	NA		
15	New name and the old name of the listed entity	NA		
16	Disclosure of notes on website in terms of Listing Regulations explanatory [Text Block]		Add Notes	

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Annexure 1

VI. Affirmations

Sr	Subject	Complia
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	
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)	
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.	
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.	
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	
9	Any comments/observations/advice of Board of Directors may be mentioned here:	Add Notes

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Annexure 1

Sr	Subject	Cor
1	Name of signatory	N
2	Designation	Comp Con

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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)	Yes	
3	Meeting of Board of directors	17(2)	Yes	
4	Review of Compliance Reports	17(3)	Yes	
5	Plans for orderly succession for appointments	17(4)	Yes	
6	Code of Conduct	17(5)	Yes	
7	Fees/compensation	17(6)	Yes	
8	Minimum Information	17(7)	Yes	
9	Compliance Certificate	17(8)	Yes	
10	Risk Assessment & Management	17(9)	NA	
11	Performance Evaluation of Independent Directors	17(10)	Yes	
12	Composition of Audit Committee	18(1)	Yes	
13	Meeting of Audit Committee	18(2)	Yes	
14	Composition of nomination & remuneration committee	19(1) & (2)	Yes	
15	Composition of Stakeholder Relationship Committee	20(1) & (2)	Yes	
16	Composition and role of risk management committee	21(1),(2),(3),(4)	NA	
17	Vigil Mechanism	22	Yes	
18	Policy for related party Transaction	23(1),(5),(6),(7) & (8)	Yes	
19	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
20	Approval for material related party transactions	23(4)	NA	
21	Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA	
22	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	NA	
23	Maximum Directorship & Tenure	25(1) & (2)	Yes	
24	Meeting of independent directors	25(3) & (4)	Yes	
25	Familiarization of independent directors	25(7)	Yes	
26	Memberships in Committees	26(1)	Yes	
27	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
28	Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes	
29	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
Any other information to be provided				Add Notes

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1	Name of signatory	Naina Kanagat
2	Designation	Company Secretary and Compliance Officer

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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	NA
Any other information to be provided		Add Notes

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Annexure II		
1	Name of signatory	Naina Kanagat
2	Designation	Company Secretary and C

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Signatory Details

Name of signatory	Naina Kanagat
Designation of person	Company Secretary and Compliance Officer
Place	Mumbai
Date	11-04-2019

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