

BSE LTD
ACKNOWLEDGEMENT

Acknowledgement No	: 1505202012215827	Date & Time	: 15/05/2020 12:21:58 PM
Scrip Code	: 524570		
Entity Name	: PODDAR PIGMENTS LTD		
Compliance Type	: Regulation 27(2)- Corporate Governance		
Quarter / Period	: 31/03/2020		
Mode	: E-Filing		

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General information about company

Scrip code	524570
NSE Symbol	PODDARMENT
MSEI Symbol	NA
ISIN	INE371C01013
Name of the entity	PODDAR PIGMENTS LTD
Date of start of financial year	01-04-2019
Date of end of financial year	31-03-2020,
Reporting Quarter	Yearly
Date of Report	31-03-2020
Risk management committee	Not Applicable
Market Capitalisation as per immediate previous Financial Year	Any other

Enter the quarter ended date only

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Name: Title:

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

No

Whether Chairperson is related to MD or CEO

No

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 special resolution passed? (Refer Reg. 17(LA) 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 25(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulations)	Notes for not providing PAN	Notes for not providing DIN
1	Mr	Shiv Shankar Poddar	AADPP100BJ	00058025	Executive Director	Not Applicable	MD	10-09-1949	NA		28-02-1994	01-10-2019			1	0	1	0		
2	Mr	Ramesh Kumar Sureka	AMMPS7656N	00058043	Executive Director	Not Applicable	CEO	11-12-1956	NA		30-05-1999	01-10-2018			1	0	2	0		
3	Mr	Manoj Kumar Sonthalia	ACSPS2460G	00021297	Non-Executive - Independent Director	Not Applicable	Shareholder Director	16-09-1957	NA		28-02-1994	01-04-2019		313	1	1	1	0		
4	Mr	Nagarajan Gopalaswami	AAGPG2558R	00017659	Non-Executive - Independent Director	Not Applicable	Shareholder Director	06-02-1932	Yes	21-09-2019	01-07-1994	01-04-2019		309	1	1	0	0		
5	Mrs	Mahima Poddar Agarwal	AALPM670ZE	03588809	Non-Executive - Non Independent Director	Not Applicable		09-11-1974	NA		25-07-2011	20-09-2018			1	0	1	0		
6	Mr	Gaurav Goenta	ADGPG634DQ	00375811	Executive Director	Not Applicable	MD	01-06-1975	NA		28-05-2016	01-04-2019			1	0	1	0		
7	Mr	M. Mahadevan	AAJPM5888R	00786991	Non-Executive - Independent Director	Not Applicable	Shareholder Director	07-04-1955	NA		17-06-2016	09-08-2016		46	1	1	0	0		
8	Mrs	Lalitha Kumaramangal	AAAYPL3950C	08259526	Non-Executive - Independent Director	Not Applicable	Shareholder Director	14-01-1958	NA		18-10-2018	21-09-2019		18	1	1	2	2		

Annexure 1

ii. Composition of Committees

Disclosure of notes on composition of committees explanatory

Add Note

For this quarter kindly note the following points:

1. Date of Appointment and Date of Cessation (if applicable) must be mandatorily filed for every Committee.
2. Date of Appointment can be any day upto December 31, 2019.
3. Date of Cessation must be for the current quarter only, i.e. October 1 2019 to December 31 2019

Note: Please enter DIN. After entering DIN, Name of Committee members and Category 1 of Directors shall be pre-filled automatically

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	08259526	Lalitha Kumaramangalam	Non-Executive - Independent Director	Chairperson	18-10-2018		
2	00058043	Ramesh Kumar Sureka	Executive Director	Member	15-05-2014		
3	00021297	Manoj Kumar Sonthalia	Non-Executive - Independent Director	Member	15-05-2014		
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Note: Please enter DIN. After entering DIN, Name of Committee members and Category 1 of Directors shall be pre-filled automatically

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	00021297	Manoj Kumar Sonthalia	Non-Executive - Independent Director	Member	23-05-2002		
2	00017659	Nagarajan Gopalaswamy	Non-Executive - Independent Director	Member	23-05-2002		
3	08259526	Lalitha Kumaramangalam	Non-Executive - Independent Director	Chairperson	18-10-2018		
4	00786991	M. Mahadevan	Non-Executive - Independent Director	Member	24-01-2019		
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Note: Please enter DIN. After entering DIN, Name of Committee members and Category 1 of Directors shall be pre-filled automatically

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	00056025	Shu Shankar Poddar	Executive Director	Member	02-03-1994		
2	00058043	Ramesh Kumar Sureka	Executive Director	Member	26-07-2007		
3	00375811	Gaurav Goenka	Executive Director	Member	18-10-2018		
4	03588809	Mahima Poddar Agarwal	Non-Executive - Non Independent Director	Member	25-07-2011		
5	08259526	Lalitha Kumaramangalam	Non-Executive - Independent Director	Chairperson	18-10-2018		
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Risk Management Committee							
Whether the Risk Management Committee has a Regular Chairperson							
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1							
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Note: Please enter DIN. After entering DIN, Name of Committee members and Category 1 of Directors shall be pre-filled automatically.

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	00058025	Shri Shankar Poddar	Executive Director	Chairperson	15-05-2014		
2	00058043	Ramesh Kumar Suraka	Executive Director	Member	15-05-2014		
3	08259526	Lalitha Kumaramangalam	Non-Executive - Independent Director	Member	18-10-2018		
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Other Committee						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks
1	08259526	Lalitha Kumaramangalam	Performance Evaluation Committee	Non-Executive - Independent Director	Member	
2	00017659	Nagarajan Gopalaswamy	Performance Evaluation Committee	Non-Executive - Independent Director	Member	
3	00021297	Manoj Kumar Sonthalia	Performance Evaluation Committee	Non-Executive - Independent Director	Member	
4	00786991	M. Mahadevan	Performance Evaluation Committee	Non-Executive - Independent Director	Member	
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Annexure 1

III: Meeting of Board of Directors

Disclosure of notes on meeting of board of directors explanatory

Add Notes

Sr	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)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Number of Directors present*	No. of Independent Directors attending the meeting*
<p>Add Delete</p>						
1	06-11-2019			Yes	5	2
2	06-02-2020	91		Yes	6	2

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* to be filled in only for the current quarter meetings

Annexure 1

IV. Meeting of Committees

Disclosure of notes on meeting of committees explanatory

Add Notes

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)	Number of Directors present*	No. of Independent Directors attending the meeting*
1	Audit Committee	06-11-2019				Yes	2	1
2	Audit Committee	24-01-2020	78			Yes	2	2
3	Stakeholders Relationship Committee	18-12-2019				Yes	3	0
4	Stakeholders Relationship Committee	05-01-2020	18			Yes	3	0
5	Stakeholders Relationship Committee	17-01-2020	10			Yes	3	0
6	Stakeholders Relationship Committee	25-01-2020	7			Yes	3	0
7	Stakeholders Relationship Committee	06-02-2020	11			Yes	4	0
8	Corporate Social Responsibility Committee	20-02-2020	13			Yes	3	0
9	Corporate Social Responsibility Committee	06-11-2019				Yes	3	1
10	Corporate Social Responsibility Committee	24-01-2020	78			Yes	2	1

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* to be filled in only for the current quarter meetings

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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	NA	
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			Add Notes
Disclosure of notes of material transaction with related party			Add Notes

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Annexure II

Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)

I. Disclosure on website in terms of Listing Regulations

Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
1	Details of business	Yes		www.poddarpigmentsltd.com
2	Terms and conditions of appointment of independent directors	Yes		www.poddarpigmentsltd.com
3	Composition of various committees of board of directors	Yes		www.poddarpigmentsltd.com
4	Code of conduct of board of directors and senior management personnel	Yes		www.poddarpigmentsltd.com
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		www.poddarpigmentsltd.com
6	Criteria of making payments to non-executive directors	Yes		www.poddarpigmentsltd.com
7	Policy on dealing with related party transactions	Yes		www.poddarpigmentsltd.com
8	Policy for determining 'material' subsidiaries	NA		
9	Details of familiarization programmes imparted to independent directors	Yes		www.poddarpigmentsltd.com
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		www.poddarpigmentsltd.com
11	email address for grievance redressal and other relevant details	Yes		www.poddarpigmentsltd.com
12	Financial results	Yes		www.poddarpigmentsltd.com
13	Shareholding pattern	Yes		www.poddarpigmentsltd.com
14	Details of agreements entered into with the media companies and/or their associates	NA		
15	Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or institutional investors simultaneously with submission to stock exchange	NA		
16	New name and the old name of the listed entity	NA		
17	Advertisements as per regulation 47 (1)	Yes		www.poddarpigmentsltd.com
18	Credit rating or revision in credit rating obtained	Yes		www.poddarpigmentsltd.com
19	Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	NA		
20	Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes		www.poddarpigmentsltd.com
21	Materiality Policy as per Regulation 30	Yes		www.poddarpigmentsltd.com
22	Dividend Distribution policy as per Regulation 43A (as applicable)	NA		
23	It is certified that these contents on the website of the listed entity are correct	Yes		www.poddarpigmentsltd.com
24	Disclosure of notes on website in terms of Listing Regulations explanatory [Text Block]		Add Notes	

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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 500 listed entities)	NA
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
9	Any comments/observations/advice of Board of Directors may be mentioned here:	<input type="text" value="Add Notes"/>

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Annexure 1		
Sr	Subject	Compliance status
1	Name of signatory	Navin Jain
2	Designation	Company Secretary and Compliance Officer

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) & 25(6)	Yes	
2	Board composition	17(1), 17(1A) & 17(1B)	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	Composition of nomination & remuneration committee	19(1) & (2)	Yes	
18	Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes	
19	Meeting of Nomination and Remuneration Committee	19(3A)	Yes	
20	Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	Yes	
21	Meeting of Stakeholders Relationship Committee	20(3A)	Yes	
22	Composition and role of risk management committee	21(1),(2),(3),(4)	NA	
23	Meeting of Risk Management Committee	21(3A)	NA	
24	Vigil Mechanism	22	Yes	
25	Policy for related party Transaction	23(1),(1A),(5),(6),(7) & (8)	Yes	
26	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
27	Approval for material related party transactions	23(4)	NA	
28	Disclosure of related party transactions on consolidated basis	23(9)	Yes	
29	Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA	
30	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	NA	
31	Annual Secretarial Compliance Report	24(A)	Yes	
32	Alternate Director to Independent Director	25(1)	NA	

33	Maximum Tenure	25(2)	Yes	
34	Meeting of independent directors	25(3) & (4)	Yes	
35	Familiarization of independent directors	25(7)	Yes	
36	Declaration from Independent Director	25(8) & (9)	Yes	
37	D & O Insurance for Independent Directors	25(10)	NA	
38	Memberships in Committees	26(1)	Yes	
39	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
40	Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes	
41	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
Any other information to be provided				Add Notes

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Annexure II		
1	Name of signatory	Navin Jain
2	Designation	Company Secretary and Compliance Officer

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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	NA
Any other information to be provided		Add Notes

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1	Name of signatory	Navin Jain
2	Designation	Company Secretary and Compliance Officer

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Signatory Details	
Name of signatory	Navin Jain
Designation of person	Company Secretary and Compliance Officer
Place	Jaipur
Date	15-05-2020

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