| General information abo | General information about company | | | | | | |
|--|-----------------------------------|--|--|--|--|--|--|
| Scrip code | 507864 | | | | | | |
| NSE Symbol | | | | | | | |
| MSEI Symbol | | | | | | | |
| ISIN | INE746D01014 | | | | | | |
| Name of the entity | PIONEER INVESTCORP LIMITED | | | | | | |
| Date of start of financial year | 01-04-2020 | | | | | | |
| Date of end of financial year | 31-03-2021 | | | | | | |
| Reporting Quarter | Yearly | | | | | | |
| Date of Report | 31-03-2021 | | | | | | |
| Risk management committee | Not Applicable | | | | | | |
| Market Capitalisation as per immediate previous Financial Year | Any other | | | | | | |

Non-

06926167

00926304

AADPM3332Q

BPWPK2239D

aj akuma Executive -

Independent

Executive -

Independent Director

Director NonNot

Not

Applicable

Applicable

24-04-1939

08-03-1957 Yes

NA

Annexure I

Annexure I to be submitted by listed entity on quarterly basis

I. Composition of Board of Directors

| | | | | | Disclosu | re of r | notes on com | position o | of board of o | lirectors exp | lanatory | | | | | | |
|-------------------|---|----------|--|-------------------------------|-------------------------------|---------------------|--|---|-----------------------------|-----------------------|-------------------|--|--|--|--|--|-----------------|
| | | | | | | | Wether t | he listed o | entity has a | Regular Cha | irperson | No | | | | | |
| | Whether Chairperson is related to MD or CEO N | | | | | | No | | | | | | | | | | |
| of the | PAN | DIN | Category 1 of directors | Category 2 of directors | Category 3 of directors | Date of Birth | Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations] | Date of passing special resolution | Initial Date of appointment | Date of Reappointment | 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) | Noi pro P |
| ANG IAR IHI | AFZPG7433D | 00008057 | Executive Director | Not Applicable | MD | 03- 02- 1955 | NA | | 11-08-1988 | 01-10-2019 | | | 2 | 1 | 4 | 2 | |
| ID NDRA I | ABQPD8958F | 01488287 | Non- Executive - Independent Director | Not Applicable | | 05- 04- 1956 | NA | | 18-01-2008 | 17-12-2020 | | 3 | 1 | 1 | 2 | 0 | |

17-12-

2020

22-06-2015

23-08-2019

17-12-2020

24-09-2019

| | | I. Composition of Board of Directors Disclosure of notes on composition of board of directors explanatory | | | | | | | | | | | | | | | |
|---|-----------------|--|------------|----------|---|-------------------------|-------------------------------|--------------------|--|---|-----------------------------|-----------------------|-------------------|--|--|--|---|
| | | | | | | | Disc | | e of notes or Wether the l | | | | | anatory | | | |
| s | Title (Mr / Ms) | Name of the Director | PAN | DIN | Category I of directors | Category 2 of directors | Category 3 of directors | | Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations] | Date of passing special resolution | Initial Date of appointment | Date of Reappointment | 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 174(1) of Listing Regulations | |
| 5 | Mr | Tushya Deepak Jatia | AFDPJ6872K | 02228722 | Non- Executive - Non Independent Director | Not Applicable | | 02- 03- 1986 | NA | | 22-12-2020 | | | 3 | 2 | 0 | 0 |
| 6 | Mr | Shailesh Pravin Dalal | AACPD0044K | 03187574 | Non- Executive - Independent Director | Not Applicable | | 02- 12- 1954 | NA | | 22-12-2020 | | | 3 | 1 | 0 | 0 |

| Au | dit Committe | ee Details | | | | | |
|----|---------------|----------------------------------|---|---|------------|----------------------|---------|
| | | Whether | the Audit Committee has a F | Regular Chairperson | Yes | | |
| Sr | DIN Number | Name of Committee members | Category 1 of directors | Category 1 of directors Category 2 of directors | | Date of Cessation | Remarks |
| 1 | 06926167 | Kamlini Chaitan Maniar | Non-Executive - Independent Director | Chairperson | 12-12-2019 | | |
| 2 | 00008057 | GAURANG MANHAR GANDHI | Executive Director | Member | 16-03-2001 | | |
| 3 | 01488287 | ANAND BRIJENDRA DESAI | Non-Executive - Independent Director | Member | 12-12-2019 | | |
| 4 | 00926304 | Athreya Tayagraj Krishnakumar | Non-Executive - Independent Director | Member | 23-08-2019 | | |
| 5 | 03187574 | Shailesh Pravin Dalal | Non-Executive - Independent Director | Member | 11-02-2021 | | |

| No | mination and | l remuneration committe | e | | | | |
|----|--|----------------------------------|---|-------------|------------------------|----------------------|---------|
| | Whet | No | | | | | |
| Sr | Sr DIN Name of Committee Category 1 of directors Category 2 of directors | | | | Date of Appointment | Date of Cessation | Remarks |
| 1 | 01488287 | ANAND BRIJENDRA DESAI | Non-Executive - Independent Director | Chairperson | 12-12-2019 | | |
| 2 | 06926167 | Kamlini Chaitan Maniar | Non-Executive - Independent Director | Member | 10-11-2016 | | |
| 3 | 00926304 | Athreya Tayagraj Krishnakumar | Non-Executive - Independent Director | Member | 23-08-2019 | | |

| Sta | ikeholders R | elationship Committee | | | | | |
|-----|--------------------------|----------------------------------|---|---------------------|------------------------|----------------------|---------|
| | V | Vhether the Stakeholders Re | elationship Committee has a F | Regular Chairperson | No | | |
| Sr | Number members directors | | | | Date of Appointment | Date of Cessation | Remarks |
| 1 | 06926167 | Kamlini Chaitan Maniar | Non-Executive - Independent Director | Chairperson | 12-12-2019 | | |
| 2 | 00008057 | GAURANG MANHAR GANDHI | Executive Director | Member | 11-08-1988 | | |
| 3 | 01488287 | ANAND BRIJENDRA DESAI | Non-Executive - Independent Director | Member | 12-12-2019 | | |
| 4 | 00926304 | Athreya Tayagraj Krishnakumar | Non-Executive - Independent Director | Member | 23-08-2019 | | |

| Ris | Risk Management Committee | | | | | | | | |
|-----|---------------------------|---------------------------|-------------------------|-------------------------|------------------------|----------------------|---------|--|--|
| | | Whether the Risk Manage | | | | | | | |
| Sr | DIN Number | Name of Committee members | Category 1 of directors | Category 2 of directors | Date of Appointment | Date of Cessation | Remarks | | |

| Co | Corporate Social Responsibility Committee | | | | | | | | |
|----|---|------------------------------|-------------------------|-------------------------|------------------------|----------------------|---------|--|--|
| | Whether the | e Corporate Social Responsi | Regular Chairperson | | | | | | |
| Sr | DIN Number | Name of Committee members | Category 1 of directors | Category 2 of directors | Date of Appointment | Date of Cessation | Remarks | | |

| | Otl | ner Committee | | | | | |
|---|-----|---------------|---------------------------|-------------------------|-------------------------|-------------------------|---------|
| ſ | Sr | DIN Number | Name of Committee members | Name of other committee | Category 1 of directors | Category 2 of directors | Remarks |

| | Annexure 1 | | | | | | | |
|----|--|---|--|------------------------------|--|------------------------------------|---|--|
| An | nexure 1 | | | | | | | |
| Ш | . Meeting of Board | d of Directors | | | | | | |
| | | otes on meeting of ectors 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 | 11-11-2020 | | | | Yes | 4 | 3 | |
| 2 | | 11-02-2021 | 91 | | Yes | 4 | 3 | |
| 3 | | 24-03-2021 | 40 | | Yes | 3 | 3 | |

| | Annexure 1 | | | | | | | |
|-----|----------------------|---|--|-------------------------------|---------------------------------------|---|------------------------------------|---|
| IV. | Meeting of C | Committees | | | | | | |
| | | | Disclosure of | notes on mee | ting of commi | ttees 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 | Reson 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 | 11-11-2020 | | | | Yes | 4 | 3 |
| 2 | Audit Committee | 11-02-2021 | 91 | | | Yes | 4 | 3 |

| | 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 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 | AMIT CHANDRA | |
| 2 | Designation | Company Secretary and Compliance Officer | |

| | Annexure II | | | | |
|------|---|----------------------------------|--|----------------|--|
| | Annexure II to be submitted by listed | entity at the end of the fi | nancial year (for the whole of financial y | ear) | |
| I. I | Disclosure on website in terms of Listing Regula | tions | | | |
| 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 | | www.pinc.co.in | |
| 2 | Terms and conditions of appointment of independent directors | Yes | | www.pinc.co.in | |
| 3 | Composition of various committees of board of directors | Yes | | www.pinc.co.in | |
| 4 | Code of conduct of board of directors and senior management personnel | Yes | | www.pinc.co.in | |
| 5 | Details of establishment of vigil mechanism/ Whistle Blower policy | Yes | | www.pinc.co.in | |
| 6 | Criteria of making payments to non-executive directors | Yes | | www.pinc.co.in | |
| 7 | Policy on dealing with related party transactions | Yes | | www.pinc.co.in | |
| 8 | Policy for determining 'material' subsidiaries | Yes | | www.pinc.co.in | |
| 9 | Details of familiarization programmes imparted to independent directors | Yes | | www.pinc.co.in | |

| | Annexure II | | | |
|------|--|-------------------------------|--|----------------|
| | Annexure II to be submitted by listed entity at the end of | of the financial year | (for the whole of financial y | ear) |
| I. 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 | | www.pinc.co.in |
| 11 | email address for grievance redressal and other relevant details | Yes | | www.pinc.co.in |
| 12 | Financial results | Yes | | www.pinc.co.in |
| 13 | Shareholding pattern | Yes | | www.pinc.co.in |
| 14 | Details of agreements entered into with the media companies and/or their associates | Yes | | www.pinc.co.in |
| 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 | | www.pinc.co.in |
| 16 | New name and the old name of the listed entity | Yes | | www.pinc.co.in |
| 17 | Advertisements as per regulation 47 (1) | Yes | | www.pinc.co.in |
| 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 | | www.pinc.co.in |
| 20 | Whether company has provided information under separate section on its website as per Regulation 46(2) | Yes | | www.pinc.co.in |
| 21 | Materiality Policy as per Regulation 30 | Yes | | www.pinc.co.in |
| 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 | | www.pinc.co.in |

| | 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), 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) | NA | |
| 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) | Yes | |
| 22 | Composition and role of risk management committee | 21(1),(2),(3),(4) | NA | |
| 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) | Yes | |
| 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 | Meeting of independent directors | 25(3) & (4) | Yes | |
| 35 | Familiarization of independent directors | 25(7) | Yes | |
| 36 | Declaration from Independent Director | 25(8) & (9) | Yes | |
| 37 | D & O Insurance for Independent Directors | 25(10) | Yes | |
| 38 | Memberships in Committees | 26(1) | Yes | |
| 39 | Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel | 26(3) | Yes | |
| 40 | Disclosure of Shareholding by Non-Executive Directors | 26(4) | Yes | |
| 41 | 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 | |
|---|-------------------|--|
| 1 | Name of signatory | AMIT JETHALAL CHANDRA |
| 2 | Designation | Company Secretary and Compliance Officer |

| | Annexure II | | | |
|----|---|--|--|--|
| Ш | III. Affirmations | | | |
| Sr | Sr Particulars Compliance status (Yes/No/NA) | | | |
| 1 | The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied Yes | | | |
| | Any other information to be provided | | | |

| | Annexure II | |
|---|-------------------|--|
| 1 | Name of signatory | AMIT JETHALAL CHANDRA |
| 2 | Designation | Company Secretary and Compliance Officer |

| Signatory Details | |
|-----------------------|--|
| Name of signatory | AMIT JETHALAL CHANDRA |
| Designation of person | Company Secretary and Compliance Officer |
| Place | MUMBAI |
| Date | 06-04-2021 |