

General information about company

Scrip code	542685
NSE Symbol	DGCONTENT
MSEI Symbol	NA
ISIN	INE03JI01017
Name of the entity	DIGICONTENT LIMITED
Date of start of financial year	01-04-2019
Date of end of financial year	31-03-2020
Reporting Quarter	Half Yearly
Date of Report	30-09-2019
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																
Whether the listed entity has a Regular Chairperson											Yes					
Whether Chairperson is related to MD or CEO											No					
Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	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	N
Priyavrat Bhartia	AEAPB6177P	00020603	Non-Executive - Non Independent Director	Chairperson related to Promoter		04-10-1976	14-08-2017	14-08-2017		0	5	0	6	0		
Sharad Saxena	AQEPS2907G	02239469	Non-Executive - Non Independent Director	Not Applicable		28-07-1960	14-08-2017	14-08-2017		0	1	0	2	0		
Praveen Someshwar	ABEPS2641C	01802656	Non-Executive - Non Independent Director	Not Applicable		19-01-1967	29-03-2019	29-03-2019		0	4	0	7	1		
Vivek Mehra	AAIPM8597Q	00101328	Non-Executive - Independent Director	Not Applicable		21-04-1955	18-04-2019	18-04-2019		5	5	5	6	2		

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory

Wether 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	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 D
5	Mr	Ajay Relan	AADPR4374F	00002632	Non-Executive - Independent Director	Not Applicable		09-12-1953	18-04-2019	18-04-2019		5	5	5	9	5		
6	Ms	Suchitra Rajendra	AFYPR1839R	07962214	Non-Executive - Independent Director	Not Applicable		13-07-1968	18-04-2019	18-04-2019		5	2	2	4	0		

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	00101328	Vivek Mehra	Non-Executive - Independent Director	Chairperson	18-04-2019		
2	00002632	Ajay Relan	Non-Executive - Independent Director	Member	18-04-2019		
3	07962214	Suchitra Rajendra	Non-Executive - Independent Director	Member	18-04-2019		
4	01802656	Praveen Someshwar	Non-Executive - Non Independent Director	Member	18-04-2019		

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	00002632	Ajay Relan	Non-Executive - Independent Director	Chairperson	18-04-2019		
2	01802656	Praveen Someshwar	Non-Executive - Non Independent Director	Member	18-04-2019		
3	02239469	Sharad Saxena	Non-Executive - Non Independent Director	Member	18-04-2019		
4	07962214	Suchitra Rajendra	Non-Executive - Independent Director	Member	18-04-2019		

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	00002632	Ajay Relan	Non-Executive - Independent Director	Chairperson	18-04-2019		
2	01802656	Praveen Someshwar	Non-Executive - Non Independent Director	Member	18-04-2019		
3	02239469	Sharad Saxena	Non-Executive - Non Independent Director	Member	18-04-2019		

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*	No. of Independent Directors attending the meeting*
1	04-04-2019				Yes		
2	12-04-2019		7		Yes		
3	16-04-2019		3		Yes		
4	18-04-2019		1		Yes		
5		31-07-2019	103		Yes	5	3

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*	No. of Independent Directors attending the meeting*
1	Audit Committee	31-07-2019				Yes	4	3
2	Nomination and remuneration committee	31-07-2019				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	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	NA	

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	Vikas Prakash
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.
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)	NA	
2	Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	NA	
3	Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	NA	
4	Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	NA	
5	Whether “Corporate Governance Report” disclosed in Annual Report	34(3) read with para C of Schedule V	NA	
	Any other information to be provided		Textual Information(1)	

Text Block

Textual Information(1)

For Annexure III (Affirmations- III), The Company got listed on stock exchange w.e.f. 18.06.2019 & Annual General Meeting for FY 2018-19 was held on 4th April, 2019. Hence, disclosures under 1 to 5 above not applicable for this period.

For Annexure I (Affirmations- VI)-For meetings held post listing of equity shares on stock exchanges.

For Annexure I (Composition of Board of Directors)- Tenure of Independent Directors is 5 months and 13 days (Only completed months have been taken into consideration)

Annexure III

Annexure III		
1	Name of signatory	Vikas Prakash
2	Designation	Company Secretary and Compliance Officer

Signatory Details	
Name of signatory	Vikas Prakash
Designation of person	Company Secretary and Compliance Officer
Place	New Delhi
Date	14-10-2019

