

**EPIGRAL LIMITED - CORPORATE GOVERNANCE REPORT - 31-12-2023**

<b>General information about company</b>	
Scrip code	543332
NSE Symbol	EPIGRAL
MSEI Symbol	NOTLISTED
ISIN	INE071N01016
Name of the entity	EPIGRAL 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	31/12/2023
Risk management committee	Applicable
Market Capitalisation as per immediate previous Financial Year	Top 1000 listed entities

**Annexure 1**

**I. Composition of Board of Directors**

Disclosure of notes on composition of board of directors explanatory

NA

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	DIN	Category	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 [with reference to proviso to regulation 17A(1) & 17A(2)]	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	Maulik Jayantibhai Patel	02006947	Executive Director, Chairperson, MD	No	-	-	-	Active	NA		10/05/2016	01/04/2022			2	0	1	0		
2	Mr	Kaushal Ashishbhai Soparkar	01998162	Executive Director, CEO	No	-	-	-	Active	NA		10/05/2016	01/04/2022			2	0	0	0		
3	Mr	Ankit Natwarlal Patel	02180007	Non-Executive - Non Independent Director	No	-	-	-	Active	NA		10/05/2016	05/08/2023			2	0	0	0		
4	Mr	Karana Rameshbhai Patel	01727321	Non-Executive - Non Independent Director	No	-	-	-	Active	NA		10/05/2016	05/08/2023			2	0	0	0		
5	Mr	Darshan Anandbhai Patel	02047676	Non-Executive - Non Independent Director	No	-	-	-	Active	NA		10/05/2016	05/08/2023			2	0	0	0		
6	Mr	Manubhai Khodidas Patel	00132045	Non-Executive - Independent Director	No	-	-	-	Active	Yes	27/06/2022	18/07/2017	27/06/2022		79	2	2	4	4		
7	Mr	Sanjay Asher	00008221	Non-Executive - Independent Director	No	-	-	-	Active	NA		20/05/2021	20/05/2021		30	6	6	10	4		
8	Mr	Kanubhai Shakara Patel	00008395	Non-Executive - Independent Director	No	-	-	-	Active	NA		20/05/2021	20/05/2021		30	2	1	2	0		
9	Mr	Raju Swamy	03032679	Non-Executive - Independent Director	No	-	-	-	Active	Yes	23/09/2021	20/05/2021	20/05/2021		30	1	1	0	0		
10	Mrs	Nirali Bhavin Parikh	05309425	Non-Executive - Independent Director	No	-	-	-	Active	NA		20/07/2015	01/08/2020		106	1	1	2	0		

## Annexure 1

### II. Composition of Committees

<b>Audit Committee Details</b>								
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	00132045	Manubhai Khodidas Patel	Non-Executive - Independent Director	Chairperson	01/11/2017			
2	00008395	Kanubhai Shakara Patel	Non-Executive - Independent Director	Member	20/05/2021			
3	05309425	Nirali Bhavin Parikh	Non-Executive - Independent Director	Member	20/05/2021			

<b>Nomination and Remuneration committee</b>								
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	00132045	Manubhai Khodidas Patel	Non-Executive - Independent Director	Chairperson	09/05/2019			
2	00008221	Sanjay Asher	Non-Executive - Independent Director	Member	20/05/2021			
3	05309425	Nirali Bhavin Parikh	Non-Executive - Independent Director	Member	20/05/2021			

<b>Stakeholders Relationship Committee</b>								
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	00132045	Manubhai Khodidas Patel	Non-Executive - Independent Director	Chairperson	20/05/2021			
2	05309425	Nirali Bhavin Parikh	Non-Executive - Independent Director	Member	20/05/2021			
3	02006947	Maulik Jayantibhai Patel	Executive Director	Member	24/01/2022			

<b>Risk Management Committee</b>								
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	00132045	Manubhai Khodidas Patel	Non-Executive - Independent Director	Chairperson	25/04/2022			
2	02006947	Maulik Jayantibhai Patel	Executive Director	Member	25/04/2022			
3	00008221	Sanjay Asher	Non-Executive - Independent Director	Member	25/04/2022			

<b>Corporate Social Responsibility Committee</b>								
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	00132045	Manubhai Khodidas Patel	Non-Executive - Independent Director	Chairperson	18/05/2017			
2	02006947	Maulik Jayantibhai Patel	Executive Director	Member	01/02/2017			
3	01998162	Kaushal Ashishbhai Soparkar	Executive Director	Member	01/02/2017			
4	02180007	Ankit Natwarlal Patel	Non-Executive - Non Independent Director	Member	18/05/2017			

### Annexure 1

<b>III. Meeting of Board of Directors</b>								
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*
2	05/08/2023				Yes	10	10	5
3		06/11/2023	92		Yes	10	10	5

<b>IV. Meeting of Committees</b>										
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	Stakeholders Relationship Committee	06/11/2023				Yes	3	3	2	0
2	Audit Committee	05/08/2023				Yes	3	3	3	0
3	Audit Committee	06/11/2023	92			Yes	3	3	3	0
4	Risk Management Committee	20/10/2023				Yes	3	3	2	0
5	Nomination and remuneration committee	05/08/2023				Yes	3	3	3	0

**Annexure 1**

<b>V. Related Party Transactions</b>			
<b>Sr</b>	<b>Subject</b>	<b>Compliance status (Yes/No/NA)</b>	<b>If status is “No” details of non-compliance may be given here.</b>
1	Whether prior approval of audit committee obtained	Yes	
2	Whether shareholder approval obtained for material RPT	NA	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	

<b>VI. Affirmations</b>		
<b>Sr</b>	<b>Subject</b>	<b>Compliance status (Yes/No)</b>
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

<b>Details of Cyber security incidence</b>	
Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter	No

<b>Annexure 1</b>		
<b>Sr</b>	<b>Subject</b>	<b>Compliance status</b>
1	Name of signatory	KAMLESH MEHTA
2	Designation	Company Secretary and Compliance Officer

<b>Signatory Details</b>	
Name of signatory	KAMLESH MEHTA
Designation of person	Company Secretary and Compliance Officer
Place	AHMEDABAD
Date	17/01/2024