

Corporate Governance : Quarter ending : September 2024

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	
Sr	Title (Mr / Ms)	Name of the Director		DIN	Category 1 of directors			
1	Mr	ANJAN GHOSH		00655014	Non-Executive - Independent Director			
2	Mr	BASANT KUMAR GOSWAMI		00003782	Non-Executive - Independent Director			
3	Mr	SOMNATH CHATTERJEE		00172364	Executive Director			
4	Mr	DHRUBA JYOTI DOWERAH		07432518	Non-Executive - Non Independent Director			
5	Mr	PARTHAPRATIM SENGUPTA		08273324	Non-Executive - Independent Director			
6	Mrs	MOU MUKHERJEE		03333993	Non-Executive - Independent Director			
7	Mr	DIPANKAR MUKHERJEE		07450198	Non-Executive - Independent Director			
8	Mr	ROBIN AIDAN FARLEY		08217522	Non-Executive - Non Independent Director			

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

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) & 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	Yes	06-09-2019	27-03-2015	01-04-2020		114.03	2	1	4	2			
2	Yes	07-09-2023	06-09-2019	01-04-2024		60.24	1	1	1	0			
3	NA		30-04-2013	12-11-2023			2	0	3	0			
4	NA		11-08-2023	17-08-2024			2	0	0	0			
5	NA		01-01-2024			9	2	2	2	0			
6	NA		09-02-2024			7.2	3	3	3	2			
7	NA		09-02-2024			7.2	2	2	1	0			
8	NA		24-05-2024				2	0	0	0		Textual Information(2)	

Text Block	
Textual Information(1)	NOTE:- THE COMPOSITION OF THE BOARD HAS REMAINED UNCHANGED AS OF THE PREVIOUS QUARTER ENDED 30.06.2024.
Textual Information(2)	NOTE:- MR. ROBIN AIDAN FARLEY (DIN: 08217522) DIRECTOR OF THE COMPANY IS A FOREIGN NATIONAL AND HE HAD NO TAXABLE INCOME IN INDIA AS PER INDIAN INCOME TAX ACT 1961. SO HE HAS NOT APPLIED FOR PAN TILL DATE.

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

Annexure 1 Text Block	
Textual Information(1)	NOTE:- THE COMPOSITION OF THE COMMITTEES HAVE REMAINED UNCHANGED AS OF THE PREVIOUS QUARTER ENDED 30.06.2024.

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	00655014	ANJAN GHOSH	Non-Executive - Independent Director	Chairperson	24-04-2010		
2	00003782	BASANT KUMAR GOSWAMI	Non-Executive - Independent Director	Member	13-02-2020		
3	08273324	PARTHAPRATIM SENGUPTA	Non-Executive - Independent Director	Member	01-04-2024		
4	07450198	DIPANKAR MUKHERJEE	Non-Executive - Independent Director	Member	01-04-2024		
5	03333993	MOU MUKHERJEE	Non-Executive - Independent Director	Member	24-05-2024		
6	00172364	SOMNATH CHATTERJEE	Executive Director	Member	14-08-2013		

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	03333993	MOU MUKHERJEE	Non-Executive - Independent Director	Chairperson	01-04-2024		
2	00655014	ANJAN GHOSH	Non-Executive - Independent Director	Member	28-05-2013		
3	00003782	BASANT KUMAR GOSWAMI	Non-Executive - Independent Director	Member	13-02-2020		
4	08273324	PARTHAPRATIM SENGUPTA	Non-Executive - Independent Director	Member	01-04-2024		

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	00655014	ANJAN GHOSH	Non-Executive - Independent Director	Chairperson	28-05-2013		
2	08273324	PARTHAPRATIM SENGUPTA	Non-Executive - Independent Director	Member	01-04-2024		
3	00172364	SOMNATH CHATTERJEE	Executive Director	Member	13-11-2013		

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	24-05-2024				Yes	7	7	5
2		09-08-2024	76		Yes	8	8	5

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	24-05-2024				Yes	5	5	4	0
2	Audit Committee	09-08-2024	76			Yes	6	6	5	0
3	Nomination and remuneration committee	24-05-2024				Yes	4	4	4	0
4	Stakeholders Relationship Committee	24-05-2024				Yes	3	3	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

Annexure 1		
Sr	Subject	Compliance status
1	Name of signatory	D. Chowdhury
2	Designation	Company Secretary and Compliance Officer

Annexure III				
III. Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/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)	No	Mr. Parthapratim Sengupta, Member of Nomination and Remuneration Committee attended the meeting as authorised by Mrs. Mou Mukherjee, Chairperson of Nomination and Remuneration Committee in terms of section 178(7) of the Companies Act 2013.
4	Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	Yes	
5	Disclosure of the Secretarial Audit Report of the listed entity and the material subsidiaries in the Annual Report	24A(1)	Yes	
6	Submission of Annual Secretarial Compliance Report	24A(2)	Yes	
7	Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	
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Annexure III		
1	Name of signatory	D. Chowdhury
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	Goutamanshu Mukhopadhyay		
Designation	CFO		
Place	Kolkata		
Date	18-10-2024		

Text Block	
Textual Information(3)	<p>There has been no direct or indirect-</p> <p>(a) loan or any other form of debt advanced by the Company or</p> <p>(b) guarantee/comfort letter provided by the Company in connection with any loan(s) or any other form of debt availed or</p> <p>(c) security provided by the Company in connection with any loan(s) or any other form of debt availed to/ by the Company to the Entity as mentioned in the annexure.</p>

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	D. Chowdhury
Designation of person	Company Secretary and Compliance Officer
Place	Kolkata
Date	18-10-2024