

21<sup>st</sup> April 2025

To,  
The General Manager,  
Department of Corporate Services,  
BSE Ltd.,  
1<sup>st</sup> Floor, New Trading Ring,  
Rotunda Building,  
P.J. Towers, Dalal Street, Fort,  
Mumbai – 400001

**BSE Code: - 975354**

Dear Sir,

**Subject: - Compliance Report on Corporate Governance in Annexures I, II and Additional half-yearly disclosure for the quarter and year ended 31<sup>st</sup> March 2025**

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In compliance with Regulation 27(2) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing herewith the Compliance Report on Corporate Governance on quarterly basis for the quarter and year ended 31<sup>st</sup> March 2025 as prescribed in “**Annexure – I**” and “**Annexure – II**” of the afore-mentioned Regulations.

Besides, we are also enclosing herewith “Additional half-yearly disclosure” for the year ended 31<sup>st</sup> March 2025 which is required to be submitted at the end of financial year along with the Compliance Report of the fourth quarter.

Please take the same on record and acknowledge the receipt of the same.

Thanking you,

Yours faithfully,  
For Aquapharm Chemical Limited

Jayesh Damle  
Company Secretary and Compliance Officer

Encl: As above

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**Aquapharm Chemical Limited**

Registered Office: 9th and 10th Floor, Amar Synergy, 12B, Sadhu Vaswani Road, Pune - 411 001, Maharashtra, India.

Branch Office: 31 Netaji Subhas Road, Kolkata - 700 001, West Bengal, India.

P: +91 20 6609 0000 | F: +91 20 2605 3396 | E: [pcbl.investor@rpsg.in](mailto:pcbl.investor@rpsg.in) | W: [www.aquapharm-india.com](http://www.aquapharm-india.com) | CIN: U20299PN2024PLC227198

Note: With effect from 1 January 2025, Aquapharm Chemicals Private Limited stands amalgamated with Advaya Chemical Industries Limited  
"Aquapharm Chemical Limited" was formerly known as "Advaya Chemical Industries Limited"

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### General information about company

Scrip code	975354
NSE Symbol	
MSEI Symbol	
ISIN	INEOSYQ07015
Name of the entity	Advaya Chemical Industries Limited (Now Known as Aquanpharm Chemical Limited)
Date of start of financial year	01-04-2024
Date of end of financial year	31-03-2025
Reporting Quarter	Yearly
Date of Report	31-03-2025
Risk management committee	Applicable
Market Capitalisation as per immediate previous Financial Year	Any other

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of board of directors explanatory	<div>Add Notes</div>	
Entity has a Regular Chairperson	No	
Chairperson is related to MD or CEO	No	
Category 1 of directors	Category 2 of directors	Category 3 of directors

Executive Director	Not Applicable	
Non-Executive - Non Independent Director	Not Applicable	
Executive Director	Not Applicable	
Non-Executive - Non Independent Director	Not Applicable	
Non-Executive - Independent Director	Not Applicable	Shareholder Director
Non-Executive - Independent Director	Not Applicable	Shareholder Director
Non-Executive - Non Independent Director	Not Applicable	
Non-Executive - Independent Director	Not Applicable	Shareholder Director

Disqualification of D		
Date of Birth	Whether the director is disqualified?	Start Date of disqualification

05-09-1973	No	
28-03-1965	No	
05-08-1967	No	
08-03-1974	No	
01-02-1961	No	
02-01-1953	No	
01-01-1975	No	
18-07-1986	No	

Annexure I

Annexure I to be submitted by listed entity on quar

## I. Composition of Board of Directors


End Date of disqualification	Details of disqualification	Current status
------------------------------	-----------------------------	----------------

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terly basis		
Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment

NA		05-03-2025
NA		27-03-2025
NA		11-01-2024
NA		11-01-2024
Yes	27-08-2024	02-05-2024
Yes	27-08-2024	02-05-2024
NA		17-12-2024
Yes	12-03-2025	17-12-2024

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)]

27-03-2025			1	0
			4	0
	27-03-2025		0	0
	27-03-2025		0	0
		11.00	3	2
		11.00	5	5
			2	0
		3.00	3	3



<b>Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)</b>	<b>No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)</b>	<b>Reason for Cessation</b>

2	0	
1	0	
0	0	Others
0	0	Others
6	4	
6	1	
0	0	
4	1	

<b>Notes for not providing PAN</b>	<b>Notes for not providing DIN</b>

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**Note: Please enter DIN. After entering DIN, Name of Committee members**

### Audit Committee Details

Sr	DIN Number	Name of Committee members
1	06453310	T C Suseel Kumar
2	06967827	Kusum Dadoo
3	07894448	Raj Kumar Gupta
4	02833715	Suresh Kalra
5		
6		
7		
8		
9		
10		

**Note: Please enter DIN. After entering DIN, Name of Committee members**

### Nomination and remuneration committee

Sr	DIN Number	Name of Committee members
1	06453310	T C Suseel Kumar
2	06967827	Kusum Dadoo

3	07894448	Raj Kumar Gupta
4	06513489	Kaushik Roy
5		
6		
7		
8		
9		
10		

**Note: Please enter DIN. After entering DIN, Name of Committee member**

### Stakeholders Relationship Committee

Sr	DIN Number	Name of Committee members
1	06453310	T C Suseel Kumar
2	06967827	Kusum Dadoo
3	07894448	Raj Kumar Gupta
4	02833715	Suresh Kalra
5		
6		
7		
8		
9		
10		

### Risk Management Committee

Sr	DIN Number	Name of Committee members
1	06453310	T C Suseel Kumar
2	08897745	Kaushik Mukherjee
3	07894448	Raj Kumar Gupta
4	02833715	Suresh Kalra
5	06513489	Kaushik Roy
6		
7		
8		
9		
10		

**Note: Please enter DIN. After entering DIN, Name of Committee members**

### Corporate Social Responsibility Committee

Sr	DIN Number	Name of Committee members
1	06513489	Kaushik Roy
2	02833715	Suresh Kalra
3	06967827	Kusum Dadoo
4	08897745	Kaushik Mukherjee
5	07894448	Raj Kumar Gupta
6		
7		
8		
9		
10		

Other Committee		
Sr	DIN Number	Name of Committee members
1		
2		
3		
4		
5		
6		
7		
8		
9		
10		

## Annexure 1

### II. Composition of Committees

Disclosure of notes on composition of committees explanatory

ers and Category 1 of Directors shall be prefilled automatically

Whether the Audit Committee has a Regular Chairperson

Category 1 of directors	Category 2 of directors
Non-Executive - Independent Director	Chairperson
Non-Executive - Independent Director	Member
Non-Executive - Non Independent Director	Member
Executive Director	Member

ers and Category 1 of Directors shall be prefilled automatically

Whether the Nomination and remuneration committee has a Regular Chairperson

Category 1 of directors	Category 2 of directors
Non-Executive - Independent Director	Chairperson
Non-Executive - Independent Director	Member

Non-Executive - Non Independent Director	Member
Non-Executive - Non Independent Director	Member

ers and Category 1 of Directors shall be prefilled automatically

Whether the Stakeholders Relationship Committee has a Regular Chairperson

Category 1 of directors	Category 2 of directors
Non-Executive - Independent Director	Chairperson
Non-Executive - Independent Director	Member
Non-Executive - Non Independent Director	Member
Executive Director	Member

Whether the Risk Management Committee has a Regular Chairperson



Category 1 of directors	Category 2 of directors
Non-Executive - Independent Director	Chairperson
Executive Director	Member
Non-Executive - Non Independent Director	Member
Executive Director	Member
Non-Executive - Non Independent Director	Member

ers and Category 1 of Directors shall be prefilled automatically



Whether the Corporate Social Responsibility Committee has a Regular Chairperson

Category 1 of directors	Category 2 of directors
Non-Executive - Non Independent Director	Chairperson
Executive Director	Member
Non-Executive - Independent Director	Member
Executive Director	Member
Non-Executive - Non Independent Director	Chairperson

Name of other committee	Category 1 of directors

Add Notes

In #3#xw#lq#h#h#oz#j#s#w=  
4#G#h#D#s#y#h#p#G#h#h#w#l#q#h#s#d#f#e#b#p#x#w#h#p#d#p#d#  
5#G#h#D#s#y#h#p#f#b#h#b#q#h#d#s#h#h#p#e#h#3#53551  
6#G#h#h#w#l#q#p#x#w#h#h#h#h#f#u#l#p#x#w#l#q#h#h#h#h#5355#h#h#

Yes		
Date of Appointment	Date of Cessation	Remarks
14-06-2024		
14-06-2024		
14-06-2024	27-03-2025	
27-03-2025		

Yes		
Date of Appointment	Date of Cessation	Remarks
14-06-2024		
14-06-2024		

14-06-2024	27-03-2025	
27-03-2025		

Yes		
Date of Appointment	Date of Cessation	Remarks
14-06-2024		
14-06-2024		
14-06-2024	27-03-2025	
27-03-2025		

Yes	

Date of Appointment	Date of Cessation	Remarks
14-06-2024		
14-06-2024	27-03-2025	
14-06-2024	27-03-2025	
27-03-2025		
27-03-2025		

Yes		
Date of Appointment	Date of Cessation	Remarks
27-03-2025		
27-03-2025		
09-01-2025		
09-01-2025	27-03-2025	
09-01-2025	27-03-2025	

Category 2 of directors	Remarks

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zuuhqw#txc

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### III. Meeting of Board of Directors

Disclosure of notes on meeting of board of directors explanatory

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)
<div><a href="#">Add</a> <a href="#">Delete</a></div>		
1	17-12-2024	
2	09-01-2025	22
3	03-02-2025	24
4	06-02-2025	2
5	18-02-2025	11
6	05-03-2025	14
7	27-03-2025	21

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\* to be filled in only for the current quarter meetings



Annexure 1

Add Notes

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)
------------------------------	--	---	---

	Yes	4	4
	Yes	6	6
	Yes	6	5
	Yes	6	5
	Yes	6	4
	Yes	6	5
	Yes	6	5

No. of Independent Directors attending the meeting*
2
3
2
2
1
2
2

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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)
<div>AddDelete</div>			
1	Audit Committee	17-12-2024	
2	Audit Committee	06-02-2025	50
3	Audit Committee	05-03-2025	26
4	Audit Committee	27-03-2025	21
5	Nomination and remuneration committee	17-12-2024	
6	Nomination and remuneration committee	06-02-2025	50
7	Nomination and remuneration committee	05-03-2025	26
8	Nomination and remuneration committee	27-03-2025	21
9	Risk Management Committee	23-10-2024	
10	Risk Management Committee	27-03-2025	154
11	Corporate Social Responsibility Committee	03-02-2025	
12	Corporate Social Responsibility Committee	27-03-2025	51

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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 Note

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
-------------------------	-------------------------------	--	--

[illegible]


es		
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)
3	2	0
3	2	0
3	2	0
3	2	0
3	2	0
3	2	0
3	2	0
3	2	0
3	1	0
3	1	0
3	1	0
3	1	0

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### Details of Cyber security

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

Other details of cyber security incidence or breaches or loss of data event

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

**Sr.**

**Date of the event**

Security incidence
No
<div>Add Notes</div>
Brief details of the event

V.
Sr
1
2
3
Pre



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Annexure 1	
Related Party Transactions	
Subject	
Whether prior approval of audit committee obtained	
Whether shareholder approval obtained for material RPT	
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	
Disclosure of notes on related	
Disclosure of notes of material transaction	

ev

Compliance status (Yes/No/NA)	If status is “No” details of non-compliance may be given here.
Yes	
NA	
Yes	
party transactions	<div>Add Notes</div>
n with related party	<div>Add Notes</div>

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VI
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1
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9

Pre

Sr
1
2

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The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015

The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015

**a. Audit Committee**

The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015.

**b. Nomination & remuneration committee**

The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015.

**c. Stakeholders relationship committee**

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)**

The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.

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.

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:**

ev

**Annexure 1****Subject**

Name of signatory

Designation

Compliance status (Yes/No)
Yes
Yes
Yes
Yes
Yes
Yes
Yes
Yes
<div>Add Notes</div>

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Compliance status
Jayesh Damle
Company Secretary and Compliance Officer

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## Annexure II to be submitted by listed entity at

### I. Disclosure on

Sr	Item
1	Details of business
2	Terms and conditions of appointment of independent directors
3	Composition of various committees of board of directors
4	Code of conduct of board of directors and senior management personnel
5	Details of establishment of vigil mechanism/ Whistle Blower policy
6	Criteria of making payments to non-executive directors
7	Policy on dealing with related party transactions
8	Policy for determining 'material' subsidiaries
9	Details of familiarization programmes imparted to independent directors
10	Email address for grievance redressal and other relevant details
11	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances
12	Financial results
13	Shareholding pattern
14	Details of agreements entered into with the media companies and/or their associates
15.1	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
15.2	Audio or video recordings and transcripts of post earnings/quarterly calls
16	New name and the old name of the listed entity
17	Advertisements as per regulation 47 (1)
18	Credit rating or revision in credit rating obtained
19	Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year
20	Secretarial Compliance Report
21	Materiality Policy as per Regulation 30 (4)
22	Disclosure of contact details of KMP who are authorized for the purpose of determining materiality as required under regulation 30(5)
23	Disclosures under regulation 30(8)
24	Statements of deviation(s) or variations(s) as specified in regulation 32
25	Dividend Distribution policy as per Regulation 43A(1)
26	Annual return as provided under section 92 of the Companies Act, 2013
27	Confirmation that the above disclosures are in a separate section as specified in regulation 46(2)
28	Compliance with regulation 46(3) with respect to accuracy of disclosures on the website and timely updating



## Annexure II

the end of the financial year (for the whole of firm)

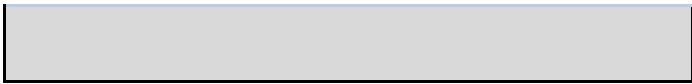
## website in terms of Listing Regulations

Compliance status (Yes/No/NA)	If status is “No” details of non-compliance may be given here.
Yes	
Yes	
Yes	
Yes	
Yes	
Yes	
Yes	
Yes	
Yes	
Yes	
Yes	
Yes	
Yes	
Yes	
NA	
NA	
NA	
Yes	
NA	
Yes	
Yes	
NA	
NA	
NA	
NA	
NA	
NA	
Yes	
Yes	
Yes	



Add Notes

financial year)
Web address
<a href="https://www.acilchem.com/investor-relations">https://www.acilchem.com/investor-relations</a>
<a href="https://www.acilchem.com/investor-relations">https://www.acilchem.com/investor-relations</a>
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II. Annual Affirmations	
Sr	Particulars
1	Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'
2	Board composition
3	Meeting of Board of directors
4	Quorum of Board meeting
5	Review of Compliance Reports
6	Plans for orderly succession for appointments
7	Code of Conduct
8	Fees/compensation
9	Minimum Information
10	Compliance Certificate
11	Risk Assessment & Management
12	Performance Evaluation of Independent Directors
13	Recommendation of Board
14	Maximum number of Directorships
15	Composition of Audit Committee
16	Meeting of Audit Committee
17	Role of Audit Committee and information to be reviewed by the audit committee
18	Composition of nomination & remuneration committee
19	Quorum of Nomination and Remuneration Committee meeting
20	Meeting of Nomination and Remuneration Committee
21	Role of Nomination and Remuneration Committee
22	Composition of Stakeholder Relationship Committee
23	Meeting of Stakeholders Relationship Committee
24	Role of Stakeholders Relationship Committee
25	Composition and role of risk management committee
26	Meeting of Risk Management Committee
27	Quorum of Risk Management Committee meeting
28	Gap between the meetings of the Risk Management Committee
29	Vigil Mechanism
30	Policy for related party Transaction
31	Prior or Omnibus approval of Audit Committee for all related party transactions
32	Approval for material related party transactions
33	Disclosure of related party transactions on consolidated basis
34	Composition of Board of Directors of unlisted material Subsidiary
35	Other Corporate Governance requirements with respect to subsidiary of listed entity
36	Alternate Director to Independent Director
37	Maximum Tenure

38	Appointment, Re-appointment or removal of an Independent Director through special resolution or the alternate mechanism
39	Meeting of independent directors
40	Familiarization of independent directors
41	Declaration from Independent Director
42	Directors and Officers insurance
43	Confirmation with respect to appointment of Independent Directors who resigned from the listed entity
44	Memberships in Committees
45	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel
46	Disclosure of Shareholding by Non-Executive Directors
47	Policy with respect to Obligations of directors and senior management
48	Approval of the Board and shareholders for compensation or profit sharing in connection with dealings in the securities of the listed entity
49	Vacancies in respect Key Managerial Personnel
Any other information to be provided	

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1	Name of signatory
2	Designation

## Annexure II

Regulation Number	Compliance status (Yes/No/NA)
16(1)(b) & 25(6)	Yes
17(1), 17(1A) & 17(1C), 17(1D) & 17(1E)	Yes
17(2)	Yes
17(2A)	Yes
17(3)	Yes
17(4)	Yes
17(5)	Yes
17(6)	Yes
17(7)	Yes
17(8)	Yes
17(9)	Yes
17(10)	Yes
17(11)	Yes
17A	Yes
18(1)	Yes
18(2)	Yes
18(3)	Yes
19(1) & (2)	Yes
19(2A)	Yes
19(3A)	Yes
19(4)	Yes
20(1), 20(2) & 20(2A)	Yes
20(3A)	Yes
20(4)	Yes
21(1),(2),(3),(4)	Yes
21(3A)	Yes
21(3B)	Yes
21(3C)	Yes
22	Yes
23(1), (1A), (5), (6), & (8)	Yes
23(2), (3)	NA
23(4)	Yes
23(9)	Yes
24(1)	NA
24(2),(3),(4),(5) & (6)	Yes
25(1)	NA
25(2)	Yes

25(2A)	Yes
25(3) & (4)	Yes
25(7)	Yes
25(8) & (9)	Yes
25(10)	Yes
25(11)	NA
26(1)	Yes
26(3)	Yes
26(4)	Yes
26(2) & 26(5)	Yes
26(6)	NA
26A(1) & 26A(2)	Yes

<b>Annexure II</b>

[illegible]




Add Notes

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Jayesh Damle
Company Secretary and Compliance Officer

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<b>Sr</b>	<b>Particulars</b>
1	The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied
<b>Any other information to be provided</b>	

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1	Name of signatory
2	Designation

<b>Compliance status (Yes/No/NA)</b>
Yes
<b>Add Notes</b>

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Jayesh Damle
Company Secretary and Compliance Officer

Applicability of disclosure
Reason for Non Applicability
<b>I. Disclosure of Loans/ guarantees/comfort letters /s</b>
<b>(A)Any loan or any other form of debt advanced by the lis</b>
Entity
Promoter or any other entity controlled by them
Promoter Group or any other entity controlled by them
Directors (including relatives) or any other entity controlled by them
KMPs or any other entity controlled by them
<b>(B) Any guarantee / comfort letter (by whatever name ca</b>
Entity
Promoter or any other entity controlled by them
Promoter Group or any other entity controlled by them
Directors (including relatives) or any other entity controlled by them
KMPs or any other entity controlled by them
<b>(C) Any security provided by the listed entity directly or in</b>
Entity
Promoter or any other entity controlled by them
Promoter Group or any other entity controlled by them
Directors (including relatives) or any other entity controlled by them
KMPs or any other entity controlled by them
<b>(D) Additional Information</b>
<b>II. Affirmations</b>
<b>Affirmat</b>
All loans (or other form of debt), guarantees, comfort lette
connection with any loan(s) (or other form of debt) given c
Name
Designation
Place
Date



Additional Half yearly Disclosure	
Applicable	
Add Notes	
securities etc.refer note below	
The Figure should be mentioned in Actual INR only	
sted entity directly or indirectly to	
Aggregate amount advanced during six months	Balance outstanding at the end of six months
0.00	0.00
0.00	0.00
0.00	0.00
0.00	0.00
lled) provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of	
Type (guarantee, comfort letter etc.)	Aggregate amount of issuance during six months
0	0.00
0	0.00
0	0.00
0	0.00
ndirectly, in connection with any loan(s) or any other form of debt availed by	
Type of security (cash, shares etc.)	Aggregate value of security provided during six months
0	0.00
0	0.00
0	0.00
0	0.00
ions	Compliance Status
ers (by whatever name called) or securities in directly or indirectly by the listed entity to	Yes
GANESH VISHWANATHAN	
CFO	
Pune	
21-04-2025	









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Signatory Details	
Name of signatory	Jayesh Damle
Designation of person	Company Secretary and Compliance Officer
Place	Pune
Date	21-04-2025

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