

Annexure 1
I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory

Ms. Anita Ramachandran & Ms. Alpana Parida were appointed as Directors of the Company on October 12, 2015 and September 28, 2015, respectively. On the applicability of the Companies Act, 2013, they were appointed as Independent Directors from July 15, 2021. Hence, their initial date of Appointment has been disclosed as July 15, 2021 and the their tenure has been calculated from July 15, 2021.

Whether the listed entity has a Regular Chairperson

Yes

Whether Chairperson is related to MD or CEO

Yes

Sr	Title (Mr/Ms)	Name of the Director	DIN	Category	Disqualification of Directors under section 164 of the Companies Act, 2013					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 20(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
					Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status												
1	Ms	Falguni Sanjay Nayar	00003033	Executive Director/Chairperson related to Promoter/CEO/MD	No	-	-	-	Active	NA	-	24-04-2012	-	-	-	2	1	1	0		
2	Ms	Adwaita Sanjay Nayar	07931382	Executive Director	No	-	-	-	Active	NA	-	22-01-2018	-	-	-	1	0	1	0		
3	Mr	Anchit Nayar	08351358	Executive Director	No	-	-	-	Active	NA	-	13-08-2019	-	-	-	1	0	2	0		
4	Mr	Sanjay Omprakash Nayar	00002015	Non-Executive - Non Independent Director	No	-	-	-	Active	NA	-	09-04-2021	-	-	-	1	0	0	0		
5	Mr	Milan B Khakhar	00394065	Non-Executive - Non Independent Director	No	-	-	-	Active	NA	-	28-09-2015	-	-	-	2	0	1	0		
6	Ms	Anita Ramachandran	00118188	Non-Executive - Independent Director	No	-	-	-	Active	NA	-	15-07-2021	15-07-2021	-	29.00	5	5	10	3		
7	Ms	Alpana Parida	05796021	Non-Executive - Independent Director	No	-	-	-	Active	NA	-	15-07-2021	15-07-2021	-	29.00	3	3	4	1		
8	Mr	Millind Shripad Sarwate	00109854	Non-Executive - Independent Director	No	-	-	-	Active	NA	-	15-07-2021	15-07-2021	-	29.00	5	5	9	4		
9	Mr	Seshashayee Sridhara	09247044	Non-Executive - Independent Director	No	-	-	-	Active	NA	-	26-07-2021	26-07-2021	-	29.00	1	1	2	1		Mr. Seshashayee Sridhara is a Foreign Director and hence does not have a Permanent Account Number (PAN).
10	Mr	Pradeep Parameswaran	07206780	Non-Executive - Independent Director	No	-	-	-	Active	NA	-	15-07-2021	15-07-2021	-	29.00	1	1	0	0		

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III. Composition of Committees

Disclosure of notes on composition of committees explanatory		-										
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	00109854	Millind Shripad Sarwate	Non-Executive - Independent Director	Chairperson	26-07-2021	-	-					
2	00118188	Anita Ramachandran	Non-Executive - Independent Director	Member	04-06-2019	-	-					
3	08351358	Anchit Nayar	Executive Director	Member	05-11-2020	-	-					
4	09247644	Seshashayee Sridhara	Non-Executive - Independent Director	Member	30-07-2021	-	-					
5	06796621	Alpana Parida	Non-Executive - Independent Director	Member	06-02-2019	06-11-2023	-					
6	00394065	Milan B Khakhar	Non-Executive - Non Independent Director	Member	26-07-2021	06-11-2023	-					

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	00118188	Anita Ramachandran	Non-Executive - Independent Director	Chairperson	21-09-2016	-	-
2	00394065	Milan B Khakhar	Non-Executive - Non Independent Director	Member	21-09-2016	-	-
3	07206780	Pradeep Parameswaran	Non-Executive - Independent Director	Member	01-11-2022	-	-
4	06796621	Alpana Parida	Non-Executive - Independent Director	Member	30-07-2021	06-11-2023	-

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	06796621	Alpana Parida	Non-Executive - Independent Director	Chairperson	09-07-2021	06-11-2023	-
2	09247644	Seshashayee Sridhara	Non-Executive - Independent Director	Chairperson	06-11-2023	-	-
3	07931382	Adwaita Sanjay Nayar	Executive Director	Member	09-07-2021	-	-
4	08351358	Anchit Nayar	Executive Director	Member	09-07-2021	-	-

Risk Management Committee

Whether the Risk Management 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	00002615	Sanjay Omprakash Nayar	Non-Executive - Non Independent Director	Chairperson	09-07-2021	-	-
2	07206780	Pradeep Parameswaran	Non-Executive - Independent Director	Member	30-07-2021	-	-
3	99999999	Rajesh Uppalapati	Chief Technology Officer	Member	12-12-2022	-	Mr: Rajesh Uppalapati is the Chief Technology Officer and not a Director of the Company. He is a Non-Director member of the Risk Management Committee, hence DIN is not provided

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	00118188	Anita Ramachandran	Non-Executive - Independent Director	Chairperson	04-03-2021	-	-
2	07931382	Adwaita Sanjay Nayar	Executive Director	Member	04-03-2021	-	-
3	00002615	Sanjay Omprakash Nayar	Non-Executive - Non Independent Director	Member	09-07-2021	-	-

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III. Meeting Of Board Of Directors

Disclosure of notes on meeting of board of directors explanatory

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Sr	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)	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	11-08-2023	-	-	Yes	10.00	9	4
2	06-11-2023	86	-	Yes	10.00	9	4

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IV. Meeting Of Committees

Disclosure of notes on meeting of committees explanatory

The Audit Committee meeting held on November 6, 2023 was the adjourned meeting of the meeting held on November 3, 2023.

Sr	Name of Committee	Enter Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive meetings (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (details)	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	11 Aug 2023	-	-	-	Yes	6	4	2	0
2	Audit Committee	03 Nov 2023	83	-	-	Yes	6	6	4	0
3	Audit Committee	06 Nov 2023	2	-	-	Yes	6	6	4	0
4	Nomination and remuneration committee	18 Sep 2023	-	-	-	Yes	4	4	3	0
5	Nomination and remuneration committee	23 Oct 2023	34	-	-	Yes	4	4	3	0
6	Corporate Social Responsibility Committee	18 Aug 2023	-	-	-	Yes	3	3	1	0
7	Corporate Social Responsibility Committee	18 Oct 2023	60	-	-	Yes	3	3	1	0
8	Risk Management Committee	04 Jul 2023	-	-	-	Yes	2	2	1	1
9	Risk Management Committee	22 Nov 2023	140	-	-	Yes	2	2	1	0

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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	NA	-
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by audit committee	Yes	-
Disclosure of notes on related party transactions			-
Disclosure of notes of material transaction with related party			-

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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 audit committee is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015 a. Audit committee	Yes
3	The composition of the nomination and remuneration committee is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015 b. Nomination and remuneration committee	Yes
4	The composition of the stakeholders relationship committee is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015 c. Stakeholders relationship committee	Yes
5	The composition of the risk management committee is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015 d. Risk management committee (applicable to the top 1000 listed entities)	Yes
6	The committee members have been made aware of their powers, role and responsibilities as specified in of 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 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
9.	Any comments/observations/advice of Board of Directors may be mentioned here:	-

Annexure I

Sr	Subject	Compliance status
1.	Name of signatory	Sujeet Jain
2.	Designation	Company Secretary and Compliance Officer

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Annexure 2

II. Annual Affirmation

Sr	Particulars	Regulation Number	Compliance status (Yes/No)	If status is "No" details of non-compliance
Any other information to be provided				-

No Data Available

Annexure II

Name of signatory	Sujeet Jain
Designation	Company Secretary and Compliance Officer

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Annexure II

III. Affirmation

Sr.	Particulars	Compliance status (Yes/No/NA)
Any other information to be provided		-

No Data Available

Annexure II

1.	Name of signatory	Sujeet Jain
2.	Designation	Company Secretary and Compliance Officer

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
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no record found

Any other information to be provided

1	Name of signatory	Sujeet Jain
2	Designation	Company Secretary and Compliance Officer

Annexure IV
Additional Half Yearly Disclosure

I. Disclosure of Loans/ guarantees/comfort letters /securities etc.

Applicability of disclosure

Reason for Non Applicability

(A) Any loan or any other form of debt advanced by the listed entity directly or indirectly to:

Entity	Aggregate amount advanced during six months	Balance outstanding at the end of six months
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no record found

(B) Any guarantee/ comfort letter (by whatever name called) provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by:

Entity	Type (guarantee, comfort letter etc.)	Aggregate amount of issuance during six months	Balance outstanding at the end of six months(taking into account any invocation)
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no record found

(C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by:

Entity	Type of security (cash, shares etc.)	Aggregate value of security provided during six months	Balance outstanding at the end of six months
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no record found

(D) Additional Information

Affirmations

Compliance
Status

All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) or other form of debt given directly or indirectly by the listed entity to promoter(s), promoter group, director(s) (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them are in the economic interest of the company.

Name

-

Designation

-

Place

-

Date

Signatory Details:

Name of signatory	Sujeet Jain
Designation of person	Company Secretary and Compliance Officer
Place	-
Date	-