

Corporate Governance : Quarter ending : Sep-2023

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Annexure I
1. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory																	NA	
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																	No of Independent Director in listed entity including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Director in listed entity including this listed entity (Refer Regulation 17A(1) of Listing Regulations)
Sr	Title (Mr/Ms)	Name of the Director	DIN	Category	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 Independent Director in listed entity including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Director in listed entity including this listed entity (Refer Regulation 17A(1) of Listing Regulations)	
1	Mr	MADHUP BANSILAL VAGHANI	000671115	Executive Director,Chairperson	No	-	-	-	Active	NA	-	01-05-1992	13-02-2023	-	365.00	1	0	
2	Mrs	RADHIKA SAMEER RANE	08126618	Non-Executive - Non Independent Director	No	-	-	-	Active	No	-	14-06-2018	-	-	50.00	1	0	
3	Mr	GOPAL AJAY MALPANI	02043728	Non-Executive - Independent Director	No	-	-	-	Active	No	-	11-04-2022	-	-	20.00	2	2	
4	Mr	DEVENDRA KUMAR NEGI	00727105	Non-Executive - Independent Director	No	-	-	-	Active	No	-	30-09-2022	-	-	12.00	1	1	

- ▶ Composition of Committee
- ▶ Meeting of Board of Directors
- ▶ Meeting of Committees
- ▶ Related Party Transactions

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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 Chair person 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
-	-	-	-	Active	NA	-	01-05-1992	13-02-2023	-	365.00	1	0	2	0	-	-	-
-	-	-	-	Active	No	-	14-08-2018	-	-	80.00	1	0	0	0	-	-	-
-	-	-	-	Active	No	-	11-04-2022	-	-	20.00	2	2	2	0	-	-	-
-	-	-	-	Active	No	-	30-09-2022	-	-	12.00	1	1	2	2	-	-	-

- ▶ Composition of Committee
- ▶ Meeting of Board of Directors
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Annexure 1

II. Composition of Committees

Disclosure of notes on composition of committees explanatory	-
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Audit Committee Details

Whether the Audit Committee has a Regular Chairperson				YES			Remarks
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date Of Appointment	Date of Cessation	
1	00727105	DEVENDRA KUMAR NEGI	Non-Executive - Independent Director	Chairperson	30-09-2022	-	-
2	02043728	GOPAL AJAY MALPANI	Non-Executive - Independent Director	Member	11-04-2022	-	-
3	00067115	MADHUF BANSILAL VAGHANI	Executive Director	Member	14-02-2013	-	-

Nomination and remuneration committee

Whether the Nomination and remuneration committee has a Regular Chairperson				YES			Remarks
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date Of Appointment	Date of Cessation	
1	00727105	DEVENDRA KUMAR NEGI	Non-Executive - Independent Director	Chairperson	30-09-2022	-	-
2	02043728	GOPAL AJAY MALPANI	Non-Executive - Independent Director	Member	11-04-2022	-	-
3	08126818	RADHIKA SAMEER RANE	Non-Executive - Non Independent Director	Member	14-08-2018	-	-

Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date Of Appointment	Date of Cessation	Remarks
1	00727105	DEVENDRA KUMAR NEGI	Non-Executive - Independent Director	Chairperson	30-09-2022	-	-
2	02043728	GOPAL AJAY MALPANI	Non-Executive - Independent Director	Member	11-04-2022	-	-
3	08126818	RADHIKA SAMEER RANE	Non-Executive - Non Independent Director	Member	14-08-2018	-	-

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	00727105	DEVENDRA KUMAR NEGI	Non-Executive - Independent Director	Chairperson	30-09-2022	-	-
2	02043728	GOPAL AJAY MALPANI	Non-Executive - Independent Director	Member	11-04-2022	-	-
3	08126818	RADHIKA SAMEER RANE	Non-Executive - Non Independent Director	Member	14-08-2018	-	-

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	00727105	DEVENDRA KUMAR NEGI	Non-Executive - Independent Director	Chairperson	30-09-2022	-	-
2	02043728	GOPAL AJAY MALPANI	Non-Executive - Independent Director	Member	11-04-2022	-	-
3	00067115	MADHUP BANSILAL VAGHANI	Executive Director	Member	14-02-2018	-	-

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Annexure 1

III. Meeting Of Board Of Directors

Disclosure of notes on meeting of board of directors explanatory					-		
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*
1	10-04-2023	-	-	Yes	4.00	4	2
2	30-05-2023	49	-	Yes	4.00	3	2
3	14-08-2023	75	-	Yes	4.00	4	2
4	22-09-2023	38	-	Yes	4.00	4	2

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Annexure 1

IV. Meeting Of Committees

Disclosure of notes on meeting of committees explanatory

Sr	Name of Committee	Enter Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive meetings (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (details)	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	10 Apr 2023	-	-	-	Yes	3	2	2	2
2	Audit Committee	30 May 2023	49	-	-	Yes	3	3	2	2
3	Audit Committee	14 Aug 2023	75	-	-	Yes	3	3	2	2
4	Audit Committee	22 Sep 2023	38	-	-	Yes	3	3	2	2

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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	-
Disclosure of notes on related party transactions			-
Disclosure of notes of material transaction with related party			-

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Annexure 1

Cyber Security Incidence

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.
Other details of cyber security incidence or breaches or loss of data event	-
Number of cyber security incidence or breaches or loss of data event occurred during the quarter	-
Date of the event	Brief details of the event.

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Annexure I

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 audit committee is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015 a. Audit committee	Yes
3	The composition of the nomination and remuneration committee is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015 b. Nomination and remuneration committee	Yes
4	The composition of the stakeholders relationship committee is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015 c. Stakeholders relationship committee	Yes
5	The composition of the risk management committee 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 of 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 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:	-

Annexure I		
Sr	Subject	Compliance status
1.	Name of signatory	VISHAKHA JAIN
2.	Designation	Company Secretary and Compliance Officer

Annexure II
Website Affirmations

Sr. No.	Item	Compliance status	Details of non-compliance	Web address
	Disclosure of notes on website in terms of Listing Regulations explanatory	-		
	<ul style="list-style-type: none"> ▶ Annual Affirmation ▶ Affirmation 			

Annexure III

III. Affirmations

Sr	Particulars	Regulation Number	Compliance status(Yes/Nb/NA)	If status is "No" details of non-compliance may be given here
1	Copy of the annual report including balance sheet profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	Yes	-
2	Presence of chairperson of audit committee at the annual general meeting	18(1)(d)	Yes	-
3	Presence of chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes	-
4	Whether corporate governance report disclosed in annual report	34(3) read with para C of Schedule V	Yes	-
6	Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	Yes	-
8	Disclosure of the Secretarial Audit Report of the listed entity and the material subsidiaries in the Annual Report	24A(1)	Yes	-
9	Submission of Annual Secretarial Compliance Report	24A(2)	Yes	-

Any other information to be provided

1	Name of signatory	VISHAKHA JAIN
2	Designation	Company Secretary and Compliance Officer

Annexure IV
Additional Half Yearly Disclosure

I. Disclosure of Loans/ guarantees/comfort letters /securities etc:

Applicability of disclosure	Not Applicable
Reason for Non Applicability	Not Applicable

(A) Any loan or any other form of debt advanced by the listed entity directly or indirectly to:

Annexure IV
Additional Half Yearly Disclosure

I. Disclosure of Loans/ guarantees/comfort letters /securities etc.

Applicability of disclosure	Not Applicable
Reason for Non Applicability	Not Applicable

(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
no record found		

(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)
no record found			

(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
no record found			

(D) Additional Information

Affirmations	Compliance Status
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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.

Name	-
Designation	-
Place	-
Date	-

Signatory Details:

Name of signatory	VISHAKHA JAIN
Designation of person	Company Secretary and Compliance Officer
Place	-
Date	-