

ANNEXURE I

Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity - **Borosil Limited**
 2. Quarter ending - **30-Sep-2023**

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 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	No. of Directorship in listed entities including this listed entity [in reference to Regulation 17A (1)]	No of Independent Directorship in listed entities including this listed entity [in reference to proviso to regulation 17A (1)]	No of memberships in Audit/ Stakeholder Committee(s) including this listed entity	No of post of Chairpersons on in Audit/ Stakeholder Committee held in listed entities including this listed entity	Memberships in Committees of the Company
Mr.	Pradeep Kumar Kheruka	00016909	C,NED		28-Jan-2016				23-Jul-1951	No				Active	NA		3	0	5	0	AC,SC,RC,NRC
Mr.	Shreevar Kheruka	01802416	ED	CEO-MD	28-Jan-2016	12-Feb-2023			04-Jan-1982	No				Active	NA		3	0	2	1	SC,RC
Mr.	Rajesh Chaudhary	07425111	ED		12-Feb-2020	12-Feb-2023			01-Feb-1970	No				Active	NA		1	0	0	0	RMC
Mr.	Naveen Kumar Kshatriya	00046813	ID		03-Feb-2020	03-Feb-2020		43.27	03-Feb-1949	No				Active	Yes	29-Sep-2020	1	1	3	1	AC,SC
Mrs.	Anupa Rajiv Sahney	00341721	ID		03-Feb-2020	03-Feb-2020		43.27	19-Oct-1967	No				Active	NA		1	1	2	1	AC,SC,NRC
Mr.	Kewal Kundanlal Handa	00056826	ID		03-Feb-2020	03-Feb-2020		43.27	22-Aug-1952	No				Active	NA		3	3	6	3	AC,RC,NRC
Mr.	Kanwar Bir Singh Anand	03518282	ID		03-Feb-2020	03-Feb-2020		43.27	30-Aug-1955	No				Active	NA		6	6	6	1	AC,RC,NRC

Company Remarks	1) Mr. P. K. Kheruka is a promoter and chairman of the Company. 2) The tenure of each Independent Director is 43 months and 27 days as on September 30, 2023.
Whether Regular chairperson appointed	Yes
Whether Chairperson is related to MD or CEO	Yes

ii. Composition of Committees

a. Audit Committee

Sr. No.	Name of Committee members	Category	Chairperson/Member	Date of Appointment	Date of Cessation
1	Anupa Rajiv Sahney	ID	Chairperson	03-Feb-2020	
2	Pradeep Kumar 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	
5	Kanwar Bir Singh Anand	ID	Member	22-May-2023	

Company Remarks	
Whether Regular chairperson appointed	Yes

b. Stakeholders Relationship Committee

Sr. No.	Name of Committee members	Category	Chairperson/Member	Date of Appointment	Date of Cessation
1	Naveen Kumar Kshatriya	ID	Chairperson	03-Feb-2020	
2	Pradeep Kumar Kheruka	C,NED	Member	03-Feb-2020	
3	Shreevar Kheruka	ED	Member	03-Feb-2020	
4	Anupa Rajiv Sahney	ID	Member	03-Feb-2020	

Company Remarks	
Whether Regular chairperson appointed	Yes

c. Risk Management Committee

Sr. No.	Name of Committee members	Category	Chairperson/Member	Date of Appointment	Date of Cessation
1	Kewal Kundanlal Handa	ID	Chairperson	27-May-2021	
2	Pradeep Kumar Kheruka	C,NED	Member	27-May-2021	
3	Shreevar Kheruka	ED	Member	27-May-2021	
4	Rajesh Chaudhary	ED	Member	27-May-2021	
5	Kanwar Bir Singh Anand	ID	Member	27-May-2021	
6	Jeevan Dogra	AVP - Operations	Member	27-May-2021	

Company Remarks	
Whether Regular chairperson appointed	Yes

d. Nomination and Remuneration Committee

Sr. No.	Name of Committee members	Category	Chairperson/Member	Date of Appointment	Date of Cessation
1	Kanwar Bir Singh Anand	ID	Chairperson	13-Jul-2020	
2	Pradeep Kumar Kheruka	C,NED	Member	03-Feb-2020	
3	Kewal Kundanlal Handa	ID	Member	03-Feb-2020	
4	Anupa Rajiv Sahney	ID	Member	03-Feb-2020	

Company Remarks	
Whether Regular chairperson appointed	Yes

iii. Meeting of Board of Directors

Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	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
22-May-2023	Yes	7	7	4
20-Jun-2023	Yes	7	5	3
14-Aug-2023	Yes	7	6	3

Company Remarks	
Maximum gap between any two consecutive (in number of days)	54

iv. Meeting of Committees

Name of the Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	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)	Number of Independent directors attending the meeting	Number of Members attending the Meeting (Other than Board of Directors)
Audit Committee	22-May-2023	Yes	4	4	3	0
Audit Committee	20-Jun-2023	Yes	5	4	3	0
Audit Committee	14-Aug-2023	Yes	5	4	3	0
Nomination & Remuneration Committee	22-May-2023	Yes	4	4	3	0
Nomination & Remuneration Committee	14-Aug-2023	Yes	4	4	3	0

Stakeholders Relationship Committee	14-Aug-2023	Yes	4	3	1	0
Risk Management Committee	21-Sep-2023	Yes	5	5	2	1

Company Remarks	
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	54

v. **Related Party Transactions**

Subject	Compliance status (Yes/No/NA)	Remark
Whether prior approval of audit committee obtained	Yes	
Whether shareholder approval obtained for material RPT	Yes	
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 1000 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 August 14, 2023. No comments were received from the Board of Directors.

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

ANNEXURE III

Affirmations

Broad Heading	Regulation Number	Compliance Status	Company Remark
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	
Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes	
Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes	
Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	Yes	
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	

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

ANNEXURE IV

(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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<p>Affirmations</p> <p><i>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</i></p>

<p>Company Remarks in case of non-compliant status</p>	<p>During the half year ended September 30, 2023, 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 and hence we have selected 'Yes' under the compliance status for the said affirmation.</p>
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<p>Name: Anand Sultania Designation: Chief Financial Officer Place: Mumbai Date: 10-Oct-2023</p>
