

General information about company	
Scrip code	000000
NSE Symbol	
MSEI Symbol	SRINARAYAN
ISIN	INE063F01019
Name of the entity	Srinarayan Rajkumar Merchants Ltd.
Date of start of financial year	01-04-2022
Date of end of financial year	31-03-2023
Reporting Quarter	Yearly
Date of Report	31-03-2023
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								No																	
Whether Chairperson related to Promoter								No																	
								Disqualification of Directors under section 164 of the Companies Act, 2013																	
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 the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status	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 post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Notes for not providing PAN	Notes for not providing DIN
1	Mr	Vishnu Kumar Sureka	AATPS7024H	00060160	Executive Director	Not Applicable	MD	23-09-1950	No				Active	NA		30-01-2004	01-08-2020		32	1	0	2	0		
2	Mrs	Veena Aggarwal	AAEPA9209M	00060415	Non-Executive - Non Independent Director	Not Applicable		21-10-1959	No				Active	NA		13-06-2014			105	3	0	4	2		
3	Mr	Vinayak Sureka	HFCPS8279R	08913245	Non-Executive - Independent Director	Not Applicable		25-02-1998	No				Active	NA		01-04-2021			24	3	3	5	2		

Annexure 1	
II. Composition of Committees	
Disclosure of notes on composition of committees explanatory	Textual Information(1)

Annexure 1 Text Block	
Textual Information(1)	<p>The vacancy in the office of Nomination & Remuneration committee is on account of resignation of Independent Director. During the quarter under review, there were only 3 directors on the Board out of which 2 being non-executive directors.</p> <p>Since, only non-executive directors can be part of Nomination & Remuneration committee, those 2 non-executive directors are the members of the said committee.</p> <p>The Company is in the process of appointing an Independent director to fill the vacancy arising on account of resignation of independent director.</p>

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	08913245	Vinayak Sureka	Non-Executive - Independent Director	Chairperson	01-04-2021		
2	00060415	Veena Aggarwal	Non-Executive - Non Independent Director	Member	13-06-2014		
3	00060160	Vishnu Kumar Sureka	Executive Director	Member	21-10-2022		

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	08913245	Vinayak Sureka	Non-Executive - Independent Director	Chairperson	01-04-2021		
2	00060415	Veena Aggarwal	Non-Executive - Non Independent Director	Member	13-06-2014		

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	00060415	Veena Aggarwal	Non-Executive - Non Independent Director	Chairperson	01-04-2021		
2	08913245	Vinayak Sureka	Non-Executive - Independent Director	Member	01-04-2021		
3	00060160	Vishnu Kumar Sureka	Executive Director	Member	21-10-2022		

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

Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility Committee has a Regular Chairperson					No		
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
1	00060415	Veena Aggarwal	Share Transfer Committee	Non-Executive - Non Independent Director	Chairperson	
2	08913245	Vinayak Sureka	Share Transfer Committee	Non-Executive - Independent Director	Member	
3	00060160	Vishnu Kumar Sureka	Share Transfer Committee	Executive Director	Member	

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)	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*
1	10-10-2022				Yes	3	3	2
2	29-10-2022		18		Yes	3	3	1
3	12-11-2022		13		Yes	3	3	1
4		10-01-2023	58		Yes	3	3	1
5		07-02-2023	27		Yes	3	3	1
6		14-02-2023	6		Yes	3	3	1

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)	Total Number of Directors as on date of the meeting	Number of Directors (All directors including Independent director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
1	Stakeholders Relationship Committee	10-10-2022				Yes	3	3	2	0
2	Audit Committee	12-11-2022	32			Yes	3	3	1	1
3	Stakeholders Relationship Committee	10-01-2023	58			Yes	3	3	1	0
4	Audit Committee	14-02-2023	34			Yes	3	3	1	1

Annexure 1			
V. Related Party Transactions			
Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	Yes	
2	Whether shareholder approval obtained for material RPT	Yes	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	

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	No
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 1000 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
9	Any comments/observations/advice of Board of Directors may be mentioned here:	Textual Information(1)

Annexure 1		
Sr	Subject	Compliance status
1	Name of signatory	Shweta Aggarwal
2	Designation	Company Secretary and Compliance Officer

Text Block	
Textual Information(1)	<p>There is vacancy in the office of Nomination & Remuneration committee which is on account of resignation of Independent Director. During the quarter under review, there were only 3 directors on the Board out of which 2 being non-executive directors.</p> <p>Since, only non-executive directors can be part of Nomination & Remuneration committee, those 2 non-executive directors are the members of the said committee.</p> <p>The Company is in the process of appointing an Independent director to fill the vacancy arising on account of resignation of independent director.</p>

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	Yes		https://www.snrmerchant.com/
2	Terms and conditions of appointment of independent directors	Yes		https://www.snrmerchant.com/pdf/5-SNRKM-Terms-Conditions-for-appointment-of-Independent-Directors.pdf
3	Composition of various committees of board of directors	Yes		https://www.snrmerchant.com/#management.html
4	Code of conduct of board of directors and senior management personnel	Yes		https://www.snrmerchant.com/code-of-conduct.html
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		https://www.snrmerchant.com/pdf/2-SNRKML-WHISTLE_BLOWER_POLICY.pdf
6	Criteria of making payments to non-executive directors	Yes		https://www.snrmerchant.com/pdf/6-SNRKML-Criterion-for-making-payment-to-Non-EXD-1%20-%20Copy.pdf
7	Policy on dealing with related party transactions	Yes		https://www.snrmerchant.com/pdf/3-SNRKML-POLICY_ON_MATERIALITY_OF_RPT-REVISED.pdf
8	Policy for determining 'material' subsidiaries	Yes		https://www.snrmerchant.com/pdf/4-SNRKML-Policy-Determination-of-Materiality%20-%20Copy.pdf
9	Details of familiarization programmes imparted to independent directors	Yes		https://www.snrmerchant.com/pdf/5-SNRKM-Terms-Conditions-for-appointment-of-Independent-Directors.pdf

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	Yes		https://www.snmerchant.com/compliance-officer.html
11	email address for grievance redressal and other relevant details	Yes		https://www.snmerchant.com/contact-details.html
12	Financial results	Yes		https://www.snmerchant.com/financial.html
13	Shareholding pattern	Yes		https://www.snmerchant.com/shareholding-pattern.html
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	NA		
16	New name and the old name of the listed entity	NA		
17	Advertisements as per regulation 47 (1)	Yes		https://www.snmerchant.com/notices.html
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)	Yes		https://www.snmerchant.com/index.html
21	Materiality Policy as per Regulation 30	Yes		https://www.snmerchant.com/pdf/4-SNRKML-Policy-Determination-of-Materiality%20-%20Copy.pdf
22	Dividend Distribution policy as per Regulation 43A (as applicable)	NA		
23	It is certified that these contents on the website of the listed entity are correct	Yes		https://www.snmerchant.com/index.html

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.
1	Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	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)	NA	
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)	NA	
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)	No	The vacancy in the office of Nomination & Remuneration committee is on account of resignation of Independent Director. During the quarter under review, there were only 3 directors on the Board out of which 2 being non-executive directors. Since, only non-executive directors can be part of Nomination & Remuneration committee, those 2 non-executive directors are the members of the said committee. The Company is in the process of appointing an Independent director to fill the vacancy arising on account of resignation of independent director.
18	Quorum of Nomination and Remuneration Committee meeting	19(2A)	NA	
19	Meeting of Nomination and Remuneration Committee	19(3A)	NA	
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)	Yes	
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)	Yes	
27	Approval for material related party transactions	23(4)	Yes	
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 "No" 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	Shweta Aggarwal
2	Designation	Company Secretary and Compliance Officer

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	Shweta Aggarwal
2	Designation	Company Secretary and Compliance Officer

Additional Half yearly Disclosure			
Applicability of disclosure	Applicable		
Reason for Non Applicability	Textual Information(1)		
I. Disclosure of Loans/ guarantees/comfort letters /securities etc.refer note below			
(A)Any loan or any other form of debt advanced by the listed entity directly or indirectly to			
Entity	Aggregate amount advanced during six months	Balance outstanding at the end of six months	
Promoter or any other entity controlled by them	32927025	45430855	
Promoter Group or any other entity controlled by them	0	0	
Directors (including relatives) or any other entity controlled by them	0	0	
KMPs or any other entity controlled by them	0	0	
(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)
Promoter or any other entity controlled by them	0	0	0
Promoter Group or any other entity controlled by them	0	0	0
Directors (including relatives) or any other entity controlled by them	0	0	0
KMPs or any other entity controlled by them	0	0	0
(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			
Entity	Type of security (cash, shares etc.)	Aggregate value of security provided during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them	0	0	0
Promoter Group or any other entity controlled by them	0	0	0
Directors (including relatives) or any other entity controlled by them	0	0	0
KMPs or any other entity controlled by them	0	0	0
(D) Additional Information			Textual Information(2)
II. Affirmations			
Affirmations	Compliance Status	Company Remarks	
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.	Yes	Textual Information(3)	
Name	Mr. Gopal Gupta		
Designation	CFO		
Place	New Delhi		
Date	18-04-2023		

Signatory Details	
Name of signatory	Shweta Aggarwal
Designation of person	Company Secretary and Compliance Officer
Place	New Delhi
Date	18-04-2023

