| General information about company | | |
|---|---|---|
| Scrip code | 543330 | |
| NSE Symbol | DEVYANI | |
| MSEI Symbol | NOTLISTED | |
| ISIN | INE872J01023 | |
| Name of the entity | DEVYANI INTERNATIONAL LIMITED | |
| Date of start of financial year | 01-04-2025 | |
| Date of end of financial year | 31-03-2026 | |
| Reporting Quarter Type | Quarterly | |
| Date of Quarter Ending | 30-06-2025 | |
| Type of company | Equity | |
| Whether Annexure I (Part A) of the SEBI Circular dated December 31, 2024 related to Compliance Report on Corporate Governance is applicable to the entity? | Yes | |
| Whether Annexure I (Part B) of the SEBI Circular dated December 31, 2024 related to Investor Grievance Redressal Report is Applicable to the entity? | Yes | |
| Whether Annexure I (Part C) of the SEBI Circular dated December 31, 2024 related to Disclosure of Acquisition of Shares or Voting Rights in Unlisted Companies is Applicable to the entity? | No | During the quarter ended June 30, 2025, there was no acquisition of shares or voting rights of Unlisted Company. |
| Whether Annexure I (Part D) of the SEBI Circular dated December 31, 2024 related to Disclosure of Imposition of Fine or Penalty is Applicable to the entity? | No | During the quarter ended June 30, 2025, there was no imposition of fine or penalty in terms of provisions of Para A(20) of Part A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. |
| Whether Annexure I (Part E) of the SEBI Circular dated December 31, 2024 related to Disclosure of Updates to Ongoing Tax Litigations or Disputes is Applicable to the entity? | No | During the quarter ended June 30, 2025, there were no updates on ongoing tax litigations or disputes in terms of provisions of Para B(8) of Part A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. |
| Risk management committee | Applicable | |
| Market Capitalisation as per immediate previous Financial Year | Top 500 listed entities | |
| Is SCORE ID Available ? | Yes | |
| SCORE Registration ID | COMD00442 | |
| Reason For No SCORE ID | | |
| Type of Submission | Original | |
| Remarks (website dissemination) | | |
| Remarks for Exchange (not for Website Dissemination) | | |

# 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 |

| 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 | Ravi Kant Jaipuria | ANJPJ6194Q | 00003668 | Non-Executive - Non Independent Director | Chairperson related to Promoter | | 28-11-1954 |
| 2 | Mr | Varun Jaipuria | AHAPJ9246N | 02465412 | Non-Executive - Non Independent Director | Not Applicable | | 10-11-1987 |
| 3 | Mr | Raj Pal Gandhi | AALPG8397D | 00003649 | Non-Executive - Non Independent Director | Not Applicable | | 07-06-1957 |
| 4 | Mr | Virag Joshi | AAEPJ0822B | 01821240 | Executive Director | Not Applicable | CEO | 07-12-1963 |
| 5 | Mr | Manish Dawar | AAGPD5691J | 00319476 | Executive Director | Not Applicable | | 19-12-1965 |
| 6 | Ms | Rashmi Dhariwal | AAPPD9702P | 00337814 | Non-Executive - Independent Director | Not Applicable | | 02-06-1956 |
| 7 | Mr | Ravi Gupta | AAJPG2870K | 00023487 | Non-Executive - Independent Director | Not Applicable | | 21-10-1954 |
| 8 | Mr | Girish Kumar Ahuja | AAGPA1416Q | 00446339 | Non-Executive - Independent Director | Not Applicable | | 29-05-1946 |
| 9 | Mr | Pradeep Khushalchand Sardana | ABXPS2747N | 00682961 | Non-Executive - Independent Director | Not Applicable | | 30-06-1949 |
| 10 | Mr | Prashant Purker | AAKPP9661N | 00082481 | Non-Executive - Independent Director | Not Applicable | | 05-07-1962 |

| 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 | | | | Active |
| 2 | No | | | | Active |
| 3 | No | | | | Active |
| 4 | No | | | | Active |
| 5 | No | | | | Active |
| 6 | No | | | | Active |
| 7 | No | | | | Active |
| 8 | No | | | | Active |
| 9 | No | | | | Active |
| 10 | No | | | | Active |

| 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) & reg. 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 | No | | 15-07-1996 | 15-07-1996 | | | 3 | 0 | 1 | 0 | | | |
| 2 | No | | 13-11-2009 | 13-11-2009 | | | 2 | 0 | 0 | 0 | | | |
| 3 | No | | 13-08-2007 | 13-08-2007 | | | 2 | 0 | 5 | 0 | | | |
| 4 | NA | | 10-11-2004 | 01-01-2023 | | | 1 | 0 | 0 | 0 | | | |
| 5 | NA | | 17-02-2021 | 17-02-2024 | | | 1 | 0 | 1 | 0 | | | |
| 6 | No | | 06-04-2018 | 06-04-2023 | | 86.25 | 3 | 3 | 10 | 2 | | | |
| 7 | No | | 06-04-2018 | 06-04-2023 | | 86.25 | 4 | 4 | 8 | 5 | | | |
| 8 | Yes | 05-07-2024 | 21-04-2021 | 21-04-2024 | | 50.1 | 5 | 5 | 9 | 5 | | | |
| 9 | Yes | 05-07-2024 | 21-04-2021 | 21-04-2024 | | 50.1 | 1 | 1 | 1 | 0 | | | |
| 10 | No | | 02-05-2022 | 02-05-2022 | | 37.29 | 1 | 1 | 0 | 0 | | | |

| Annexure 1 | |
|---|---|
| **II. Composition of Committees** | |
| Disclosure of notes on composition of committees explanatory | Textual Information(1) |

| Annexure 1 Text Block | |
| --- | --- |
| Textual Information(1) | The nomenclature of Corporate Social Responsibility Committee has been changed to CSR and ESG Committee effective from August 5, 2024. |

| 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 | 00023487 | Ravi Gupta | Non-Executive - Independent Director | Chairperson | 06-04-2018 | | Textual Information(1) |
| 2 | 00446339 | Girish Kumar Ahuja | Non-Executive - Independent Director | Member | 21-04-2021 | | |
| 3 | 00337814 | Rashmi Dhariwal | Non-Executive - Independent Director | Member | 06-04-2018 | | |

| Sr Text Block | |
| --- | --- |
| Textual Information(1) | Dr. Ravi Gupta was appointed as regular Chairperson on April 21, 2021, before that there was no regular Chairperson. |

| 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 | 00337814 | Rashmi Dhariwal | Non-Executive - Independent Director | Chairperson | 06-04-2018 | | Textual Information(1) |
| 2 | 00003668 | Ravi Kant Jaipuria | Non-Executive - Non Independent Director | Member | 06-04-2018 | | |
| 3 | 00023487 | Ravi Gupta | Non-Executive - Independent Director | Member | 06-04-2018 | | |

| Sr Text Block | |
| --- | --- |
| Textual Information(1) | Ms. Rashmi Dhariwal was appointed as regular Chairperson on April 21, 2021, before that there was no regular Chairperson. |

| 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 | 00023487 | Ravi Gupta | Non-Executive - Independent Director | Chairperson | 21-04-2021 | | |
| 2 | 00003649 | Raj Pal Gandhi | Non-Executive - Non Independent Director | Member | 21-04-2021 | | |
| 3 | 00337814 | Rashmi Dhariwal | Non-Executive - Independent Director | Member | 21-04-2021 | | |
| 4 | 00319476 | Manish Dawar | Executive Director | Member | 21-04-2021 | | |

| Risk Management Committee | | | | | | | |
|---|---|---|---|---|---|---|---|
| Whether the Risk Management 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 | 00023487 | Ravi Gupta | Non-Executive - Independent Director | Chairperson | 21-04-2021 | | |
| 2 | 00446339 | Girish Kumar Ahuja | Non-Executive - Independent Director | Member | 21-04-2021 | | |
| 3 | 00337814 | Rashmi Dhariwal | Non-Executive - Independent Director | Member | 21-04-2021 | | |

| Corporate Social Responsibility Committee | | | | | | | |
|---|---|---|---|---|---|---|---|
| Whether the Corporate Social Responsibility 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 | 00023487 | Ravi Gupta | Non-Executive - Independent Director | Chairperson | 23-04-2024 | | |
| 2 | 02465412 | Varun Jaipuria | Non-Executive - Non Independent Director | Member | 21-04-2021 | | |
| 3 | 01821240 | Virag Joshi | Executive Director | Member | 18-01-2019 | | |

| Other Committee | | | | | | |
|---|---|---|---|---|---|---|
| Sr | DIN Number | Name of Committee members | Name of other committee | Category 1 of directors | Category 2 of directors | Remarks |
| 1 | 00023487 | Ravi Gupta | CSR and ESG Committee | Non-Executive - Independent Director | Chairperson | |
| 2 | 02465412 | Varun Jaipuria | CSR and ESG Committee | Non-Executive - Non Independent Director | Member | |
| 3 | 01821240 | Virag Joshi | CSR and ESG Committee | Executive Director | Member | |

## Annexure 1

**Annexure 1**

**III. Meeting of Board of Directors**

| Disclosure of notes on meeting of board of directors explanatory | | | | | | | | |
|---|---|---|---|---|---|---|---|---|
| Sr. No. | 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 | 11-02-2025 | | | | Yes | 10 | 10 | 5 |
| 2 | | 24-04-2025 | 71 | | Yes | 10 | 9 | 5 |
| 3 | | 23-05-2025 | 28 | | Yes | 10 | 9 | 5 |

| Annexure 1 | | | | | | | | | | |
|---|---|---|---|---|---|---|---|---|---|---|
| **IV. Meeting of Committees** | | | | | | | | | | |
| Disclosure of notes on meeting of committees explanatory | | | | | | | Textual Information(1) | | | |
| 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 | 11-02-2025 | | | | Yes | 3 | 3 | 3 | 0 |
| 2 | Audit Committee | 24-04-2025 | 71 | | | Yes | 3 | 3 | 3 | 0 |
| 3 | Audit Committee | 23-05-2025 | 28 | | | Yes | 3 | 3 | 3 | 0 |
| 4 | Risk Management Committee | 11-02-2025 | | | | Yes | 3 | 3 | 3 | 0 |
| 5 | Risk Management Committee | 24-04-2025 | 71 | | | Yes | 3 | 3 | 3 | 0 |
| 6 | Risk Management Committee | 23-05-2025 | 28 | | | Yes | 3 | 3 | 3 | 0 |

| Annexure 1 | | | | | | | | | | |
|---|---|---|---|---|---|---|---|---|---|---|
| **IV. Meeting of Committees** | | | | | | | | | | |
| 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) |
| 7 | Nomination and remuneration committee | 11-02-2025 | | | | Yes | 3 | 3 | 2 | 0 |
| 8 | Nomination and remuneration committee | 23-05-2025 | 100 | | | Yes | 3 | 2 | 2 | 0 |
| 9 | Stakeholders Relationship Committee | 23-05-2025 | | | | Yes | 4 | 4 | 2 | 0 |
| 10 | Corporate Social Responsibility Committee | 23-05-2025 | | | | Yes | 3 | 2 | 1 | 0 |
| 11 | Other Committee | 23-05-2025 | | CSR and ESG Committee | | Yes | 3 | 2 | 1 | 0 |

| Text Block | |
| --- | --- |
| Textual Information(1) | The nomenclature of Corporate Social Responsibility Committee has been changed to CSR and ESG Committee effective from August 5, 2024. |

| Annexure 1 | | |
|---|---|---|
| **V. 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) | Yes |
| 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 | Pankaj Virmani |
| 2 | Designation | Company Secretary and Compliance Officer |

| 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 | | No |
| 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 | Pankaj Virmani |
| Designation of person | Company Secretary and Compliance Officer |
| Place | Gurugram |
| Date | 30-07-2025 |

| Investor Grievance Details | |
|---|---|
| No. of investor complaints pending at the beginning of Quarter | 0 |
| No. of investor complaints received during the Quarter | 0 |
| No. of investor complaints disposed off during the Quarter | 0 |
| No. of investor complaints those remaining unresolved at the end of the Quarter | 0 |