

## CORPORATE GOVERNANCE REPORT

1. Name of Listed Entity **BLB LIMITED**  
 2. Quarter ended **31ST MARCH, 2020**

Annexure-I

I. Composition of Board of Directors								
Title (Mr./Ms.)	Name of the Director	PAN <sup>1</sup> & DIN	Category (Chairperson/ Executive/ Non – Executive/ Independent/ Nominee) <sup>2</sup>	Date of Appointment in current term / cessation	Tenure <sup>3</sup>	No of Directorship in listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulations)	No of membership 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.	Brij Rattan Bagri	AFQPB7963N 00007441	Chairperson/ Non Executive Director	04.12.1981	NA	1	1	NA
Mr.	Anshul Mehra	AGTPM5939K 00014049	Executive Director	01.08.2019	NA	1	1	NA
Mr.	Keshav Chand Jain	AAGPJ0016K 00007539	Non Executive Director	01.08.2019	NA	1	NA	NA
Mr.	Chitter Kumar Aggarwal	AALPA9498F 00038502	Independent Director	28.08.2018	20 months	1	2	NA
Mr.	Ram Pal Sharma	AIGPS2902R 02785619	Independent Director	20.09.2018	19 month	1	NA	NA
Mrs.	Dhwani Jain	APRPJ0449L 06985038	Independent Director	20.10.2014	65 months	1	2	2

<sup>1</sup>PAN number of any director would not be displayed on the website of Stock Exchange.

<sup>2</sup>Category of directors means Executive/ Non Executive/ Independent/ Nominee. If a director fits into more than one category write all categories separating them with hyphen.

<sup>3</sup>to be filled only for independent director. Tenure would mean total period from which Independent Director is serving on Board of Directors of the listed entity in continuity without any cooling off period.

II. Composition of Committee			
Name of Committee	Name of Committee Members	Category (Chairperson/ Executive/ Non Executive / Independent/ Nominee) <sup>1</sup>	Date of Appointment in Committee
1. Audit Committee	Mrs. Dhwani Jain	Independent Director/ Chairperson of the Committee	10.04.2018
	Mr. Brij Rattan Bagri	Non - Executive Director	28.08.2007
	Mr. Chitter Kumar Aggarwal	Independent Director	20.09.2018
2. Nomination and Remuneration Committee	Mrs. Dhwani Jain	Independent Director/ Chairperson of the Committee	10.04.2018
	Mr. Brij Rattan Bagri	Non Executive Director	09.04.2019
	Mr. Chitter Kumar Aggarwal	Independent Director	20.09.2018
3. Risk Management Committee (if applicable)	NA	NA	NA
4. Stakeholder Relationship Committee'	Mrs. Dhwani Jain	Chairperson of the Committee/ Independent Director	10.04.2018
	Mr. Anshul Mehra	Executive Director	02.10.2019
	Mr. Chitter Kumar Aggarwal	Independent Director	20.09.2018

<sup>1</sup>Category of directors means Executive/ Non Executive/ Independent/ Nominee. If a director fits into more than one category write all categories separating them with hyphen.

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)
01.10.2019	NA	



**BLB Limited** | CIN : L67120DL1981PLC354823  
 Corporate Member : NSE

Registered Office : H.No. 4760-61/23, 3rd Floor, Ansari Road, Darya Ganj, New Delhi-110 002 Tel : 011-49325600

Website : www.blblimited.com, Email : infobl@blblimited.com

13.11.2019		11.02.2020	89 DAYS
<b>IV. Meeting of Committees</b>			
Date(s) of the meeting of the Committee in the relevant quarter	Whether requirement of quorum met (details)	Date(s) of meeting of the Committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days*
a. <b>Audit Committee</b>	Yes	13.11.2019	89 DAYS
11.02.2020			
b. <b>Nomination and Remuneration Committee</b>	NIL		
c. <b>Stakeholders Relationship Committee</b>	NIL		

\*this information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional

<b>V. Related Party Transactions</b>		Compliance status (Yes / No/ NA) refer note below
Subject		Yes
Whether prior approval of audit committee obtained		NA
Whether shareholders approval obtained for material RPT		Yes
Whether details of RPT entered into pursuant to omnibus approval have been received by Audit Committee		

**Note:**

- In the column "Compliance Status", compliance or non compliance may be indicated by Yes / No / NA. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the word "NA" may be indicated.
- If status is "No" details of non-compliance may be given here

<b>VI. Affirmations</b>	
1.	The composition of Board of Directors is in term of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. <b>Yes</b>
2.	The composition of the following committees is in term of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 a. Audit Committee <b>Yes</b> b. Nomination and Remuneration Committee <b>Yes</b> c. Stakeholders Relationship Committee <b>Yes</b> d. Risk Management Committee (applicable to top 100 listed entities) <b>N.A.</b>
3.	The committee members have been made aware of their power, role and responsibilities as specified in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. <b>Yes</b>
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. <b>Yes</b>
5.	This report and / or the report submitted in the previous quarter has been placed before Board of Directors. <b>Yes</b> Any comments/ observations / advice of Board of Directors may be mentioned here: <b>None</b>

Name & Designation:

  
Sd/-  
**(VARSHA YADAV)**  
COMPANY SECRETARY  
Dated: 20.04.2020



(Note: Due to current COVID-19 state wide lockdown situation, the Corporate Governance report is not endorsed with original signature and therefore submitting under Sd/- mode)

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

<b>I. Disclosure on website in terms of Listing Regulations</b>		<b>COMPLIANCE STATUS (Yes / No/ NA) refer note below</b>
<b>ITEM</b>		
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
Criteria for making payments to non-executive directors		NA
Policy on dealing with related party transactions		Yes
Policy for determining 'material' subsidiaries		NA
Details of familiarization programmes imparted to independent directors		Yes
Contact information of the designated officials of 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		NA
Schedule of analysts or institutional investor meet and presentation made by the listed entity to analysts or institutional investors simultaneously with submission to stock exchange		NA
New name and the old name of the listed entity		NA
Advertisements as per regulation 47(1)		Yes
Credit rating or revision in credit rating obtained		NA
Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year		NA
Whether company has provided information under separate section on its website as per regulation 46(2)		Yes
Materiality Policy as per Regulation 30		Yes
Dividend Distribution policy as per Regulation 43A		NA
It is certified that these contents on the website of the listed entity are correct		Yes
<b>II. Annual Affirmations</b>		
<b>Particulars</b>	<b>Regulation Number</b>	<b>COMPLIANCE STATUS (Yes / No/ NA) refer note below</b>
Independent director(s) have been appointed in term of specified criteria of 'independence' and / or 'eligibility'	16(1)(b) & 25(6)	Yes
Board Composition	17(1), 17(1A) & 17(1B)	Yes
Meeting of Board of Directors	17(2)	Yes
Quorum of Board Meetings	17(2A)	Yes
Review of Compliance Reports	17(3)	Yes
Plans for orderly succession of appointments	17(4)	Yes
Code of Conduct	17(5)	Yes
Fee/ compensation	17(6)	NA
Minimum information	17(7)	Yes



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Compliance Certificate	17(8)	Yes
Risk Assessment and Management	17(9)	Yes
Performance Evaluation of Independent Directors	17(10)	Yes
Recommendation of Board	17(11)	Yes
Maximum number of Directorships	17A	Yes
Composition of Audit Committee	18(1)	Yes
Meeting of Audit Committee	18(2)	Yes
Composition of Nomination and Remuneration Committee	19(1) & (2)	Yes
Quorum of Nomination & Remuneration Committee Meeting	19(2A)	Yes
Meeting of Nomination & Remuneration Committee	19(3A)	Yes
Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	Yes
Meeting of Stakeholder Relationship Committee	20(3A)	Yes
Composition and role of risk management committee	21(1), (2), (3), (4)	NA
Meeting of risk management committee	21(3A)	NA
Vigil Mechanism	22	Yes
Policy for Related Party Transaction	23(1), (1A), (5), (6), (7) & (8)	Yes
Prior or omnibus approval of Audit Committee for all related parties transactions	23(2), (3)	Yes
Approval for material related party transaction	23(4)	NA
Disclosure of related party transactions on consolidated basis	23(9)	Yes
Composition of Board of Director of unlisted material subsidiary	24(1)	NA
Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2), (3), (4), (5) & (6)	NA
Annual Secretarial Compliance Report	24(A)	Yes
Alternate Director to Independent Director	25(1)	NA
Maximum tenure	25(2)	Yes
Meeting of independent directors	25(3) & (4)	Yes
Familiarization of independent directors	25(7)	Yes
Declaration from Independent Directors	25(8) & 25(9)	Yes
D & O insurance for Independent Directors	25(10)	NA
Membership in committees	26(1)	Yes
Affirmation with compliance to code of conduct from the members of the Board of Directors and Senior Managerial Personnel	26(3)	Yes
Disclosure of shareholding by Non Executive Directors	26(4)	Yes
Policy with respect to Obligations of Directors and Senior Management	26(2) & 26(5)	Yes

**Note**

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2. If status is "No" details of non – compliance may be given here
3. If the listed entity would like to provide any other information the same may be indicated here



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III. Affirmations:		
Sr. No.	Particulars	Compliance Status (Yes/No/NA)
1	The Listed entity has approved material subsidiary policy and the corporate governance requirements with respect to the subsidiary of listed entity have been complied	NA

Name & Designation:

Sd/  
(VARSHA YADAV)  
COMPANY SECRETARY

Dated: 20.04.2020

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