



# Corporate Governance Report (As per Regulation 27(2) of Securities And Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations")

- A. Compliance Report on Corporate Governance to be submitted by a listed entity on a quarterly basis
- 1. Name of the Listed Entity: NSE Clearing Limited (NCL)
- 2. Quarter ending: March 31, 2025

I. C	composition of	of Board o	of Directors									
Title (Mr./ Ms)		PAN <sup>\$</sup> & DIN	Category (Chairperson/ Executive/ Non- Executive/ independent/ Nominee) &**	Initial Date of Appointment	Date of Re- appoint- t ment	Date of Cessation	Tenure* (months)	Date of Birth	No. of directorship in listed entities including this listed entity [with reference to Regulation 17A]***	Directorship in listed	\ /	No. of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of the Listing Regulations)
Mr.	Abhaya Hota	02593219	Chairperson Public Interest Director - Independent - Non - Executive	06/04/2023	-	05/04/2026	24	04/08/1956	3	3	3	1



I. C	composition of	of Board o	of Directors									
Title (Mr./ Ms)	Name of the Director	PAN <sup>\$</sup> & DIN	Category (Chairperson/ Executive/ Non- Executive/ independent/ Nominee) &**	of Appointment	Date of Re- appoint- t ment	Date of Cessation	Tenure* (months)	Date of Birth	No. of directorship in listed entities including this listed entity  [with reference to Regulation 17A]***	Directorship in listed	No. of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of the Listing Regulations)	No. of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of the Listing Regulations)
Mr.	Golaka Nath	09750678	Public Interest Director - Independent - Non - Executive	17/11/2022	-	16/11/2025	29	15/03/1960	1	1	-	-
	Gopalkrishna Hegde	09515748	Public Interest Director - Independent - Non - Executive	17/06/2022	-	16/06/2025	34	01/05/1954	1	1	2	-
Mr.	Jayant Haritsa	09524601		17/06/2022	-	16/06/2025	34	10/03/1964	1	1	2	1



I. C	Composition	•	of Directors									
Title (Mr./ Ms)	Name of the Director	PAN <sup>\$</sup> & DIN	Category (Chairperson/ Executive/ Non- Executive/ independent/ Nominee) <sup>&amp;**</sup>	Initial Date of Appointment	appoint-	Date of Cessation	Tenure* (months)	Date of Birth	No. of directorship in listed entities including this listed entity  [with reference to Regulation 17A]***	No. of Independent Directorship in listed entities including this listed entity [with reference to proviso to regulation 17A(1)] & Regulation 17A(2)]***	No. of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of the Listing Regulations)	No. of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity  (Refer Regulation 26(1) of the Listing Regulations)
Mrs.	Priti Savla		Public Interest Director - Independent - Non - Executive	05/04/2023	-	04/04/2026	24	13/09/1977	4	4	7	3
	lan Desouza		Non - Independent Director - Non - Executive	26/09/2024		Upto 30 <sup>th</sup> Annual General Meeting	NA	28/05/1970	1	-	6	2
Mr.	Piyush Chourasia		Non - Independent Director - Non - Executive	26/09/2024	-	Upto 31 <sup>st</sup> Annual General Meeting	NA	23/07/1984	1	-	-	-
Mr.	Vikram Kothari		Managing Director & CEO - Executive		07/11/2023		NA	12/10/1970	1	-	1	-
		Whether Whether	Regular chairp Chairperson is	person appoir related to m	nted : <b>Yes</b> anaging dire	ector or CEC	) : <b>No</b>					



I. C	omposition o	f Board o	of Directors									
Title	Name of the	PAN <sup>\$</sup> &	Category	Initial Date	Date of Re-	Date of	Tenure*	Date of	No. of	No. of	No. of	No. of post of
(Mr./	Director	DIN	(Chairperson/	of	appoint-	Cessation	(months)	Birth	directorship	Independent	memberships	Chairperson in
Ms)			Executive/	Appointment	ment				in listed	Directorship	in Audit/	Audit/
			Non-						entities	in listed	Stakeholder	Stakeholder
			Executive/						including this	entities	` '	Committee held
			independent/						listed entity	including this	including this	in listed entities
			Nominee) &**						[with	listed entity	listed entity	including this
			-						reference to	[with	(Refer	listed entity
									Regulation	reference to	Regulation	(Refer
									17A]***	proviso to	26(1) of the	Regulation
									_	regulation	Listing	26(1) of the
										17A(1)] &	Regulations)	Listing
										Regulation		Regulations)
		¢							<u> </u>	17A(2)]***		
		•	ımber of any di		-	•			~			
		&Catego	ry of directors	means exe	cutive/non-e	executive/in	depende	nt/Nomine	e. If a directo	or fits into mo	re than one ca	ategory write all
			es separating t									
									from which i	Independent d	director is servi	ing on Board of
			of the listed en	•	•		•					
							er Regula	ation- 2(1)(	o) of Securitie	es Contracts (	Regulation) (S	tock Exchanges
			aring Corporation									
									ried for listed	companies m	iutatis mutandi	s apply to NSE
		Clearing	Limited (the C	ompany) as p	provided in t	ne SECC F	kegulaion	S.				



# II. Composition of Committees

Name of Committee	Whether Regular chairperson appointed	Name of Committee members	Category (Chairperson/Executive/Non- Executive/independent/ Nominee) &	Date of Appointment	Date of Cessation
1. Audit Committee	Yes	Mrs. Priti Savla Mr. G S Hegde Mr. Jayant Haritsa Mr. Abhaya Hota Mr. lan Desouza	Chairperson (Non-Executive- Public Interest Director) Non-Executive-Public Interest Director Non-Executive- Public Interest Director Non-Executive- Public Interest Director Non-Executive-Non-Independent Director	April 11, 2023 Sept. 15, 2022 April 11, 2023 April 11, 2023 November 19, 2024	- - - -
2. Nomination & Remuneration Committee	Yes	Mr. G S Hegde Dr. Golaka Nath Mr. Jayant Haritsa Mr. Abhaya Hota	Chairperson (Non-Executive- Public Interest Director) Non-Executive- Public Interest Director Non-Executive- Public Interest Director Non-Executive- Public Interest Director	Sept. 15, 2022 April 11, 2023 June 23, 2022 April 11, 2023	- - -
3. Risk Management Committee (if applicable)	Yes	Mr. Abhaya Hota Mr. Jayant Haritsa Dr. Golaka Nath Mrs. Priti Savla Mr. Piyush Chourasia Mr. Kapil Seth	Chairperson (Non-Executive- Public Interest Director) Non-Executive- Public Interest Director Non-Executive- Public Interest Director Non-Executive- Public Interest Director Non-Executive-Non Independent Director Independent External Professional	April 11, 2023 Sept. 15, 2022 Jan. 23, 2023 April 11, 2023 November 19, 2024 June 01, 2020	- - - -
4. Stakeholders Relationship Committee	Yes	Mr. Jayant Haritsa Mr. G S Hegde Mr. Vikram Kothari Mrs. Priti Savla	Chairperson (Non-Executive Public Interest Director) Non-Executive- Public Interest Director MD&CEO - Executive Director Non-Executive- Public Interest Director	Sept. 15, 2022 June 23, 2022 June 23, 2022 June 04, 2023	- - -

<sup>&</sup>amp;Category of directors means executive/non-executive/independent/Nominee. if a director fits into more than one category write all categories separating them with hyphen



III. Meeting of Board of	Directors				
Date(s) of Meeting in the relevant quarter	Whether requirement of Quorum met*	Number of Directors present*	Number of independent directors present*	Date(s) of Meeting in the previous quarter	Maximum gap between any two consecutive meetings (in number of days)
January 22, 2025	Yes	8	5	October 17, 2024	44 days
February 10, 2025	Yes	8	5	December 09, 2024	·
March 03, 2025	Yes	8	5		
March 31, 2025	Yes	8	5		
* to be filled in only for the	e current quarter me	eetings			

## IV. Meeting of Committees

Name of the 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**
Audit Committee	January 22, 2025	Yes	4	4	October 17, 2024	97 days
	March 03, 2025	Yes	4	4		
Nomination &	January 22, 2025	Yes	4	4	October 17, 2024	44 days
Remuneration Committee	February 10, 2025	Yes	4	4	December 09, 2024	
	March 03, 2025	Yes	4	4		
	March 31, 2025	Yes	4	4		
Risk Management	January 21, 2025	Yes	4	4	October 16, 2024	97 days
Committee#	February 10, 2025	Yes	4	4	1	
Stakeholder Relationship Committee	-	-	-	-	October 11, 2024	-

<sup>\*</sup> to be filled in only for the current quarter meetings

<sup>\*\*</sup> This information has to be mandatorily be given for audit committee and Risk Management Committee, for rest of the committees giving this information is Optional

<sup>\*</sup>As on March 31, 2025, Risk Management Committee comprised of four PID's (Independent Directors), one Non-Independent Director and one Independent External Professional as per SCR (SECC) Regulations, 2018 applicable to NSE Clearing.



#### V. Affirmations

- 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: Yes
  - a. Audit Committee
  - b. Nomination & remuneration committee
  - c. Stakeholders relationship committee
  - d. Risk management committee (applicable to the top 1000 listed entities, voluntary for entities ranked 1001 to 2000)
- 3. 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**
- 4. 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**
- 5. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of Board of Directors may be mentioned here: The Compliance report on Corporate Governance for the quarter ended December 31, 2024, was placed before the Board of Directors of the Company held on February 10, 2025. There were no comments/observations/advice on the compliance report on Corporate Governance for the quarter ended December 31, 2024. The Compliance report on Corporate Governance for the quarter ended March 31, 2025, was placed before the Board of Directors at the Board Meeting held on April 25, 2025.

Name & Designation

Ravin Tank Company Secretary

Date: April 25, 2025

### Note:

Information at Table I and II above need to be necessarily given in 1<sup>st</sup> quarter of each financial year. However, if there is no change of information in subsequent quarter(s) of that financial year, this information may not be given by the listed entity and instead a statement "same as previous quarter" may be given.



## **B. INVESTOR GRIEVANCE REDRESSAL REPORT**

Investor Grievance Redressal Report					
No. of investor complaints pending at the beginning of Quarter	NIL				
No. of investor complaints received during the Quarter	NIL				
No. of investor complaints disposed off during the Quarter	NIL				
No. of investor complaints those remaining unresolved at the end of the Quarter	NIL				

## C. DISCLOSURE OF ACQUISITION OF SHARES OR VOTING RIGHTS IN UNLISTED COMPANIES

The details of acquisition of shares or voting rights in unlisted companies during the quarter in terms of sub-para 1 of para A of Part A of Schedule III are given below:

S. No.	Name of the unlisted company in which shares or voting rights have been acquired	Date of acquisition	Aggregate holding (% shares or voting rights) as at the end of the previous quarter	% shares or voting rights acquired during the quarter	Aggregate holding (% shares or voting rights) as at the end of the quarter
1.	NIL	NIL	NIL	NIL	NIL



## D. DISCLOSURE OF IMPOSITION OF FINE OR PENALTY

The details of imposition of fine or penalty during the quarter in terms of sub-para 20 of para A of Part A of Schedule III are given below:

Sr. No.	Name of the authority	Nature and details of the action(s) taken or order(s) passed	Date of receipt of direction or order, including any ad-interim or interim orders, or any other communication from the authority	Details of the violation(s)/ contravention(s) committed or alleged to be committed	Impact on financial, operation or other activities of the listed entity, quantifiable in monetary terms to the extent possible
1	NIL	NIL	NIL	NIL	NIL

## E. DISCLOSURE OF UPDATES TO ONGOING TAX LITIGATIONS OR DISPUTES

The updates on tax litigations or disputes in terms of sub-para 8 of para B of Part A of Schedule III read with corresponding provisions of Annexure 18 of the Master Circular are given below:

S	. Name of the opposing party	Date of	Status of the litigation / dispute as per last	Current status of the litigation / dispute
N	o.	initiation of	disclosure	
		the litigation		
		/ dispute		
1	Deputy Commissioner of	20/12/2019	Matter is pending before Income Tax Appellate	Income Tax Appellate Tribunal (ITAT) has passed the
	Income Tax, Mumbai		Tribunal (ITAT) for AY 2015-16	order dated 10.01.2025 for the AY 2015-16 but pending at
				Assessing Officer(AO) for Order Giving Effect (OGE)
2	Assessment Unit, Income Tax	21/03/2025	-	Appeal filed on 18-04-2025 for AY 2023-24 before
	Department, Faceless unit*			Commissioner of Income Tax-Appeals {CIT(A)}.

<sup>\*</sup>An intimation u/s 143(1) was received w.r.t. AY 2023-24 on 27/03/2024 against which an Order from the Assessment Unit, Income Tax Department, Faceless unit u/s 143(3) was received on 21/03/2025.



# F. DISCLOSURE OF LOANS / GUARANTEES / COMFORT LETTERS / SECURITIES ETC.

## Half Year Ending - March 31, 2025

## I. Disclosure of Loans / guarantees / comfort letters / securities etc. refer note below

(A) Any loan or any other form of debt advanced by the listed entity directly or indirectly to:

Entity	Aggregate amount advanced during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them	Nil	Nil
Promoter Group or any other entity controlled by them	Nil	Nil
Directors (including relatives) or any other entity controlled by them	Nil	Nil
KMPs or any other entity controlled by them	Nil	Nil

(B) Any guarantee/ comfort letter (by whatever name called) provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by:

Entity	Type (guarantee, comfort letter etc.)	Aggregate amount of issuance during six months	Balance outstanding at the end of six months (taking into account any invocation)
Promoter or any other entity controlled by them	Nil	Nil	Nil
Promoter Group or any other entity controlled by them	Nil	Nil	Nil
Directors (including relatives) or any other entity controlled by them	Nil	Nil	Nil
KMPs or any other entity controlled by them	Nil	Nil	Nil



(C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by:

Entity	Type of security (cash, shares etc.)	Aggregate value of security provided during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them	Nil	Nil	Nil
Promoter Group or any other entity controlled by them	Nil	Nil	Nil
Directors (including relatives) or any other entity controlled by them	Nil	Nil	Nil
KMPs or any other entity controlled by them	Nil	Nil	Nil

#### II. Affirmations:

All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to promoter(s), promoter group, director(s) (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them are in the economic interest of the company.

#### Hardik Parikh CFO

#### Note

- 1. These disclosures shall exclude any loan (or other form of debt), guarantee / comfort letter (by whatever name called) or security provided in connection with any loan or any other form of debt;
  - a) by a government company to/ for the Government or government company
  - b) by the listed entity to/for its subsidiary [and joint-venture company] whose accounts are consolidated with the listed entity.
  - c) by a banking company or an insurance company; and
  - d) by the listed entity to its employees or directors as a part of the service conditions
- 2. If the Listed Entity would like to provide any other information, the same may be indicated as Para D in the above table.



# G. WEBSITE AFFIRMATIONS (applicable only for Annual Filing i.e., 4<sup>th</sup> quarter)

ltem	Compliance status (Yes/No/NA) <sup>r</sup> efer note below	If Yes provide link to website. If No / NA provide reasons
As per regulation 46(2) of the LODR:		
a) Details of business	Yes	https://www.nseclearing.in/about-nse-clearing
aa) Memorandum of Association and Articles of Association	Yes	https://www.nseclearing.in/resources/rules-and-regulations
ab) Brief profile of board of directors including directorship and full-time positions in body corporates	Yes	https://www.nseclearing.in/about-nse-clearing/board-of-directors
b) Terms and conditions of appointment of independent directors		https://www.nseclearing.in/sites/default/files/disclosure-doc/2024- 11/T C Independent Director NCL.pdf
c) Composition of various committees of board of directors		https://www.nseclearing.in/sites/default/files/2025-01/Mandatory_Committees_January_2025.pdf https://www.nseclearing.in/sites/default/files/2024- 11/Other%2520Committees%2520-%2520November%25202024_0.pd
d) Code of conduct of board of directors and senior management personnel		https://www.nseclearing.in/sites/default/files/disclosure-doc/2024- 09/NCL%20Code%20of%20Conduct.pdf
e) Details of establishment of vigil mechanism/ Whistle Blower policy	Yes	Whistle Blower Policy NCL.pdf
f) Criteria of making payments to non-executive directors	Yes	https://www.nseclearing.in/sites/default/files/disclosure/criteriaformakingpaymentstononexecutivedirectors.pdf
g) Policy on dealing with related party transactions		https://www.nseclearing.in/sites/default/files/disclosure-doc/2024- 05/Policy%20On%20Materiality%20and%20Dealing%20with%20Related d%20Party%20Transactions.pdf
h) Policy for determining 'material' subsidiaries		https://www.nseclearing.in/sites/default/files/disclosure-doc/2025- 01/NCL%20-%20Policy-on-Determining-Material-Subsidiaries%20- %20January%2022%202025.pdf



L Disclosure on website in terms of LODE Begulations		7	
I. Disclosure on website in terms of LODR Regulations			
Item	Compliance	If Yes provide link to website.	
	status	If No / NA provide reasons	
	(Yes/No/NA) <sup>r</sup>		
	efer note		
	below		
i) Details of familiarization programmes imparted to	Yes	https://www.nseclearing.in/sites/default/files/disclosure-doc/2025-	
independent directors		04/Familiarisation programme 2024-25.pdf	
j) email address for grievance redressal and other relevant	Yes	https://www.nseclearing.in/disclosures/designated-officials-details	
details			
k) Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor	Yes	https://www.nseclearing.in/disclosures/designated-officials-details	
grievances			
Financial results	Yes	https://www.nseclearing.in/disclosures/financials	
m) Shareholding pattern		https://www.nseclearing.in/disclosures/shareholding-pattern	
n) Details of agreements entered into with the media companies	NA	The Company has not enter into any agreement with the media	
and/or their associates		companies and/or their associate during the current financial Year	
o) (i) Schedule of analyst or institutional investor meet		The Company has not scheduled any meeting of analysts or institutional	
(ii) Presentations prepared by the listed entity for analysts or		investor during the current financial year as the Company is a wholly	
institutional investors meet, post earnings or quarterly calls prior to beginning of such events.		owned subsidiary with its 100% Equity Share Capital being held by the	
prior to beginning or such events.		National Stock Exchange of India Limited (NSE).	
oa) Audio recordings, video recordings, if any, and transcripts of	NA	The Company has not scheduled any meeting of analysts or institutional	
post earnings or quarterly calls, by whatever name called,		investor during the current financial year as the Company is a wholly	
conducted physically or through digital means		owned subsidiary with its 100% Equity Share Capital being held by the	
		National Stock Exchange of India Limited (NSE).	
p) New name and the old name of the listed entity	Yes	https://www.nseclearing.in/about-nse-clearing	
q) Advertisements as per regulation 47(1)	NA	-	
r) Credit rating or revision in credit rating obtained	Yes	https://www.nseclearing.in/disclosures/other-disclosures	
s) Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	Yes	https://www.nseclearing.in/disclosures/financials	
t) Secretarial Compliance Report	Yes	https://www.nseclearing.in/disclosures/other-disclosures	
u) Materiality Policy as per Regulation 30(4)	Yes	https://www.nseclearing.in/disclosures/other-disclosures	
v) Disclosure of contact details of KMP who are authorized	Yes	https://www.nseclearing.in/disclosures/designated-officials-details	
for the purpose of determining			
materiality as required under regulation 30(5)  w) Disclosures under regulation 30(8)	Yes	https://www.nseclearing.in/disclosures/other-disclosures	
The second of an action to galation out (0)	. 55	https://www.nsecieanny.in/disclosures/other-disclosures	



I. Disclosure on website in terms of LODR Regulations			
Item	Compliance status	If Yes provide link to website. If No / NA provide reasons	
	(Yes/No/NA) <sup>r</sup>		
	efer note		
	below		
x) Statements of deviation(s) or variations(s) as specified in regulation 32	NA	There is no such instance	
y) Dividend distribution policy as specified in regulation 43A(1)	Yes	https://www.nseclearing.in/sites/default/files/disclosure-doc/2023-	
		04/NCL Dividend Policy.pdf	
z) Annual return as provided under section 92 of the Companies Act, 2013	Yes	https://www.nseclearing.in/disclosures/other-disclosures	
za) Employee Benefit scheme documents framed in terms of SEBI (SBEB) Regulations, 2021	NA		
✓ Confirmation that the above disclosures are in a	Yes	https://www.nseclearing.in/disclosures/other-disclosures	
separate section as specified in regulation 46(2)			
✓ Compliance with regulation 46(3) with respect to accuracy	Yes	https://www.nseclearing.in/disclosures/other-disclosures	
of disclosures on the website and timely updation			

# H. <u>AFFIRMATIONS W.R.T. COMPLIANCE WITH CORPORATE GOVERNANCE PROVISIONS</u> (applicable only for Annual Filing i.e., 4<sup>th</sup> quarter)

Il Annual Affirmations			
Particulars	Regulation Number	Compliance status (Yes/No/NA)refer note below	
Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b)	Yes	
Board composition	17(1), 17(1A), 17(1C), 17(1D) & 17(1E)	Yes	
Meeting of Board of directors	17(2)	Yes	
Quorum of Board meeting	17(2A)	Yes	
Review of Compliance Reports	17(3)	Yes	
Plans for orderly succession for Appointments	17(4)	Yes	
Code of Conduct	17(5)	Yes	



Particulars	Regulation Number	Compliance status
		(Yes/No/NA)refer note below
Fees/compensation	17(6)	Yes
Minimum Information	17(7)	Yes
Compliance Certificate	17(8)	Yes
Risk Assessment & Management	17(9)	Yes
Performance Evaluation of Independent Directors	17(10)	Yes
Recommendation of Board	17(11)	Yes
Maximum number of directorships	17A	Yes
Composition of Audit Committee	18(1)	Yes
Meeting of Audit Committee	18(2)	Yes
Role of Audit Committee and information to be reviewed by the audit committee	18(3)	Yes
Composition of nomination & remuneration committee	19(1) & (2)	Yes
Quorum of Nomination and Remuneration Committee meeting	19(1) & (2) 19(2A)	Yes
Meeting of nomination & remuneration committee  Meeting of nomination & remuneration committee	19(3A)	Yes
Role of Nomination and Remuneration Committee	19(4)	Yes
Composition of Stakeholder Relationship Committee	20(1), 20(2)and 20(2A)	Yes
Meeting of stakeholder relationship committee	20 (3A)	Yes
Role of Stakeholders Relationship Committee	20(4)	Yes
Composition and role of risk management committee	21(1),(2),(3),(4)	Yes
Meeting of Risk Management Committee	21(3A)	Yes
Quorum of Risk Management Committee meeting	21(3B)	Yes
Gap between the meetings of the Risk Management Committee	21(3C)	Yes
Vigil Mechanism	22	Yes
Policy for related party Transaction	23(1), (1A), (5),(6),& (8)	Yes
Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes
Approval for material related party transactions	23(4)	Yes
Disclosure of related party transactions on consolidated basis	23(9)	Yes
Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA NA
Other Corporate Governance requirements with respect to subsidiary of listed entity		Yes
Alternate Director to Independent Director	25(1)	NA
Maximum Tenure	25(2)	Yes
Appointment, Re-appointment or removal of an Independent Director through special resolution or the alternate mechanism		NA



Particulars	Regulation Number	Compliance status
		(Yes/No/NA)refer note below
Meeting of independent directors	25(3) & (4)	Yes
Familiarization of independent directors	25(7)	Yes
Declaration from Independent Director	25(8) & (9)	Yes
Directors and Officers insurance	25(10)	Yes
Confirmation with respect to appointment of Independent Directors who resigned from the listed entity	25(11)	NA
Memberships in Committees	26(1)	Yes
Affirmation with compliance to code of conduct from members of Board of Directors and Senior management Personnel	26(3)	Yes
Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes
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
Vacancies in respect Key Managerial Personnel	26A(1) & 26A(2), 26A(3)	Yes

#### Note

- 1. In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A. For example, if the Board has been composed in accordance with the requirements of LODR Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.
- 2. If status is "No" details of non-compliance may be given here.
- 3. If the Listed Entity would like to provide any other information the same may be indicated here.

#### III Affirmations:

The Listed Entity has approved the Material Subsidiary Policy and the Corporate Governance requirements with respect to the subsidiary of Listed Entity have been complied.

# Name & Designation

Ravin Tank Company Secretary



# Cyber Security Incidence Disclosure Pursuant Regulation 27 (2) (ba) as per SEBI Notification no. SEBI/LAD-NRO/GN/2023/131 dated June 14, 2023

Details of Cyber Security Incidence for the quarter ended March 31, 2025		
Whether as per Regulation 27(2) (ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breached or loss of data or documents during the quarter	No	
Date of the event	Brief details of the event	
No cyber security incident occurred in the last quarter.		