

General information about company

Scrip code	540901
NSE Symbol	PRAXIS
MSEI Symbol	NOTLISTED
ISIN	INE546Y01022
Name of the entity	PRAXIS HOME RETAIL LIMITED
Date of start of financial year	01-04-2022
Date of end of financial year	31-03-2023
Reporting Quarter	Yearly
Date of Report	31-03-2023
Risk management committee	Not Applicable
Market Capitalisation as per immediate previous Financial Year	Top 2000 listed entities

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					No	Disqualification of Directors under section 164 of the Companies Act, 2013																
PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status	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 (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)	Notes provided by PA	
ABKPS7628D	00576755	Non-Executive - Independent Director	Chairperson		17-09-1968	No				Active	NA		26-03-2021			24	2	2	3	2		
AHWPS6368L	01488017	Executive Director	Not Applicable	MD	01-07-1968	No				Active	NA		05-05-2021			22	1	0	1	0		
ACHPM3196L	00080144	Non-Executive - Independent Director	Not Applicable		26-03-1961	No				Active	NA		26-03-2021			24	1	1	2	0		
ACQPS4207B	00576667	Non-Executive - Non Independent Director	Not Applicable		01-05-1972	No				Inactive	NA		12-12-2017		21-03-2023	0	0	0	0	0		

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory

Whether the listed entity has a Regular Chairperson

PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status	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 (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)	Notes for not providing PAN
BQCPS4166C	07572970	Non-Executive - Independent Director	Not Applicable		18-10-1973	No				Active	NA		30-06-2021			21	1	1	1	0	
AALPS5761M	07523995	Non-Executive - Non Independent Director	Not Applicable		22-05-1967	No				Active	NA		14-03-2023			0	1	0	1	1	

Text Block

Textual Information(1)

1. Mr. Harminder Sahni, being appointed as Chairperson of the Board of Directors of the Company w.e.f. 14.03.2023.
2. Consequent to resignation of Mr. Shirang Sarda as Non-executive Non-Independent Director of the Company w.e.f. March 21, 2023, the Composition of the Board as on the reporting quarter stands at 5 (Five) as against the requirement of 6 Directors as per SEBI (LODR) Regulations, 2015. Please note the Board of Directors of the Company has appointed Ms. Lynette Monteiro, as an Additional Non-Executive Non-Independent Director of the Company w.e.f. April 13, 2023. Currently, The Company is in compliance with the requirement of 6 Directors as per SEBI (LODR) Regulations, 2015.

Annexure 1

II. Composition of Committees

Disclosure of notes on composition of committees explanatory	Textual Information(1)
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Annexure 1 Text Block

Textual Information(1)

At Board Meeting held on March 14, 2023, following changes were made in composition of Committees:

1. Appointment of Mr. Samson Samuel as Member of Nomination and Remuneration Committee and exclusion of Mr. Shrirang Sarda, as member of the said Committee.
2. Appointment of Mr. Samson Samuel, Non-Executive Non-Independent Director as Member and Chairperson of Stakeholder Relationship Committee and exclusion of Mr. Shrirang Sarda, as member of the said Committee.

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	00576755	Harminder Sahni	Non-Executive - Independent Director	Chairperson	26-03-2021		
2	07572970	Anou Singhvi	Non-Executive - Independent Director	Member	30-06-2021		
3	01488017	Mahesh Shah	Executive Director	Member	30-06-2021		
4	00080144	Jacob Mathew	Non-Executive - Independent Director	Member	26-03-2021		

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	00080144	Jacob Mathew	Non-Executive - Independent Director	Chairperson	30-06-2021		
2	00576755	Harminder Sahni	Non-Executive - Independent Director	Member	26-03-2021		
3	07523995	Samson Samuel	Non-Executive - Non Independent Director	Member	14-03-2023		
4	00576667	Shrirang Sarda	Non-Executive - Non Independent Director	Member	12-12-2017	14-03-2023	Textual Information(1)

Sr Text Block

Textual Information(1)

Appointment of Mr. Samson Samuel as Member of Nomination and Remuneration Committee and exclusion of Mr. Shrirang Sarda, as member of the said Committee w.e.f. March 14, 2023.

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	07523995	Samson Samuel	Non-Executive - Non Independent Director	Chairperson	14-03-2023		
2	00576755	Harminder Sahni	Non-Executive - Independent Director	Member	26-03-2021		
3	00080144	Jacob Mathew	Non-Executive - Independent Director	Member	26-03-2021		
4	00576667	Shrirang Sarda	Non-Executive - Non Independent Director	Member	12-12-2017	14-03-2023	Textual Information(1)

Sr Text Block

Textual Information(1)

Appointment of Mr. Samson Samuel, Non-Executive Non-Independent Director as Member and Chairperson of Stakeholder Relationship Committee and exclusion of Mr. Shirang Sarda, as member of the said Committee w.e.f. March 14, 2023.

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	01488017	Maresh Shah	Executive Director	Chairperson	27-01-2022		
2	00576755	Harminder Sahni	Non-Executive - Independent Director	Member	27-01-2022		
3	99999999	Samir Kedia	Chief Financial Officer	Member	27-01-2022		

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	07572970	Anou Singhvi	Non-Executive - Independent Director	Chairperson	30-06-2021		
2	00080144	Jacob Mathew	Non-Executive - Independent Director	Member	26-03-2021		
3	01488017	Mahesh Shah	Executive Director	Member	30-06-2021		
4	00576667	Shrirang Sarda	Non-Executive - Non Independent Director	Member	12-12-2017	21-03-2023	Textual Information(1)

Sr Text Block

Textual Information(1)

Mr. Shirang Sarda ceased to be Director and Member of CSR Committee w.e.f. March 21, 2023.

Other Committee						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks
1	01488017	Mahesh Shah	Committee of Directors	Executive Director	Chairperson	
2	00080144	Jacob Mathew	Committee of Directors	Non-Executive - Independent Director	Member	
3	07523995	Samson Samuel	Committee of Directors	Non-Executive - Non Independent Director	Member	

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	03-11-2022				Yes	6	6	3
2		06-02-2023	94		Yes	5	4	3
3		14-03-2023	35		Yes	5	5	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	03-11-2022				Yes	4	3	2	0
2	Audit Committee	06-02-2023	94			Yes	4	4	3	0
3	Audit Committee	14-03-2023	35			Yes	4	4	3	0
4	Nomination and remuneration committee	03-11-2022				Yes	3	2	1	0
5	Nomination and remuneration committee	14-03-2023	130			Yes	3	3	2	0
6	Stakeholders Relationship Committee	03-11-2022				Yes	3	2	1	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	Stakeholders Relationship Committee	06-02-2023	94			Yes	3	2	2	0

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 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
9	Any comments/observations/advice of Board of Directors may be mentioned here:	Textual Information(1)

Annexure 1

Sr	Subject	Compliance status
1	Name of signatory	Sanu Kapoor
2	Designation	Company Secretary and Compliance Officer

Text Block

Textual Information(1)

Note for Point No. 1 - Consequent upon resignation of Mr. Shirang Sarda as Non-executive Non-Independent Director of the Company w.e.f. March 21, 2023, the Composition of the Board as on the reporting quarter stands at 5 (Five) as against the requirement of 6 Directors as per SEBI (LODR) Regulations, 2015. Please note the Board of Directors of the Company has appointed Ms. Lynette Monteiro, as an Additional Non-Executive Non-Independent Director of the Company w.e.f. April 13, 2023.

Currently, The Company is in compliance with the requirement of 6 Directors as per SEBI (LODR) Regulations, 2015.

Note for Point No. 5 - The criteria mentioned under Regulation 21(5) of SEBI LODR 2015 requires every top 1000 listed entities (determined on the basis of market capitalization as at the end of the immediate preceding financial year) to constitute Risk Management Committee. Further the same is not applicable to the Company, the Company has voluntarily constituted Risk Management Committee.

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		https://www.praxisretail.in/details-of-business.html
2	Terms and conditions of appointment of independent directors	Yes		https://www.praxisretail.in/policies-new.html
3	Composition of various committees of board of directors	Yes		https://www.praxisretail.in/composition-of-committees.html
4	Code of conduct of board of directors and senior management personnel	Yes		https://www.praxisretail.in/policies-new.html
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		https://www.praxisretail.in/policies-new.html
6	Criteria of making payments to non-executive directors	Yes		https://www.praxisretail.in/policies-new.html
7	Policy on dealing with related party transactions	Yes		https://www.praxisretail.in/policies-new.html
8	Policy for determining 'material' subsidiaries	Yes		https://www.praxisretail.in/policies-new.html
9	Details of familiarization programmes imparted to independent directors	Yes		https://www.praxisretail.in/policies-new.html

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		https://www.praxisretail.in/investor_contacts.html
11	email address for grievance redressal and other relevant details	Yes		https://www.praxisretail.in/investor_email.html
12	Financial results	Yes		https://www.praxisretail.in/financial-results.html
13	Shareholding pattern	Yes		https://www.praxisretail.in/shareholding-pattern-new.html
14	Details of agreements entered into with the media companies and/or their associates	NA		
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	NA		
16	New name and the old name of the listed entity	Yes		https://www.praxisretail.in/policies-new.html
17	Advertisements as per regulation 47 (1)	Yes		https://www.praxisretail.in/advertisements-in-newspaper.html
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	NA		
20	Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes		https://www.praxisretail.in/investors.html
21	Materiality Policy as per Regulation 30	Yes		https://www.praxisretail.in/policies-new.html
22	Dividend Distribution policy as per Regulation 43A (as applicable)	Yes		https://www.praxisretail.in/policies-new.html
23	It is certified that these contents on the website of the listed entity are correct	Yes		https://www.praxisretail.in/index.html

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)	Yes	
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)	NA	
30	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	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.
31	Annual Secretarial Compliance Report	24(A)	Yes	
32	Alternate Director to Independent Director	25(1)	NA	
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)	NA	
41	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
	Any other information to be provided		Textual Information(1)	

Text Block

Textual Information(1)

Point 22 and 23 - The criteria mentioned under Regulation 21(5) of SEBI LODR 2015 requires every top 1000 listed entities (determined on the basis of market capitalization as at the end of the immediate preceding financial year) to constitute Risk Management Committee. Further the same is not applicable to the Company, the Company has voluntarily constituted Risk Management Committee.

Annexure II

1	Name of signatory	Sanu Kapoor
2	Designation	Company Secretary and Compliance Officer

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	NA
	Any other information to be provided	

Annexure II

1	Name of signatory	Sanu Kapoor
2	Designation	Company Secretary and Compliance Officer

Additional Half yearly Disclosure			
Applicability of disclosure	Applicable		
Reason for Non Applicability	Textual Information(1)		
I. Disclosure of Loans/ guarantees/comfort letters /securities etc.refer note below			
(A)Any loan or any other form of debt advanced by the listed entity directly or indirectly to			
Entity	Aggregate amount advanced during six months	Balance outstanding at the end of six months	
Promoter or any other entity controlled by them	0	0	
Promoter Group or any other entity controlled by them	0	0	
Directors (including relatives) or any other entity controlled by them	0	0	
KMPs or any other entity controlled by them	0	0	
(B) Any guarantee / comfort letter (by whatever name called) provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed By			
Entity	Type (guarantee, comfort letter etc.)	Aggregate amount of issuance during six months	Balance outstanding at the end of six months(taking into account any invocation)
Promoter or any other entity controlled by them	NA	0	0
Promoter Group or any other entity controlled by them	NA	0	0
Directors (including relatives) or any other entity controlled by them	NA	0	0
KMPs or any other entity controlled by them	NA	0	0
(C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by			
Entity	Type of security (cash, shares etc.)	Aggregate value of security provided during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them	NA	0	0
Promoter Group or any other entity controlled by them	NA	0	0
Directors (including relatives) or any other entity controlled by them	NA	0	0
KMPs or any other entity controlled by them	NA	0	0
(D) Additional Information			Textual Information(2)
II. Affirmations			

Affirmations	Compliance Status	Company Remarks
All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to promoter(s), promoter group, director(s) (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them are in the economic interest of the company.	Yes	Textual Information(3)
Name	Samir Kedia	
Designation	CFO	
Place	Mumbai	
Date	20-04-2023	

Signatory Details

Name of signatory	Sanu Kapoor
Designation of person	Company Secretary and Compliance Officer
Place	Mumbai
Date	20-04-2023

