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Company Remarks	
Whether Regular chairperson appointed	Yes
Whether Chairperson is related to MD or CEO	No

## ii. Composition of Committees

### a. Audit Committee

Sr. No.	Name of Committee members	Category	Chairperson/Member	Date of Appointment	Date of Cessation
1	DILIP KUMAR MODAK	ID	Member	15-May-2017	
2	PALAK MALVIYA	ID	Member	15-May-2017	
3	ALOK JAIN	ID	Chairperson	13-Aug-2021	
4	RAMINDER SINGH CHADHA	C,ED	Member	15-May-2017	

Company Remarks	
Whether Regular chairperson appointed	Yes

### b. Stakeholders Relationship Committee

Sr. No.	Name of Committee members	Category	Chairperson/Member	Date of Appointment	Date of Cessation
1	DILIP KUMAR MODAK	ID	Member	15-May-2017	
2	PALAK MALVIYA	ID	Member	15-May-2017	
3	ALOK JAIN	ID	Chairperson	13-Aug-2021	

Company Remarks	
Whether Regular chairperson appointed	Yes

### c. Risk Management Committee

Sr.	Name of Committee	Category	Chairperson/Member	Date of	Date of Cessation
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No.	members			Appointment	
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Company Remarks	
Whether Regular chairperson appointed	No

**d. Nomination and Remuneration Committee**

Sr. No.	Name of Committee members	Category	Chairperson/Member	Date of Appointment	Date of Cessation
1	DILIP KUMAR MODAK	ID	Member	15-May-2017	
2	PALAK MALVIYA	ID	Member	15-May-2017	
3	ALOK JAIN	ID	Chairperson	13-Aug-2021	

Company Remarks	
Whether Regular chairperson appointed	Yes

**iii. Meeting of Board of Directors**

Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	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
09-Aug-2022	Yes	6	6	3

Company Remarks	
Maximum gap between any two consecutive (in number of days)	0

**iv. Meeting of Committees**

Name of the Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors present (All directors including Independent Director)	Number of Independent directors attending the meeting	Number of Members attending the Meeting (Other than Board of Directors)
Audit Committee	09-Aug-2022	Yes	4	4	4	4
Stakeholders Relationship Committee	09-Aug-2022	Yes	3	3	3	2

Company Remarks	
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Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	0
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v. **Related Party Transactions**

<b>Subject</b>	<b>Compliance status (Yes/No/NA)</b>	<b>Remark</b>
Whether prior approval of audit committee obtained	Yes	
Whether shareholder approval obtained for material RPT	Not Applicable	
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Not Applicable	

Disclosure of notes on related party transactions and Disclosure of notes of material related party transactions	<p><b>Details of material contracts or arrangement or transactions at arms length basis for the Quarter ended on 30.09.2022 Name(s) of the related party and nature of relationship Nature of contracts/ arrangement/ transactions Duration of the contracts / arrangements/ transactions Salient terms of the contracts or arrangements or transactions including the Date(s) of approval by the Board, if any: Amount paid as advances, if any: Versatile Translink Private Limited (a private company in which Directors of company are members) Availing Of Transport Services Contract of availing transportation services Contract of availing transportation services at arm's length price basis and in ordinary course of business. For the Current Quarter ended on 31.09.2022 of Rs.55.87 Lac Yash Packers (a partnership Firm) company is a partner in the Firm Sales of Goods Ongoing contract Sale contract of goods manufactured by the company at arm length price basis and in ordinary course of business, Current Quarter i.e. ended on 30.09.2022 transaction Rs. 35.42 Lakh..</b></p> <p><b>Details of material contracts or arrangement or transactions at arms length basis for the Quarter ended on 30.09.2022 Name(s) of the related party and nature of relationship Nature of contracts/ arrangement/ transactions Duration of the contracts / arrangements/ transactions Salient terms of the contracts or arrangements or transactions including the Date(s) of approval by the Board, if any: Amount paid as advances, if any: Versatile Translink Private Limited (a private company in which Directors of company are members) Availing Of Transport Services Contract of availing transportation services Contract of availing transportation services at arm's length price basis and in ordinary course of business. For the Current Quarter ended on 31.09.2022 of Rs.55.87 Lac Yash Packers (a partnership Firm) company is a partner in the Firm Sales of Goods Ongoing contract Sale contract of goods manufactured by the company at arm length price basis and in ordinary course of business, Current Quarter i.e. ended on 30.09.2022 transaction Rs. 35.42 Lakh.</b></p>
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VI. **Affirmations**

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**
  - b. Nomination & remuneration committee - **Yes**
  - c. Stakeholders relationship committee - **Yes**

- d. Risk management committee (applicable to the top 1000 listed entities) - **Not applicable**
3. 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**
4. 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**
5. a. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. - **Yes**  
 b. Any comments/observations/advice of Board of Directors may be mentioned here:

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**Name** : **AYUSHI TAUNK**  
**Designation** : **Company Secretary**

**ANNEXURE III**

**Affirmations**

<b>Broad Heading</b>	<b>Regulation Number</b>	<b>Compliance Status</b>	<b>Company Remark</b>
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	
Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes	
Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes	
Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	Yes	
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	

Note:

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Name : AYUSHI TAUNK  
 Designation : Company Secretary

**ANNEXURE IV**

WORTHPERI	Worth Peripherals Limited	30-Sep-2022
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**(A) Any loan or any other form of debt advanced by the listed entity directly or indirectly to**

Aggregate amount advanced during six months				Balance outstanding at the end of six months			
<i>Promoter or any other entity controlled by them</i>	<i>Promoter Group or any other entity controlled by them</i>	<i>Directors (including relatives) or any other entity controlled by them</i>	<i>KMPs or any other entity controlled by them</i>	<i>Promoter or any other entity controlled by them</i>	<i>Promoter Group or any other entity controlled by them</i>	<i>Directors (including relatives) or any other entity controlled by them</i>	<i>KMPs or any other entity controlled by them</i>

**(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)
<i>Promoter or any other entity controlled by them</i>			

<i>Promoter Group or any other entity controlled by them</i>			
<i>Directors (including relatives) or any other entity controlled by them</i>			
<i>KMPs or any other entity controlled by them</i>			

**(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:**

<b>Entity</b>	<b>Type of Security (cash, shares etc.)</b>	<b>Aggregate value of security provided during six months</b>	<b>Balance outstanding at the end of six months</b>
<i>Promoter or any other entity controlled by them</i>			
<i>Promoter Group or any other entity controlled by them</i>			
<i>Directors (including relatives) or any other entity controlled by them</i>			
<i>KMPs or any other entity controlled by them</i>			

**(D) If the Listed Entity would like to provide any other information the same may be indicated here**

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<b>Affirmations</b>
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*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*

<b>Company Remarks in case of non-compliant status</b>	NA
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<b>Name:</b> DHIRENDRA MEHTA <b>Designation:</b> Chief Financial Officer <b>Place:</b> INDORE <b>Date:</b> 20-Oct-2022
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