

General information about company									
Script code	538607								
MSEI Symbol	TOYAMSL								
ISIN	INE457P01020								
Name of the entity	Toyam Sports Limited								
Date of start of financial year	01-04-2022								
Date of end of financial year	31-03-2023								
Reporting Quarter	Yearly								
Date of Report	31-03-2023								
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

Disclosures of notes on composition of board of directors explanatory																					
Whether the listed entity has a Regular Chairperson																					
Whether Chairperson is related to MD or CEO																					
Disqualification of Directors under section 164 of the Companies Act, 2013																					
Sr	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 Directorships in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No. of Independent Directorships 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 30(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	AASPY479R	09628361	Executive Director	Not Applicable		24-04-1973	No				Active	NA		28-04-2017			71	0	0	0	0
2	MGPP8740J	01976253	Executive Director	Chairperson	MD	12-06-1980	No				Active	NA		28-04-2017	30-09-2021		18	1	0	2	0
3	ESZ25803G	09084757	Executive Director	Not Applicable		24-05-1994	No				Active	NA		01-03-2021			25	1	0	0	0
4	ACPM4151D	02262964	Non-Executive - Independent Director	Not Applicable		25-08-1963	No				Active	NA		18-10-2021	30-09-2022		18	2	2	0	0

I. Composition of Board of Directors

Disclosures of notes on composition of board of directors explanatory

Whether the listed entity has a Regular Chairperson

Sr	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 Directorships in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No. of Independent Directorships 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 30(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	AIVP83170R	08488641	Non-Executive - Independent Director	Not Applicable		05-06-1983	No				Active	NA		21-06-2019			45	1	1	2	0
2	ALDPS408Q	09583028	Non-Executive - Independent Director	Not Applicable		12-10-1971	No				Active	NA		18-01-2023			3	0	1	1	0

Audit Committee Details

Whether the Audit 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		
1	02262964	SHEKHAR MENNON	Non-Executive - Independent Director	Chairperson	18-01-2023				
2	08488641	VAISHALI RATHOD	Non-Executive - Independent Director	Member	21-06-2019				
3	01976253	MOHAMED ALI BUDHWANI	Executive Director	Member	28-04-2017				

Nomination and remuneration committee

Whether the Nomination and remuneration 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		
1	08488641	VAISHALI RATHOD	Non-Executive - Independent Director	Member	21-06-2019				
2	02262964	SHEKHAR MENNON	Non-Executive - Independent Director	Chairperson	09-03-2022				
3	09838204	PURVESH SHEELATKAR	Non-Executive - Independent Director	Member	18-01-2023				

Stakeholders Relationship Committee

Whether the Stakeholders Relationship 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		
1	08488641	VAISHALI RATHOD	Non-Executive - Independent Director	Chairperson	21-06-2019				
2	01976253	MOHAMED ALI BUDHWANI	Executive Director	Member	28-04-2017				
3	02262964	SHEKHAR MENNON	Non-Executive - Independent Director	Member	14-11-2022				

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		

Corporate Social Responsibility Committee

Whether the Corporate Social Responsibility 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
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Annexure I

III. Meeting of Board of Directors

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	14-11-2022				Yes	6	5	2
2	03-12-2022		18		Yes	5	5	2
3	21-12-2022		17		Yes	5	4	2
4		02-01-2023	11		Yes	5	4	2
5		18-01-2023	15		Yes	6	5	2
6		13-03-2023	53		Yes	6	5	2

Annexure I

IV. Meeting of Committees

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 in the Committee as on date of the meeting	Number of Directors Present (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	14-11-2022				Yes	3	3	3	2
2	Audit Committee	02-12-2022	17			Yes	3	3	3	2
3	Audit Committee	18-01-2023	46			Yes	3	3	3	2
4	Nomination and remuneration committee	14-11-2022				Yes	3	3	3	2
5	Nomination and remuneration committee	18-01-2023	64			Yes	3	3	3	2
6	Stakeholders Relationship Committee	14-11-2022				Yes	3	3	3	2

Annexure I

IV. Meeting of Committees

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 in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
7	Stakeholders Relationship Committee	03-12-2022	18			Yes	3	3	3	2
8	Stakeholders Relationship Committee	18-01-2023	45			Yes	3	3	3	2

Annexure I

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	Yes	
2	Whether shareholder approval obtained for material RPT	Yes	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	

Annexure I

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) Regulation, 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 listed 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 I

Signature

Sr	Subject	Compliance status
1	Name of signatory	Abhishek Pokharna
2	Designation	Company Secretary and Compliance Officer

Annexure II

Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)

I. Disclosure on website in terms of Listing Regulations

Sr	Item	Compliance status (Yes/No/NA)	If status is No/Details of non-compliance may be given here.	Web address
1	Details of business	Yes		https://toyamportsltd.com/
2	Terms and conditions of appointment of independent directors	Yes		https://toyamportsltd.com/
3	Composition of various committees of board of directors	Yes		https://toyamportsltd.com/
4	Code of conduct of board of directors and senior management personnel	Yes		https://toyamportsltd.com/
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		https://toyamportsltd.com/
6	Criteria of making payments to non-executive directors	Yes		https://toyamportsltd.com/
7	Policy on dealing with related party transactions	Yes		https://toyamportsltd.com/
8	Policy for determining materiality of subsidiaries	Yes		https://toyamportsltd.com/
9	Details of familiarization programmes imparted to independent directors	Yes		https://toyamportsltd.com/

Annexure II

Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)

I. Disclosure on website in terms of Listing Regulations

Sr	Item	Compliance status (Yes/No/NA)	If status is No/Details of non-compliance may be given here.	Web address
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		https://toyamportsltd.com/
11	email address for grievance redressal and other relevant details	Yes		https://toyamportsltd.com/
12	Financial results	Yes		https://toyamportsltd.com/
13	Shareholding pattern	Yes		https://toyamportsltd.com/
14	Details of agreements entered into with the investor companies and/or their associates	Yes		https://toyamportsltd.com/
15	Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or institutional investors simultaneously with submission to stock exchange	Yes		https://toyamportsltd.com/
16	New name and the old name of the listed entity	Yes		https://toyamportsltd.com/
17	Advertisements as per regulation 47 (1)	Yes		https://toyamportsltd.com/
18	Credit rating or revision in credit rating obtained	NA		
19	Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	Yes		https://toyamportsltd.com/
20	Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes		https://toyamportsltd.com/
21	Materiality Policy as per Regulation 30	Yes		https://toyamportsltd.com/
22	Dividend Distribution Policy as per Regulation 43A (as applicable)	NA		
23	It is certified that these contents on the website of the listed entity are correct	Yes		https://toyamportsltd.com/

Annexure II

II. Annual Affirmations

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is No/Details of non-compliance may be given here.
1	Independent director(s) have been appointed in terms of specified criteria of independence and eligibility	16(1)(b) & 25(6)	Yes	
2	Board composition	17(1), 17(1A) & 17(1B)	Yes	
3	Meeting of Board of directors	17(2)	Yes	
4	Quorum of Board meeting	17(2A)	Yes	
5	Review of Compliance Reports	17(3)	Yes	
6	Plans for orderly succession for appointments	17(4)	Yes	
7	Code of Conduct	17(5)	Yes	
8	Fees/compensation	17(6)	Yes	
9	Minimum Information	17(7)	Yes	
10	Compliance Certificate	17(8)	Yes	

Annexure II

II. Annual Affirmations

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is No/Details of non-compliance may be given here.
11	Risk Assessment & Management	17(9)	Yes	
12	Performance Evaluation of Independent Directors	17(10)	Yes	
13	Recommendation of Board	17(11)	Yes	
14	Maximum number of Directorships	17A	Yes	
15	Composition of Audit Committee	18(1)	Yes	
16	Meeting of Audit Committee	18(2)	Yes	
17	Composition of nomination & remuneration committee	19(1) & (2)	Yes	
18	Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes	
19	Meeting of Nomination and Remuneration Committee	19(3A)	Yes	
20	Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	Yes	

Annexure II

II. Annual Affirmations

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is No/Details of non-compliance may be given here.
21	Meeting of Stakeholders Relationship Committee	20(3A)	NA	
22	Composition and role of risk management committee	21(1),(2),(3),(4)	Yes	
23	Meeting of Risk Management Committee	21(3A)	NA	
24	Vigil Mechanism	22	Yes	
25	Policy for related party Transaction	23(1),(1A),(5),(6),(7) & (8)	Yes	
26	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
27	Approval for material related party transactions	23(4)	Yes	
28	Disclosure of related party transactions on consolidated basis	23(9)	Yes	
29	Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA	
30	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	Yes	

Annexure II

II. Annual Affirmations

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is No/Details of non-compliance may be given here.
31	Annual Secretarial Compliance Report	24(A)	Yes	
32	Alternate Director to Independent Director	25(1)	Yes	
33	Maximum Tenure	25(2)	Yes	
34				