

**Annexure – I**

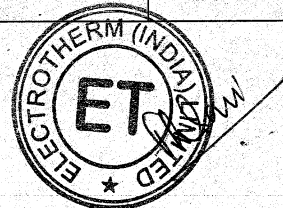
**QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE**

[Pursuant to Regulation 27(2) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015]

Name of Listed Entity : **ELECTROTHERM (INDIA) LIMITED**  
 Quarter Ending : **30<sup>TH</sup> SEPTEMBER, 2020**

**I. COMPOSITION OF BOARD OF DIRECTORS :-**

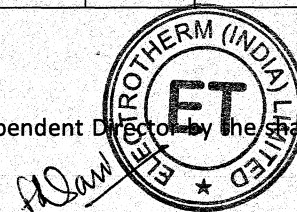
Whether Regular chairperson appointed :								YES				
Whether Chairperson is related to MD or CEO :								NO				
Title (Mr. / Ms.)	Name of Director	PAN & DIN	Category (Chairperson/ Executive / Non- Executive / Independent / Nominee	Initial Date of Appointment	Date of Re- Appointment	Date of Cessation	Tenure	Date of Birth	No. of Directorship in listed entities including this listed entity  [in refer Regulation 17A(1)]	No of Independent Directorship in listed entities including this listed entity  [in reference to proviso to regulation 17A(1)]	Number of memberships in Audit/ Stakeholder Committee (s) including this listed entity  (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairpersons in Audit/ Stakeholder Committee held in listed entities including this listed entity Refer Regulation 26(1) of Listing Regulations)
Mr.	Mukesh Bhandari	AALPB1974B 00014511	Non- Executive – Non Independent Director	01/03/1994	-	-	-	05/08/1951	1	-	-	-
Mr.	Shailesh Bhandari	AALPB1973G 00058866	Executive Director	27/06/1989	01/02/2020	-	-	01/07/1958	1	-	1	-
Mr.	Suraj Bhandari	BJCPB5879C 07296523	Executive Director	13/11/2019	-	-	-	30/10/1995	1	-	-	-





Title (Mr. / Ms.)	Name of Director	PAN & DIN	Category (Chairperson/ Executive / Non-Executive / Independent / Nominee)	Initial Date of Appointment	Date of Re-Appointment	Date of Cessation	Tenure	Date of Birth	No. of Directorship in listed entities including this listed entity  [in refer Regulation 17A(1)]	No of Independent Directorship in listed entities including this listed entity  [in reference to proviso to regulation 17A(1)]	Number of memberships in Audit/ Stakeholder Committee (s) including this listed entity  (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairpersons in Audit/ Stakeholder Committee held in listed entities including this listed entity  Refer Regulation 26(1) of Listing Regulations)
Mr.	Dinesh Shankar Mukati	ACZPM4662K 07909551	Chairman - Non-Executive Independent Director	05/09/2017	-	-	37 Months	29/11/1957	1	1	1	-
Mr.	Pratap Mohan	AEQPP8100G 03536047	Non-Executive Independent Director	05/09/2017	-	-	37 Months	31/03/1961	1	1	1	1
Ms.	Nivedita Ravindra Sarda	ANPPS1126D 00938666	Non-Executive Independent Director	25/05/2018	-	-	28 Months	18/06/1977	1	1	1	1
Mr.	Aditya Munalal Jain <sup>1</sup>	ABMPJ0522D 01568183	Non-Executive – Non Independent Director	17/08/2020	-	-		21/03/1977	1	-	-	-

<sup>1</sup> Mr. Aditya Munalal Jain was appointed as Director in the category Non-Executive Non Independent Director by the shareholders of the Company at their 34<sup>th</sup> Annual General Meeting held on 17<sup>th</sup> August, 2020.





## II. COMPOSITION OF COMMITTEES :-

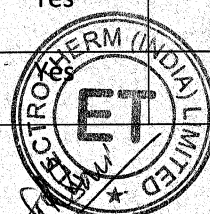
Sr. No.	Name of Committee	Name of Committee members	Category (Chairperson / Executive / Non-Executive/Independent / Nominee)	Date of Appointment	Date of Cessation
1	Audit Committee	- Mr. Pratap Mohan	Chairperson (Non-Executive Independent)	14/09/2017	N. A.
		- Mr. Dinesh Shankar Mukati	Member (Non-Executive Independent)	14/09/2017	N. A.
		- Ms. Nivedita Ravindra Sarda	Member (Non-Executive Independent)	14/11/2018	N. A.
2	Nomination & Remuneration Committee	- Mr. Dinesh Shankar Mukati	Chairperson (Non-Executive Independent)	19/01/2018	N. A.
		- Mr. Pratap Mohan	Member (Non-Executive Independent)	31/08/2019	N. A.
		- Ms. Nivedita Ravindra Sarda	Member (Non-Executive Independent)	28/01/2020	N. A.
3	Stakeholders Relationship Committee	- Ms. Nivedita Ravindra Sarda	Chairperson (Non-Executive Independent)	31/08/2019	N. A.
		- Mr. Shailesh Bhandari	Member (Executive Director)	14/09/2017	N. A.
		- Mr. Pratap Mohan	Member (Non-Executive Independent)	14/10/2019	N. A.
4	Corporate Social Responsibility Committee	- Mr. Shailesh Bhandari	Chairperson (Executive Director)	27/05/2014	N. A.
		- Mr. Dinesh Mukati	Member (Non-Executive Independent)	14/10/2019	N. A.
		- Mr. Pratap Mohan	Member (Non-Executive Independent)	14/09/2017	N. A.

## III. MEETING OF BOARD OF DIRECTORS:-

Sr. No.	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	Maximum gap between any two consecutive (in number of days)
1	30/06/2020	-	Yes	4	2	
2		20/08/2020	Yes	6	3	50

## IV. MEETING OF COMMITTEES:-

Sr. No.	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Whether requirement of Quorum met (details)	Number of Directors present	Number of independent directors present	Maximum gap between any two consecutive meetings in number of days
1	Audit Committee	29/06/2020	Yes	3	3	
2	Audit Committee	19/08/2020	Yes	2	2	50





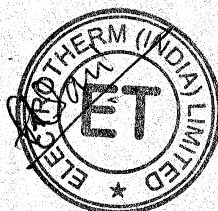
## V. RELATED PARTY TRANSACTIONS:-

Subject	Compliance Status (Yes/No/NA)
Whether prior approval of audit committee obtained	Yes
Whether shareholders' approval obtained for material RPT	Yes
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	N. A.

**Note:** The Company at the 28<sup>th</sup> Annual General Meeting held on 30<sup>th</sup> September, 2014 has approved all proposed related party transactions with annual limits.

## 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 in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. <b>a. Audit Committee</b>	Yes
3	The composition of the following committees in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. <b>b. Nomination &amp; Remuneration Committee</b>	Yes
4	The composition of the following committees in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. <b>c. Stakeholders Relationship Committee</b>	Yes
5	The composition of the following committees in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. <b>d. Risk Management Committee (applicable to the top 100 listed entities)</b>	NA
6	The committee members have been made aware of their powers, role and responsibilities as specified in the 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
9	Any comments/observations/advice of Board of Directors may be mentioned here:	N. A.





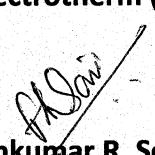
## Annexure – III

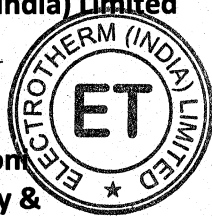
Annexure III to be submitted by listed entity at the end of 6 months after end of financial year along with second quarter report of next financial year

### I. Affirmations:-

Sr. No.	Broad heading	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)	Yes	
4	Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	Yes	
5	Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	

For Electrotherm (India) Limited

  
Fageshkumar R. Soni  
Company Secretary &  
Compliance Officer  
(Membership No. F8218)



Place : Ahmedabad

Date : 12<sup>th</sup> October, 2020