

AAR COMMERCIAL COMPANY LIMITED

1. Name of Listed Entity: **AAR COMMERCIAL COMPANY LIMITED**

2. Quarter ending: **30th September, 2021 (Half Yearly)**

| I. Composition of Board of Directors | | | | | | | | | | | | |
|---|-----------------------------|------------------------------------|---|------------------------------------|-------------------------------|--------------------------|----------------|----------------------|--|---|--|---|
| Title (Mr. / Ms) | Name of the Director | PAN\$ & DIN | Category (Chairperson/Executive/Non-Executive/Independent/Nominee) & | Initial Date of Appointment | Date of Re-Appointment | Date of Cessation | Tenure* | Date of Birth | No of Directorship in listed entities including this listed entity [In reference to Regulation 17(1)] | No of Independent Directorship in listed entities including this listed entity [In reference to proviso to Regulation 17(1)] | 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. | Anupam Khetan | PAN: AKYPK 4968R DIN: 07003 797 | Chairman/ Executive Director | 21-03-2017 | | | NA | 26-01-1984 | 1 | NIL | NIL | NIL |

| | | | | | | | | | | | | |
|---|------------------|--|--|--------------------------------------|----------------|---|------------------------|--------------------------------|---|------------------------------|---|-----|
| Mrs. | Uma Sharma | PAN: BCYPS 1321K DIN: 06862 354 | Non- Executive Non- Indepen dent Director | 06-05- 2014 | | | NA | 16-09- 1956 | 1 | NIL | 2 | NIL |
| Mr. | Udit Agarwal | PAN: APVPA 4518F DIN: 07036 864 | Non- Executive Indepen dent Director | 06-12- 2014 | 06-12- 2019 | | 82 Months Approx | 15-11- 1987 | 3 | 3 | 1 | 1 |
| Mrs. | Nishi Agrawal | PAN: AKBPA 5026D DIN: 08441 260 | Non- Executive Indepen dent Director | 19-06- 2019 | | | 28 Months Approx | 10-05- 1986 | 2 | 2 | 2 | 1 |
| Whether Regular Chairperson appointed | | | | | | | | YES | | | | |
| Whether Chairperson is related to Managing Director or CEO | | | | | | | | NO | | | | |
| <p>\$PAN number of any director would not be displayed on the website of Stock Exchange & 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 * 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.</p> | | | | | | | | | | | | |
| II. Composition of Committees | | | | | | | | | | | | |
| Name of Committee | | Whether Regular Chairperson appointed | | Name of Committee members | | Category (Chairperson/Executive/ Non- Executive/Independent/ Nominee) \$ | | Date of Appointment | | Date of Cessation | | |
| 1. Audit Committee | | Yes | | Nishi Agrawal | | Independent (Chairperson) | | 19-06-2019 | | | | |
| | | | | Uma Sharma | | Non-Executive (Member) | | 19-06-2019 | | | | |

| | | | | | |
|---|--|---|---|---|---|
| | | Udit Agarwal | Independent (Member) | 06-12-2014 | |
| 2. Nomination & Remuneration Committee | Yes | Udit Agarwal | Independent (Chairperson) | 06-12-2014 | |
| | | Nishi Agrawal | Independent (Member) | 19-06-2019 | |
| | | Uma Sharma | Non-Executive (Member) | 19-06-2019 | |
| 3. Risk Management Committee (if applicable) | N.A. | N.A. | N.A. | N.A. | |
| 4. Stakeholders Relationship Committee' | Yes | Udit Agarwal | Independent (Chairperson) | 06-12-2014 | |
| | | Nishi Agrawal | Independent (Member) | 19-06-2019 | |
| | | Uma Sharma | Non-Executive (Member) | 19-06-2019 | |
| &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 | | | | | |
| <i>Date(s) of Meeting (if any) in the previous quarter</i> | <i>Date(s) of Meeting (if any) in the relevant quarter</i> | <i>Whether requirement of Quorum met*</i> | <i>Number of Directors present (relevant quarter)</i> | <i>Number of Independent Directors present (relevant quarter)</i> | <i>Maximum gap between any two consecutive meetings (in number of days)</i> |
| 16-04-2021 | - | Yes | 4 | 2 | - |
| - | 22-07-2021 | Yes | 4 | 2 | 96 days |
| * To be filled in only for the current quarter meetings | | | | | |
| IV. Meeting of Committees | | | | | |
| (a) Audit Committee | | | | | |
| <i>Date(s) of meeting of the committee in the relevant quarter</i> | <i>Whether requirement of Quorum met*</i> | <i>Number of Directors present (relevant quarter)</i> | <i>Number of Independent Directors present (relevant quarter)</i> | <i>Date(s) of Meeting (if any) in the previous quarter</i> | <i>Maximum gap between any two consecutive meetings (in</i> |

| | | | | | |
|------------|-----|---|---|------------|-------------------------|
| | | | | | <i>number of days*)</i> |
| - | Yes | 3 | 2 | 16-04-2021 | - |
| 22-07-2021 | Yes | 3 | 2 | - | 96 days |

(b) Stakeholders Relationship Committee

| <i>Date(s) of meeting of the committee in the relevant quarter</i> | <i>Whether requirement of Quorum (details) met</i> | <i>Number of Directors present (relevant quarter)</i> | <i>Number of Independent Directors present (relevant quarter)</i> | <i>Date(s) of meeting of the committee in the previous quarter</i> | <i>Maximum gap between any two consecutive meetings in number of days*</i> |
|--|--|---|---|--|--|
| Nil | Nil | Nil | Nil | Nil | Nil |

(c) Nomination and Remuneration Committee

| <i>Date(s) of meeting of the committee in the relevant quarter</i> | <i>Whether requirement of Quorum (details) met</i> | <i>Number of Directors present (relevant quarter)</i> | <i>Number of Independent Directors present (relevant quarter)</i> | <i>Date(s) of meeting of the committee in the previous quarter</i> | <i>Maximum gap between any two consecutive meetings in number of days*</i> |
|--|--|---|---|--|--|
| Nil | Nil | Nil | Nil | Nil | Nil |

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

V. Related Party Transactions

| <i>Subject</i> | <i>Compliance status (Yes/No/NA) refer note below</i> |
|--|---|
| Whether prior approval of audit committee obtained | Yes |
| Whether shareholder approval obtained for material RPT | N.A. |
| Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee | N.A. |

Note

1 In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A. 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 words "N.A." may be indicated.

2 If status is "No" details of non-compliance may be given here.

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 1000 listed entities) - **N.A.**
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. This report and/or the report submitted in the previous quarter has been placed before Board of Directors - **Yes**

For AAR COMMERCIAL COMPANY LIMITED

Anupam Khetan
Whole-time Director
DIN: 07003797
20.10.2021

ANNEXURE III

| I AFFIRMATIONS | | |
|--|--------------------------------------|---|
| Broad heading | Regulation Number | Compliance status (Yes/No/NA) refer note below |
| Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website | 46(2) | Yes |
| Presence of Chairperson of Audit Committee at the Annual General Meeting | 18(1)(d) | Yes |
| Presence of Chairperson of the Nomination and Remuneration Committee at the Annual General Meeting | 19(3) | Yes |
| Presence of Chairperson of the Stakeholder Relationship Committee at the Annual General Meeting | 20(3) | Yes |
| Whether "Corporate Governance Report" disclosed in Annual Report | 34(3) read with para C of Schedule V | Yes |
| Note 1. In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A. 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 words "N.A." may be indicated. 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. | | |
| For AAR COMMERCIAL COMPANY LIMITED Anupam Khetan Whole-time Director DIN: 07003797 20.10.2021 | | |

ANNEXURE – IV

| Additional Half Yearly Disclosure | | | |
|---|--|---|--|
| Applicability of disclosure | Not Applicable | | |
| Reasons for Non Applicability | The Company has not availed nor provided any loans, guarantees, comfort letters and securities directly or indirectly during the half year ended 30 th September, 2021. | | |
| I. Disclosure of Loans/guarantees/comfort letters etc. | | | |
| (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 | 0 | 0 | |
| Promoter Group 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 |
| Promoter Group or any other entity controlled by them | | 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 | | | |
| Not Applicable | | | |
| 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 | NA | | NA |
| Name | Avijit Das | | |
| Designation | CFO | | |
| Place | Kolkata | | |
| Date | 20.10.2021 | | |