Corporate Governance Report - High Value Debt Listed Entities

Name of the Listed Entity	Embassy Property Developments Private Limited
Company Code	959411
Quarter Ended	30th September 2022
Date of Submission of report on BSE Listing Centre	20-10-2022
Whether the Company was HVDL as on March 31,	
2021.	Yes
Whether HVDL provisions have become applicable	
during the course of the quaters if the answer to above	
is NO.	Yes

Independent / Nominee)& Independent / Nominee)& Independent / Nominee) Independent / Independent	I. Com	position of Board of Dire	ctors										
Ms.	Title	Name of the Director	PAN\$ &DIN	Category (Chairperson	Initial date	Date of	Date of	Tenure*	Date of Birth	No. Of	No of	Number of	No of post of
Independent / Nominee)& Independent Director Independent Directo	(Mr./			/Executive/ Non-	of	Reap-	Cessatio			directorship in	Independent	memberships	Chairperson in
Nominee & Nominee &	Ms.)			Executive/	Appointmen	appointm	n			listed entities	directorship	in Audit/	Audit/ Stakeholder
Mr. JITENDRA MOHANDAS AAVPV0738P Chairman and managing Director Mr. NARPAT SINGH CHANDRA DAS 00027580 CHANDRA DAS 00034798 Independent Director CHANDRA DAS 030371954 Mr. Karan Virwani AEDPV8612G 03071954 Mr. Aditya Virwani AEDPV8612G 03071954 Mr. Aditya Virwani AEDPV8613Sh 00046798 Ms. Tanya Girdhar AAVPC3226h Mr. AT Gopinath AAQPA6135N 00046798 Ms. Tanya Girdhar APYPG3286M Independent Director 14-02-2022 24-01-1975 2 2 3 Mitty (S) including this listed entity this listed entity (In reference to proviso to (refer Regulation 26(1) of Listing Regulations) Including this list entity (In reference to proviso to (refer Regulation 26(1) of Listing Regulations) AAVPV0738P (Refer Regulation 26(1) of Listing Regulations) 0 0 0 0 0 0 0 0 0				Independent /	t	ent				including this	in listed	Stakeholder	Committee held in
Mr. JITENDRA MOHANDAS AAVPV0738P Chairman and managing Director Mr. CHANDRA DAS O0304798 Charanand months of the control of t				Nominee)&						listed	entities	Committee	listed entities
Mr. JITENDRA MOHANDAS AAVPV0738P Chairman and managing Director Mr. NARPAT SINGH AAZPC3425E CHORARIA 00027580 Mr. CHANDRA DAS 03034798 Independent Director Mr. Karan Virwani AEDPV9642G Mr. Aditya Virwani AEDPV9642D Executive Director 11-04-2018 Mr. A T Gopinath AAZPC3286M Mr. AAZPC386M Independent Director 14-02-2022 Mr. A T Gopinath AAZPC386M Independent Director 14-02-2022 APZPC3266 Mr. APYPG3286M Independent Director 14-02-2022 APZPC3266 Mr. CHORARIA AAZPC3466 AAZPC3466 AAZPC3466 AAZPC3476 AAZP										entity	including this	(s) including	including this listed
Mr. JITENDRA MOHANDAS AAVPV0738P Chairman and managing Director 14 10 10 10 10 10 10 10											listed entity	this listed	entity
Mr. JITENDRA MOHANDAS AAVPV0738P O0027674 managing Director Mr. CHANDRA DAS O0027580 CHORARIA O0027580 O002758										[in reference to		entity	
Mr. JITENDRA MOHANDAS AAVPV0738P Chairman and managing Director Mr. NARPAT SINGH CHORARIA O0027580 Independent Director CHANDRA DAS O304798 Independent Director O2-06-2010 CHANDRA DAS O304798 Chairman and managing Director O2-06-2010 CHANDRA DAS O304798 O3047975										Regulation	[in reference		(Refer Regulation
Mr. JITENDRA MOHANDAS AVPV0738P VIRWANI Chairman and managing Director 31-07-1996 10.03.20 - 10 years 18-02-1966 1 0 years 18-02-1968 1 0 years 18-02-19										17A(1)]	to proviso to	(Refer	26(1) of Listing
Mr. JITENDRA MOHANDAS AAVPV0738P Chairman and managing Director 14 10 10 10 10 10 10 10											1 -	"	Regulations)
Mr. JITENDRA MOHANDAS VIRWANI AAVPV0738P 00027674 Chairman and managing Director 31-07-1996 10.03.20 - 10 years 18-02-1966 1 0 0 Mr. NARPAT SINGH CHORARIA 00027580 AAZPC3425E Executive Director Executive Director 20-01-2001 10.03.20 - 10 years 10 years 04-09-1953 1 0 0 Mr. CHANDRA DAS 00304798 Independent Director Independent Director 02-06-2010 19-10-1939 1 1 0 Mr. Karan Virwani AEDPV8612G 03071954 Independent Director Non-Executive, non - 11-04-2018 10-11-1991 2 0 3 Mr. Aditya Virwani AEDPV9640L 06480521 Executive Director 11-04-2018 12-05-1994 3 0 4 Mr. A T Gopinath AQPA5135N 00046798 Non Executive Director 14-02-2022 15-05-1962 1 1 5 Ms. Tanya Girdhar APYPG3286M Independent Director 14-02-2022 24-01-1975 2 2 3											17A(1)]	1 ' '	
Mr. JITENDRA MOHANDAS VIRWANI AAVPV0738P 00027674 Chairman and managing Director 31-07-1996 10.03.20 - 14 10 years 18-02-1966 1 0 0 0 Mr. NARPAT SINGH CHORARIA AAZPC3425E 00027580 Executive Director 20-01-2001 10.03.20 - 14 10 years 04-09-1953 1 0 0 0 Mr. CHANDRA DAS 0304798 Independent Director 02-06-2010 - 14-02-2018 - 03071954 - 19-10-1939 1 1 1 0 Mr. Aditya Virwani AEDPV8612G 03071954 Non-Executive, non - Independent Director 11-04-2018 - 1-04-2018 - 06480521 - 10-11-1991 2 0 3 Mr. A T Gopinath AAQPA5135N 00046798 Non Executive Director 14-02-2022 - 14-02-2022													
VIRWANI 00027674 managing Director 14 4 5 6 6 6 6 7 14 9 14 9 14 9 14 9 14 9 14 9 14 9 14 9 10 9 10 9 10												Regulations)	
Mr. NARPAT SINGH CHORARIA AAZPC3425E O0027580 Executive Director 20-01-2001 10.03.20 - 10 years 10 years 04-09-1953 1 0 0 Mr. CHANDRA DAS CHANDRA DAS O0304798 Independent Director 02-06-2010 19-10-1939 1 1 0 Mr. Karan Virwani AEDPV8612G O3071954 Non-Executive, non - Independent Director 11-04-2018 10-11-1991 2 0 3 Mr. Aditya Virwani AEDPV9640L O6480521 Executive Director 11-04-2018 12-05-1994 3 0 4 Mr. A T Gopinath AAQPA5135N O0046798 Non Executive Director 14-02-2022 15-05-1962 1 1 5 Ms. Tanya Girdhar APYPG3286M Independent Director 14-02-2022 24-01-1975 2 2 3	Mr.			1	31-07-1996	10.03.20	-	10 years	18-02-1966	1	0	0	0
CHORARIA 00027580 14 14 14 15		VIRWANI	00027674	managing Director		14							
Mr. CHANDRA DAS 00304798 Independent Director 02-06-2010 19-10-1939 1 1 0 Mr. Karan Virwani AEDPV8612G Non-Executive, non - 03071954 Independent Director 11-04-2018 10-11-1991 2 0 3 Mr. Aditya Virwani AEDPV9640L Executive Director 06480521 11-04-2018 12-05-1994 3 0 4 Mr. A T Gopinath AQPA5135N 00046798 Non Executive Director 14-02-2022 15-05-1962 1 1 5 Ms. Tanya Girdhar APYPG3286M Independent Director 14-02-2022 24-01-1975 2 2 3	Mr.	NARPAT SINGH	AAZPC3425E	Executive Director	20-01-2001	10.03.20	-	10 years	04-09-1953	1	0	0	0
Mr. Karan Virwani AEDPV8612G 03071954 Non-Executive, non – Independent Director 11-04-2018 – – – – – – – – – – – 10-11-1991 2 0 3 Mr. Aditya Virwani AEDPV9640L 06480521 Executive Director 014-02-2018 – – – – – – – – 12-05-1994 3 0 4 Mr. A T Gopinath 00046798 AAQPA5135N 00046798 Non Executive Director 014-02-2022 – – – – – 15-05-1962 1 1 5 Ms. Tanya Girdhar APYPG3286M Independent Director 14-02-2022 – – – – 24-01-1975 2 2 3		CHORARIA	00027580			14							
Mr. Aditya Virwani AEDPV9640L Executive Director 11-04-2018 - - 12-05-1994 3 0 4	Mr.	CHANDRA DAS	00304798	Independent Director	02-06-2010	-	-	-	19-10-1939	1	1	0	0
Mr. Aditya Virwani AEDPV9640L 06480521 Executive Director 11-04-2018 - - - 12-05-1994 3 0 4 Mr. A T Gopinath AAQPA5135N 00046798 Non Executive Director 14-02-2022 - - - - 15-05-1962 1 1 5 Ms. Tanya Girdhar APYPG3286M Independent Director 14-02-2022 - - - - 24-01-1975 2 2 3	Mr.	Karan Virwani	AEDPV8612G	Non-Executive, non –	11-04-2018	-	-	-	10-11-1991	2	0	3	0
Mr. A T Gopinath O0046798 AAQPA5135N O0046798 Non Executive Director O0046798 14-02-2022				Independent Director									
Mr. A T Gopinath AAQPA5135N 00046798 Non Executive Director 14-02-2022 -	Mr.	Aditya Virwani		Executive Director	11-04-2018	-	-	-	12-05-1994	3	0	4	0
00046798			06480521										
Ms. Tanya Girdhar APYPG3286M Independent Director 14-02-2022 24-01-1975 2 2 3	Mr.	A T Gopinath	· ·	Non Executive Director	14-02-2022	: -	-	-	15-05-1962	1	1	5	0
	Ms.	Tanya Girdhar		Independent Director	14-02-2022	-	-	-	24-01-1975	2	2	3	0
			06641106										

Whether Regular chairperson appointed

Whether Chairperson is related to managing director or CEO

\$PAN of any director would not be displayed on the website of Stock Exchange

&Category of directors means executive/non-executive/independent/Nominee. if a director fits into more than one category write all categories separating them with hyphen

* to be filled only for Independent Director. Tenure would mean total period from which Independent director is serving on Board of directors of the listed entity in continuity without any

Promoter of the Company is appointed as Chairman on the Board of the Company

ame of Committee	Whether Regular	Name of Committee	Category	Date of	Date of
	chairperson appointed	members	(Chairperson/Execu tive/Non- Executive/independent/Nominee) &	Appointment	Cessation
		Aditya Virwani	Executive Director	11-04-2018	
1. Audit Committee	No	Tanya John	Non-Executive Independent Director	14-02-2022	
		A T Gopinath	Non-Executive Independent Director	14-02-2022	
		Karan Virwani	Non-Executive Non-Independent	11-04-2018	
2. Nomination &	No	Tanya John	Non-Executive Independent Director	14-02-2022	
Remuneration Committee	140	A T Gopinath	Non-Executive Independent Director	14-02-2022	
		Aditya Virwani	Executive Director	11-04-2018	
Risk Management Committee(if applicable)	No	Tanya John	Non-Executive Independent Director	14-02-2022	
Committee(ii applicable)		A T Gopinath	Non-Executive Independent Director	14-02-2022	
	No	Aditya Virwani	Executive Director	11-04-2018	
Stakeholders Relationship Committee'		Tanya John	Non-Executive Independent Director	14-02-2022	
Relationship Committee		A T Gopinath	Non-Executive Independent Director	14-02-2022	
	No	Jitendra Virwani	Director	31-07-1996	
5. Corporate Social Responsibility Committee		Narpat Singh Choraria	Director	20-01-2001	
		Chandra Das	Independent Director	02-06-2010	
		Karan Virwani	Non-Executive Non-Independent Director	11-04-2018	
		Aditya Virwani	Executive Director	11-04-2018	
. Management and Borrowinք Committee	NO NO	A T Gopinath	Non-Executive Independent Director	14-02-2022	
		Karan Virwani	Non-Executive Non-Independent Director	11-04-2018	
		Aditya Virwani	Executive Director	11-04-2018	
7. Securities Allotment Committee	NO	A T Gopinath	Non-Executive Independent Director	14-02-2022	

III. Meeting of Board of Directors								
Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Whether requirement of Quorum met* (Yes / No)	Number of Directors present*	Number of independent directors present*	Maximum gap between any two consecutive (in number of days)			
April 01, 2022	August 12, 2022	Yes	5	3	52			
May 16, 2022	August 30, 2022	Yes	4	0	18			
May 18, 2022								
May 30, 2022								
June 21, 2022								
* to be filled in only for the current quarter meetings								

IV. Meetings of Committees								
Date(s) of meeting of the committee in the relevant	Whether requirement of Quorum	Number of Directors			Maximum gap between any two consecutive meetings in			
quarter met (details)* (Yes / No)		present*		quarter	number of days*			
12th August 2022	Yes	3		30th May 2022	74			
30th August 2022	Yes	3	2	-	18			
* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional								
**to be filled in only for the current quarter meetings								

V. Related Party Transactions					
Subject	Compliance status (Yes/No) refer note below	Detailed Reason / explanation for Non-compliance			
Whether prior approval of audit committee obtained	Yes				
Whether shareholder approval obtained for material RPT	The Company is into process of constituting the Audit Committees in the line with the SEBI (Listing Obligations and Disclosure requirements) Regulations				
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by the Audit Committee	ı	NA			

VI Affirmations			
VI. Affirmations Particulars			Detailed Reason /
r and decidars	Regulation Number	Compliance status (Yes/No)	explanation for Non- compliance
Independent director(s) have been appointed in terms of specified	16(1)(b) & 25(6)	Yes	
criteria of 'independence' and / or 'eligibility' Board composition	17(1), 17(1A) & 17(1B)	Yes	
Meeting of board of directors	17(1), 17(1A) & 17(1B)	Yes	
Quorum of board meeting	17(2A)	Yes	
Review of Compliance Reports	17(3)	Yes	
Plans for orderly succession for Appointments	17(4)	Yes	
Code of Conduct	17(5)	Yes	
Fees/compensation	17(6)	Yes	
Minimum Information Compliance Certificate	17(7)	Yes Yes	
Risk Assessment & Management	17(8) 17(9)	Yes	
Performance Evaluation of Independent Directors	17(10)	Yes	
Recommendation of board	17(11)	Yes	
Maximum number of directorship	17A	Yes	
Composition of Audit Committee	18(1)	Yes	
Meeting of Audit Committee	18(2)	Yes	
Composition of Nomination & Remuneration Committee	19(1) & (2)	Yes	
Quorum of Nomination and Remuneration Committee meeting Meeting of Nomination & Remuneration Committee	19(2A) 19(3A)	Yes Yes	
Composition of Stakeholder Relationship Committee	20(1), 20(2) and 20(2A)	Yes	
Meeting of Stakeholder Relationship Committee	20 (3A)	Yes	
Composition and role of Risk Management Committee	21(1),(2),(3),(4)	Yes	
Meeting of Risk Management Committee	21(3A)	Yes	
Vigil Mechanism	22	Yes	
Policy for related party Transaction	23(1),(1A),(5),(6),(7) & (8)	Yes	
Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
Approval for material related party Transactions	23(4)	Yes	
Disclosure of related party transactions on consolidated basis	23(9)	Yes	
Composition of Board of Directors of unlisted material Subsidiary Other Corporate Governance requirements with respect to subsidiary of	24(1)	Yes	
Isted entity Annual Secretarial Compliance Report	24(2),(3),(4),(5) & (6)	Yes	
Alternate Director to Independent Director	24(A) 25(1)	Yes Yes	
Maximum Tenure	25(2)	Yes	
Meeting of independent directors	25(3) & (4)	Yes	
Familiarization of independent directors	25(7)	Yes	
Declaration from Independent Director	25(8) & (9)	Yes	
Directors and Officers insurance	25(10)	Yes	
Memberships in Committees	26(1)	Yes	
Affirmation with compliance to code of conduct from members of Board	26(3)	Yes	
of Directors and Senior management Personnel Disclosure of Shareholding by Non- Executive Directors	26(4)	Yes	
Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
The Listed Entity has approved the Material Subsidiary Policy and the Corporate Governance requirements with respect to the subsidiary of Listed Entity have been complied.	-	Yes	
The composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015.	-	Yes	
The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	-	Yes	
a. Audit Committee		7	
b. Nomination & Remuneration Committee c. Stakeholders Relationship Committee		î	
d. Risk management committee (as applicable)		Î	
The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and	-	Yes	
disclosure requirements) Regulations, 2015. 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	
This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of the board of directors may be mentioned here.		Yes	
Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes	
Presence of Chairperson of the nomination and remuneration committee at the annual general Meeting	19(3)	Yes	
Presence of Chairperson of the Stakeholder Relationship committee at the annual general Meeting	20(3)	Yes	
Whether "Corporate Governance Report" disclosed in Annual Report	53	Yes	