

CORPORATE GOVERNANCE REPORT FOR THE QUARTER ENDED 30TH JUNE 2023

General information about Company	
Scrip code	500207
NSE Symbol	INDORAMA
MSEI Symbol	NOTLISTED
ISIN	INE156A01020
Name of the entity	INDO RAMA SYNTHETICS (INDIA) LIMITED
Date of start of financial year	01-04-2023
Date of end of financial year	31-03-2024
Reporting Quarter	Quarterly
Date of Report	30-06-2023
Risk management committee	Applicable
Market Capitalisation as per immediate previous Financial Year	Top 1000 listed entities

Annexure I

Annexure I to be submitted by listed entity on quarterly basis

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory																									
Whether the listed entity has a Regular Chairperson		Yes																							
Whether Chairperson is related to MD or CEO		No																							
		Disqualification of Directors under section 164 of the Companies Act, 2013																							
Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	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	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Notes for not providing PAN	Notes for not providing DIN
1	Mr	Om Prakash Lohia	AAC PL00 89N	00 20 68 07	Executive Director	Chairperson	MD	26-05-1949	No				Active	NA		28-04-1986	26-12-2020		36	2	1	1	0		
2	Mr	Vishal Lohia	AAB PL52 13F	00 20 64 58	Executive Director	Not Applicable		28-09-1977	No				Active	NA		16-04-2002	01-04-2022		36	1	0	2	0		
3	Mr	Suman Jyoti Khaitan	AER PK7 259Q	00 02 33 70	Non-Executive - Independent Director	Not Applicable		09-02-1959	No				Active	NA		30-01-2013	15-05-2019		60	2	2	2	1		
4	Mrs	Ranjana Agarwal	AAF PA1 89 6D	03 34 00 32	Non-Executive - Independent Director	Not Applicable		25-11-1956	No				Active	NA		18-05-2015	18-05-2020		60	4	4	4	1		

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory

Whether the listed entity has a Regular Chairperson

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	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	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Notes for not providing PAN	Notes for not providing DIN
5	Mr	Dhanendra Kumar	ABB PK3 874 G	05 01 94 11	Non-Executive - Independent Director	Not Applicable		06-06-1946	No				Active	Yes	26-08-2020	14-02-2020	14-02-2020		60	2	2	0	2		
6	Mr	Hemant Balkrishna Bal	ABN PB4 556 E	08 81 87 97	Executive Director	Not Applicable		07-10-1958	No				Active	NA		30-10-2020	30-10-2020		36	1	0	2	0		
7	Mr	Dilip Kumar Agarwal	AJI PA7 771 R	03 48 71 62	Non-Executive - Non Independent Director	Not Applicable		10-02-1957	No				Active	NA		20-01-2021	20-01-2021			1	0	1	0		
8	Mr	Dharpal Agarwal	AAE PA8 986 H	00 08 41 05	Non-Executive - Independent Director	Not Applicable		24-08-1950	No				Active	NA		25-11-2021	25-11-2021		60	6	6	2	1		

Audit Committee Details							
Whether the Audit Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	05019411	Dhanendra Kumar	Non-Executive - Independent Director	Chairperson	14-02-2020		
2	00206458	Vishal Lohia	Executive Director	Member	28-01-2009		
3	00023370	Suman Jyoti Khaitan	Non-Executive - Independent Director	Member	13-11-2013		
4	03340032	Ranjana Agarwal	Non-Executive - Independent Director	Member	31-08-2016		
5	08818797	Hemant Balkrishna Bal	Executive Director	Member	30-10-2020		
6	00084105	Dharpal Agarwal	Non-Executive - Independent Director	Member	25-11-2021		

Nomination and remuneration committee							
Whether the Nomination and remuneration committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00023370	Suman Jyoti Khaitan	Non-Executive - Independent Director	Chairperson	13-11-2013		
2	03340032	Ranjana Agarwal	Non-Executive - Independent Director	Member	31-08-2016		
3	05019411	Dhanendra Kumar	Non-Executive - Independent Director	Member	14-02-2020		
4	03487162	Dilip Kumar Agarwal	Non-Executive - Non Independent Director	Member	20-01-2021		

Stakeholders Relationship Committee							
Whether the Stakeholders Relationship Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	05019411	Dhanendra Kumar	Non-Executive - Independent Director	Chairperson	14-02-2020		
2	00206807	Om Prakash Lohia	Executive Director	Member	24-10-2001		
3	00206458	Vishal Lohia	Executive Director	Member	28-01-2009		
4	08818797	Hemant Balkrishna Bal	Executive Director	Member	30-10-2020		
5	03487162	Dilip Kumar Agarwal	Non-Executive - Non Independent Director	Member	20-01-2021		

Risk Management Committee							
Whether the Risk Management Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00206807	Om Prakash Lohia	Executive Director	Chairperson	13-11-2014		
2	00206458	Vishal Lohia	Executive Director	Member	13-11-2014		
3	08818797	Hemant Balkrishna Bal	Executive Director	Member	30-10-2020		
4	03487162	Dilip Kumar Agarwal	Non-Executive - Non Independent Director	Member	20-01-2021		
5	00084105	Dharpal Agarwal	Non-Executive - Independent Director	Member	25-11-2021		

Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00206807	Om Prakash Lohia	Executive Director	Chairperson	20-05-2014		
2	00206458	Vishal Lohia	Executive Director	Member	20-05-2014		
3	03340032	Ranjana Agarwal	Non-Executive - Independent Director	Member	31-08-2016		
4	08818797	Hemant Balkrishna Bal	Executive Director	Member	30-10-2020		
5	03487162	Dilip Kumar Agarwal	Non-Executive - Non Independent Director	Member	20-01-2021		

Other Committee						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks

Annexure 1								
Annexure 1								
III. Meeting of Board of Directors								
Disclosure of notes on meeting of board of directors explanatory								
Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)	Notes for not providing Date	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*
1	10-02-2023				Yes	8	8	4
2		16-05-2023	94		Yes	8	7	4

Annexure 1

IV. Meeting of Committees

Disclosure of notes on meeting of committees explanatory

Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	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)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
1	Audit Committee	10-02-2023				Yes	6	6	4	0
2	Audit Committee	16-05-2023	94			Yes	6	6	4	0
3	Nomination and remuneration committee	16-05-2023				Yes	4	3	3	0
4	Corporate Social Responsibility Committee	10-02-2023				Yes	5	3	1	0
5	Corporate Social Responsibility Committee	16-05-2023				Yes	5	4	1	0

Annexure 1

V. Related Party Transactions

Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	Yes	
2	Whether shareholder approval obtained for material RPT	Yes	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	
Disclosure of notes on related party transactions			

Annexure 1**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 is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	Yes
3	The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 1000 listed entities)	Yes
6	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
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

Annexure 1

Sr	Subject	Compliance status
1	Name of signatory	Pawan Kumar Thakur
2	Designation	Company Secretary and Compliance Officer

Signatory Details

Name of signatory	Pawan Kumar Thakur
Designation of person	Company Secretary and Compliance Officer
Place	Gurugram
Date	20-07-2023