

**General information about company**

Scrip code	523242
NSE Symbol	
MSEI Symbol	
ISIN	INE006F01018
Name of the entity	NB FOOTWEAR LIMITED
Date of start of financial year	01-04-2021
Date of end of financial year	31-03-2022
Reporting Quarter	Half Yearly
Date of Report	30-09-2021
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													Textual Information(1)							
Whether the listed entity has a Regular Chairperson													Yes							
Whether Chairperson is related to MD or CEO													No							
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 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	Rajen Kapil Desai	AFFPR5737K	00382740	Non-Executive - Non Independent Director	Not Applicable		29-09-1949	NA		22-03-1996				1	0	2	1		
2	Mr	Kannan Adhikesavan Yadav	AAAPY0776B	00249225	Executive Director	Not Applicable	CEO-MD	24-05-1963	NA		22-03-1996	01-04-2019		36	1	0	0	0		
3	Mrs	Krishnaveni Yadav	AAAPY1171A	00249260	Non-Executive - Non Independent Director	Not Applicable		22-08-1966	NA		29-05-2015				1	0	0	0		
4	Mrs	Bina Sanjeev Shah	AADPD1642A	00349612	Non-Executive - Independent Director	Chairperson	Shareholder Director	23-03-1969	NA		11-08-2021			60	2	2	4	4		

## I. Composition of Board of Directors

### Disclosure of notes on composition of board of directors explanatory

#### Whether 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	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
5	Mr	Neerav Bharat Merchant	AIVPM4720G	00222393	Non-Executive - Independent Director	Not Applicable	Shareholder Director	12-03-1985	NA		11-08-2021			60	2	2	4	0	
6	Mr	Subramaniam Krishnan	AAEPK9856G	00583985	Executive Director	Not Applicable		02-09-1962	NA		17-10-1998				1	0	1	0	
7	Mr	Sudhkar Mahabal Shetty	AAFPS3979P	00249448	Non-Executive - Independent Director	Not Applicable	Shareholder Director	04-12-1957	NA		22-03-1996	01-04-2019	11-08-2021	60	1	1	2	1	
8	Mr	Somnath Kashinath Wani	AAGPW6776K	00292071	Non-Executive - Independent Director	Not Applicable	Shareholder Director	03-05-1959	NA		29-06-2019		11-08-2021	60	1	1	1	1	

**Text Block**

Textual Information(1)

The Board of Directors is duly constituted. As at the close of quarter company was having Six directors on its Board. There are 2 Promoter Director out of that one is Executive Director, 2 Non-Executive Independent Directors, One Non-Executive Non Independent Director and One Executive Director.

Mrs. Bina Sanjeev Shah (DIN- 00349612) and Mr. Neerav Bharat Merchant (DIN- 00222393) was appointed additional director and independent director by the board in its meeting held on 11.08.2021 for five years, subject to approval of shareholders. Shareholders approved their appointment at 33rd Annual General Meeting of the Company held on 28.09.2021.

Mr. Sudhakar Mahabal Shetty (DIN- 00249448) and Mr. Somnath Kashinath Wani (DIN- 00292071) resign from the office of director, citing personal reasons. Their resignations were accepted by the Board with effect from 11.08.2021.

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	00349612	Bina Sanjeev Shah	Non-Executive - Independent Director	Chairperson	11-08-2021		
2	00222393	Neerav Bharat Merchant	Non-Executive - Independent Director	Member	11-08-2021		
3	00382740	Rajen Kapil Desai	Non-Executive - Non Independent Director	Member	28-09-2018		
4	00249448	Sudhkar Mahabal Shetty	Non-Executive - Independent Director	Member	30-09-2016	11-08-2021	
5	00292071	Somnath Kadhinath Wani	Non-Executive - Independent Director	Chairperson	29-06-2019	11-08-2021	

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	00222393	Neerav Bharat Merchant	Non-Executive - Independent Director	Chairperson	11-08-2021		
2	00349612	Bina Sanjeev Shah	Non-Executive - Independent Director	Member	11-08-2021		
3	00382740	Rajen Kapil Desai	Non-Executive - Non Independent Director	Member	28-09-2018		
4	00249448	Sudhkar Mahabal Shetty	Non-Executive - Independent Director	Chairperson	30-09-2016	11-08-2021	
5	00292071	Somnath Kadhinath Wani	Non-Executive - Independent Director	Member	29-06-2019	11-08-2021	

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	00349612	Bina Sanjeev Shah	Non-Executive - Independent Director	Chairperson	11-08-2021		
2	00583985	Subramaniam Krishnan	Executive Director	Member	29-06-2019		
3	00382740	Rajen Kapil Desai	Non-Executive - Non Independent Director	Member	28-09-2018		
4	00249448	Sudhkar Mahabal Shetty	Non-Executive - Independent Director	Chairperson	30-09-2016	11-08-2021	

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





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* (other than Independent Director)	No. of Independent Directors attending the meeting*
1	04-06-2021				Yes	5	2
2		11-08-2021	67		Yes	5	2

**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* (other than Independent Director)	No. of Independent Directors attending the meeting*
1	Audit Committee	04-06-2021				Yes	3	2
2	Audit Committee	11-08-2021	67			Yes	3	2
3	Nomination and remuneration committee	11-08-2021				Yes	3	2

**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	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	
Disclosure of notes on related party transactions			Textual Information(1)

**Text Block**

Textual Information(1)

Company has not entered into any related party transaction. In view thereof no approval was required.

**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)	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

**Annexure 1**

Sr	Subject	Compliance status
1	Name of signatory	Kannan A Yadav
2	Designation	Managing Director



**Text Block**

**Annexure III****III. Affirmations**

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)	Yes	
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			Textual Information(1)

**Text Block**

Textual Information(1)	<p>Copy of the annual report including balance sheet, profit and loss account, directors report and corporate governance report has been placed at the website of Company. Business responsibility report is not applicable to the Company.</p> <p>The chairman of Nomination and Remuneration Committee was not present at AGM, he was represented by the chairperson of Audit Committee.</p>
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**Annexure III**

1	Name of signatory	Kannan A Yadav
2	Designation	Managing Director

<b>Additional Half yearly Disclosure</b>		
Applicability of disclosure	Not Applicable	
Reason for Non Applicability	Textual Information(1)	

**Signatory Details**

Name of signatory	Kannan A Yadv
Designation of person	Managing Director
Place	Mumbai
Date	13-10-2021