

**ANNEXURE I**

**Format to be submitted by listed entity on quarterly basis**

1. Name of Listed Entity - **Sonam Clock Limited**  
 2. Quarter ending - **31-Mar-2022**

**i. Composition Of Board Of Director**

T i t l e ( M r / M s )	Name of the Dir ect or	D I N	P A N	Cat eg o r y (Ch air p er s o n / Ex ec u t i v e / No n- Ex ec u t i v e / I n d e p e n d e n t / N o m i n e e)	S u b C a t e g o r y	I n i t i a l D a t e o f A p p o i n t m e n t	Dat e o f App oi n t m e n t	Dat e o f ces a t i o n	T e n u r e	D a t e o f B i r t h	Wh et h e r s p e c i a l r e s o l u t i o n p a s s e d ?	D a t e o f p a s s i n g s p e c i a l r e s o l u t i o n	N o. o f D i r e c t o r s h i p i n l i s t e d e n t i t i e s i n c l u d i n g t h i s l i s t e d e n t i t y	No o f I n d e p e n d e n t D i r e c t o r s h i p i n l i s t e d e n t i t y i n c l u d i n g t h i s l i s t e d e n t i t y	No o f m e m b e r s h i p i n A u d i t / S t a k e h o l d e r C o m m i t t e ( e s ) i n c l u d i n g t h i s l i s t e d e n t i t y	No o f p o s t o f C h a i r p e r s o n i n A u d i t / S t a k e h o l d e r C o m m i t t e h e l d i n l i s t e d e n t i t i e s i n c l u d i n g t h i s l i s t e d e n t i t y	Me m b e r s h i p i n C o m m i t t e e s o f t h e C o m p a n y	Rem ar k s
M r.	Jay esh Ch hab ilda s	0 0 5 0 0 8	A F N P S 7 2	C & ED	M D	21- Jun - 200 1				0 7- Mar - 1 9	NA		1	0	1	0	AC	

	Shah	14	38G					67									
Mrs.	Deben Jayeshbhai Shah	0198153339H	AFNPSS339H	ED		21-Jun-2001	08-Aug-2020			20-Feb-1969	NA	10	10	10	0	SC	
Mr.	Harshil Jayeshbhai Shah	072302439J	GBSPS509J	NED		30-Jun-2020	14-Sep-2021			29-Nov-1996	Yes	08-Aug-2020	10	00	00	NRC	
Mr.	Shreyaansh Vijaybhairava	080344807R	AJJVPV480R	ID		30-Dec-2017	30-Dec-2017	54		07-Jun-1988	No		11	22	22	AC,SC,NRC	Tenure: Shreyansh Vijaybhairava = 54 months and 1 days = 54 months
Mr.	Jigar Dipakbhai Mehta	080513220	BHBPM3278K	ID		26-Feb-2018	26-Feb-2018	52		23-May-1992	No		11	20	0	AC,SC,NRC	Tenure: Jigar Dipakbhai Mehta = 52 months and 5 days

																			=52 months
M r.	Sur esh So mn ath Da ve	0 8 1 1 6 5 3	A C Z P D 1 7 6 7 A	ID		10- Nov- 202 1	10- Nov- 2021		8	2 8- A pr - 1 9 3 4	Yes	3 0- D ec - 2 0 2 2 1	2	2	0	0	NA	Suresh Somnath Dave =7 months and 21 days = 8 months	

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

## ii. Composition of Committees

### a. Audit Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Jayesh Chhabildas Shah	C & ED	Member	28-Feb-2018	
2	Shreyansh Vijaybhai Vora	ID	Chairperson	28-Feb-2018	
3	Jigar Dipakbhai Mehta	ID	Member	28-Feb-2018	

Company Remarks	Shreyansh Vijaybhai Vora is Chairperson of Audit Committee.
Whether Permanent chairperson appointed	Yes

### b. Stakeholders Relationship Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Shreyansh Vijaybhai Vora	ID	Chairperson	28-Feb-2018	
2	Jigar Dipakbhai Mehta	ID	Member	28-Feb-2018	
3	Deepaben Jayeshbhai Shah	ED	Member	28-Feb-2018	

Company Remarks	Shreyansh Vijaybhai Vora is Chairperson of Stakeholders Relationship Committee
Whether Permanent chairperson appointed	Yes

**c. Risk Management Committee**

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
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Company Remarks	
Whether Permanent chairperson appointed	No

**d. Nomination and Remuneration Committee**

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Harshil Jayeshbhai Shah	NED	Member	16-Jul-2020	
2	Shreyansh Vijaybhai Vora	ID	Chairperson	28-Feb-2018	
3	Jigar Dipakbhai Mehta	ID	Member	28-Feb-2018	

Company Remarks	Shreyansh Vijaybhai Vora is Chairperson of Nomination and Remuneration Committee
Whether Permanent chairperson appointed	Yes

**iii. Meeting of Board of Directors**

Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Whether requirement of Quorum met	Number of Directors present	Number of Independent Directors present
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Company Remarks	
Maximum gap between any two consecutive (in number of days)	56

**iv. Meeting of Committees**

Name of the Committee	Date(s) of meeting during of the committee in the previous quarter	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Number of Directors present	Number of independent directors present
Nomination & Remuneration Committee			Yes	3	2
Audit Committee			Yes	3	2
Audit Committee			Yes	3	2
Stakeholders Relationship Committee			Yes	3	2

Company Remarks	
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	111

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	No	Not Applicable
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	

Disclosure of notes on related party transactions and Disclosure of notes of material related party transactions	
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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 100 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** : **MILANKUMAR SURESHBHAJ GANATRA**  
**Designation** : **Company Secretary & Compliance Officer**

## ANNEXURE II

### Format to be submitted by listed entity at the end of the financial year (for the whole of financial year)

<b>I. Disclosure on website in terms of Listing Regulations</b>			
<b>Item</b>	<b>Compliance status</b>	<b>Company Remark</b>	<b>Website</b>
As per regulation 46(2) of the LODR:			
Details of business	Yes		<a href="https://sonamquartz.co">https://sonamquartz.co</a>
Terms and conditions of appointment of	Yes		<a href="https://sonamquartz.co">https://sonamquartz.co</a>
Composition of various committees of	Yes		<a href="https://sonamquartz.co">https://sonamquartz.co</a>
Code of conduct of board of directors and	Yes		<a href="https://sonamquartz.co">https://sonamquartz.co</a>
Details of establishment of vigil mechanism/	Yes		<a href="https://sonamquartz.co">https://sonamquartz.co</a>
Criteria of making payments to non-	Yes		<a href="https://sonamquartz.co">https://sonamquartz.co</a>
Policy on dealing with related party	Yes		<a href="https://sonamquartz.co">https://sonamquartz.co</a>
Policy for determining 'material' subsidiaries	Not		
Details of familiarization programs imparted	Yes		<a href="https://sonamquartz.co">https://sonamquartz.co</a>
Email address for grievance redressal and other relevant details entity who are	Yes		<a href="https://sonamquartz.co">https://sonamquartz.co</a> <a href="mailto:sonamquartz.com/investors/">m/investors/</a>
Contact information of the designated	Yes		<a href="https://sonamquartz.co">https://sonamquartz.co</a>
Financial results	Yes		<a href="https://sonamquartz.co">https://sonamquartz.co</a>
Shareholding pattern	Yes		<a href="https://sonamquartz.co">https://sonamquartz.co</a>
Details of agreements entered into with the media companies and/or their associates	Not Applicable		
Schedule of analyst or institutional investor meet and presentations made by the listed	Not Applicable		
New name and the old name of the listed	Not		
Advertisements as per regulation 47 (1)	Yes		<a href="https://sonamquartz.co">https://sonamquartz.co</a>
Credit rating or revision in credit rating	Not		
Separate audited financial statements of	Not		
As per other regulations of the LODR:			
Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes		<a href="https://sonamquartz.co">https://sonamquartz.co</a> m
Materiality Policy as per Regulation 30	Yes		<a href="https://sonamquartz.co">https://sonamquartz.co</a>
Dividend Distribution policy as per	Not		
It is certified that these contents on the	Yes		<a href="https://sonamquartz.co">https://sonamquartz.co</a>
<b>II Annual Affirmations</b>			
<b>Particulars</b>	<b>Regulation Number</b>	<b>Compliance status</b>	<b>Company Remark</b>
<i>Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'</i>	16(1)(b) & 25(6)	Yes	
<i>Board composition</i>	17(1), 17(1A) & 17(1B)	Yes	
<i>Meeting of Board of directors</i>	17(2)	Yes	
<i>Quorum of Board meeting</i>	17(2A)	Yes	
<i>Review of Compliance Reports</i>	17(3)	Yes	
<i>Plans for orderly succession for appointments</i>	17(4)	Yes	
<i>Code of Conduct</i>	17(5)	Yes	

<i>Fees/compensation</i>	17(6)	Yes	
<i>Minimum Information</i>	17(7)	Yes	
<i>Compliance Certificate</i>	17(8)	Not Applicable	
<i>Risk Assessment &amp; Management</i>	17(9)	Yes	
<i>Performance Evaluation of Independent Directors</i>	17(10)	Yes	
<i>Recommendation of Board</i>	17(11)	Yes	
<i>Maximum number of directorship</i>	17A	Yes	
<i>Composition of Audit Committee</i>	18(1)	Yes	
<i>Meeting of Audit Committee</i>	18(2)	Yes	
<i>Composition of nomination &amp; remuneration committee</i>	19(1) & (2)	Yes	
<i>Quorum of Nomination and Remuneration Committee meeting</i>	19(2A)	Yes	
<i>Meeting of nomination &amp; remuneration committee</i>	19(3A)	Yes	
<i>Composition of Stakeholder Relationship Committee</i>	20(1), 20(2) and 20(2A)	Yes	
<i>Meeting of stakeholder relationship committee</i>	20(3A)	Yes	
<i>Composition and role of risk management committee</i>	21(1),(2),(3),(4)	Not Applicable	
<i>Meeting of Risk Management Committee</i>	22	Not Applicable	
<i>Vigil Mechanism</i>	22	Yes	
<i>Policy for related party Transaction</i>	23(1),(1A),(5),(6)	Yes	
<i>Prior or Omnibus approval of Audit Committee for all related party</i>	23(2), (3)	Yes	
<i>Approval for material related party transactions</i>	23(4)	Yes	
<i>Disclosure of related party transactions on consolidated basis</i>	23(9)	Yes	
<i>Composition of Board of Directors of unlisted material Subsidiary</i>	24(1)	Not Applicable	
<i>Other Corporate Governance requirements with respect to subsidiary of Annual Secretarial Compliance Report</i>	24(2),(3),(4),(5) & (6)	Not Applicable	
<i>Alternate Director to Independent Director</i>	24(A)	Not Applicable	
<i>Maximum Tenure</i>	25(1)	Not Applicable	
<i>Meeting of independent directors</i>	25(2)	Yes	
<i>Familiarization of independent directors</i>	25(3) & (4)	Yes	
<i>Declaration from Independent Director</i>	25(7)	Yes	
<i>D &amp; O Insurance for Independent</i>	25(8) & (9)	Yes	
<i>Memberships in Committees</i>	25(10)	Not Applicable	
<i>Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel</i>	26(1)	Yes	
<i>Disclosure of Shareholding by Non-Executive Directors</i>	26(3)	Yes	
	26(4)	Yes	

<i>Policy with respect to Obligations of directors and senior management</i>	26(2) & 26(5)	Yes	
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<b>Other Information</b>	<b>Company migrated from NSE SME to main board w.e.f. 07.04.2022 so compliance certificate as per Regulation 17(8) and Annual Secretarial Compliance report applicable from this quarter. Also annual Secretarial Compliance report will submit with stock exchange within 60 days from the end of financial year.</b>
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### III Affirmations:

The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied. - **Not Applicable**

<b>Other Information</b>	
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**Name** : **MILANKUMAR SURESHBHAI GANATRA**  
**Designation** : **Company Secretary & Compliance Officer**



**ANNEXURE IV**

%symbol%	%companyName%	%quarterEnded%
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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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**Affirmations**

*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*

**Company Remarks in case of non-compliant status**

Company has not given any loan or debt to any Promoter, Promoter group, Directors or KMP or any other entity controlled by them.

**Name:** AMITBHAI JAMNADAS VAGHAJIYANI  
**Designation:** Chief Financial Officer  
**Place:** Morbi  
**Date:** 20-Apr-2022