

ANNEXURE I

1. Name of Listed Entity: **Jupiter Infomedia Limited**
 2. Quarter ended: 31st March, 2016

I. Composition of Board of Directors									
Title (Mr. / Ms)	Name of the Director	PAN	DIN	Category (Chairperson/Executive / Non-Executive/ Independent/Nominee)	Date of Appointment in the current term /cessation	Tenure	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 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)
Mr.	Umesh Modi	AADPM6631L	01570180	Managing Director	04/04/2005	-	01	02	Audit Committee - 0 Stakeholder Committee -
Ms.	Manisha Modi	AAHPM1263E	02057625	Whole Time Director	17/10/2010	-	01	00	Audit Committee - 0 Stakeholder Committee - 0
Mr.	Jay Ishwarlal Desai	ADKPD4857F	05265036	Independent Director	09/04/2012	3years & 11 months	01	02	Audit Committee - 1 Stakeholder Committee -0
Mr.	Digesh Rambharia	ADJPR7122A	01332484	Independent Director	09/04/2012	3years & 11 months	01	02	Audit Committee - 0 Stakeholder Committee - 0
Mr.	Akshay Chotubhai Desai	AABPD0768R	07110316	Independent Director	16/03/2015	12 months	01	03	Audit Committee - 0 Stakeholder Committee - 1



II. Composition of the Committees		
Name of the Committee	Name of the Committee Members	Category (Chairperson/ Executive/Non Executive/Independent/Nominee)
1. Audit Committee	1. Mr. Jay Desai	Independent (Chairman)
	2. Mr. Akshay Chhotubhai Desai	Independent (Member)
	1. 3. Mr. Umesh Modi	Director
2. Nomination and Remuneration Committee	1. Mr. Akshay Chhotubhai Desai	Independent Director(Chairman)
	2. Mr. Digesh Rambhia	Independent Director (Member)
	3. 3. Mr. Jay Desai	Independent Director(Member)
3. Stakeholders Relationship Committee	1. Mr. Akshay Chhotubhai Desai	Independent Director(Chairman)
	2. Mr. Digesh Manilal Rambhia	Independent Director (Member)
	3. Mr. Umesh Modi	Director

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	Maximum gap between any two consecutive (in number of days)
07.11.2016	10.02.2016	94



IV. Meeting of Committees				
Name of the Committee Meeting	Date(s) of meeting of the committee in the previous quarter	Whether requirement of Quorum met (details)	Date(s) of meeting of the committee in the relevant quarter	Maximum gap between any two consecutive meetings in number of days
Audit Committee	07.11.2016	Yes Strength of Committee - 3 No of Members present - 3	10.02.2016	94
Nomination & Remuneration Committee		Yes Strength of Committee - 3 No of Members present - 3		
Stakeholders Relationship Committee		Yes Strength of Committee - 3 No of Members present - 3		

V. Related Party Transactions	
Subject	Compliance Status (Yes/No/NA)
Whether prior approval of audit committee obtained	NA
Whether shareholder approval obtained for material RPT	NA
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	NA

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)	NA
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. The report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of Board of Directors may be mentioned here: Note: This report will be placed in next Board Meeting Previous quarter report has been placed before Board of Director in the Board Meeting.	YES

ANNEXURE II

I. Disclosure on website in terms of Listing Regulations	
<i>Item</i>	<i>Compliance status (Yes/No/NA)</i>
Details of business	Yes
Terms and conditions of appointment of independent directors	Yes
Composition of various committees of board of directors	Yes
Code of conduct of board of directors and senior management personnel	Yes
Details of establishment of vigil mechanism/ Whistle Blower policy	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)	Yes
<i>Risk Assessment & Management</i>	17(9)	N/A
<i>Performance Evaluation of Independent Directors</i>	17(10)	Yes
<i>Composition of Audit Committee</i>	18(1)	Yes
<i>Meeting of Audit Committee</i>	18(2)	Yes
<i>Composition of nomination & remuneration committee</i>	19(1) & (2)	Yes
<i>Composition of Stakeholder Relationship Committee</i>	20(1) & (2)	Yes
<i>Composition and role of risk management committee</i>	21(1),(2),(3),(4)	N/A
<i>Vigil Mechanism</i>	22	Yes
<i>Policy for related party Transaction</i>	23(1),(5),(6),(7) & (8)	Yes
<i>Prior or Omnibus approval of Audit Committee for all related party transactions</i>	23(2), (3)	N/A
<i>Approval for material related party transactions</i>	23(4)	N/A
<i>Composition of Board of Directors of unlisted material Subsidiary</i>	24(1)	Yes



Criteria of making payments to non-executive directors	Yes
Policy on dealing with related party transactions	N/A
Policy for determining 'material' subsidiaries	Yes
Details of familiarization programmes imparted to independent directors	Yes
Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes
email address for grievance redressal and other relevant details	Yes
Financial results	Yes
Shareholding pattern	Yes
Details of agreements entered into with the media companies and/or their associates	N/A
New name and the old name of the listed entity	Yes

II Annual Affirmations

Particulars	Regulation Number	Compliance status (Yes/No/NA)
<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)	Yes
<i>Meeting of Board of directors</i>	17(2)	Yes
<i>Review of Compliance Reports</i>	17(3)	Yes
<i>Plans for orderly succession for appointments</i>	17(4)	Yes



<i>Other Corporate Governance requirements with respect to subsidiary of listed entity</i>	24(2),(3),(4),(5) & (6)	Yes
<i>Maximum Directorship & Tenure</i>	25(1) & (2)	Yes
<i>Meeting of independent directors</i>	25(3) & (4)	Yes
<i>Familiarization of independent directors</i>	25(7)	Yes
<i>Memberships in Committees</i>	26(1)	Yes
<i>Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel</i>	26(3)	Yes
<i>Disclosure of Shareholding by Non-Executive Directors</i>	26(4)	Yes
<i>Policy with respect to Obligations of directors and senior management</i>	26(2) & 26(5)	Yes

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

For Jupiter Infomedia Limited

Umesh Modi

Managing Director

