

General information about company	
Scrip code	534532
NSE Symbol	LYPSAGEMS
MSEI Symbol	NA
ISIN	INE142K01011
Name of the entity	LYPSA GEMS & JEWELLERY LIMITED
Date of start of financial year	01-04-2022
Date of end of financial year	30-06-2022
Reporting Quarter	Yearly
Date of Report	30-06-2022
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							Textual Information(1)	
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	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth
1	Mr	BHAVESH SHASHIKANT SHETH	AAEPS0967J	03553130	Non-Executive - Non Independent Director	Not Applicable		16-09-1972
2	Mr	DEEPAK CHHAGANLAL RATHOD	AAAPR7251A	07646938	Non-Executive - Non Independent Director	Not Applicable		06-10-1968
3	Mr	DIPANKUMAR BABULAL PATWA	ADSPP9952D	02579405	Executive Director	Not Applicable		24-12-1963
4	Mr	JEEYAN DIPAN PATWA	ASGPP0154L	02579469	Executive Director	Not Applicable		14-08-1989
5	Mr	MANISH JAYSUKHLAL JANANI	AACPJ9992L	02579381	Executive Director	Chairperson		31-12-1966
6	Mr	RAKESH BHANUCHANDRA VAKHARIA	AAAPV4482F	07582247	Non-Executive - Non Independent Director	Not Applicable		03-10-1966
7	Mr	RAVINDRA CHANDULAL SANGHAV	AAJPS0802K	02579509	Non-Executive - Non Independent Director	Not Applicable		03-07-1960
8	Mrs	SONAL DIPAN PATWA	AEFPP2421H	02579452	Executive Director	Not Applicable		13-11-1964

I. Composition of Board of Directors					
Disqualification of Directors under section 164 of the Companies Act, 2013					
Sr	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status
1	No				
2	No				
3	No				
4	No				
5	No				
6	No				
7	No				
8	No				

I. Composition of Board of Directors													
Sr	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 [with reference to proviso to regulation 17A(1) & 17A(2)]	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)	Reason for Cessation	Notes for not providing PAN	Notes for not providing DIN
1	NA		15-02-2011	30-09-2011		69	1	1	1	1			
2	NA		11-11-2016	20-09-2017		57	1	1	0	0			
3	NA		20-03-2009	30-09-2010			1	0	0	0			
4	NA		23-06-2009	23-06-2009			1	0	0	0			
5	NA		20-03-2009	20-03-2009			1	0	0	0			
6	NA		12-08-2016	12-08-2016		69	1	1	1	1			
7	NA		23-06-2009	23-06-2009		69	1	1	2	1			
8	NA		26-03-2015	26-03-2015			1	0	0	0			

Text Block	
Textual Information(1)	NA

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	03553130	BHAVESH SHASHIKANT SHETH	Non-Executive - Non Independent Director	Member	15-02-2011		
2	07582247	RAKESH BHANUCHANDRA VAKHARIA	Non-Executive - Non Independent Director	Chairperson	12-08-2016		
3	02579509	RAVINDRA CHANDULAL SANGHAV	Non-Executive - Non Independent Director	Member	23-06-2009		

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	03553130	BHAVESH SHASHIKANT SHETH	Non-Executive - Non Independent Director	Chairperson	15-02-2011		
2	07582247	RAKESH BHANUCHANDRA VAKHARIA	Non-Executive - Non Independent Director	Member	12-08-2016		
3	02579509	RAVINDRA CHANDULAL SANGHAV	Non-Executive - Non Independent Director	Member	23-06-2009		

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	03553130	BHAVESH SHASHIKANT SHETH	Non-Executive - Non Independent Director	Member	15-02-2011		
2	07582247	RAKESH BHANUCHANDRA VAKHARIA	Non-Executive - Non Independent Director	Member	12-08-2016		
3	02579509	RAVINDRA CHANDULAL SANGHAV	Non-Executive - Non Independent Director	Chairperson	23-06-2009		

Risk Management Committee							
Whether the Risk Management Committee has a Regular Chairperson					No		
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					No		
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)	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	12-02-2022				Yes	0	6	3
2		30-05-2022	106		Yes	0	6	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)	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	12-02-2022				Yes			2	
2	Audit Committee	30-05-2022	106			Yes			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	NA	
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 1000 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	JEEYAN PATWA
2	Designation	Managing Director

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			
2	Terms and conditions of appointment of independent directors			
3	Composition of various committees of board of directors			
4	Code of conduct of board of directors and senior management personnel			
5	Details of establishment of vigil mechanism/ Whistle Blower policy			
6	Criteria of making payments to non-executive directors			
7	Policy on dealing with related party transactions			
8	Policy for determining 'material' subsidiaries			
9	Details of familiarization programmes imparted to independent directors			
10	Email address for grievance redressal and other relevant details			
11	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances			
12	Financial results			
13	Shareholding pattern			
14	Details of agreements entered into with the media companies and/or their associates			

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
15.1	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			
15.2	Audio or video recordings and transcripts of post earnings/quarterly calls			
16	New name and the old name of the listed entity			
17	Advertisements as per regulation 47 (1)			
18	Credit rating or revision in credit rating obtained			
19	Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year			
20	Secretarial Compliance Report			
21	Materiality Policy as per Regulation 30 (4)			
22	Disclosure of contact details of KMP who are authorized for the purpose of determining materiality as required under regulation 30(5)			
23	Disclosures under regulation 30(8)			
24	Statements of deviation(s) or variations(s) as specified in regulation 32			
25	Dividend Distribution policy as per Regulation 43A(1)			
26	Annual return as provided under section 92 of the Companies Act, 2013			
27	Confirmation that the above disclosures are in a separate section as specified in regulation 46(2)			
28	Compliance with regulation 46(3) with respect to accuracy of disclosures on the website and timely updating			

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)		
2	Board composition	17(1), 17(1A) & 17(1C), 17(1D) & 17(1E)		
3	Meeting of Board of directors	17(2)		
4	Quorum of Board meeting	17(2A)		
5	Review of Compliance Reports	17(3)		
6	Plans for orderly succession for appointments	17(4)		
7	Code of Conduct	17(5)		
8	Fees/compensation	17(6)		
9	Minimum Information	17(7)		
10	Compliance Certificate	17(8)		

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)		
12	Performance Evaluation of Independent Directors	17(10)		
13	Recommendation of Board	17(11)		
14	Maximum number of Directorships	17A		
15	Composition of Audit Committee	18(1)		
16	Meeting of Audit Committee	18(2)		
17	Role of Audit Committee and information to be reviewed by the audit committee	18(3)		
18	Composition of nomination & remuneration committee	19(1) & (2)		
19	Quorum of Nomination and Remuneration Committee meeting	19(2A)		
20	Meeting of Nomination and Remuneration Committee	19(3A)		

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	Role of Nomination and Remuneration Committee	19(4)		
22	Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)		
23	Meeting of Stakeholders Relationship Committee	20(3A)		
24	Role of Stakeholders Relationship Committee	20(4)		
25	Composition and role of risk management committee	21(1),(2),(3),(4)		
26	Meeting of Risk Management Committee	21(3A)		
27	Quorum of Risk Management Committee meeting	21(3B)		
28	Gap between the meetings of the Risk Management Committee	21(3C)		
29	Vigil Mechanism	22		
30	Policy for related party Transaction	23(1), (1A), (5), (6), & (8)		

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	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)		
32	Approval for material related party transactions	23(4)		
33	Disclosure of related party transactions on consolidated basis	23(9)		
34	Composition of Board of Directors of unlisted material Subsidiary	24(1)		
35	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4), (5) & (6)		
36	Alternate Director to Independent Director	25(1)		
37	Maximum Tenure	25(2)		
38	Appointment, Re-appointment or removal of an Independent Director through special resolution or the alternate mechanism	25(2A)		
39	Meeting of independent directors	25(3) & (4)		
40	Familiarization of independent directors	25(7)		

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.
41	Declaration from Independent Director	25(8) & (9)		
42	Directors and Officers insurance	25(10)		
43	Confirmation with respect to appointment of Independent Directors who resigned from the listed entity	25(11)		
44	Memberships in Committees	26(1)		
45	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)		
46	Disclosure of Shareholding by Non-Executive Directors	26(4)		
47	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)		
48	Approval of the Board and shareholders for compensation or profit sharing in connection with dealings in the securities of the listed entity	26(6)		
49	Vacancies in respect Key Managerial Personnel	26A(1) & 26A(2)		
	Any other information to be provided - Add Notes			

Annexure II		
1	Name of signatory	
2	Designation	

Annexure II		
III. Affirmations		
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	
	Any other information to be provided	

Annexure II		
1	Name of signatory	
2	Designation	

Details of Cyber security incidence		
Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter		
Number of cyber security incidence or breaches or loss of data event occurred during the quarter		
Sr.	Date of the event	Brief details of the event

Signatory Details	
Name of signatory	JEEYAN PATWA
Designation of person	Managing Director
Place	MUMBAI
Date	14-07-2022

