

20th January, 2025

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 31st December, 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 31st December, 2024 as prescribed in “**Annexure – I**” of the afore-mentioned Regulations.

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

Thanking you,

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

Sangeeta Gupta
Company Secretary & Compliance Officer

Encl: As above

Advaya Chemical Industries Limited

Registered Office: 9th & 10th Floor, Amar Synergy, 12B, Sadhu Vaswani Road, Pune - 411001, Maharashtra, India.

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

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ANNEXURE – I

Compliance Report on Corporate Governance for the quarter and nine months ended 31st December, 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 and nine months ended** – 31st December, 2024

I. Composition of Board of Directors												
Title (Mr./ / Mrs.)	Name of the Director	PAN ^S & DIN	Category (Chair person/ Executive/ Non-Executive/ Independent/ Nominee)&	Initial Date Of Appt.	Date of Re- Appt.	Date Of Cess ation	Tenure *	Date of Birth	No. of Director Ships in Listed Entities Incl. This Listed Entity [With reference to Reg 17A]	No. of Independent Director Ships in Listed Entities Incl. this Listed Entity [With reference to proviso to Reg 17A(1)] & Reg 17A(2)]	No. of Memberships in Audit/ Stake holders Committee (s) including this listed entity [Refer Regulation 26(1) of LODR Regulations]	No. of post of Chairperson in Audit/Stakeholders 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	0	0
Mr.	T C Suseel Kumar	DIN – 06453310	Non - Executive Independent Director	02-05-2024	-	-	2 nd May, 2024 to 31 st December, 2024 =	01-02-1961	4	4	4	2

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							8 Month s					
Mrs.	Kusum Dadoo	DIN – 06967 827	Non – Executive Independe nt Director	02-05- 2024	-	-	2 nd May, 2024 to 31 st Decem ber, 2024 = 8 Month s	02-01- 1953	5	5	4	1
Mr.	Gopal Rathi	DIN: 00553 066	Additional Non- Executive Non- Independe nt Director	17-12- 2024	-	-	17 th Decem ber, 2024 to 31 st Decem ber, 2024 = 14 days	01-01- 1975	2	0	0	0
Mrs.	Iram Hassan	DIN: 10183 873	Additional Non- Executive Independe nt Woman Director	17-12- 2024	-	-	17 th Decem ber, 2024 to 31 st Decem ber, 2024 = 14 days	18-07- 1986	3	3	4	1
		Whether Regular Chairperson appointed – NO refer note below										
		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.										

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NB:- Please note that Mr. Raj Kumar Gupta was elected as the Chairman of the Board Meetings held during this quarter (i.e. from 1st October, 2024 to 31st December, 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 Mrs. Kusum Dadoo Mr. Raj Kumar Gupta	Chairman - Non-Executive - Independent Director Non-Executive Independent Director Non-Executive Director	14-06-2024 14-06-2024 14-06-2024	-
2. Nomination and Remuneration Committee	Yes	Mr. T.C. Suseel Kumar Mrs. Kusum Dadoo Mr. Raj Kumar Gupta	Chairman - Non-Executive - Independent Director Non-Executive Independent Director Non-Executive Director	14-06-2024 14-06-2024 14-06-2024	-
3. Risk Management Committee	Yes	Mr. T.C. Suseel Kumar Mr. Kaushik Mukherjee Mr. Raj Kumar Gupta	Chairman - Non-Executive - Independent Director Executive Director Non-Executive Director	14-06-2024 14-06-2024 14-06-2024	-
4. Stakeholders Relationship Committee	Yes	Mr. T.C. Suseel Kumar Mrs. Kusum Dadoo Mr. Raj Kumar Gupta	Chairman - Non-Executive - Independent Director Non-Executive Independent Director Non-Executive Director	14-06-2024 14-06-2024 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.

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III. Meeting of the 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 (in number of days)
23 rd October, 2024	Yes, quorum was present	4	2	17 th July, 2024	17 th July, 2024 to 1 st August, 2024 = 14 days
17 th December, 2024	Yes, quorum was present	4	2	1 st August, 2024	1 st August, 2024 to 23 rd October, 2024 = 83 days 23 rd October, 2024 to 17 th December, 2024 = 55 days
* to be filled in only for the current quarter meetings					

IV. Meetings 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	23 rd October, 2024	Yes, quorum was present	3	2	17 th July, 2024	17 th July, 2024 to 1 st August, 2024 = 14 days
	17 th December, 2024	Yes, quorum was present	3	2	1 st August, 2024	1 st August, 2024 to 23 rd October, 2024 = 83 days 23 rd October, 2024 to 17 th December, 2024 = 55 days

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						2024 = 55 days
Nomination and Remuneration Committee	17 th December, 2024	Yes, quorum was present	3	2	-	-
Stakeholders Relationship Committee	-	N.A.	N.A.	N.A.	17 th July, 2024	-
Risk Management Committee	23 rd October, 2024	Yes, quorum was present	3	1	-	-
* to be filled in only for the current quarter meetings						
** 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						

v. 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.
5.	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 Company Secretary & Compliance Officer	

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Note: - Information at Table I and II above need to be necessarily given in 1st 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.

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