

**Annexure – I**

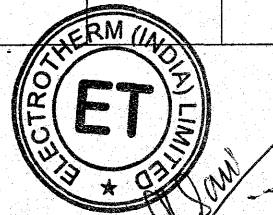
**QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE**

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

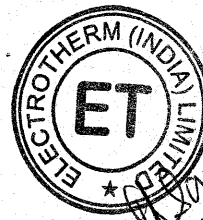
Name of Listed Entity : **ELECTROTHERM (INDIA) LIMITED**  
 Quarter Ending : **30<sup>TH</sup> JUNE, 2020**

**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	-	-	34 Months	29/11/1957	1	1	1	-
Mr.	Pratap Mohan	AEQPP8100G 03536047	Non- Executive Independent Director	05/09/2017	-	-	34 Months	31/03/1961	1	1	1	1
Ms.	Nivedita Ravindra Sarda	ANPPS1126D 00938666	Non- Executive Independent Director	25/05/2018	-	-	25 Months	18/06/1977	1	1	1	1



## 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	28/01/2020	-	Yes	5	2	
2	11/02/2020	-	Yes	6	3	13
3	-	30/06/2020*	Yes	4	2	139

\* In view of spread of Covid-19 pandemic, the Securities and Exchange Board of India (SEBI) has vide its circular no. SEBI/HO/CFD/CMD1/CIR/P/2020/38 dated 19<sup>th</sup> March, 2020 & SEBI/HO/CFD/CMD1/CIR/P/2020/110 dated 26<sup>th</sup> June, 2020, provided relaxation from observing the maximum stipulated time gap between two Board meetings, under Regulation 17(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, held or proposed to be held between the period 1<sup>st</sup> December, 2019 and 30<sup>th</sup> June, 2020 and which was further extended till 31<sup>st</sup> July, 2020. The Board Meeting held on 30<sup>th</sup> June, 2020, was in compliance with above mentioned SEBI Circulars.

#### IV. MEETING OF COMMITTEES:-

Sr. No.	Name of Committee	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)	Number of Directors present	Number of independent directors present	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days
1	Audit Committee	30/06/2020*	Yes	3	3	11/02/2020	139

\* In view of spread of Covid-19 pandemic, the Securities and Exchange Board of India (SEBI) has vide its circular no. SEBI/HO/CFD/CMD1/CIR/P/2020/38 dated 19<sup>th</sup> March, 2020 & SEBI/HO/CFD/CMD1/CIR/P/2020/110 dated 26<sup>th</sup> June, 2020, provided relaxation from observing the maximum stipulated time gap between two Audit Committee meetings, under Regulation 18(2)(a) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, held or proposed to be held between the period 1<sup>st</sup> December, 2019 and 30<sup>th</sup> June, 2020 and which was further extended till 31<sup>st</sup> July, 2020. The Audit Meeting held on 30<sup>th</sup> June, 2020, was in compliance with above mentioned SEBI Circulars.

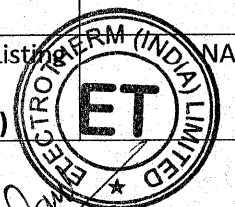
#### V. RELATED PARTY TRANSACTIONS:-

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>	Yes



Sr.	Subject	Compliance status (Yes/No)
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.

FOR ELECTROTHERM (INDIA) LIMITED

  
**FAGESHKUMAR R. SONI**  
**COMPANY SECRETARY & COMPLIANCE OFFICER**



Place : Ahmedabad  
Date : 13<sup>th</sup> July, 2020