

**General information about company**

|  |                           |
|--|---------------------------|
| Scrip code   | 531111                    |
| NSE Symbol   |                           |
| MSEI Symbol  |                           |
| ISIN   |                           |
| Name of the entity   | GOTHI PLASCON (INDIA) LTD |
| Date of start of financial year                                | 01-04-2021                |
| Date of end of financial year                                  | 31-03-2022                |
| Reporting Quarter  | Yearly                    |
| Date of Report   | 31-03-2022                |
| Risk management committee                                      | Not Applicable            |
| Market Capitalisation as per immediate previous Financial Year | Any other                 |

**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                            |  |   |   |  |
| Director   | PAN        | DIN      | Category 1 of directors                  | Category 2 of directors | Category 3 of directors | Date of Birth | Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations] | Date of passing special resolution | 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) |
|  | AACPG1872A | 00600357 | Executive Director                       | Chairperson             | CEO-MD                  | 10-04-1969    | NA  |                                    | 11-10-1994                  |                        |                   | 1                              | 0  | 0   | 0   |  |
| ial  | AABPG0932E | 00600370 | Non-Executive - Non Independent Director | Not Applicable          |                         | 03-02-1939    | Yes   | 15-09-2021                         | 11-10-1994                  |                        | 27-03-2022        | 1                              | 0  | 2   | 0   |  |
| h  | AAHPB0082C | 01741059 | Non-Executive - Independent Director     | Not Applicable          |                         | 04-07-1947    | Yes   | 24-07-2019                         | 03-05-2007                  |                        |                   | 91                             | 1  | 1   | 2   |  |
| ajit<br>lain   | ABTPJ6529M | 07173303 | Non-Executive - Independent Director     | Not Applicable          |                         | 17-08-1941    | Yes   | 01-08-2020                         | 08-07-2015                  |                        |                   | 79                             | 1  | 1   | 2   |  |

**Text Block**

Textual Information(1)

Cessation of Mr.Parasmal Gothi is due to his demise on 27/03/2022.

| <b>Audit Committee Details</b>                        |            |                           |  |                         |                     |                   |         |
|---|------------|---------------------------|--|-------------------------|---------------------|-------------------|---------|
| 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   | 01741059   | Prakash Chand             | Non-Executive - Independent Director     | Chairperson             | 08-07-2015          |                   |         |
| 2   | 07173303   | Monicaajit Singh Jain     | Non-Executive - Independent Director     | Member                  | 08-07-2015          |                   |         |
| 3   | 00600370   | Parasmal Gothi            | Non-Executive - Non Independent Director | Member                  | 08-07-2015          | 27-03-2022        |         |

| 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   | 01741059   | Prakash Chand             | Non-Executive - Independent Director     | Chairperson             | 08-07-2015          |                   |         |
| 2   | 07173303   | Monicaajit Singh Jain     | Non-Executive - Independent Director     | Member                  | 08-07-2015          |                   |         |
| 3   | 00600370   | Parasmal Gothi            | Non-Executive - Non Independent Director | Member                  | 08-07-2015          | 27-03-2022        |         |

| 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   | 01741059   | Prakash Chand             | Non-Executive - Independent Director     | Chairperson             | 08-07-2015          |                   |         |
| 2   | 07173303   | Monicaajit Singh Jain     | Non-Executive - Independent Director     | Member                  | 08-07-2015          |                   |         |
| 3   | 00600370   | Parasmal Gothi            | Non-Executive - Non Independent Director | Member                  | 08-07-2015          | 27-03-2022        |         |





| <b>Other Committee</b> |            |                           |                         |                         |                         |         |
|------------------------|------------|---------------------------|-------------------------|-------------------------|-------------------------|---------|
| Sr                     | DIN Number | Name of Committee members | Name of other committee | Category 1 of directors | Category 2 of directors | Remarks |

**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* (All directors including Independent Director) | No. of Independent Directors attending the meeting* |
| 1  | 23-10-2021  |  |   |                              | Yes  | 3   | 2   |
| 2  |   | 28-01-2022   | 96  |                              | Yes  | 3   | 2   |
| 3  |   | 04-02-2022   | 6   |                              | Yes  | 3   | 2   |

**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* (All directors including Independent Director) | No. of Independent Directors attending the meeting* |
| 1  | Audit Committee   | 23-10-2021  |   |                         |                               | Yes  | 2   | 2   |
| 2  | Audit Committee   | 04-02-2022  | 103   |                         |                               | Yes  | 2   | 2   |

**Annexure 1**

**V. Related Party Transactions**

| Sr | Subject  | Compliance status<br>(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   | NA                               |  |
| 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                        |

**Annexure 1**

| Sr | Subject           | Compliance status                        |
|----|-------------------|--|
| 1  | Name of signatory | Ms.Megha Somani                          |
| 2  | Designation       | Company Secretary and Compliance Officer |

**Annexure II****Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)****I. Disclosure on website in terms of Listing Regulations**

| Sr | Item  | Compliance status (Yes/No/NA) | If status is "No" details of non-compliance may be given here. | Web address          |
|----|---|-------------------------------|--|----------------------|
| 1  | Details of business   | Yes                           |  | www.gothiplascon.com |
| 2  | Terms and conditions of appointment of independent directors            | Yes                           |  | www.gothiplascon.com |
| 3  | Composition of various committees of board of directors                 | Yes                           |  | www.gothiplascon.com |
| 4  | Code of conduct of board of directors and senior management personnel   | Yes                           |  | www.gothiplascon.com |
| 5  | Details of establishment of vigil mechanism/ Whistle Blower policy      | Yes                           |  | www.gothiplascon.com |
| 6  | Criteria of making payments to non-executive directors                  | Yes                           |  | www.gothiplascon.com |
| 7  | Policy on dealing with related party transactions                       | Yes                           |  | www.gothiplascon.com |
| 8  | Policy for determining 'material' subsidiaries                          | Yes                           |  | www.gothiplascon.com |
| 9  | Details of familiarization programmes imparted to independent directors | Yes                           |  | www.gothiplascon.com |

**Annexure II****Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)****I. Disclosure on website in terms of Listing Regulations**

| Sr | Item   | Compliance status (Yes/No/NA) | If status is "No" details of non-compliance may be given here. | Web address          |
|----|--|-------------------------------|--|----------------------|
| 10 | Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances  | Yes                           |  | www.gothiplascon.com |
| 11 | email address for grievance redressal and other relevant details   | Yes                           |  | www.gothiplascon.com |
| 12 | Financial results  | Yes                           |  | www.gothiplascon.com |
| 13 | Shareholding pattern   | Yes                           |  | www.gothiplascon.com |
| 14 | Details of agreements entered into with the media companies and/or their associates  | NA                            |  |                      |
| 15 | 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 | NA                            |  |                      |
| 16 | New name and the old name of the listed entity   | NA                            |  |                      |
| 17 | Advertisements as per regulation 47 (1)  | Yes                           |  | www.gothiplascon.com |
| 18 | Credit rating or revision in credit rating obtained  | NA                            |  |                      |
| 19 | Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year  | NA                            |  |                      |
| 20 | Whether company has provided information under separate section on its website as per Regulation 46(2)   | Yes                           |  | www.gothiplascon.com |
| 21 | Materiality Policy as per Regulation 30  | Yes                           |  | www.gothiplascon.com |
| 22 | Dividend Distribution policy as per Regulation 43A (as applicable)   | NA                            |  |                      |
| 23 | It is certified that these contents on the website of the listed entity are correct  | Yes                           |  | www.gothiplascon.com |

**Annexure II****II. Annual Affirmations**

| Sr | Particulars   | Regulation Number      | Compliance status (Yes/No/NA) | If status is "No" details of non-compliance may be given here. |
|----|---|------------------------|-------------------------------|--|
| 1  | Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility' | 16(1)(b) & 25(6)       | Yes                           |  |
| 2  | Board composition   | 17(1), 17(1A) & 17(1B) | Yes                           |  |
| 3  | Meeting of Board of directors   | 17(2)                  | Yes                           |  |
| 4  | Quorum of Board meeting   | 17(2A)                 | Yes                           |  |
| 5  | Review of Compliance Reports  | 17(3)                  | Yes                           |  |
| 6  | Plans for orderly succession for appointments   | 17(4)                  | Yes                           |  |
| 7  | Code of Conduct   | 17(5)                  | Yes                           |  |
| 8  | Fees/compensation   | 17(6)                  | Yes                           |  |
| 9  | Minimum Information   | 17(7)                  | Yes                           |  |
| 10 | Compliance Certificate  | 17(8)                  | Yes                           |  |

**Annexure II****II. Annual Affirmations**

| Sr | Particulars   | Regulation Number     | Compliance status (Yes/No/NA) | If status is "No" details of non-compliance may be given here. |
|----|---|-----------------------|-------------------------------|--|
| 11 | Risk Assessment & Management                            | 17(9)                 | Yes                           |  |
| 12 | Performance Evaluation of Independent Directors         | 17(10)                | Yes                           |  |
| 13 | Recommendation of Board                                 | 17(11)                | Yes                           |  |
| 14 | Maximum number of Directorships                         | 17A                   | Yes                           |  |
| 15 | Composition of Audit Committee                          | 18(1)                 | Yes                           |  |
| 16 | Meeting of Audit Committee                              | 18(2)                 | Yes                           |  |
| 17 | Composition of nomination & remuneration committee      | 19(1) & (2)           | Yes                           |  |
| 18 | Quorum of Nomination and Remuneration Committee meeting | 19(2A)                | Yes                           |  |
| 19 | Meeting of Nomination and Remuneration Committee        | 19(3A)                | Yes                           |  |
| 20 | Composition of Stakeholder Relationship Committee       | 20(1), 20(2) & 20(2A) | Yes                           |  |

**Annexure II****II. Annual Affirmations**

| Sr | Particulars   | Regulation Number             | Compliance status (Yes/No/NA) | If status is "No" details of non-compliance may be given here. |
|----|---|-------------------------------|-------------------------------|--|
| 21 | Meeting of Stakeholders Relationship Committee                                      | 20(3A)                        | Yes                           |  |
| 22 | Composition and role of risk management committee                                   | 21(1),(2),(3),(4)             | NA                            |  |
| 23 | Meeting of Risk Management Committee  | 21(3A)                        | NA                            |  |
| 24 | Vigil Mechanism   | 22                            | Yes                           |  |
| 25 | Policy for related party Transaction  | 23(1),(1A),(5), (6),(7) & (8) | Yes                           |  |
| 26 | Prior or Omnibus approval of Audit Committee for all related party transactions     | 23(2), (3)                    | Yes                           |  |
| 27 | Approval for material related party transactions                                    | 23(4)                         | NA                            |  |
| 28 | Disclosure of related party transactions on consolidated basis                      | 23(9)                         | Yes                           |  |
| 29 | Composition of Board of Directors of unlisted material Subsidiary                   | 24(1)                         | NA                            |  |
| 30 | Other Corporate Governance requirements with respect to subsidiary of listed entity | 24(2),(3),(4),(5) & (6)       | NA                            |  |

**Annexure II****II. Annual Affirmations**

| Sr | Particulars   | Regulation Number | Compliance status (Yes/No/NA) | If status is "No" details of non-compliance may be given here. |
|----|---|-------------------|-------------------------------|--|
| 31 | Annual Secretarial Compliance Report  | 24(A)             | Yes                           |  |
| 32 | Alternate Director to Independent Director  | 25(1)             | NA                            |  |
| 33 | Maximum Tenure  | 25(2)             | Yes                           |  |
| 34 | Meeting of independent directors  | 25(3) & (4)       | Yes                           |  |
| 35 | Familiarization of independent directors  | 25(7)             | Yes                           |  |
| 36 | Declaration from Independent Director   | 25(8) & (9)       | Yes                           |  |
| 37 | D & O Insurance for Independent Directors   | 25(10)            | NA                            |  |
| 38 | Memberships in Committees   | 26(1)             | Yes                           |  |
| 39 | Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel | 26(3)             | Yes                           |  |
| 40 | Disclosure of Shareholding by Non-Executive Directors   | 26(4)             | Yes                           |  |
| 41 | Policy with respect to Obligations of directors and senior management   | 26(2) & 26(5)     | Yes                           |  |
|    | Any other information to be provided - Add Notes  |                   |                               |  |

**Annexure II**

|   |                   |  |
|---|-------------------|--|
| 1 | Name of signatory | Ms.Megha Somani                          |
| 2 | Designation       | Company Secretary and Compliance Officer |

**Annexure II**

**III. Affirmations**

| <b>Sr</b> | <b>Particulars</b>   | <b>Compliance status<br/>(Yes/No/NA)</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 | NA                                       |
|           | Any other information to be provided   |  |

**Annexure II**

|   |                   |  |
|---|-------------------|--|
| 1 | Name of signatory | Ms.Megha Somani                          |
| 2 | Designation       | Company Secretary and Compliance Officer |

| <b>Additional Half yearly Disclosure</b> |                        |  |
|--|------------------------|--|
| Applicability of disclosure              | Not Applicable         |  |
| Reason for Non Applicability             | Textual Information(1) |  |

**Signatory Details**

|                       |  |
|-----------------------|--|
| Name of signatory     | Ms.Megha Somani                          |
| Designation of person | Company Secretary and Compliance Officer |
| Place                 | CHENNAI                                  |
| Date                  | 21-04-2022                               |

