RP - Sanjiv Goenka Group
Growing Legacies

ADVAYA CHEMICAL

20th July, 2024

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

BSE Code: - 975354

Dear Sir,

Sub: - Compliance Report on Corporate Governance in Annexure I for the quarter ended 30th June, 2024

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 ended 30th June, 2024 as prescribed in "**Annexure – I**" of the afore-mentioned Regulations.

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

Thanking you,

Yours faithfully,
For **Advaya Chemical Industries Limited**

SANGEETA GUPTA
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Date: 2024.07.20 16:17:54 +05'30'

Sangeeta Gupta
Company Secretary & Compliance Officer

Encl: As above

ANNEXURE – I

Compliance Report on Corporate Governance for the quarter ended 30th June, 2024

1. **Name of Listed Entity** – Advaya Chemical Industries Limited [For Debt (only listed in BSE), ISIN – INE0SYQ07015 and BSE Scrip Code – 975354]

2. **Quarter ended** – 30th June, 2024

I. Composition of Board of Directors

Title (Mr. / / Mrs.)	Name of the Director	PAN $ & DIN	Category Of (Chair person/ Executive / Non-Executive/Independent/ Nominee) &	Initial Date Of Appt.	Date of Re-Appt.	Date Of Cessation	Tenure *	Date Of Birth	No. of Director Ships in Listed Entities Incl. This Listed Entity [In Reference To Reg 17A(1)]	No. of Independent Director Ships in Listed Entities Incl. This Listed Entity [In Reference To Proviso Reg 17A(1)]	No. of Member-ships in Audit/ Stake holders Committee (s) including this listed entity [Refer Regulation 26(1) of Listing Regulations]	No. of Post of Chair per-son in Audit/ Stake holders Committee (s) incl/ this listed entity [Refer Reg 26(1) of Listing Regulations]
Mr.	Kaushik Mukherjee	DIN – 08897745	Executive Director (Whole - Time Director)	11-01-2024	-	-	-	05-08-1967	1	0	0	0

Mr.	Raj Kumar Gupta	DIN – 07894448	Non – Executive Non-Independent Director	11-01-2024	-	-	-	08-03-1974	1	0	2	0
Mr.	T C Suseel Kumar	DIN – 06453310	Non - Executive Independent Director	02-05-2024	-	-	02nd May, 2024 to 30th June, 2024 = 2 Months	01-02-1961	4	4	6	2
Mrs.	Kusum Dadoo	DIN – 06967827	Non - Executive Independent Director	02-05-2024	-	-	02nd May, 2024 to 30th June, 2024 = 2 Months	02-01-1953	5	5	6	1
		Whether Regular Chairperson appointed – NO										
		Whether Chairperson is related to the Managing Director or CEO – NO										
		[$] PAN of the Directors has not been mentioned in the CG Report as the same would then be displayed on the website of the Stock Exchange. [&] 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. * to be filled only for Independent Director. Tenure would mean total period from which Independent director is serving on Board of directors of the listed entity in continuity without any cooling off period. **Note**: There are a total of four (4) Directors comprising a Whole-Time Director and three (3) Non-Executive Directors including two (2) Independent Directors. Also, please note that Mr. Raj Kumar Gupta was elected as the Chairman of the Board Meetings held during this quarter (i.e. from 1st April, 2024 to 30th June, 2024) and Mr. Gopal Rathi was elected as the Chairman of the Board										

		Meetings held during the previous quarter (i.e. from 11th January, 2024, being the date of incorporation of the Company to 31st March, 2024).

II. Composition of Committees

Name of the Committee	Whether Regular Chairperson appointed	Name of the Committee Members	Category (Chairperson/ Executive/ Non-Executive/ Independent/ Nominee) &	Date of Appointment	Date of Cessation
1. Audit Committee	Yes	Mr. T.C. Suseel Kumar	Chairman - Non-Executive - Independent Director	14-06-2024	-
		Mrs. Kusum Dadoo	Non-Executive - Independent Director	14-06-2024	
		Mr. Raj Kumar Gupta	Non-Executive Director	14-06-2024	
2. Nomination and Remuneration Committee	Yes	Mr. T.C. Suseel Kumar	Chairman - Non-Executive - Independent Director	14-06-2024	-
		Mrs. Kusum Dadoo	Non-Executive - Independent Director	14-06-2024	
		Mr. Raj Kumar Gupta	Non-Executive Director	14-06-2024	
3. Risk Management Committee	Yes	Mr. T.C. Suseel Kumar	Chairman - Non-Executive - Independent Director	14-06-2024	-
		Mr. Kaushik Mukherjee	Executive Director	14-06-2024	
		Mr. Raj Kumar Gupta	Non-Executive Director	14-06-2024	
4. Stakeholders Relationship Committee	Yes	Mr. T.C. Suseel Kumar	Chairman - Non-Executive - Independent Director	14-06-2024	-
		Mrs. Kusum Dadoo	Non-Executive - Independent Director	14-06-2024	
		Mr. Raj Kumar Gupta	Non-Executive Director	14-06-2024	

& 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 the Board of Directors

Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter#	Whether requirement of Quorum met *	Number of Directors present*	Number of Independent Directors Present*	Maximum gap between any two consecutive (in number of days)
11th January, 2024 13th January, 2024 18th January, 2024 22nd January, 2024 25th January, 2024 29th January, 2024	02nd May, 2024 22nd May, 2024 31st May, 2024 14th June, 2024	Yes, quorum was present Yes, quorum was present Yes, quorum was present Yes, quorum was present	3 4 4 4	- 2 2 2	29th January, 2024 to 2nd May, 2024 = 93 days 2nd May, 2024 to 22nd May, 2024 = 19 days 22nd May, 2024 to 31st May, 2024 = 8 days 31st May, 2024 to 14th June, 2024 = 13 days

* to be filled in only for the current quarter meetings

IV. Meetings of Committees

Date(s) of Meeting (if any) of 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:-					
14th June, 2024	Yes, quorum was present	3	2	-	-

Nomination and Remuneration Committee:-					
Date(s) of Meeting (if any) of 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***
14th June, 2024	Yes, quorum was present	3	2	-	-

Stakeholders Relationship Committee:-					
Date(s) of Meeting (if any) of 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***
-	-	-	-	-	-

Risk Management Committee:-					
Date(s) of Meeting (if any) of 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***
-	-	-	-	-	-

* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional.

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

V. Related Party Transactions

Subject	Compliance Status (Yes / No / NA)
Whether prior approval of audit committee obtained	**Yes**
Whether shareholder approval obtained for material RPT	**N.A.**

Whether details of RPT entered into pursuant to omnibus approval have been reviewed by the Audit Committee	**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 Listing 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.

VI. Affirmations

1. The composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015.

2. The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015
   a. Audit Committee
   b. Nomination & Remuneration Committee
   c. Stakeholders Relationship Committee
   d. Risk management Committee

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.

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.

This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of the board of directors may be mentioned here.

For **Advaya Chemical Industries Limited**

SANGEETA GUPTA Digitally signed by SANGEETA GUPTA Date: 2024.07.20 16:18:52 +05'30'

Sangeeta Gupta
Company Secretary & Compliance Officer

Note: - Information at Table I and II above need to be necessarily given in 01st 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 listed entity and instead a statement "same as previous quarter" may be given