

## General information about company

|  |                             |
|--|-----------------------------|
| Scrip code   | 502219                      |
| NSE Symbol   | BOROSIL                     |
| MSEI Symbol  | NOTLISTED                   |
| ISIN   | INE666D01022                |
| Name of the entity   | BOROSIL GLASS WORKS LIMITED |
| Date of start of financial year                                | 01-04-2019                  |
| Date of end of financial year                                  | 31-03-2020                  |
| Reporting Quarter  | Half Yearly                 |
| Date of Report   | 30-09-2019                  |
| Risk management committee                                      | Not Applicable              |
| Market Capitalisation as per immediate previous Financial Year | Top 1000 listed entities    |

## Annexure I

### Annexure I to be submitted by listed entity on quarterly basis

#### I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory

Textual Information(1)

Whether the listed entity has a Regular Chairperson

Yes

Whether Chairperson is related to MD or CEO

Yes

| Sr | Title<br>(Mr /<br>Ms) | Name of<br>the<br>Director | PAN | DIN | Category 1<br>of directors | Category 2<br>of directors | Category<br>3 of<br>directors | Date<br>of<br>Birth | Initial Date<br>of<br>appointment | Date of Re-<br>appointment | Date of<br>cessation | Tenure<br>of<br>director<br>(in<br>months) | No of<br>Directorship<br>in listed<br>entities<br>including<br>this listed<br>entity (Refer<br>Regulation<br>17A of<br>Listing<br>Regulations) | No of<br>Independent<br>Directorship<br>in listed<br>entities<br>including<br>this listed<br>entity<br>(Refer<br>Regulation<br>17A(1) of<br>Listing<br>Regulations) | Number of<br>memberships<br>in Audit/<br>Stakeholder<br>Committee<br>(s) including<br>this listed<br>entity (Refer<br>Regulation<br>26(1) of<br>Listing<br>Regulations) | No of post<br>of<br>Chairperson<br>in Audit/<br>Stakeholder<br>Committee<br>held in<br>listed<br>entities<br>including<br>this listed<br>entity (Refer<br>Regulation<br>26(1) of<br>Listing<br>Regulations) | Notes for<br>not<br>providing<br>PAN | Notes for<br>not<br>providing<br>DIN |
|----|-----------------------|----------------------------|-----|-----|----------------------------|----------------------------|-------------------------------|---------------------|-----------------------------------|----------------------------|----------------------|--|--|---|---|---|--------------------------------------|--------------------------------------|
|----|-----------------------|----------------------------|-----|-----|----------------------------|----------------------------|-------------------------------|---------------------|-----------------------------------|----------------------------|----------------------|--|--|---|---|---|--------------------------------------|--------------------------------------|

|   |    |                        |  |          |  |                |        |            |            |            |  |   |   |   |   |  |  |
|---|----|------------------------|--|----------|--|----------------|--------|------------|------------|------------|--|---|---|---|---|--|--|
| 1 | Mr | B.L. Kheruka           |  | 00016861 | Executive Director                       | Chairperson    |        | 07-11-1930 | 24-11-1988 | 16-12-2018 |  | 2 | 0 | 2 | 0 |  |  |
| 2 | Mr | P.K. Kheruka           |  | 00016909 | Non-Executive - Non Independent Director | Not Applicable |        | 23-07-1951 | 24-11-1988 |            |  | 3 | 0 | 4 | 2 |  |  |
| 3 | Mr | Shreevar Kheruka       |  | 01802416 | Executive Director                       | Not Applicable | CEO-MD | 04-01-1982 | 24-08-2009 | 16-08-2017 |  | 2 | 0 | 1 | 0 |  |  |
| 4 | Mr | Rajesh Kumar Chaudhary |  | 07425111 | Executive Director                       | Not Applicable |        | 01-02-1970 | 01-04-2018 |            |  | 1 | 0 | 0 | 0 |  |  |

## I. Composition of Board of Directors

### Disclosure of notes on composition of board of directors explanatory

#### Wether the listed entity has a Regular Chairperson

| Sr | Title (Mr / Ms) | Name of the Director   | PAN | DIN      | Category 1 of directors              | Category 2 of directors | Category 3 of directors | Date of Birth | Initial Date of appointment | 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 (Refer Regulation 17A(1) of Listing Regulations) | Number of memberships in Audit/ Stakeholder Committee (s) including this listed entity (Refer Regulation 26(1) of Listing Regulations) | No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations) | Notes for not providing PAN | Notes for not providing DIN |
|----|-----------------|------------------------|-----|----------|--------------------------------------|-------------------------|-------------------------|---------------|-----------------------------|------------------------|-------------------|--------------------------------|--|---|--|--|-----------------------------|-----------------------------|
| 5  | Mr              | Naveen Kumar Kshatriya |     | 00046813 | Non-Executive - Independent Director | Not Applicable          |                         | 03-02-1949    | 01-04-2014                  | 01-04-2019             |                   | 6                              | 1  | 1   | 1  | 0  |                             |                             |
| 6  | Mrs             | Anupa Sahney           |     | 00341721 | Non-Executive - Independent Director | Not Applicable          |                         | 19-10-1967    | 30-05-2014                  | 01-04-2019             |                   | 6                              | 1  | 1   | 2  | 1  |                             |                             |
| 7  | Mr              | Kewal Kundanlal Handa  |     | 00056826 | Non-Executive - Independent Director | Not Applicable          |                         | 22-08-1952    | 30-08-2018                  | 30-08-2018             |                   | 13                             | 5  | 5   | 6  | 3  |                             |                             |

|   |    |                         |  |          |                                      |                |  |            |            |            |            |   |   |   |   |   |
|---|----|-------------------------|--|----------|--------------------------------------|----------------|--|------------|------------|------------|------------|---|---|---|---|---|
| 8 | Mr | Ravindra Nemichand Kala |  | 05117814 | Non-Executive - Independent Director | Not Applicable |  | 10-05-1955 | 24-06-2019 | 24-06-2019 | 30-09-2019 | 3 | 1 | 1 | 1 | 0 |
|---|----|-------------------------|--|----------|--------------------------------------|----------------|--|------------|------------|------------|------------|---|---|---|---|---|

## I. Composition of Board of Directors

### Disclosure of notes on composition of board of directors explanatory

#### Wether the listed entity has a Regular Chairperson

| Sr | Title (Mr / Ms) | Name of the Director   | PAN | DIN      | Category 1 of directors              | Category 2 of directors | Category 3 of directors | Date of Birth | Initial Date of appointment | 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 (Refer Regulation 17A(1) of Listing Regulations) | Number of memberships in Audit/ Stakeholder Committee (s) including this listed entity (Refer Regulation 26(1) of Listing Regulations) | No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations) | Notes for not providing PAN | Notes for not providing DIN |
|----|-----------------|------------------------|-----|----------|--------------------------------------|-------------------------|-------------------------|---------------|-----------------------------|------------------------|-------------------|--------------------------------|--|---|--|--|-----------------------------|-----------------------------|
| 9  | Mr              | Kanwar Bir Singh Anand |     | 03518282 | Non-Executive - Independent Director | Not Applicable          |                         | 30-08-1955    | 01-09-2019                  | 01-09-2019             |                   | 1                              | 2  | 1   | 1  | 0  |                             |                             |

## Text Block

|                        |  |
|------------------------|--|
| Textual Information(1) | Mr. Ravindra Nemichand Kala ceased to be an Additional and Independent Director w.e.f. 30/09/2019. |
|------------------------|--|

## Annexure 1

### II. Composition of Committees

#### Disclosure of notes on composition of committees explanatory

Textual Information(1)

## Annexure 1 Text Block

**Audit Committee Details**

| Whether the Audit Committee has a Regular Chairperson |            |                           |  |                         | Yes                 |                   |         |
|---|------------|---------------------------|--|-------------------------|---------------------|-------------------|---------|
| Sr  | DIN Number | Name of Committee members | Category 1 of directors                  | Category 2 of directors | Date of Appointment | Date of Cessation | Remarks |
| 1   | 00341721   | Anupa Sahney              | Non-Executive - Independent Director     | Chairperson             | 26-08-2014          |                   |         |
| 2   | 00016909   | P.K. Kheruka              | Non-Executive - Non Independent Director | Member                  | 28-04-2001          |                   |         |
| 3   | 00046813   | Naveen Kumar Kshatriya    | Non-Executive - Independent Director     | Member                  | 13-05-2019          |                   |         |
| 4   | 00056826   | Kewal Kundanlal Handa     | Non-Executive - Independent Director     | Member                  | 30-10-2018          |                   |         |
| 5   | 05117814   | Ravindra Nemichand Kala   | Non-Executive - Independent Director     | Member                  | 06-08-2019          | 30-09-2019        |         |

**Nomination and remuneration committee**

| Whether the Nomination and remuneration committee has a Regular Chairperson |            |                           |  |                         | Yes                 |                   |         |
|---|------------|---------------------------|--|-------------------------|---------------------|-------------------|---------|
| Sr  | DIN Number | Name of Committee members | Category 1 of directors                  | Category 2 of directors | Date of Appointment | Date of Cessation | Remarks |
| 1   | 00341721   | Anupa Sahney              | Non-Executive - Independent Director     | Chairperson             | 15-05-2017          |                   |         |
| 2   | 00046813   | Naveen Kumar Kshatriya    | Non-Executive - Independent Director     | Member                  | 26-08-2014          |                   |         |
| 3   | 00016909   | P.K. Kheruka              | Non-Executive - Non Independent Director | Member                  | 29-05-2014          |                   |         |

|   |          |                       |                                      |        |            |
|---|----------|-----------------------|--------------------------------------|--------|------------|
| 4 | 00056826 | Kewal Kundanlal Handa | Non-Executive - Independent Director | Member | 13-05-2019 |
|---|----------|-----------------------|--------------------------------------|--------|------------|

#### Stakeholders Relationship Committee

| Whether the Stakeholders Relationship Committee has a Regular Chairperson |            |                           |  |                         | Yes                 |                   |         |
|---|------------|---------------------------|--|-------------------------|---------------------|-------------------|---------|
| Sr  | DIN Number | Name of Committee members | Category 1 of directors                  | Category 2 of directors | Date of Appointment | Date of Cessation | Remarks |
| 1   | 00016909   | P.K. Kheruka              | Non-Executive - Non Independent Director | Chairperson             | 31-01-2014          |                   |         |
| 2   | 00016861   | B.L. Kheruka              | Executive Director                       | Member                  | 10-12-1988          |                   |         |
| 3   | 00341721   | Anupa Sahney              | Non-Executive - Independent Director     | Member                  | 25-04-2019          |                   |         |
| 4   | 00046813   | Naveen Kumar Kshatriya    | Non-Executive - Independent Director     | Member                  | 13-05-2019          |                   |         |

#### Risk Management Committee

| Whether the Risk Management Committee has a Regular Chairperson |            |                           |                         |                         |                     |                   |         |
|---|------------|---------------------------|-------------------------|-------------------------|---------------------|-------------------|---------|
| Sr  | DIN Number | Name of Committee members | Category 1 of directors | Category 2 of directors | Date of Appointment | Date of Cessation | Remarks |

#### Corporate Social Responsibility Committee

| Whether the Corporate Social Responsibility Committee has a Regular Chairperson |            |                           |                                      |                         | Yes                 |                   |         |
|---|------------|---------------------------|--------------------------------------|-------------------------|---------------------|-------------------|---------|
| Sr  | DIN Number | Name of Committee members | Category 1 of directors              | Category 2 of directors | Date of Appointment | Date of Cessation | Remarks |
| 1   | 00016861   | B.L. Kheruka              | Executive Director                   | Chairperson             | 31-01-2014          |                   |         |
| 2   | 01802416   | Shreevar Kheruka          | Executive Director                   | Member                  | 31-01-2014          |                   |         |
| 3   | 00046813   | Naveen Kumar Kshatriya    | Non-Executive - Independent Director | Member                  | 29-05-2014          |                   |         |

|   |          |                         |  |        |            |            |
|---|----------|-------------------------|--|--------|------------|------------|
| 4 | 00016909 | P.K. Kheruka            | Non-Executive - Non Independent Director | Member | 13-05-2019 |            |
| 5 | 00341721 | Anupa Sahney            | Non-Executive - Independent Director     | Member | 25-04-2019 |            |
| 6 | 00056826 | Kewal Kundanlal Handa   | Non-Executive - Independent Director     | Member | 06-08-2019 |            |
| 7 | 05117814 | Ravindra Nemichand Kala | Non-Executive - Independent Director     | Member | 06-08-2019 | 30-09-2019 |

| Other Committee |            |                           |                          |  |                         |         |
|-----------------|------------|---------------------------|--------------------------|--|-------------------------|---------|
| Sr              | DIN Number | Name of Committee members | Name of other committee  | Category 1 of directors                  | Category 2 of directors | Remarks |
| 1               | 00016861   | B.L. Kheruka              | Share Transfer Committee | Executive Director                       | Chairperson             |         |
| 2               | 00016909   | P.K. Kheruka              | Share Transfer Committee | Non-Executive - Non Independent Director | Member                  |         |
| 3               | 01802416   | Shreevar Kheruka          | Share Transfer Committee | Executive Director                       | Member                  |         |
| 4               | 00341721   | Anupa Sahney              | Share Transfer Committee | Non-Executive - Independent Director     | Member                  |         |

## Annexure 1

| Annexure 1   |   |  |   |                              |   |                              |   |
|--|---|--|---|------------------------------|---|------------------------------|---|
| III. Meeting of Board of Directors                               |   |  |   |                              |   |                              |   |
| Disclosure of notes on meeting of board of directors explanatory |   |  |   |                              |   |                              |   |
| Sr   | Date(s) of meeting (if any) in the previous quarter | Date(s) of meeting (if any) in the current quarter | Maximum gap between any two consecutive (in number of days) | Notes for not providing Date | Whether requirement of Quorum met (Yes/ No) | Number of Directors present* | No. of Independent Directors attending the meeting* |
| 1  | 13-05-2019  |  |   |                              | Yes   | 6                            | 3   |
| 2  |   | 06-08-2019   | 84  |                              | Yes   | 7                            | 3   |

## Annexure 1

### IV. Meeting of Committees

| Disclosure of notes on meeting of committees explanatory |                   |   |   |                         |                               |  |                              |   |
|--|-------------------|---|---|-------------------------|-------------------------------|--|------------------------------|---|
| 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) | Name of other committee | Reason for not providing date | Whether requirement of Quorum met (Yes/No) | Number of Directors present* | No. of Independent Directors attending the meeting* |
| 1  | Audit Committee   | 13-05-2019  |   |                         |                               | Yes  | 4                            | 3   |
| 2  | Audit Committee   | 06-08-2019  | 84  |                         |                               | Yes  | 4                            | 3   |

## Annexure 1

### V. Related Party Transactions

| Sr | Subject  | Compliance status (Yes/No/NA) | If status is "No" details of non-compliance may be given here. |
|----|--|-------------------------------|--|
| 1  | Whether prior approval of audit committee obtained   | Yes                           |  |
| 2  | Whether shareholder approval obtained for material RPT   | Yes                           |  |
| 3  | Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee | NA                            |  |

## Annexure 1

### VI. Affirmations

| Sr | Subject | Compliance status (Yes/No) |
|----|---------|----------------------------|
|----|---------|----------------------------|

|   |  |                        |
|---|--|------------------------|
| 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                    |
| 3 | The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee                                   | Yes                    |
| 4 | The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee                                   | Yes                    |
| 5 | 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 500 listed entities) | NA                     |
| 6 | 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                    |
| 7 | 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                    |
| 8 | This report and/or the report submitted in the previous quarter has been placed before Board of Directors.   | Yes                    |
| 9 | Any comments/observations/advice of Board of Directors may be mentioned here:  | Textual Information(1) |

### Annexure 1

| Sr | Subject           | Compliance status       |
|----|-------------------|-------------------------|
| 1  | Name of signatory | Swadhin Padia           |
| 2  | Designation       | Chief Financial Officer |

### Text Block

|                        |   |
|------------------------|---|
| Textual Information(1) | The report submitted in the previous quarter has been placed before Board of Directors at their meeting held on August 06, 2019. There were no comments/observations/advice of Board of Directors on the said report. |
|------------------------|---|

### Annexure III

#### III. Affirmations



| Sr | Particulars  | Regulation Number                    | Compliance status (Yes/No/NA) | If status is “No” details of non-compliance may be given here. |
|----|--|--------------------------------------|-------------------------------|--|
| 1  | Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website | 46(2)                                | NA                            |  |
| 2  | Presence of Chairperson of Audit Committee at the Annual General Meeting   | 18(1)(d)                             | NA                            |  |
| 3  | Presence of Chairperson of the nomination and remuneration committee at the annual general meeting   | 19(3)                                | NA                            |  |
| 4  | Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting  | 20(3)                                | NA                            |  |
| 5  | Whether “Corporate Governance Report” disclosed in Annual Report   | 34(3) read with para C of Schedule V | NA                            |  |
|    | Any other information to be provided   |                                      | Textual Information(1)        |  |

### Text Block

|                        |  |
|------------------------|--|
| Textual Information(1) | Due to impending Composite Scheme of Amalgamation & Arrangement the Company has obtained an extension from Register of Companies for holding Annual General Meeting upto 31/12/2019. |
|------------------------|--|

### Annexure III

|   |                   |                         |
|---|-------------------|-------------------------|
| 1 | Name of signatory | Swadhin Padia           |
| 2 | Designation       | Chief Financial Officer |

### Signatory Details

|                       |                         |
|-----------------------|-------------------------|
| Name of signatory     | Swadhin Padia           |
| Designation of person | Chief Financial Officer |

|       |            |
|-------|------------|
| Place | Mumbai     |
| Date  | 11-10-2019 |