

| General information about company                              |                          |
|--|--------------------------|
| Scrip code   | 500337                   |
| NSE Symbol   | PRIME SECURITIES LIMITED |
| MSEI Symbol  |                          |
| ISIN   | INE032B01021             |
| Name of the entity   | PRIME SECURITIES LIMITED |
| Date of start of financial year                                | 01-04-2019               |
| Date of end of financial year                                  | 31-03-2020               |
| Reporting Quarter  | Half Yearly              |
| Date of Report   | 30-09-2019               |
| Risk management committee                                      | Not Applicable           |
| Market Capitalisation as per immediate previous Financial Year | Top 2000 listed entities |

## 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                          |          |                                      |                         |                         |               |                             |                        |                   | No                             |  |   |   |  |
| PAN  | DIN      | Category 1 of directors              | Category 2 of directors | Category 3 of directors | Date of Birth | 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) |
| ABAPD7732R   | 01445030 | Non-Executive - Independent Director | Chairperson             |                         | 25-08-1948    | 29-01-2004                  | 01-03-2015             |                   | 60                             | 2  | 2   | 2   | 1  |
| AADPN1741L   | 00046048 | Executive Director                   | Not Applicable          | MD                      | 31-12-1960    | 12-02-2011                  | 12-02-2016             |                   | 60                             | 1  | 0   | 0   | 0  |
| AAEPP5300N   | 06796621 | Non-Executive - Independent Director | Not Applicable          |                         | 22-01-1963    | 27-03-2015                  | 27-03-2015             |                   | 60                             | 4  | 4   | 5   | 0  |
| AALPS0639Q   | 03096740 | Executive Director                   | Not Applicable          |                         | 07-08-1959    | 25-01-2011                  | 01-03-2015             |                   | 60                             | 1  | 0   | 1   | 0  |

| 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 | 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) |
| 5  | Ms              | Smita Affinwalla     | AAAPA8215F | 07106628 | Non-Executive - Independent Director     | Not Applicable          |                         | 04-11-1962    | 14-02-2019                  | 14-02-2019             |                   | 60                             | 1  | 1   | 3   | 1  |
| 6  | Ms              | Namrata Kaul         | ABCPK7626D | 00994532 | Non-Executive - Independent Director     | Not Applicable          |                         | 15-03-1964    | 14-02-2019                  | 14-02-2019             |                   | 60                             | 1  | 1   | 2   | 0  |
| 7  | Mr              | Akshay Gupta         | ACRPG3469L | 01272080 | Non-Executive - Non Independent Director | Not Applicable          |                         | 17-10-1974    | 14-08-2019                  | 14-08-2019             |                   | 60                             | 1  | 0   | 0   | 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   | 01445030   | Pradip Dubhashi           | Non-Executive - Independent Director | Chairperson             | 01-03-2015          |                   |         |
| 2   | 00994532   | Namrata Kaul              | Non-Executive - Independent Director | Member                  | 14-02-2019          |                   |         |
| 3   | 07106628   | Smita Affinwalla          | Non-Executive - Independent Director | Member                  | 14-02-2019          |                   |         |
| 4   | 06796621   | Alpana Parida             | Non-Executive - Independent Director | Member                  | 27-03-2015          |                   |         |
| 5   | 03096740   | S. R. Sharma              | Executive Director                   | Member                  | 01-03-2015          |                   |         |

| 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   | 07106628   | Smita Affinwalla          | Non-Executive - Independent Director | Member                  | 14-02-2019          |                   |         |
| 2   | 06796621   | Alpana Parida             | Non-Executive - Independent Director | Chairperson             | 27-03-2015          |                   |         |
| 3   | 00994532   | Namrata Kaul              | Non-Executive - Independent Director | Member                  | 14-08-2019          |                   |         |
| 4   | 01445030   | Pradip Dubhashi           | Non-Executive - Independent Director | Member                  | 01-03-2015          | 14-08-2019        |         |

| 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   | 07106628   | Smita Affinwalla          | Non-Executive - Independent Director | Chairperson             | 14-02-2019          |                   |         |
| 2   | 06796621   | Alpana Parida             | Non-Executive - Independent Director | Member                  | 27-03-2015          |                   |         |
| 3   | 00994532   | Namrata Kaul              | Non-Executive - Independent Director | Member                  | 14-02-2019          |                   |         |

| Risk Management Committee                                       |               |                              |                            |                            |                        |                      |         |
|---|---------------|------------------------------|----------------------------|----------------------------|------------------------|----------------------|---------|
| Whether the Risk Management Committee has a Regular Chairperson |               |                              |                            |                            |                        |                      |         |
| Sr  | DIN<br>Number | Name of Committee<br>members | Category 1 of<br>directors | Category 2 of<br>directors | Date of<br>Appointment | Date of<br>Cessation | Remarks |

| Corporate Social Responsibility Committee                                       |            |                           |                                      |                         |                     |                   |         |
|---|------------|---------------------------|--------------------------------------|-------------------------|---------------------|-------------------|---------|
| Whether the Corporate Social Responsibility 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   | 00994532   | Namrata Kaul              | Non-Executive - Independent Director | Chairperson             | 14-02-2019          |                   |         |
| 2   | 01445030   | Pradip Dubhashi           | Non-Executive - Independent Director | Member                  | 01-03-2015          |                   |         |
| 3   | 00046048   | N. Jayakumar              | Executive Director                   | Member                  | 12-02-2016          |                   |         |



| 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  | 18-05-2019  |  |   |                              | Yes  | 6                            | 4   |
| 2  |   | 14-08-2019   | 87  |                              | Yes  | 6                            | 4   |

| 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   | 18-05-2019  |   |                         |                               | Yes  | 4                            | 4   |
| 2  | Audit Committee   | 14-08-2019  | 87  |                         |                               | Yes  | 4                            | 4   |

| Annexure 1                    |  |                                  |  |
|-------------------------------|--|----------------------------------|--|
| V. Related Party Transactions |  |                                  |  |
| Sr                            | Subject  | Compliance status<br>(Yes/No/NA) | If status is “No” 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) | Yes                        |
| 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 | AJAY SHAH                                |
| 2          | Designation       | Company Secretary and Compliance Officer |

| <b>Annexure III</b>                  |  |                                      |                               |  |
|--------------------------------------|--|--------------------------------------|-------------------------------|--|
| <b>III. Affirmations</b>             |  |                                      |                               |  |
| Sr                                   | Particulars  | Regulation Number                    | Compliance status (Yes/No/NA) | If status is "No" details of non-compliance may be given here. |
| 1                                    | 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                           |  |
| 2                                    | Presence of Chairperson of Audit Committee at the Annual General Meeting   | 18(1)(d)                             | Yes                           |  |
| 3                                    | Presence of Chairperson of the nomination and remuneration committee at the annual general meeting   | 19(3)                                | Yes                           |  |
| 4                                    | Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting  | 20(3)                                | No                            | Unable to attend due to other prior commitment                 |
| 5                                    | Whether "Corporate Governance Report" disclosed in Annual Report   | 34(3) read with para C of Schedule V | Yes                           |  |
| Any other information to be provided |  |                                      |                               |  |

| Annexure III |                   |  |
|--------------|-------------------|--|
| 1            | Name of signatory | AJAY SHAH                                |
| 2            | Designation       | Company Secretary and Compliance Officer |



| Signatory Details     |  |
|-----------------------|--|
| Name of signatory     | AJAY SHAH                                |
| Designation of person | Company Secretary and Compliance Officer |
| Place                 | MUMBAI                                   |
| Date                  | 11-10-2019                               |

