

| <b>General information about company</b>                       |                |
|--|----------------|
| Scrip code   | 526709         |
| NSE Symbol   |                |
| MSEI Symbol  |                |
| ISIN   | INE839A01021   |
| Name of the entity   | Bits Limited   |
| Date of start of financial year                                | 01-04-2022     |
| Date of end of financial year                                  | 31-03-2023     |
| Reporting Quarter  | Quarterly      |
| Date of Report   | 31-12-2022     |
| 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**

| 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   |                         |                         |               |                                       |                                |                              |                             |                |   |                                    |                             |                        |                   |                                |  |   |   |  |                             |                             |
|   |          | Disqualification of Directors under section 164 of the Companies Act, 2013 |                         |                         |               |                                       |                                |                              |                             |                |   |                                    |                             |                        |                   |                                |  |   |   |  |                             |                             |
| DIN   | 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 | Notes for not providing DIN |
| 8012B   | 01379134 | Non-Executive - Non Independent Director                                   | Chairperson             |                         | 03-04-1977    | No                                    |                                |                              |                             | Active         | NA  |                                    | 01-08-2011                  | 26-09-2021             |                   | 2                              | 0  | 4   | 1   |  |                             |                             |
| 6937D   | 01428320 | Executive Director   | Not Applicable          | MD                      | 04-01-1975    | No                                    |                                |                              |                             | Active         | NA  |                                    | 13-08-2013                  | 25-09-2022             |                   | 2                              | 0  | 3   | 1   |  |                             |                             |
| 1961M   | 06857506 | Non-Executive - Independent Director                                       | Not Applicable          | Employee Director       | 10-03-1992    | No                                    |                                |                              |                             | Active         | NA  |                                    | 10-05-2014                  | 30-09-2019             | 104               | 2                              | 2  | 5   | 2   |  |                             |                             |
| 4543C   | 06942133 | Non-Executive - Independent Director                                       | Not Applicable          | Employee Director       | 30-09-1972    | No                                    |                                |                              |                             | Active         | NA  |                                    | 12-08-2014                  | 30-09-2019             | 101               | 2                              | 2  | 4   | 0   |  |                             |                             |

| 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   | 06857506   | Harish Kumar Chauhan         | Non-Executive - Independent Director | Chairperson             | 01-04-2019          |                   |         |
| 2   | 06942133   | Preeti Sharma                | Non-Executive - Independent Director | Member                  | 01-04-2019          |                   |         |
| 3   | 01428320   | Omprakash Ramashankar Pathak | Executive Director                   | Member                  | 07-05-2020          |                   |         |

| 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   | 06857506   | Harish Kumar Chauhan      | Non-Executive - Independent Director     | Chairperson             | 01-04-2019          |                   |         |
| 2   | 01379134   | Ankit Rathi               | Non-Executive - Non Independent Director | Member                  | 30-03-2021          |                   |         |
| 3   | 06942133   | Preeti Sharma             | Non-Executive - Independent Director     | Member                  | 01-04-2019          |                   |         |

| 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   | 01379134   | Ankit Rathi                  | Non-Executive - Non Independent Director | Chairperson             | 30-03-2021          |                   |         |
| 2   | 06857506   | Harish Kumar Chauhan         | Non-Executive - Independent Director     | Member                  | 30-03-2021          |                   |         |
| 3   | 01428320   | Omprakash Ramashankar Pathak | Executive Director                       | Member                  | 07-05-2020          |                   |         |

| Risk Management Committee                                       |            |                           |                         |                         |                     |                   |         |
|---|------------|---------------------------|-------------------------|-------------------------|---------------------|-------------------|---------|
| Whether the Risk Management Committee has a Regular Chairperson |            |                           |                         |                         |                     |                   |         |
| 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 |            |                           |                         |                         |                     |                   |         |
| 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  | 11-07-2022  |  |   |                              | Yes  | 4   | 4   | 2   |
| 2  | 13-08-2022  |  | 32  |                              | Yes  | 4   | 4   | 2   |
| 3  | 22-08-2022  |  | 8   |                              | Yes  | 4   | 4   | 2   |
| 4  |   | 14-11-2022   | 83  |                              | Yes  | 4   | 4   | 2   |

**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                     | 13-08-2022  |   |                         |                               | Yes  | 3  | 3  | 2   | 0  |
| 2  | Audit Committee                     | 14-11-2022  | 92  |                         |                               | Yes  | 3  | 3  | 2   | 0  |
| 3  | Stakeholders Relationship Committee | 12-08-2022  |   |                         |                               | Yes  | 3  | 3  | 1   | 0  |
| 4  | Stakeholders Relationship Committee | 11-11-2022  | 90  |                         |                               | Yes  | 3  | 3  | 1   | 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   | 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 | Surendra Singh Tangar                    |
| 2  | Designation       | Company Secretary and Compliance Officer |

| <b>Signatory Details</b> |  |
|--------------------------|--|
| Name of signatory        | Surendra Singh Tangar                    |
| Designation of person    | Company Secretary and Compliance Officer |
| Place                    | New Delhi                                |
| Date                     | 16-01-2023                               |

