

### General information about company

Scrip code	531449
NSE Symbol	
MSEI Symbol	
ISIN	INE192H01012
Name of the entity	GRM OVERSEAS LIMITED
Date of start of financial year	01-04-2019
Date of end of financial year	31-03-2020
Reporting Quarter	Quarterly
Date of Report	31-12-2019
Risk management committee	Not Applicable
Market Capitalisation as per immediate previous Financial Year	Any other

## COMPOSITION OF BOARD OF DIRECTOR

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category of directors	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)
1	Mr	VISHNU BHAGWAN	AANPB0074A	00605506	Non-Executive - Independent Director	Yes	30-09-2019	29-03-2019			9	1	1	0	0
2	Mr	HUKAM CHAND GARG	AAIPG2662C	00673276	Non-Executive - Non Independent Director	Yes	29-09-2018	03-01-1995				1	0	0	0
3	Mr	NIPUN JAIN	ABIPJ4068J	01075283	Non-Executive - Non Independent Director	NA		14-08-2018				1	0	0	0

4	Mr	ATUL GARG	ACXPG9200H	02380612	Executive Director	NA		14-02-2011				1	0	0	0
5	Mrs	MAMTA GARG	AFTPS6072A	05110727	Executive Director	NA		14-08-2019				1	0	0	0
6	Mrs	KIRAN DUA	AJVPD8160A	06951055	Non- Executive - Independent Director	NA		20-08-2014	20-08-2019		4	1	1	2	0
7	Mr	RAJ KUMAR GARG	ABSPG9297N	08213680	Non- Executive - Independent Director	NA		29-09-2018			15	1	1	2	2
8	Mr	GAUTAM GUPTA	AAUPG5339G	08519079	Non- Executive - Independent Director	NA		14-08-2019			5	1	1	2	0

<i>Audit Committee Details</i>							
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	08213680	RAJ KUMAR GARG	Non-Executive - Independent Director	Chairperson	14-11-2018		
2	06951055	KIRAN DUA	Non-Executive - Independent Director	Member	30-09-2014		
3	08519079	GAUTAM GUPTA	Non-Executive - Independent Director	Member	14-08-2019		

<i>Nomination and remuneration committee</i>							
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	08213680	RAJ KUMAR GARG	Non-Executive - Independent Director	Chairperson	14-11-2018		
2	06951055	KIRAN DUA	Non-Executive - Independent Director	Member	30-09-2014		
3	08519079	GAUTAM GUPTA	Non-Executive - Independent Director	Member	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	08213680	RAJ KUMAR GARG	Non-Executive - Independent Director	Chairperson	14-11-2018		
2	06951055	KIRAN DUA	Non-Executive - Independent Director	Member	30-09-2014		
3	08519079	GAUTAM GUPTA	Non-Executive - Independent Director	Member	14-08-2019		

*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	00673276	HUKAM CHAND GARG	Non-Executive - Non Independent Director	Chairperson	05-01-2015		
2	02380612	ATUL GARG	Executive Director	Member	05-01-2015		
3	06951055	KIRAN DUA	Non-Executive - Independent Director	Member	05-01-2015		

*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	14-08-2019				Yes	9	5
2	31-08-2019		16		Yes	8	4
3	23-09-2019		22		Yes	8	4
4		14-11-2019	51		Yes	8	4

*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	14-08-2019				Yes	3	3
2	Audit Committee	14-11-2019	91			Yes	3	3

3	Nomination and remuneration committee	14-08-2019				Yes	3	3
4	Stakeholders Relationship Committee	02-12-2019	109			Yes	3	3

<i>V. Related Party Transactions</i>			
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	NA	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	

<i>VI. Affirmations</i>		
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	Balveer Singh
2	Designation	Company Secretary and Compliance Officer

### Signatory Details

Name of signatory	Balveer Singh
Designation of person	Company Secretary and Compliance Officer
Place	Delhi
Date	14-01-2020