

**General information about company**

Scrip code	028181
NSE Symbol	
MSEI Symbol	ROBERT
ISIN	INE320V01010
Name of the entity	ROBERT RESOURCES LIMITED
Date of start of financial year	01-04-2019
Date of end of financial year	31-03-2020
Reporting Quarter	Yearly
Date of Report	31-03-2020
Risk management committee	Not Applicable
Market Capitalisation as per immediate previous Financial Year	Any other

**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 Chair in / Stake Cor he li en incl this entity Reg 26 Li Regu
1	Mr	HANIF KASAMBHAI SHEKH	CBEPS9710A	07497812	Executive Director	Chairperson related to Promoter	MD	20-03-1990	NA		22-04-2016			48	1	0	0	0
2	Mr	KASAMBHAI UMARBHAI SHEKH	AGRPS7734C	07498438	Executive Director	Not Applicable	CEO	21-04-1958	NA		22-04-2016			48	2	0	1	0
3	Mr	SOLANKI ASHVINBHAI NARANBHAI	BRGPS0026N	08385976	Non-Executive - Independent Director	Not Applicable	Shareholder Director	01-06-1978	NA		22-03-2019			12	2	2	2	1
4	Mrs	JYOTI SURESHBHAI KANTARIYA	DRDPK7026M	08385987	Non-Executive - Independent Director	Not Applicable	Shareholder Director	02-07-1987	NA		22-03-2019			12	2	2	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)	No of Chairperson in At Stakeholder Comm held by this entity (Refer Regulation 26(1) of Listing Regulations)
5	Mrs	SOLANKI NITABEN ASHWINBHAI	HCQPS4275E	08385993	Non-Executive - Independent Director	Not Applicable	Shareholder Director	06-11-1981	NA		22-03-2019			12	1	1	1	1
6	Mrs	SHEKH HASINA KASAMBHAI	BFHPS4813N	07733184	Non-Executive - Non Independent Director	Not Applicable		26-11-1961	NA		31-03-2017			36	2	0	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	08385987	JYOTI SURESHBHAI KANTARIYA	Non-Executive - Independent Director	Chairperson	22-03-2019		
2	08385976	SOLANKI ASHVINBHAI NARANBHAI	Non-Executive - Independent Director	Member	22-03-2019		
3	07498438	KASAMBHAI UMARBHAI SHEKH	Executive Director	Member	22-04-2016		

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	08385993	SOLANKI NITABEN ASHWINBHAI	Non-Executive - Independent Director	Chairperson	22-03-2019		
2	08385976	SOLANKI ASHVINBHAI NARANBHAI	Non-Executive - Independent Director	Member	22-03-2019		
3	08385987	JYOTI SURESHBHAI KANTARIYA	Non-Executive - Independent Director	Member	22-03-2019		

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	08385976	SOLANKI ASHVINBHAI NARANBHAI	Non-Executive - Independent Director	Chairperson	22-03-2019		
2	08385993	SOLANKI NITABEN ASHWINBHAI	Non-Executive - Independent Director	Member	22-03-2019		
3	07733184	SHEKH HASINA KASAMBHAI	Non-Executive - Non Independent Director	Member	22-04-2016		

Risk Management Committee							
Whether the Risk Management 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





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)	Number of Directors present*	No. of Independent Directors attending the meeting*
1	01-10-2019				Yes	6	3
2	14-11-2019		43		Yes	6	3
3	31-12-2019		46		Yes	6	3
4		14-02-2020	44		Yes	6	3

**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	14-11-2019				Yes	3	2
2	Audit Committee	14-02-2020	91			Yes	3	2
3	Nomination and remuneration committee	14-11-2019				Yes	3	3
4	Nomination and remuneration committee	14-02-2020	91			Yes	3	3
5	Stakeholders Relationship Committee	14-11-2019				Yes	3	2
6	Stakeholders Relationship Committee	14-02-2020	91			Yes	3	2

**Annexure 1****V. Related Party Transactions**

Sr	Subject	Compliance status (Yes/No/NA)	If status is <b>No</b> details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	NA	
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	NA	

**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

**Annexure 1**

Sr	Subject	Compliance status
1	Name of signatory	HANIF SHEKH
2	Designation	Managing Director

## 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	No	1. The previous agency who were maintaining our website, abruptly closed their business, due to their internal problems. 2. Company is already in search of the alternative agency, but due to lockdown, it is difficult to find a new agency. 3. Company endeavours to attain compliance as soon as possible.	
2	Terms and conditions of appointment of independent directors	No	1. The previous agency who were maintaining our website, abruptly closed their business, due to their internal problems. 2. Company is already in search of the alternative agency, but due to lockdown, it is difficult to find a new agency. 3. Company endeavours to attain compliance as soon as possible.	
3	Composition of various committees of board of directors	No	1. The previous agency who were maintaining our website, abruptly closed their business, due to their internal problems. 2. Company is already in search of the alternative agency, but due to lockdown, it is difficult to find a new agency. 3. Company endeavours to attain compliance as soon as possible.	
4	Code of conduct of board of directors and senior management personnel	No	1. The previous agency who were maintaining our website, abruptly closed their business, due to their internal problems. 2. Company is already in search of the alternative agency, but due to lockdown, it is difficult to find a new agency. 3. Company endeavours to attain compliance as soon as possible.	
5	Details of establishment of vigil mechanism/ Whistle Blower policy	No	1. The previous agency who were maintaining our website, abruptly closed their business, due to their internal problems. 2. Company is already in search of the alternative agency, but due to lockdown, it is difficult to find a new agency. 3. Company endeavours to attain compliance as soon as possible.	
6	Criteria of making payments to non-executive directors	No	1. The previous agency who were maintaining our website, abruptly closed their business, due to their internal problems. 2. Company is already in search of the alternative agency, but due to lockdown, it is difficult to find a new agency. 3. Company endeavours to attain compliance as soon as possible.	
7	Policy on dealing with related party transactions	No	1. The previous agency who were maintaining our website, abruptly closed their business, due to their internal problems. 2. Company is already in search of the alternative agency, but due to lockdown, it is difficult to find a new agency. 3. Company endeavours to attain compliance as soon as possible.	
8	Policy for determining "material" subsidiaries	NA		
9	Details of familiarization programmes imparted to independent directors	No	1. The previous agency who were maintaining our website, abruptly closed their business, due to their internal problems. 2. Company is already in search of the alternative agency, but due to lockdown, it is difficult to find a new agency. 3. Company endeavours to attain compliance as soon as possible.	

**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	No	1. The previous agency who were maintaining our website, abruptly closed their business, due to their internal problems. 2. Company is already in search of the alternative agency, but due to lockdown, it is difficult to find a new agency. 3. Company endeavours to attain compliance as soon as possible.	
11	email address for grievance redressal and other relevant details	No	1. The previous agency who were maintaining our website, abruptly closed their business, due to their internal problems. 2. Company is already in search of the alternative agency, but due to lockdown, it is difficult to find a new agency. 3. Company endeavours to attain compliance as soon as possible.	
12	Financial results	No	1. The previous agency who were maintaining our website, abruptly closed their business, due to their internal problems. 2. Company is already in search of the alternative agency, but due to lockdown, it is difficult to find a new agency. 3. Company endeavours to attain compliance as soon as possible.	
13	Shareholding pattern	No	1. The previous agency who were maintaining our website, abruptly closed their business, due to their internal problems. 2. Company is already in search of the alternative agency, but due to lockdown, it is difficult to find a new agency. 3. Company endeavours to attain compliance as soon as possible.	
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	No	1. The previous agency who were maintaining our website, abruptly closed their business, due to their internal problems. 2. Company is already in search of the alternative agency, but due to lockdown, it is difficult to find a new agency. 3. Company endeavours to attain compliance as soon as possible.	
16	New name and the old name of the listed entity	NA		
17	Advertisements as per regulation 47 (1)	No	1. The previous agency who were maintaining our website, abruptly closed their business, due to their internal problems. 2. Company is already in search of the alternative agency, but due to lockdown, it is difficult to find a new agency. 3. Company endeavours to attain compliance as soon as possible.	
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)	No	1. The previous agency who were maintaining our website, abruptly closed their business, due to their internal problems. 2. Company is already in search of the alternative agency, but due to lockdown, it is difficult to find a new agency. 3. Company endeavours to attain compliance as soon as possible.	
21	Materiality Policy as per Regulation 30	No	1. The previous agency who were maintaining our website, abruptly closed their business, due to their internal problems. 2. Company is already in search of the alternative agency, but due to lockdown, it is difficult to find a new agency. 3. Company endeavours to attain compliance as soon as possible.	
22	Dividend Distribution policy as per Regulation 43A (as applicable)	No	1. The previous agency who were maintaining our website, abruptly closed their business, due to their internal problems. 2. Company is already in search of the alternative agency, but due to lockdown, it is difficult to find a new agency. 3. Company endeavours to attain compliance as soon as possible.	
23	It is certified that these contents on the website of the listed entity are correct	No	1. The previous agency who were maintaining our website, abruptly closed their business, due to their internal problems. 2. Company is already in search of the alternative agency, but due to lockdown, it is difficult to find a new agency. 3. Company endeavours to attain compliance as soon as possible.	



**Annexure II****II. Annual Affirmations**

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is <input checked="" type="checkbox"/> No <input checked="" type="checkbox"/> details of non-compliance may be given here.
1	Independent director(s) have been appointed in terms of specified criteria of <input checked="" type="checkbox"/> independence <input checked="" type="checkbox"/> and/or <input checked="" type="checkbox"/> eligibility <input checked="" type="checkbox"/>	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)	NA	
27	Approval for material related party transactions	23(4)	NA	
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 <input checked="" type="radio"/> No <input checked="" type="radio"/> 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			

**Annexure II**

1	Name of signatory	HANIF SHEKH
2	Designation	Managing Director

**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	

**Annexure II**

1	Name of signatory	HANIF SHEKH
2	Designation	Managing Director

**Signatory Details**

Name of signatory	HANIF SHEKH
Designation of person	Managing Director
Place	BHAVNAGAR
Date	12-05-2020



