

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	01-04-2022
Date of end of financial year	31-03-2023
Reporting Quarter	Half Yearly
Date of Report	30-09-2022
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	Disqualification of Directors under section 164 of the Companies Act, 2013																
Whether Chairperson related to Promoter								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 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	Mrs	BINA SANJEEV SHAH	AADPD1642A	00349612	Non-Executive - Independent Director	Chairperson	Shareholder Director	23-03-1969	No				Active	NA		11-08-2021			60	2	2	4	4		
2	Mr	NEERAV BHARAT MERCHANT	AIVPM4720G	00222393	Non-Executive - Independent Director	Not Applicable	Shareholder Director	12-03-1985	No				Active	NA		11-08-2021			60	2	2	3	0		
3	Mr	RAJEN KAPIL DESAI	AFFPR5737K	00382740	Non-Executive - Non Independent Director	Not Applicable		29-09-1949	No				Active	NA		22-03-1996				1	0	2	0		
4	Mr	KANNAN ADHIKESAVAN YADAV	AAAPY0776B	00249225	Executive Director	Not Applicable	CEO-MD	24-05-1963	No				Active	NA		22-03-1996	01-04-2022		36	1	0	0	0		

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 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
5	Mrs	KRISHNAVENI KANNAN YADAV	AAAPY1171A	00249260	Non-Executive - Non Independent Director	Not Applicable		22-08-1966	No				Active	NA		29-05-2015				1	0	0	0		
6	Mr	SUBRAMANIAN KRISHNAN	AAEPK9856G	00583985	Executive Director	Not Applicable		02-09-1962	No				Active	NA		17-10-1998				1	0	1	0		

Text Block

Textual Information(1)

The Board of Directors of the Company is duly constituted

The Company is having 6 directors on its Board. 2 are Executive Director, 2 are non-executive non-independent director and 2 are Independent Director, including two women directors out of that one is independent director.

Non-executive independent director being the chairpeson of the Board, one third of the board comprized of independent directors.

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

Annexure 1 Text Block

Textual Information(1)

All Committees have been constituted in compliance of the provisions of the SEBI Listing Regulations and the Companies Act, 2013

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		

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		

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	00382740	RAJEN KAPIL DESAI	Non-Executive - Non Independent Director	Member	28-09-2018		
3	00583985	SUBRAMANIAN KRISHNAN	Executive Director	Member	29-06-2019		

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)	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	28-04-2022				Yes	6	6	2
2		30-07-2022	92		Yes	6	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)	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	Audit Committee	28-04-2022				Yes	3	3	2	0
2	Audit Committee	30-07-2022	92			Yes	3	3	2	0
3	Nomination and remuneration committee	30-07-2022			Pursuant to SEBI Listing Regulations at least one meeting of Nomination and Remuneration Committee is required to be held in a financial year. Accordingly provision of maximum gap between two meeting of the said committee not applicable.	Yes	3	3	2	0

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)

During the quarter company has not entered into any related party transaction

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 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

Annexure 1

Sr	Subject	Compliance status
1	Name of signatory	S Krishnan
2	Designation	Company Secretary and Compliance Officer

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)

Company is not required to prepare and submit business responsibility report. Accordingly the said report is not included in the annula report of the Company

Annexure III

Annexure III		
1	Name of signatory	S Krishnan
2	Designation	Company Secretary and Compliance Officer

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

Signatory Details

Name of signatory	S Krishnan
Designation of person	Company Secretary and Compliance Officer
Place	Chennai
Date	18-10-2022