

ANNEXURE I

Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity - **Borosil Limited**
 2. Quarter ending - **30-Sep-2022**

i. Composition Of Board Of Director

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 Directors hip 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 Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity	Membership in Committees of the Company
P. K. Kheruka	00016909	C,NED		28-Jan-2016				23-Jul-1951	No				Active	NA		3	0	5	0	AC,SC,RC,NRC
Shreevar Kheruka	01802416	ED	CEO-MD	28-Jan-2016	12-Feb-2020			04-Jan-1982	No				Active	NA		3	0	2	1	SC,RC
Rajesh Kumar Chaudhary	07425111	ED		12-Feb-2020				01-Feb-1970	No				Active	NA		1	0	0	0	RMC
Naveen Kumar Kshatriya	00046813	ID		03-Feb-2020	03-Feb-2020		32	03-Feb-1949	No				Active	Yes	29-Sep-2020	1	1	3	1	AC,SC
Anupa Sahney	00341721	ID		03-Feb-2020	03-Feb-2020		32	19-Oct-1967	No				Active	NA		1	1	2	1	AC,SC,NRC
Kewal Kundanlal Handa	00056826	ID		03-Feb-2020	03-Feb-2020		32	22-Aug-1952	No				Active	NA		5	5	8	5	AC,RC,NRC
Kanwar Bir Singh Anand	03518282	ID		03-Feb-2020	03-Feb-2020		32	30-Aug-1955	No				Active	NA		6	6	2	1	RMC,NRC

Company Remarks	1) Mr. P. K. Kheruka is a promoter and chairman of the Company. 2) Shareholders at the 12th AGM held on July 13th 2022 have approved a. re-appointment of Mr. Shreevar Kheruka as a MD and CEO and KMP for a period of 5 years i.e. from February 12th 2023 to February 11th 2028. b. re-appointment of Mr. Rajesh Kumar Chaudhary as a Whole-Time Director and KMP for a period of 3 years i.e. from February 12th 2023 to February 11th 2026.
Whether Permanent chairperson appointed	Yes
Whether Chairperson is related to MD or CEO	Yes

ii. Composition of Committees

a. Audit Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
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

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
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

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
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

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

Company Remarks	
Whether Permanent chairperson appointed	Yes

iii. Meeting of Board of Directors

Date(s) of meeting of the committee(s) in the previous quarter and in the relevant quarter	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)	Number of Independent Directors present
09-May-2022	Yes	7	7	4
08-Aug-2022	Yes	7	6	3

Company Remarks	
Maximum gap between any two consecutive (in number of days)	90

iv. Meeting of Committees

Name of the Committee	Date(s) of meeting of the committee(s) in the previous quarter and in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Total Number of Directors attended the meeting (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	09-May-2022	Yes	4	4	3	0
Audit Committee	08-Aug-2022	Yes	4	3	2	0
Nomination & Remuneration Committee	09-May-2022	Yes	4	4	3	0
Nomination & Remuneration Committee	08-Aug-2022	Yes	4	4	3	0
Stakeholders Relationship Committee	05-Aug-2022	Yes	4	3	1	0
Risk Management Committee	03-May-2022	Yes	5	4	2	1

Company Remarks	As per BSEs clarification email dated October 10th 2022 for details to be reported in Annx 1 Meeting of Committees I In Column L we have reported total number of Directors as on date of the meeting i.e. all Directors including Independent Directors II In Column M we have reported total number of Directors present i.e. all directors including Independent Directors.
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	90

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	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 August 08th 2022. No comments were received from the Board of Directors.
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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)	No	Mr. Naveen Kumar Kshatriya Chairman of Stakeholders Relationship Committee had conveyed his inability to attend the 12th Annual General Meeting of the Company owing to medical reasons. He had authorised Mr. Shreevar Kheruka in his absence for addressing members queries which may be raised during the AGM.
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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Affirmations
<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>

Company Remarks in case of non-compliant status	As on September 30, 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 and hence we have selected Yes under the compliance status for the said affirmation.
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Name: Anand Sultania
Designation: Chief Financial Officer
Place: Mumbai
Date: 11-Oct-2022