General information abo	ut company
Scrip code	535755
NSE Symbol	ABFRL
MSEI Symbol	NOTLISTED
ISIN	INE647001011
Name of the entity	Aditya Birla Fashion and Retail Limited
Date of start of financial year	01-04-2023
Date of end of financial year	31-03-2024
Reporting Quarter	Yearly
Date of Report	31-03-2024
Risk management committee	Applicable
Market Capitalisation as per immediate previous Financial Year	Top 500 listed entities

													Annexure I												
												Annexure I to be submit													
													ted by listed entity on qui ion of Board of Directors	arterly basis											
					in of board of directors explanator	Add Notes						r. composi	DITOT DUSING OF DITECTORS												
			Deciosure of n		ed entity has a Regular Chairpenso																				
_					ed entity has a kegular Chairperso. Chairperson is related to MD or CEI					Olement Street and C	Directors under section 164 of the	Commencial data 2002		1											
			Т	window (Liaspetton it mains to mo or Cit	, no		1		Uniqualitation of C	1	Linguistrii, 2213						- 1		No of Independ	ret	No of past of Chairperson in			
Se	Title Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category à 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 direct most	or (in entity (its frequiation :	listed this listed entit for [with reference	ng Audit/ Stakeholder y Committee(s) including th lated entity (Refer Regulation 26/1) of Listin	in Audit/Stakeholder Committee held in listed ensisies including this listed	Reason for Cessation	Notes for not providing PAN	Notes for not providing DIN
	dd D	Delote		•	•			•				•						•	•	•	•	•			
	Euro	er Mangalam Birla	ACCESSONS	00012013	Non-Executive - Non Independent Director	Chairperson related to	1	14.06-1967	No				Action			24-02-2021				,				,	1
		h Dikuhit	ACMEAGE 22	01942066	Executive Director	Not Applicable		15.07.1909								01-02-2018									
4 8				-	Non-Executive - Independent		MD .		No				Active	N.A.						-1	9	4			
3 5	r Arun I	Kumar Adhikari	AEQPA0493K	00591057	Non-Executive - Independent	Not Applicable		20-01-1954	No				Active	NA.		19-05-2021	19-05-2021		24.12	-	5	5 6			-
4 5	r Nahi	Shutani	APUPRG468E	03035271	Girector Non-Executive - Independent	Not Applicable		07-03-1967	No				Active	NA.		05-06-2020	05-06-2020		45.26	1	1	1 0			
5 h	s Preeti	5 Vyas	AAAPW9212	02352395	Director	Not Applicable		26-11-1956	No				Active	NA.		21-03-2021	31-03-2021		36.01	- 1	3	2 6			
6 N	s Sange	eeta Pendurkar	ACFPP8033R	03321646	Executive Director	Not Applicable		24-01-1966	No				Active	NA.		24-02-2021				2	1	1 0			
7 %	s Sukan	nya Anand Krigalu	AAAPIGGSBA	06994202	Non-Executive - Independent Director	Not Applicable		30-10-1960	No				Active	NA.		13-10-2014	21-08-2019		113.19	5	5				
		mai Talukdar	42N2TC0000	00020600	Non-Executive - Independent	Not Applicable		06.13.1961					total a			11-09-2020	11-03-2020		40.21						
				-	Non-Executive - Independent				, and				PALES	-						1		1			
9 8		m Dhondu Rao	AANPR3719C	00017423	Sirector	Not Applicable		10-09-1950	No				Active	NA.		18-05-2022	18-05-2022		22.14	2	2	2 2			
10 N	r Harits	ara Vishak Kumar	A21PK7721J	09278653	Executive Director Non-Executive - Independent	Not Applicable		23-06-1972	No				Active	NA.		24-02-2021			_	1	0	0 0			
11 6	r Yages	sh Chaudhary	AFNFC1923F	01040036	Director	Not Applicable		29-10-1986	No				Active	NA.		17-09-2021	17-03-2021		36.15	2	2	1 0			
12 N	r Panka	aj Scod	AMPS2848M	05185378	Non-Executive - Nominee Director	Not Applicable		11-07-1975	No				Active	NA.		20-09-2022				2	0	1 0			1
12 6	e down	man Vikram Birla	CFJP891146	08456879	Non-Executive - Non Independent Director	Not Applicable		09-07-1997	No				Action	NA.		30-01-2023				,	0				
M N		vashree Birla	BMNP93760N	06625036	Non-Executive - Non Independent Director	Not Applicable		13.07.1994	No				Activa	NA.		30.01.3023				,	0				

Anneaure 1

II. Composition of Committees

Distance of nation or composition of committees explanation of committees

Close and graph of the composition of committees explanation of committees explana

iote: Please enter DIN. After entering DIN, Name of Committee members and Category 1 of Directors shall be prefilled automatical

Αu	dit Committee Details						
Г			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	00920608	Sunirmal Talukdar	Non-Executive - Independent Director	Chairperson	11-03-2020		
2	00591057	Arun Kumar Adhikari	Non-Executive - Independent Director	Member	28-05-2021		
3	03035271	Nish Shutani	Non-Executive - Independent Director	Member	05-06-2020		
4	06994202	Sukanya Anand Kripalu	Non-Executive - Independent Director	Member	28-10-2014		
5							
6							
7							
=							
9							
10							

the Please arter DIN After entering DIN Name of Committee members and Category 1 of Discripts shall be prefilled automatically

No	mination and remunera	tion committee					
Г			Whether the Nomination and remun	eration 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	06994202	Sukanya Anand Kripalu	Non-Executive - Independent Director	Chairperson	28-10-2014		
2	00591057	Arun Kumar Adhikari	Non-Executive - Independent Director	Member	28-05-2021		
3	03035271	Nish Bhutani	Non-Executive - Independent Director	Member	05-06-2020		
4	00920608	Sunirmal Talukdar	Non-Executive - Independent Director	Member	11-03-2020		
5	00012813	Kumar Mangalam Birla	Non-Executive - Non Independent Director	Member	07-02-2023		
6							
7							
9							
10							

Note: Please enter DIN. After entering DIN, Name of Committee members and Category 1 of Directors shall be prefiled automatical

Sta	keholders Relationship	Committee					
Г			Whether the Stakeholders Relati	onship 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	00017423	Wkram Dhondu Rao	Non-Executive - Independent Director	Chairperson	01-04-2021		
2	06994202	Sukanya Anand Kripalu	Non-Executive - Independent Director	Member	28-10-2014		
3	01842066	Ashish Dikshit	Executive Director	Member	07-02-2023		
4							
5							
6							
7							
=							
9							
10							

Risi	Management Commit	tee					
			Whether the Risk Manag	sement 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	00920608	Sunirmal Talukdar	Non-Executive - Independent Director	Chairperson	11-03-2020		
2	00017423	Wkram Dhondu Rao	Non-Executive - Independent Director	Member	01-04-2021		
3	01040036	Yogesh Chaudhary	Non-Executive - Independent Director	Member	28-05-2021		
4							
5							
6							
7							
9							
10							

ote: Please enter DIN. After entering DIN, Name of Committee members and Category 1 of Directors shall be prefilled automatically

Cor	porate Social Responsib	ility Committee					
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	01842066	Ashish Dikshit	Executive Director	Chairperson	07-02-2023		
2	03035271	Nish Bhutani	Non-Executive - Independent Director	Member	05-06-2020		
3	02352395	Preeti Vyas	Non-Executive - Independent Director	Member	28-05-2021		
4	01040036	Yogesh Chaudhary	Non-Executive - Independent Director	Member	01-04-2021		
5							
6							
7							
9							
10							
10							

			A	nnexure 1			
III.	Meeting of Board of Directors						
	Disclosure of notes on meeting of board of direct	ctors explanatory	Add Not	tes			
Sr	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)	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*
•	Add Delete						
1	09-11-2023			Yes	14	13	6
2	14-02-2024			Yes	14	13	7

					Ann	exure 1				
					IV. Meeti	ng of Committees				
				Disclosure of	notes on meeting	of committees explanatory	Add Not	es		
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)	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)
	Add Delete									
1	Audit Committee	09-11-2023				Yes	4	3	3	O
2	Audit Committee	14-02-2024	96			Yes	4	4	4	O
3	Audit Committee	20-03-2024	34			Yes	4	4	4	O
4	nomination and remuneration committee	09-11-2023				Yes	5	4	3	0
5	Nomination and remuneration committee	14-02-2024	96			Yes	5	4	4	0
	Stakeholders Relationship Committee	11-03-2024	25			Yes	3		. 1	0
7	Risk Management Committee	18-01-2024				Yes	3	3	3	C

	Details of Cyber seco	urity incidence
Whethe	er as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there	
has bee	n cyber security incidents or breaches or loss of data or documents	No
during t	he quarter	
Other d	etails of cyber security incidence or breaches or loss of data event	Add Notes
Number	r of cyber security incidence or breaches or loss of data event	
occurre	d during the quarter	
Sr.	Date of the event	Brief details of the event

	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	
	Disclosure of notes on related	party transactions	Add Notes
	Disclosure of notes of material transaction	with related party	Add Notes

	Annexure 1	
V	I. 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
9	Any comments/observations/advice of Board of Directors may be mentioned here:	Add Notes

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.abfrl.com/corporate-governance/
2	Terms and conditions of appointment of independent directors	Yes		http://www.abfrl.com/corporate-governance/policies/
3	Composition of various committees of board of directors	Yes		http://www.abfrl.com/corporate-governance/
4	Code of conduct of board of directors and senior management personnel	Yes		http://www.abfrl.com/corporate-governance/code-of- conduct/
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		http://www.abfrl.com/corporate-governance/policies/
6	Criteria of making payments to non-executive directors	NA		
7	Policy on dealing with related party transactions	Yes		http://www.abfrl.com/corporate-governance/policies/
8	Policy for determining 'material' subsidiaries	Yes		http://www.abfrl.com/corporate-governance/policies/
9	Details of familiarization programmes imparted to independent directors	Yes		http://www.abfrl.com/corporate-governance/policies/
10	Email address for grievance redressal and other relevant details	Yes		http://www.abfrl.com/investor-relations/
11	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		http://www.abfrl.com/investor-relations/
12	Financial results	Yes		http://www.abfrl.com/investors/financial-and-other- reports/
13	Shareholding pattern	Yes		http://www.abfrl.com/investors/financial-and-other- reports/
14	Details of agreements entered into with the media companies and/or their associates	NA		
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	Yes		https://www.abfrl.com/investors/announcements/
15.2	Audio or video recordings and transcripts of post earnings/quarterly calls	Yes		https://www.abfrl.com/investors/announcements/
16	New name and the old name of the listed entity	NA		
17	Advertisements as per regulation 47 (1)	Yes		https://www.abfrl.com/investors/announcements/
18	Credit rating or revision in credit rating obtained	Yes		https://www.abfrl.com/investors/credit-rating/
19	Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	Yes		https://www.abfrl.com/investors/annual-general- meeting/
20	Secretarial Compliance Report	Yes		https://www.abfrl.com/investors/announcements/
21	Materiality Policy as per Regulation 30 (4)	Yes		https://www.abfrl.com/wp- content/uploads/2023/10/16POLICY-FOR- DETERMINATION-OF-MATERIALITY-OF-INFORMATION- OR-EVENTpdf
22	Disclosure of contact details of KMP who are authorized for the purpose of determining materiality as required under regulation 30(5)	Yes		https://www.abfrl.com/wp- content/uploads/2023/10/16POLICY-FOR- DETERMINATION-OF-MATERIALITY-OF-INFORMATION- OR-EVENTpdf
23	Disclosures under regulation 30(8)	Yes		https://www.abfrl.com/investors/announcements/
24	Statements of deviation(s) or variations(s) as specified in regulation 32	Yes		https://www.abfrl.com/investors/announcements/
25	Dividend Distribution policy as per Regulation 43A(1)	Yes		https://www.abfrl.com/corporate-governance/policies/
26	Annual return as provided under section 92 of the Companies Act, 2013	Yes		https://www.abfrl.com/investors/annual-general- meeting/
27	Confirmation that the above disclosures are in a separate section as specified in regulation 46(2)	Yes		http://www.abfrl.com/investor-relations/
28	Compliance with regulation 46(3) with respect to accuracy of disclosures on the website and timely updating	Yes		https://www.abfrl.com/investors/announcements/
29	Disclosure of notes on website in terms of Listing Regulations explanatory [Text Block]		Add Notes	

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(1C), 17(1D) & 17(1E)	Yes	
3	Meeting of Board of directors	17(2)	Yes	
1	Quorum of Board meeting	17(2A)	Yes	
,	Review of Compliance Reports	17(3)	Yes	
,	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	
.0	Compliance Certificate	17(8)	Yes	
.1	Risk Assessment & Management	17(9)	Yes	
12	Performance Evaluation of Independent Directors	17(10)	Yes	
	Recommendation of Board	17(11)	Yes	
14	Maximum number of Directorships	17A	Yes	
.5	Composition of Audit Committee	18(1)	Yes	
16	Meeting of Audit Committee	18(2)	Yes	
.7	Role of Audit Committee and information to be reviewed by the audit committee	18(3)	Yes	
	Composition of nomination & remuneration committee	19(1) & (2)	Yes	
19	Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes	
	Meeting of Nomination and Remuneration Committee	19(3A)	Yes	
1	Role of Nomination and Remuneration Committee	19(4)	Yes	
22	Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	Yes	
23	Meeting of Stakeholders Relationship Committee	20(3A)	Yes	
	Role of Stakeholders Relationship Committee	20(4)	Yes	
	Composition and role of risk management committee	21(1),(2),(3),(4)	Yes	
6	Meeting of Risk Management Committee	21(3A)	Yes	
27	Quorum of Risk Management Committee meeting	21(3B)	Yes	
28	Gap between the meetings of the Risk Management Committee	21(3C)	Yes	
_	Vigil Mechanism	22	Yes	
-	Policy for related party Transaction	23(1), (1A), (5), (6), & (8)	Yes	
	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
32	Approval for material related party transactions	23(4)	NA NA	
	Disclosure of related party transactions on consolidated basis	23(9)	Yes	
34	Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA NA	
_	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	Yes	
36	Alternate Director to Independent Director	25(1)	NA NA	
37	·		Yes	
)/	Maximum Tenure Appointment, Re-appointment or removal of an Independent Director through special resolution	25(2)	res	
8	or the alternate mechanism	25(2A)	NA	
9	or the alternate mechanism Meeting of independent directors	25(3) & (4)	Yes	
10	Familiarization of independent directors	25(3) & (4)	Yes	
1	Declaration from Independent Director	25(7) 25(8) & (9)	Yes Yes	
12	Directors and Officers insurance		Yes	
-2	Confirmation with respect to appointment of Independent Directors who resigned from the listed	25(10)	res	
13	entity	25(11)	NA	
4	Memberships in Committees	26(1)	Yes	
15	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
6	Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes	
17	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
18	Approval of the Board and shareholders for compensation or profit sharing in connection with dealings in the securities of the listed entity	26(6)	NA	
	Vacancies in respect Key Managerial Personnel	26A(1) & 26A(2)	NA	
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	Annexure II	
1	Name of signatory	Anil Malik
2	Designation	Company Secretary and Compliance Officer

	Annexure II			
- 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	Yes		
	Any other information to be provided Add Notes			

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Annexure II		
1	Name of signatory	Anil Malik
2		Company Secretary and Compliance Officer

Additional Half yearly Disclosure				
Applicability of disclosure	Applicable			
	Add Notes			
Reason for Non Applicability				
I. Disclosure of Loans/ guarantees/comfort letters	/securities etc.refer note below	The Figure should be mentioned in Actual INR only		
(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	0.00	0.00		
Promoter Group or any other entity controlled by them	0.00	0.00		
Directors (including relatives) or any other entity				
controlled by them	0.00	0.00		
KMPs or any other entity controlled by them	0.00	0.00		
(B) Any guarantee / comfort letter (by whatever name of	called) provided by the listed entity directly or indirec	tly, 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	0	0.00	0.00	
Promoter Group or any other entity controlled by				
them	0	0.00	0.00	
Directors (including relatives) or any other entity				
controlled by them	0	0.00	0.00	
KMPs or any other entity controlled by them	0	0.00	0.00	
(C) Any security provided by the listed entity directly or	indirectly, in connection with any loan(s) or any other	r 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	0	0.00	0.00	
Promoter Group or any other entity controlled by				
them	0	0.00	0.00	
Directors (including relatives) or any other entity controlled by them	0	0.00	0.00	
KMPs or any other entity controlled by them	0	0.00	0.00	
(D) Additional Information			Add Notes	
II. Affirmations				
Affirma	tions	Compliance Status	Company Remarks	
All loans (or other form of debt), guarantees, comfort let connection with any loan(s) (or other form of debt) gives	1 1	Yes	Add Notes	
	Jagdish Bajaj			
Designation	CFO			
Place	Mumbai			
Date	20-04-2024			

Signatory Details		
Name of signatory	Anil Malik	
Designation of person	Company Secretary and Compliance Officer	
Place	Mumbai	
Date	20-04-2024	