

<b>MSEI Symbol</b>	
Scrip code	500327
NSE Symbol	PILITA
MSEI Symbol	
ISIN	INE600A01035
Name of the entity	PIL ITALICA LIFESTYLE LIMITED
Date of start of financial year	01-04-2017
Date of end of financial year	31-03-2018
Reporting Quarter	Yearly
Date of Report	31-03-2018
Risk management committee	Not Applicable

**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)				
Is there any change in information of board of directors compare to previous quarter											Yes				
Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of appointment in the current term	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 25(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	Mr	DAUD ALI	AAVPD5848A	00185336	Executive Director	Chairperson	MD	01-04-2015			1	0	0		
2	Mr	NARENDRA BHANAWAT	AKLPB4395A	00146824	Executive Director	Not Applicable		29-05-2016			1	0	0		
3	Mr	MAGAN LAL SHARMA	CUCPS1655R	00250883	Non-Executive - Independent Director	Not Applicable		30-06-2017		9	1	2	2		
4	Mr	MUKESH KUMAR KOTHARI	AKPPK1501P	03103336	Non-Executive - Non Independent Director	Not Applicable		30-06-2017			1	2	0		

**Annexure I**

**Annexure I to be submitted by listed entity on quarterly basis**

**I. Composition of Board of Directors**

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of appointment in the current term	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 25(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	NAMRATA BABEL	AGHPB7966K	06910061	Non-Executive - Independent Director	Not Applicable		29-05-2014		46	1	2	0		
6	Mrs	ASHA JAIN	ABXPJ6276D	00218335	Non-Executive - Independent Director	Not Applicable		07-03-2018		1	1	0	0		
7	Mr	RAM SWAROOP SODANI	AEEPS0967E	07303930	Non-Executive - Independent Director	Not Applicable		03-10-2015	07-03-2018	29	1	2	2		

**Text Block**

Textual Information(1)

1. MR. RAM SWAROOP SODANI , NON EXECUTIVE - INDEPENDENT DIRECTOR OF THE COMAPNY RESIGNED FROM THE VARIOUS COMMITTEES AND THE BOARD OF THE COMPANY W.E.F. MARCH 07, 2018.

2. THERE IS NO SPECIFIC CHAIRPERSON IN THE COMPANY. DURING THE BOARD MEETING CHAIRPERSON IS ELECTED AMONGST THE DIRECTORS.

<b>Annexure 1</b>	
<b>II. Composition of Committees</b>	
Disclosure of notes on composition of committees explanatory	
Is there any change in information of committees compare to previous quarter	Yes

Audit Committee Details					
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Remarks
1	00250883	MR. MAGAN LAL SHARMA	Non-Executive - Independent Director	Chairperson	Textual Information (1)
2	06910061	MRS. NAMRATA BABEL	Non-Executive - Independent Director	Member	
3	03103336	MR. MUKESH KUMAR KOTHARI	Non-Executive - Non Independent Director	Member	

**Audit Committee Details Text Block**

Textual Information(1)

MR. MAGAN LAL SHARMA WAS APPOINTED AS THE CHAIRPERSON OF THE AUDIT COMMITTEE DUE TO THE RESIGNATION OF MR. RAM SWAROOP SODANI FROM VARIOUS COMMITTEES AND BOARD OF THE COMPANY W.E.F. MARCH 07, 2018.

Nomination and remuneration committee					
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Remarks
1	00250883	MR. MAGAN LAL SHARMA	Non-Executive - Independent Director	Chairperson	Textual Information (1)
2	06910061	MRS. NAMRATA BABEL	Non-Executive - Independent Director	Member	
3	03103336	MR. MUKESH KUMAR KOTHARI	Non-Executive - Non Independent Director	Member	



**Nomination and remuneration committee Text Block**

Textual Information(1)

MR. MAGAN LAL SHARMA WAS APPOINTED AS THE CHAIRPERSON OF THE NOMINATION AND REMUNERATION COMMITTEE DUE TO THE RESIGNATION OF MR. RAM SWAROOP SODANI FROM VARIOUS COMMITTEES AND BOARD OF THE COMPANY W.E.F. MARCH 07, 2018.

<b>Stakeholders Relationship Committee</b>					
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Remarks
1	00250883	MR. MAGAN LAL SHARMA	Non-Executive - Independent Director	Chairperson	Textual Information (1)
2	06910061	MRS. NAMRATA BABEL	Non-Executive - Independent Director	Member	
3	03103336	MR. MUKESH KUMAR KOTHARI	Non-Executive - Non Independent Director	Member	

**Stakeholders Relationship Committee Text Block**

Textual Information(1)

MR. MAGAN LAL SHARMA WAS APPOINTED AS THE CHAIRPERSON OF THE STAKEHOLDERS RELATIONSHIP COMMITTEE DUE TO THE RESIGNATION OF MR. RAM SWAROOP SODANI FROM VARIOUS COMMITTEES AND BOARD OF THE COMPANY W.E.F. MARCH 07, 2018.

**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)
1	14-11-2017		
2		04-01-2018	50
3		06-02-2018	32
4		07-03-2018	28

**Annexure 1**

**IV. Meeting of Committees**

Disclosure of notes on meeting of committees explanatory							
Sr	Name of Committee	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Requirement of Quorum met	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings (in number of days)	Name of other committee
1	Audit Committee	06-02-2018	Yes		14-11-2017	83	
2	Stakeholders Relationship Committee	06-02-2018	Yes		14-11-2017	83	
3	Nomination and remuneration committee	07-03-2018	Yes				

**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	Yes	

**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 100 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	CHIRAG GUPTA
2	Designation	Company Secretary and Compliance Office



**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		<a href="http://www.italicafurniture.com/">http://www.italicafurniture.com/</a>
2	Terms and conditions of appointment of independent directors	Yes		<a href="http://www.italicafurniture.com/investorrelations.aspx#view6">http://www.italicafurniture.com/investorrelations.aspx#view6</a>
3	Composition of various committees of board of directors	Yes		<a href="http://www.italicafurniture.com/investorrelations.aspx#view4">http://www.italicafurniture.com/investorrelations.aspx#view4</a>
4	Code of conduct of board of directors and senior management personnel	Yes		<a href="http://www.italicafurniture.com/investorrelations.aspx#view6">http://www.italicafurniture.com/investorrelations.aspx#view6</a>
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		<a href="http://www.italicafurniture.com/Admin/PdfFiles/WHISTLE%20BLOWER%20POLICY.pdf">http://www.italicafurniture.com/Admin/PdfFiles/WHISTLE%20BLOWER%20POLICY.pdf</a>
6	Criteria of making payments to non-executive directors	Yes		<a href="http://www.italicafurniture.com/Admin/PdfFiles/NOMINATION%20AND%20REMUNERATION%20POLICY.pdf">http://www.italicafurniture.com/Admin/PdfFiles/NOMINATION%20AND%20REMUNERATION%20POLICY.pdf</a>
7	Policy on dealing with related party transactions	Yes		<a href="http://www.italicafurniture.com/Admin/PdfFiles/RELATED%20PARTY%20TRANSACTIONS.pdf">http://www.italicafurniture.com/Admin/PdfFiles/RELATED%20PARTY%20TRANSACTIONS.pdf</a>
8	Policy for determining 'material' subsidiaries	Yes		<a href="http://www.italicafurniture.com/Admin/PdfFiles/POLICY%20FOR%20DETERMINATION%20OF%20MATERIAL%20SU">http://www.italicafurniture.com/Admin/PdfFiles/POLICY%20FOR%20DETERMINATION%20OF%20MATERIAL%20SU</a>
9	Details of familiarization programmes imparted to independent directors	Yes		<a href="http://www.italicafurniture.com/Admin/PdfFiles/FAMILIARISATION%20PROGRAM%20FOR%20INDEPENDENT%20D">http://www.italicafurniture.com/Admin/PdfFiles/FAMILIARISATION%20PROGRAM%20FOR%20INDEPENDENT%20D</a>

**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		<a href="http://www.italicafurniture.com/investorrelations.aspx#view8">http://www.italicafurniture.com/investorrelations.aspx#view8</a>
11	email address for grievance redressal and other relevant details	Yes		<a href="http://www.italicafurniture.com/investorrelations.aspx#view8">http://www.italicafurniture.com/investorrelations.aspx#view8</a>
12	Financial results	Yes		<a href="http://www.italicafurniture.com/investorrelations.aspx#view3">http://www.italicafurniture.com/investorrelations.aspx#view3</a>
13	Shareholding pattern	Yes		<a href="http://www.italicafurniture.com/investorrelations.aspx#view2">http://www.italicafurniture.com/investorrelations.aspx#view2</a>
14	Details of agreements entered into with the media companies and/or their associates	NA		
15	New name and the old name of the listed entity	NA		

**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/or 'eligibility'	16(1)(b) & 25 (6)	Yes	
2	Board composition	17(1)	Yes	
3	Meeting of Board of directors	17(2)	Yes	
4	Review of Compliance Reports	17(3)	Yes	
5	Plans for orderly succession for appointments	17(4)	Yes	
6	Code of Conduct	17(5)	Yes	
7	Fees/compensation	17(6)	Yes	
8	Minimum Information	17(7)	Yes	
9	Compliance Certificate	17(8)	Yes	
10	Risk Assessment & Management	17(9)	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	Performance Evaluation of Independent Directors	17(10)	Yes	
12	Composition of Audit Committee	18(1)	Yes	
13	Meeting of Audit Committee	18(2)	Yes	
14	Composition of nomination & remuneration committee	19(1) & (2)	Yes	
15	Composition of Stakeholder Relationship Committee	20(1) & (2)	Yes	
16	Composition and role of risk management committee	21(1),(2),(3),(4)	NA	
17	Vigil Mechanism	22	Yes	
18	Policy for related party Transaction	23(1),(5),(6),(7) & (8)	Yes	
19	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
20	Approval for material related party transactions	23(4)	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	Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA	
22	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4), (5) & (6)	NA	
23	Maximum Directorship & Tenure	25(1) & (2)	Yes	
24	Meeting of independent directors	25(3) & (4)	Yes	
25	Familiarization of independent directors	25(7)	Yes	
26	Memberships in Committees	26(1)	Yes	
27	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
28	Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes	
29	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
	Any other information to be provided - Add Notes			

**Annexure II**

**III. Affirmations**

<b>Sr</b>	<b>Particulars</b>	<b>Compliance status (Yes/No/NA)</b>
1	The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied	NA
	Any other information to be provided	

**Annexure II**

1	Name of signatory	CHIRAG GUPTA
2	Designation	Company Secretary and Compliance Office

<b>Signatory Details</b>	
Name of signatory	CHIRAG GUPTA
Designation of person	Company Secretary and Compliance Office
Place	UDAIPUR
Date	13-04-2018