

## ANNEXURE I

Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity - BOROSIL RENEWABLES LIMITED

2. Quarter ending - 31-Mar-2023

## i. Composition Of Board Of Director

Title (Mr./ Ms)	Name of the Director	DIN	PAN	Category (Chairperson /Executive/ Non-Executive /Independent/Nominee)	Sub Category	Initial Date of Appointment	Date of Appointment	Date of cessation	Tenure	Date of Birth	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status	Whether special resolution passed? [Refer Reg. 17 (1A) of Listing Regulations]	Date of passing special resolution	No. of Directorship in listed entities including this listed entity [in reference to Regulation 17A (1)]	No of Independent Directorship in listed entities including this listed entity [in reference to proviso to regulation 17A (1)]	No of memberships in Audit/ Stakeholder Committee (s) including this listed entity	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity	Members hip in Committees of the Company	Remarks
Mr.	P. K. Kheruka	00016909		C,ED		24-11-1988	01-04-2020			23-07-1951	No				Active	NA		3	0	5	0	AC, SC, RC, NRC	
Mr.	Shreevar Kheruka	01802416		NED		24-08-2009	30-09-2021			04-01-1982	No				Active	NA		3	0	2	1	SC, RC, NRC	
Mr.	Ashok Jain	00025125		ED		12-02-2020	01-08-2021			21-02-1958	No				Active	NA		1	0	1	0	SC, RC	
Mr.	Ramaswami Velayudhan Pillai	00011024		ED		12-02-2020	01-04-2021			01-04-1958	No				Active	NA		1	0	0	0	RMC	
Mr.	Raj Kumar Jain	00026544		ID		03-02-2020	03-02-2022		37.27	19-07-1956	No				Active	NA		2	2	5	3	AC,SC,RC, NRC	
Mrs.	Shalini Kamath	06993314		ID		03-02-2020	03-02-2020		37.27	15-12-1964	No				Active	NA		3	3	3	0	AC, RC, NRC	
Mr.	Pradeep Vasudeo Bhide	03304262		ID		03-02-2020	03-02-2020		37.27	08-01-1950	No				Active	Yes	28-09-2020	4	4	7	2	AC, RC	
Mr.	Haigreve Khaitan	00005290		ID		03-02-2020	03-02-2020		37.27	13-07-1970	No				Active	NA		7	7	10	3	AC, NRC	
Mr.	Asif Syed Ibrahim	08410266		ID		03-02-2020	03-02-2020		37.27	28-09-1953	No				Active	NA		1	1	0	0	NRC	

<b>Company Remarks</b>	1. P. K. Kheruka is a promoter & chairman of the Company. 2. Shareholders at their meeting held on 11/08/22, re-appointed P. K. Kheruka as a WTD designated as Exe. Chairman, for a period of 5 yrs w.e.f. 01/04/23 to 31/03/28. 3. The current term of Ramaswami Pillai in the capacity of WTD expired on 31/03/23. Board at its meeting held on 13/02/23 approved the continuation of his association in the capacity of Non-Exe. Director w.e.f. 01/04/23. 4. IDs Tenure as on 31/03/23 is 37 months & 27 days
<b>Whether Regular chairperson appointed</b>	Yes
<b>Whether Chairperson is related to MD or CEO</b>	No

ii. **Composition of Committees**

a. **Audit Committee**

Sr. No.	Name of Committee members	Category	Chairperson/ Member	Date of Appointment	Date of Cessation
1	Raj Kumar Jain	ID	Chairperson	03-Feb-2020	
2	P. K. Kheruka	C,ED	Member	28-Apr-2001	
3	Shalini Kamath	ID	Member	03-Feb-2020	
4	Pradeep Vasudeo Bhide	ID	Member	03-Feb-2020	
5	Haigreve Khaitan	ID	Member	21-Oct-2021	

Company Remarks	
Whether Regular chairperson appointed	Yes

b. **Stakeholders Relationship Committee**

Sr. No.	Name of Committee members	Category	Chairperson/Member	Date of Appointment	Date of Cessation
1	Shreevar Kheruka	NED	Chairperson	01-Apr-2020	
2	P. K. Kheruka	C,ED	Member	31-Jan-2014	
3	Raj Kumar Jain	ID	Member	03-Feb-2020	
4	Ashok Jain	ED	Member	12-Feb-2020	

Company Remarks	
Whether Regular chairperson appointed	Yes

c. **Risk Management Committee**

Sr. No.	Name of Committee members	Category	Chairperson /Member	Date of Appointment	Date of Cessation
1	P. K. Kheruka	C,ED	Chairperson	03-Feb-2020	
2	Shreevar Kheruka	NED	Member	03-Feb-2020	
3	Raj Kumar Jain	ID	Member	03-Feb-2020	
4	Shalini Kamath	ID	Member	03-Feb-2020	
5	Pradeep Vasudeo Bhide	ID	Member	03-Feb-2020	
6	Ramaswami Velayudhan Pillai	ED	Member	12-Feb-2020	
7	Ashok Jain	ED	Member	12-Feb-2020	
8	Sunil Roongta	Chief Financial Officer	Member	12-Feb-2020	

Company Remarks	
Whether Regular chairperson appointed	Yes

**d. Nomination and Remuneration Committee**

Sr. No.	Name of Committee members	Category	Chairperson/Member	Date of Appointment	Date of Cessation
1	Raj Kumar Jain	ID	Chairperson	03-Feb-2020	
2	P. K. Kheruka	C,ED	Member	29-May-2014	
3	Shreevar Kheruka	NED	Member	03-Feb-2020	
4	Shalini Kamath	ID	Member	03-Feb-2020	
5	Asif Syed Ibrahim	ID	Member	03-Feb-2020	
6	Haigreve Khaitan	ID	Member	21-Oct-2021	

Company Remarks	
Whether Regular chairperson appointed	Yes

**iii. Meeting of Board of Directors**

Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	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)	No. of Independent Directors attending the meeting
20-Oct-2022	Yes	9	8	5
09-Nov-2022	Yes	9	9	5
13-Feb-2023	Yes	9	9	5

Company Remarks	
Maximum gap between any two consecutive (in number of days)	95

**iv. Meeting of Committees**

Name of the Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors present (All directors including Independent Director)	Number of Independent directors attending the meeting	Number of Members attending the Meeting (Other than Board of Directors)
Audit Committee	09-Nov-2022	Yes	5	5	4	0
Audit Committee	23-Jan-2023	Yes	5	5	4	0
Audit Committee	13-Feb-2023	Yes	5	5	4	0
Risk Management Committee	09-Nov-2022	Yes	7	7	3	1

Nomination & Remuneration Committee	13-Feb-2023	Yes	6	6	4	0
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Company Remarks	Mr. Sunil Roongta, Chief Financial Officer and Member of the Risk Management Committee (RMC) was present at the Meeting of RMC held on November 09, 2022.
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	74

#### v. Related Party Transactions

Subject	Compliance status (Yes/No/NA)	Remark
Whether prior approval of audit committee obtained	Yes	
Whether shareholder approval obtained for material RPT	Yes	
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Not Applicable	

Disclosure of notes on related party transactions and Disclosure of notes of material related party transactions	
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#### VI. 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
  - a. Audit Committee - **Yes**
  - b. Nomination & remuneration committee - **Yes**
  - c. Stakeholders relationship committee - **Yes**
  - d. Risk management committee (applicable to the top 1000 listed entities) - **Yes**
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. a. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. - **Yes**  
b. Any comments/observations/advice of Board of Directors may be mentioned here:

<b>The report submitted in the previous quarter was placed before the Board of Directors at their meeting held on February 13, 2023. There were no comments/ observations/ advice of Board of Directors on the said report.</b>
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Name : Kishor Talreja  
Designation : Company Secretary & Compliance Officer

## ANNEXURE II

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

<b>I. Disclosure on website in terms of Listing Regulations</b>			
<b>Item</b>	<b>Compliance status (Yes/No/NA)</b>	<b>Company Remark</b>	<b>Website</b>
<b>As per regulation 46(2) of the LODR:</b>			
Details of business	Yes		<a href="http://borosilrenewables.com/">http://borosilrenewables.com/</a>
Terms and conditions of appointment of independent directors	Yes		<a href="http://borosilrenewables.com/investor.html?q=Director">http://borosilrenewables.com/investor.html?q=Director</a>
Composition of various committees of board of directors	Yes		<a href="http://borosilrenewables.com/investor.html">http://borosilrenewables.com/investor.html</a>
Code of conduct of board of directors and senior management personnel	Yes		<a href="http://borosilrenewables.com/investor.html?q=Policies">http://borosilrenewables.com/investor.html?q=Policies</a>
Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		<a href="http://borosilrenewables.com/investor.html?q=Policies">http://borosilrenewables.com/investor.html?q=Policies</a>
Criteria of making payments to non-executive directors	Yes		<a href="http://borosilrenewables.com/investor.html?q=Policies">http://borosilrenewables.com/investor.html?q=Policies</a>
Policy on dealing with related party transactions	Yes		<a href="http://borosilrenewables.com/investor.html?q=Policies">http://borosilrenewables.com/investor.html?q=Policies</a>
Policy for determining 'material' subsidiaries	Yes		<a href="http://borosilrenewables.com/investor.html?q=Policies">http://borosilrenewables.com/investor.html?q=Policies</a>
Details of familiarization programs imparted to independent directors	Yes		<a href="http://borosilrenewables.com/investor.html?q=Director">http://borosilrenewables.com/investor.html?q=Director</a>
Email address for grievance redressal and other relevant details entity who are responsible for assisting and handling investor grievances	Yes		<a href="http://borosilrenewables.com/contact-us.html">http://borosilrenewables.com/contact-us.html</a>
Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances other relevant details	Yes		<a href="http://borosilrenewables.com/contact-us.html">http://borosilrenewables.com/contact-us.html</a>
Financial results	Yes		<a href="http://borosilrenewables.com/investor.html?q=Financialinformation">http://borosilrenewables.com/investor.html?q=Financialinformation</a>
Shareholding pattern	Yes		<a href="http://borosilrenewables.com/investor.html?q=Shareholdersinfo">http://borosilrenewables.com/investor.html?q=Shareholdersinfo</a>
Details of agreements entered into with the media companies and/or their associates	Not Applicable		
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	Yes		<a href="http://borosilrenewables.com/investor.html?q=AnalystMeet">http://borosilrenewables.com/investor.html?q=AnalystMeet</a>

New name and the old name of the listed entity	Not Applicable		
Advertisements as per regulation 47 (1)	Yes		<a href="http://borosilrenewables.com/investor.html?q=NewspaperPublication">http://borosilrenewables.com/investor.html?q=NewspaperPublication</a>
Credit rating or revision in credit rating obtained by the entity for all its outstanding instruments obtained	Yes		<a href="http://borosilrenewables.com/investor.html?q=CreditRating">http://borosilrenewables.com/investor.html?q=CreditRating</a>
Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	Not Applicable		
<b>As per other regulations of the LODR:</b>			
Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes		<a href="http://borosilrenewables.com/investor.html">http://borosilrenewables.com/investor.html</a>
Materiality Policy as per Regulation 30	Yes		<a href="http://borosilrenewables.com/investor.html?q=Policies">http://borosilrenewables.com/investor.html?q=Policies</a>
Dividend Distribution policy as per Regulation 43A (as applicable)	Yes		<a href="http://borosilrenewables.com/investor.html?q=Policies">http://borosilrenewables.com/investor.html?q=Policies</a>
It is certified that these contents on the website of the listed entity are correct.	Yes		<a href="http://www.borosilrenewables.com">www.borosilrenewables.com</a>

<b>II Annual Affirmations</b>			
<b>Particulars</b>	<b>Regulation Number</b>	<b>Compliance status (Yes/No/NA)</b>	<b>Company Remark</b>
Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes	
Board composition	17(1), 17(1A) & 17(1B)	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	
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 directorship	17A	Yes	
Composition of Audit Committee	18(1)	Yes	
Meeting of Audit Committee	18(2)	Yes	
Composition of nomination & remuneration committee	19(1) & (2)	Yes	
Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes	
Meeting of nomination & remuneration committee	19(3A)	Yes	

Composition of Stakeholder Relationship Committee	20(1), 20(2) and 20(2A)	Yes	
Meeting of stakeholder relationship committee	20(3A)	Yes	
Composition and role of risk management committee	21(1),(2),(3), (4)	Yes	
Meeting of Risk Management Committee	21(3A)	Yes	
Vigil Mechanism	22	Yes	
Policy for related party Transaction	23(1),(1A), (5),(6),(7) & (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)	Yes	
Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4), (5) & (6)	Yes	
Annual Secretarial Compliance Report	24(A)	Yes	
Alternate Director to Independent Director	25(1)	Yes	
Maximum Tenure	25(2)	Yes	
Meeting of independent directors	25(3) & (4)	Yes	
Familiarization of independent directors	25(7)	Yes	
Declaration from Independent Director	25(8) & (9)	Yes	
D & O Insurance for Independent Directors	25(10)	Yes	
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	
Disclosure of Shareholding by Non- Executive Directors	26(4)	Yes	
Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	

<b>Other Information</b>	<b>The Company has complied with the all the applicable provisions of SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015, as amended from time to time.</b>
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### III Affirmations:

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

<b>Other Information</b>	
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**Name** : **Kishor Talreja**  
**Designation** : **Company Secretary & Compliance Officer**

**ANNEXURE IV**

%symbol%	%companyName%	%quarterEnded%
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**(A) Any loan or any other form of debt advanced by the listed entity directly or indirectly to**

Aggregate amount advanced during six months				Balance outstanding at the end of six months			
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	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
0	0	0	0	0	0	0	0

**(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	0	0	0
Promoter Group or any other entity controlled by them	0	0	0
Directors (including relatives) or any other entity controlled by them	0	0	0
KMPs or any other entity controlled by them	0	0	0

**(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	0	0	0
Promoter Group or any other entity controlled by them	0	0	0
Directors (including relatives) or any other entity controlled by them	0	0	0
KMPs or any other entity controlled by them	0	0	0



**(D) If the Listed Entity would like to provide any other information the same may be indicated here**

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**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.

<b>Company Remarks in case of non-compliant status</b>	During the quarter ended March 31, 2023, the Company has not given directly or indirectly any loan, guarantee, comfort letter (by whatever name called) or security in connection with any loan (or other form of debt) to promoter, promoter group, director (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them. Hence, affirmation mentioned under section II is not applicable to the Company. However, option to select 'NA' is not available for the same & hence we have selected 'Yes' under the compliance status for the said affirmation.
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<b>Name:</b> Sunil Roongta <b>Designation:</b> Chief Financial Officer <b>Place:</b> Bharuch <b>Date:</b> 04-Apr-2023
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