

EPIGRAL LIMITED - INTEGRATED GOVERNANCE - 31.03.2025

General information about company		
Scrip code	543332	
NSE Symbol	EPIGRAL	
MSEI Symbol	NOTLISTED	
ISIN	INE071N01016	
Name of the entity	EPIGRAL LIMITED	
Date of start of financial year	01/04/2024	
Date of end of financial year	31/03/2025	
Reporting Quarter Type	Yearly	
Date of Quarter Ending	31/03/2025	
Type of company	Equity	
Whether Annexure I (Part A) of the SEBI Circular dated December 31, 2024 related to Compliance Report on Corporate Governance is applicable to the entity?	Yes	
Whether Annexure I (Part B) of the SEBI Circular dated December 31, 2024 related to Investor Grievance Redressal Report is Applicable to the entity?	Yes	
Whether Annexure I (Part C) of the SEBI Circular dated December 31, 2024 related to Disclosure of Acquisition of Shares or Voting Rights in Unlisted Companies is Applicable to the entity?	No	Not Applicable
Whether Annexure I (Part D) of the SEBI Circular dated December 31, 2024 related to Disclosure of Imposition of Fine or Penalty is Applicable to the entity?	No	Not Applicable
Whether Annexure I (Part E) of the SEBI Circular dated December 31, 2024 related to Disclosure of Updates to Ongoing Tax Litigations or Disputes is Applicable to the entity?	No	Not Applicable
Risk management committee	Applicable	
Market Capitalisation as per immediate previous Financial Year	Top 1000 listed entities	
Is SCORE ID Available ?	Yes	
SCORE Registration ID	M00170	
Reason For No SCORE ID		
Type of Submission	Original	
Remarks (website dissemination)		
Remarks for Exchange (not for Website Dissemination)		

Annexure I																						
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 of directors	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)	Reason for Cessation	Notes for not providing PAN	Notes for not providing DIN
1	Mr	Maulik Jayantibhai Patel	02006947	Executive Director, Chairperson related to Promoter, MD	No				Active	NA		10/05/2016	01/04/2022			2	0	2	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	1	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	09/07/2024	18/07/2017	27/06/2022		94	2	2	4	3			
7	Mr	Sanjay Khatau Asher	00008221	Non-Executive - Independent Director	No				Active	NA		20/05/2021	20/05/2021		45	6	5	9	2			
8	Mr	Kanubhai Shakarabhai Patel	00008395	Non-Executive - Independent Director	No				Active	NA		20/05/2021	20/05/2021		45	2	1	4	1			
9	Mr	Raju Swamy	03032679	Non-Executive - Independent Director	No				Active	Yes	23/09/2021	20/05/2021	20/05/2021		45	1	1	0	0			
10	Ms	Nirali Bhavin Parikh	05309425	Non-Executive - Independent Director	No				Active	NA		20/07/2015	01/08/2020	28/02/2025	120	1	1	2	0	Tenure Completion		
11	Ms	Priyanka Agarwal Chopra	10011547	Non-Executive - Independent Director	No				Active	NA		28/02/2025			1	2	2	0	0			

On completion of tenure, Ms. Nirali Parikh ceased to be a Director on the Board of the Company w.e.f. 28.02.2025. Accordingly, she also ceased to be a Member of the Committees of the Board. Ms. Priyanka Agarwal Chopra has been appointed as Independent Woman Director (Additional Director) on the Board of the Company w.e.f. 28.02.2025.

Annexure I
II. Composition of Committees

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	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	02006947	Maulik Jayantibhai Patel	Executive Director	Member	28/02/2025		Textual Information(1)
4	05309425	Nirali Bhavin Parikh	Non-Executive - Independent Director	Member	20/05/2021	28/02/2025	Textual Information(2)

Textual Information(1) - The Board of Directors vide its resolution dated 28.02.2025, inducted Mr. Maulik Patel as a Member of the Audit Committee.

Textual Information(2) - On completion of tenure, Ms. Nirali Parikh ceased to be a Director on the Board of the Company w.e.f. 28.02.2025.

Accordingly, she also ceased to be a Member of the Committees of the Board.

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	3032679	Raju Swamy	Non-Executive - Independent Director	Chairperson	28/02/2025		Textual Information(1)
2	00132045	Manubhai Khodidas Patel	Non-Executive - Independent Director	Member	09/05/2019		
3	00008221	Sanjay Khatau Asher	Non-Executive - Independent Director	Member	20/05/2021		
4	05309425	Nirali Bhavin Parikh	Non-Executive - Independent Director	Member	20/05/2021	28/02/2025	Textual Information(2)

Textual Information(1) - The Board of Directors vide its resolution dated 28.02.2025, inducted Mr. Raju Swamy as a Member (Chairperson) of the Nomination & Remuneration Committee.

Textual Information(2) - On completion of tenure, Ms. Nirali Parikh ceased to be a Director on the Board of the Company w.e.f. 28.02.2025.

Accordingly, she also ceased to be a Member of the Committees of the Board.

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	00008395	Kanubhai Shakara Patel	Non-Executive - Independent Director	Chairperson	28/02/2025		Textual Information(1)
2	00132045	Manubhai Khodidas Patel	Non-Executive - Independent Director	Member	20/05/2021		
3	05309425	Nirali Bhavin Parikh	Non-Executive - Independent Director	Member	20/05/2021	28/02/2025	Textual Information(2)
4	02006947	Maulik Jayantibhai Patel	Executive Director	Member	24/01/2022		

Textual Information(1) - The Board of Directors vide its resolution dated 28.02.2025, inducted Mr. Kanubhai Patel as a Member (Chairperson) of the Stakeholders Relationship Committee.

Textual Information(2) - On completion of tenure, Ms. Nirali Parikh ceased to be a Director on the Board of the Company w.e.f. 28.02.2025.

Accordingly, she also ceased to be a Member of the Committees of the Board.

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	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 Khatau Asher	Non-Executive - Independent Director	Member	25/04/2022		

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	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 Natwarial Patel	Non-Executive - Non Independent Director	Member	18/05/2017	28/02/2025	Textual Information(1)

Textual Information(1) - Mr. Ankit Patel ceased to be a Member of Corporate Social Responsibility w.e.f. 28.02.2025

Annexure I								
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)	No. of Independent Directors attending the meeting*
1	09/11/2024				Yes	10	9	5
2		27.01.2025	78		Yes	10	9	5

Annexure I										
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	09/11/2024				Yes	3	3	3	0
2	Audit Committee	27/01/2025	75			Yes	3	3	3	0
3	Risk Management Committee	26/10/2024				Yes	3	3	2	0

Annexure I		
V. 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 I		
Sr	Subject	Compliance status
1	Name of signatory	Gaurang Trivedi
2	Designation	Company Secretary and Compliance Officer

Details of Cyber security incidence	
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
Number of cyber security incidence or breaches or loss of data event occurred during the quarter	0

Annexure II

I. Disclosure on website in terms of LODR Regulations

Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
1.1	Details of business	Yes		https://epigral.com/
1.2	Memorandum of Association and Articles of Association	Yes		https://epigral.com/
1.3	Brief profile of board of directors including directorship and full-time positions in body corporates	Yes		https://epigral.com/
2	Terms and conditions of appointment of independent directors	Yes		https://epigral.com/
3	Composition of various committees of board of directors	Yes		https://epigral.com/
4	Code of conduct of board of directors and senior management personnel	Yes		https://epigral.com/
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		https://epigral.com/
6	Criteria of making payments to non-executive directors	Yes		https://epigral.com/
7	Policy on dealing with related party transactions	Yes		https://epigral.com/
8	Policy for determining 'material' subsidiaries	Yes		https://epigral.com/
9	Details of familiarization programmes imparted to independent directors	Yes		https://epigral.com/
10	Email address for grievance redressal and other relevant details	Yes		https://epigral.com/
11	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		https://epigral.com/
12	Financial results	Yes		https://epigral.com/
13	Shareholding pattern	Yes		https://epigral.com/
14	Details of agreements entered into with the media companies and/or their associates	NA		
15.1	(I) Schedule of analyst or institutional investor meet (II) Presentations prepared by the listed entity for analysts or institutional investors meet, post earnings or quarterly calls prior to beginning of such events.	Yes		https://epigral.com/
15.2	Audio recordings, video recordings, if any, and transcripts of post earnings or quarterly calls, by whatever name called, conducted physically or through digital means	Yes		https://epigral.com/
16	New name and the old name of the listed entity	Yes		https://epigral.com/
17	Advertisements as per regulation 47 (1)	Yes		https://epigral.com/
18	Credit rating or revision in credit rating obtained	Yes		https://epigral.com/
19	Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	NA		
20	Secretarial Compliance Report	Yes		https://epigral.com/
21	Materiality Policy as per Regulation 30 (4)	Yes		https://epigral.com/
22	Disclosure of contact details of KMP who are authorized for the purpose of determining materiality as required under regulation 30(5)	Yes		https://epigral.com/
23	Disclosures under regulation 30(8)	Yes		https://epigral.com/
24	Statements of deviation(s) or variations(s) as specified in regulation 32	Yes		https://epigral.com/
25	Dividend Distribution policy as per Regulation 43A(1)	Yes		https://epigral.com/
26.1	Annual return as provided under section 92 of the Companies Act, 2013	Yes		https://epigral.com/
26.2	Employee Benefit scheme documents framed in terms of SEBI (SBEB) Regulations, 2021	NA		
27	Confirmation that the above disclosures are in a separate section as specified in regulation 46(2)	Yes		https://epigral.com/
28	Compliance with regulation 46(3) with respect to accuracy of disclosures on the website and timely updating	Yes		https://epigral.com/

Annexure II

II. Annual Affirmations

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b)	Yes	
2	Board composition	17(1), 17(1A) & 17(1C), 17(1D) & 17(1E)	Yes	
3	Meeting of Board of directors	17(2)	Yes	
4	Quorum of Board meeting	17(2A)	Yes	
5	Review of Compliance Reports	17(3)	Yes	
6	Plans for orderly succession for appointments	17(4)	Yes	
7	Code of Conduct	17(5)	Yes	
8	Fees/compensation	17(6)	Yes	
9	Minimum Information	17(7)	Yes	
10	Compliance Certificate	17(8)	Yes	
11	Risk Assessment & Management	17(9)	Yes	
12	Performance Evaluation of Independent Directors	17(10)	Yes	
13	Recommendation of Board	17(11)	Yes	
14	Maximum number of Directorships	17A	Yes	
15	Composition of Audit Committee	18(1)	Yes	
16	Meeting of Audit Committee	18(2)	Yes	
17	Role of Audit Committee and information to be reviewed by the audit committee	18(3)	Yes	
18	Composition of nomination & remuneration committee	19(1) & (2)	Yes	
19	Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes	
20	Meeting of Nomination and Remuneration Committee	19(3A)	Yes	
21	Role of Nomination and Remuneration Committee	19(4)	Yes	
22	Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	Yes	
23	Meeting of Stakeholders Relationship Committee	20(3A)	Yes	
24	Role of Stakeholders Relationship Committee	20(4)	Yes	
25	Composition and role of risk management committee	21(1),(2),(3),(4)	Yes	
26	Meeting of Risk Management Committee	21(3A)	Yes	
27	Quorum of Risk Management Committee meeting	21(3B)	Yes	
28	Gap between the meetings of the Risk Management Committee	21(3C)	Yes	
29	Vigil Mechanism	22	Yes	
30	Policy for related party Transaction	23(1), (1A), (5), (6), & (8)	Yes	
31	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
32	Approval for material related party transactions	23(4)	Yes	
33	Disclosure of related party transactions on consolidated basis	23(9)	Yes	

II. Annual Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
34	Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA	
35	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	NA	
36	Alternate Director to Independent Director	25(1)	Yes	
37	Maximum Tenure	25(2)	Yes	
38	Appointment, Re-appointment or removal of an Independent Director through special resolution or the alternate mechanism	25(2A)	Yes	
39	Meeting of independent directors	25(3) & (4)	Yes	
40	Familiarization of independent directors	25(7)	Yes	
41	Declaration from Independent Director	25(8) & (9)	Yes	
42	Directors and Officers insurance	25(10)	Yes	
43	Confirmation with respect to appointment of Independent Directors who resigned from the listed entity	25(11)	Yes	
44	Memberships in Committees	26(1)	Yes	
45	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
46	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
47	Approval of the Board and shareholders for compensation or profit sharing in connection with dealings in the securities of the listed entity	26(6)	NA	
48	Vacancies in respect Key Managerial Personnel	26A(1) & 26A(2), 26A(3)	Yes	

Annexure II		
III. Affirmations		
Sr	Particulars	Compliance status (Yes/No/NA)
1	The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied	Yes
	Any other information to be provided	

Annexure II		
1	Name of signatory	Gaurang Trivedi
2	Designation	Company Secretary and Compliance Officer

Signatory Details		
Sr	Subject	Compliance status
1	Name of signatory	Gaurang Trivedi
2	Designation	Company Secretary and Compliance Officer
3	Place	Ahmedabad
4	Date	23/04/2025

Investor Grievance Details

No. of investor complaints pending at the beginning of Quarter	1
No. of investor complaints received during the Quarter	1
No. of investor complaints disposed off during the Quarter	2
No. of investor complaints those remaining unresolved at the end of the Quarter	0