

ANNEXURE I

Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity - **Borosil Limited**
2. Quarter ending - **31-Mar-2022**

i. Composition Of Board Of Director

Title (Mr./Ms)	Name of the Director	DIN	Category (Chairperson/Executive/Non-Executive/Independent/Nominee)	Sub Category	Initial Date of Appointment	Date of Appointment	Date of cessation	Tenure	Date of Birth	Whether special resolution passed?	Date of passing special resolution	No. of Directors hip in listed entities including this listed entity	No of Independent Directorship in listed entities including this listed entity	No of memberships in Audit/Stakeholder Committee(s) including this listed entity	No of post of Chairperson in Audit/Stakeholder Committee held in listed entities including this listed entity	Membership in Committees of the Company	Remarks
Mr.	P. K. Kheruka	00016909	C,NED		28-Jan-2016				23-Jul-1951	NA		3	0	5	0	AC,SC,RC,NRC	
Mr.	Shreevar Kheruka	01802416	ED	CEO-MD	28-Jan-2016				04-Jan-1982	NA		3	0	2	1	SC,RC	
Mr.	Rajesh Kumar Chaudhary	07425111	ED		12-Feb-2020				01-Feb-1970	NA		1	0	0	0	RMC	
Mr.	Naveen Kumar Kshatriya	00046813	ID		03-Feb-2020	03-Feb-2020		26	03-Feb-1949	Yes	29-Sep-2020	1	1	3	1	AC,SC	
Mrs.	Anupa Sahney	00341721	ID		03-Feb-2020	03-Feb-2020		26	19-Oct-1967	NA		1	1	2	1	AC,SC,NRC	
Mr.	Kewal Kundanlal Handa	00056826	ID		03-Feb-2020	03-Feb-2020		26	22-Aug-1952	NA		5	5	7	5	AC,RC,NRC	
Mr.	Kanwar Bir Singh Anand	03518282	ID		03-Feb-2020	03-Feb-2020		26	30-Aug-1955	NA		3	3	2	1	RMC,NRC	

Company Remarks	Since Mr. P. K. Kheruka is also a Promoter of the Company the option of Chairperson related to Promoter has been selected.
Whether Permanent chairperson appointed	Yes
Whether Chairperson is related to MD or CEO	Yes

ii. **Composition of Committees**

a. Audit Committee

<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>	<i>Appointment Date</i>	<i>Cessation Date</i>
1	Anupa Sahney	ID	Chairperson	03-Feb-2020	
2	P. K. Kheruka	C,NED	Member	03-Feb-2020	
3	Naveen Kumar Kshatriya	ID	Member	03-Feb-2020	
4	Kewal Kundanlal Handa	ID	Member	03-Feb-2020	

Company Remarks	
Whether Permanent chairperson appointed	Yes

b. Stakeholders Relationship Committee

<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>	<i>Appointment Date</i>	<i>Cessation Date</i>
1	Naveen Kumar Kshatriya	ID	Chairperson	03-Feb-2020	
2	P. K. Kheruka	C,NED	Member	03-Feb-2020	
3	Shreevar Kheruka	ED	Member	03-Feb-2020	
4	Anupa Sahney	ID	Member	03-Feb-2020	

Company Remarks	
Whether Permanent chairperson appointed	Yes

c. Risk Management Committee

<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>	<i>Appointment Date</i>	<i>Cessation Date</i>
1	Kewal Kundanlal Handa	ID	Chairperson	27-May-2021	
2	P. K. Kheruka	C,NED	Member	27-May-2021	
3	Shreevar Kheruka	ED	Member	27-May-2021	
4	Rajesh Kumar Chaudhary	ED	Member	27-May-2021	
5	Kanwar Bir Singh Anand	ID	Member	27-May-2021	
6	Jeevan Dogra	Member	Member	27-May-2021	

Company Remarks	
Whether Permanent chairperson appointed	Yes

d. Nomination and Remuneration Committee

<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>	<i>Appointment Date</i>	<i>Cessation Date</i>
1	Anupa Sahney	ID	Chairperson	03-Feb-2020	
2	P. K. Kheruka	C,NED	Member	03-Feb-2020	
3	Kewal Kundanlal Handa	ID	Member	03-Feb-2020	
4	Kanwar Bir Singh Anand	ID	Member	13-Jul-2020	

Company Remarks	
Whether Permanent chairperson appointed	Yes

iii. **Meeting of Board of Directors**

Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Whether requirement of Quorum met	Number of Directors present	Number of Independent Directors present
12-Nov-2021	07-Feb-2022	Yes	7	4

Company Remarks	
Maximum gap between any two consecutive (in number of days)	86

iv. **Meeting of Committees**

Name of the Committee	Date(s) of meeting during of the committee in the previous quarter	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Number of Directors present	Number of independent directors present
Audit Committee	12-Nov-2021		Yes	4	3
Audit Committee		07-Feb-2022	Yes	4	3
Nomination & Remuneration Committee	12-Nov-2021		Yes	4	3
Risk Management Committee		24-Jan-2022	Yes	4	2

Company Remarks	
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	86

v. **Related Party Transactions**

<i>Subject</i>	<i>Compliance status (Yes/No/NA)</i>	<i>Remark</i>
Whether prior approval of audit committee obtained	Yes	
Whether shareholder approval obtained for material RPT	Not Applicable	
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Not Applicable	

Disclosure of notes on related party transactions and Disclosure of notes of material related party transactions	
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VI. **Affirmations**

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**

- b. Nomination & remuneration committee - **Yes**
 - c. Stakeholders relationship committee - **Yes**
 - d. Risk management committee (applicable to the top 100 listed entities) – **Yes**
3. 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**
4. 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**
5. a. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. - **Yes**
- b. Any comments/observations/advice of Board of Directors may be mentioned here:

The report of the previous quarter was placed before the Board of Directors at their meeting held on February 7, 2022. No comments were received from the Board of Directors.

Name : Anshu Agarwal
Designation : Company Secretary & Compliance Officer

ANNEXURE II

Format 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			
Item	Compliance status	Company Remark	Website
As per regulation 46(2) of the LODR:			
Details of business	Yes		www.borosil.com
Terms and conditions of appointment of independent directors	Yes		www.borosil.com
Composition of various committees of board of directors	Yes		www.borosil.com
Code of conduct of board of directors and senior management personnel	Yes		www.borosil.com
Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		www.borosil.com
Criteria of making payments to non-executive directors	Yes		www.borosil.com
Policy on dealing with related party transactions	Yes		www.borosil.com
Policy for determining 'material' subsidiaries	Yes		www.borosil.com
Details of familiarization programs imparted to independent directors	Yes		www.borosil.com
Email address for grievance redressal and other relevant details entity who are responsible for assisting and handling investor grievances	Yes		www.borosil.com
Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances other relevant details	Yes		www.borosil.com
Financial results	Yes		www.borosil.com
Shareholding pattern	Yes		www.borosil.com
Details of agreements entered into with the media companies and/or their associates	Not Applicable		
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		www.borosil.com
New name and the old name of the listed entity	Not Applicable		
Advertisements as per regulation 47 (1)	Yes		www.borosil.com

Credit rating or revision in credit rating obtained by the entity for all its outstanding instruments obtained	Yes		www.borosil.com
Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	Yes		www.borosil.com
As per other regulations of the LODR:			
Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes		www.borosil.com
Materiality Policy as per Regulation 30	Yes		www.borosil.com
Dividend Distribution policy as per Regulation 43A (as applicable)	Yes		www.borosil.com
It is certified that these contents on the website of the listed entity are correct.	Yes		www.borosil.com

II Annual Affirmations			
Particulars	Regulation Number	Compliance status (Yes/No/NA)	Company Remark
<i>Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'</i>	16(1)(b) & 25(6)	Yes	
<i>Board composition</i>	17(1), 17(1A) & 17(1B)	Yes	
<i>Meeting of Board of directors</i>	17(2)	Yes	
<i>Quorum of Board meeting</i>	17(2A)	Yes	
<i>Review of Compliance Reports</i>	17(3)	Yes	
<i>Plans for orderly succession for appointments</i>	17(4)	Yes	
<i>Code of Conduct</i>	17(5)	Yes	
<i>Fees/compensation</i>	17(6)	Yes	
<i>Minimum Information</i>	17(7)	Yes	
<i>Compliance Certificate</i>	17(8)	Yes	
<i>Risk Assessment & Management</i>	17(9)	Yes	
<i>Performance Evaluation of Independent Directors</i>	17(10)	Yes	
<i>Recommendation of Board</i>	17(11)	Yes	
<i>Maximum number of directorship</i>	17A	Yes	
<i>Composition of Audit Committee</i>	18(1)	Yes	
<i>Meeting of Audit Committee</i>	18(2)	Yes	
<i>Composition of nomination & remuneration committee</i>	19(1) & (2)	Yes	
<i>Quorum of Nomination and Remuneration Committee meeting</i>	19(2A)	Yes	
<i>Meeting of nomination & remuneration committee</i>	19(3A)	Yes	

<i>Composition of Stakeholder Relationship Committee</i>	<i>20(1), 20(2) and 20(2A)</i>	Yes	
<i>Meeting of stakeholder relationship committee</i>	<i>20(3A)</i>	Yes	
<i>Composition and role of risk management committee</i>	<i>21(1),(2),(3),(4)</i>	Yes	
<i>Meeting of Risk Management Committee</i>	<i>22</i>	Yes	
<i>Vigil Mechanism</i>	<i>22</i>	Yes	
<i>Policy for related party Transaction</i>	<i>23(1),(1A),(5),(6),(7)</i>	Yes	
<i>Prior or Omnibus approval of Audit Committee for all related party</i>	<i>23(2), (3)</i>	Yes	
<i>Approval for material related party transactions</i>	<i>23(4)</i>	Not Applicable	
<i>Disclosure of related party transactions on consolidated basis</i>	<i>23(9)</i>	Yes	
<i>Composition of Board of Directors of unlisted material Subsidiary</i>	<i>24(1)</i>	Not Applicable	
<i>Other Corporate Governance requirements with respect to subsidiary of listed entity</i>	<i>24(2),(3),(4),(5) & (6)</i>	Yes	
<i>Annual Secretarial Compliance Report</i>	<i>24(A)</i>	Yes	
<i>Alternate Director to Independent Director</i>	<i>25(1)</i>	Not Applicable	
<i>Maximum Tenure</i>	<i>25(2)</i>	Yes	
<i>Meeting of independent directors</i>	<i>25(3) & (4)</i>	Yes	
<i>Familiarization of independent directors</i>	<i>25(7)</i>	Yes	
<i>Declaration from Independent Director</i>	<i>25(8) & (9)</i>	Yes	
<i>D & O Insurance for Independent</i>	<i>25(10)</i>	Yes	
<i>Memberships in Committees</i>	<i>26(1)</i>	Yes	
<i>Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel</i>	<i>26(3)</i>	Yes	
<i>Disclosure of Shareholding by Non-Executive Directors</i>	<i>26(4)</i>	Not Applicable	
<i>Policy with respect to Obligations of directors and senior management</i>	<i>26(2) & 26(5)</i>	Yes	

Other Information	
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III Affirmations:

The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied. - **Yes**

Other Information	
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Name : **Anshu Agarwal**
Designation : **Company Secretary & Compliance Officer**

ANNEXURE IV

%symbol%	%companyName%	%quarterEnded%
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(A) Any loan or any other form of debt advanced by the listed entity directly or indirectly to

Aggregate amount advanced during six months				Balance outstanding at the end of six months			
<i>Promoter or any other entity controlled by them</i>	<i>Promoter Group or any other entity controlled by them</i>	<i>Directors (including relatives) or any other entity controlled by them</i>	<i>KMPs or any other entity controlled by them</i>	<i>Promoter or any other entity controlled by them</i>	<i>Promoter Group or any other entity controlled by them</i>	<i>Directors (including relatives) or any other entity controlled by them</i>	<i>KMPs or any other entity controlled by them</i>
0	0	0	0	0	0	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)
<i>Promoter or any other entity controlled by them</i>	0	0	0
<i>Promoter Group or any other entity controlled by them</i>	0	0	0
<i>Directors (including relatives) or any other entity controlled by them</i>	0	0	0
<i>KMPs or any other entity controlled by them</i>	0	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
<i>Promoter or any other entity controlled by them</i>	0	0	0
<i>Promoter Group or any other entity controlled by them</i>	0	0	0
<i>Directors (including relatives) or any other entity controlled by them</i>	0	0	0
<i>KMPs or any other entity controlled by them</i>	0	0	0

(D) If the Listed Entity would like to provide any other information the same may be indicated here

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Affirmations

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

Company Remarks in case of non-compliant status

As on March 31, 2022, the Company has not given directly or indirectly any loan, guarantee, comfort letter (by whatever name called) or security in connection with any loan (or other form of debt) to promoter, promoter group, director (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them. Hence, affirmation mentioned under section II is not applicable to the Company. However, option to select 'NA' is not available for the same & hence we have selected 'Yes' under the compliance status for the said affirmation.

Name: Anand Sultania

Designation: Chief Financial Officer

Place: Mumbai

Date: 20-Apr-2022