

Name of the Entity: **FINE ORGANIC INDUSTRIES LIMITED**

Quarter Ending: 30th September, 2022

**I. Composition of Board of Directors**

Sr	Title (Mr / Ms)	Name of the Director	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	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	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)
1	Mr	Mukesh Maganlal Shah	00106799	Executive Director	Chairperson related to Promoter	MD	14-09-1955	No				Active	NA		24-05-2002	06-11-2017			1	0	1	0
2	Mr	Jayen Ramesh Shah	00106919	Executive Director	Not Applicable	CEO	06-08-1963	No				Active	NA		24-05-2002	06-11-2017			1	0	2	0
3	Mr	Tushar Ramesh Shah	00107144	Executive Director	Not Applicable		18-03-1968	No				Active	NA		24-05-2002	06-11-2017			1	0	2	0
4	Mr	Bimal Mukesh Shah	03424880	Executive Director	Not Applicable		17-01-1981	No				Active	NA		01-04-2011	06-11-2017			1	0	0	0
5	Mr	Nikhil Dattatraya Kamat	00107233	Executive Director	Not Applicable		26-08-1962	No				Active	NA		27-06-2022	27-06-2022			1	0	0	0
6	Mr	Prakash Krishnaji Apte	00196106	Non-Executive Independent Director	Not Applicable		06-05-1954	No				Active	NA		13-11-2017	13-11-2017		58	4	4	3	1
7	Mr	Kaushik Dwarkadas Shah	00124756	Non-Executive Independent Director	Not Applicable		01-11-1950	No				Active	NA		24-01-2018	24-01-2018		56	1	1	2	0
8	Mr	Maresh Pansukhlal Sarda	00023776	Non-Executive Independent Director	Not Applicable		18-07-1950	No				Active	NA		13-11-2017	13-11-2017		58	1	1	2	1
9	Mr	Thiruvengadam Parthasarathi	00016375	Non-Executive Independent Director	Not Applicable		28-12-1951	No				Active	NA		13-11-2017	13-11-2017		58	3	2	4	1
10	Mrs	Pratima Umarji	05294496	Non-Executive Independent Director	Not Applicable		02-10-1944	No				Active	Yes	30-07-2019	13-11-2017	13-11-2017		58	1	1	1	1

II. Composition of Committees

**Audit Committee Details**

Sr	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation
1	Mahesh Pansukhlal Sarda	Non-Executive - Independent Director	Chairperson	21-11-2017	
2	Prakash Krishnaji Apte	Non-Executive - Independent Director	Member	21-11-2017	
3	Kaushik Dwarkadas Shah	Non-Executive - Independent Director	Member	29-01-2018	
4	Thiruvengadam Parthasarathi	Non-Executive - Independent Director	Member	21-11-2017	
5	Jayen Ramesh Shah	Executive Director	Member	21-11-2017	
6	Tushar Ramesh Shah	Executive Director	Member	21-11-2017	

**Nomination and remuneration committee**

Sr	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation
1	Thiruvengadam Parthasarathi	Non-Executive - Independent Director	Chairperson	21-11-2017	
2	Pratima Umarji	Non-Executive - Independent Director	Member	21-11-2017	
3	Mahesh Pansukhlal Sarda	Non-Executive - Independent Director	Member	21-11-2017	
4	Mukesh Maganlal Shah	Executive Director	Member	27-06-2022	

**Stakeholders Relationship Committee**

Sr	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation
1	Pratima Umarji	Non-Executive - Independent Director	Chairperson	21-11-2017	
2	Prakash Krishnaji Apte	Non-Executive - Independent Director	Member	21-11-2017	
3	Kaushik Dwarkadas Shah	Non-Executive - Independent Director	Member	29-01-2018	
4	Mukesh Maganlal Shah	Executive Director	Member	21-11-2017	
5	Jayen Ramesh Shah	Executive Director	Member	21-11-2017	
6	Tushar Ramesh Shah	Executive Director	Member	21-11-2017	

**Risk Management Committee**

Sr	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation
1	Prakash Krishnaji Apte	Non-Executive - Independent Director	Chairperson	27-05-2019	
2	Thiruvengadam Parthasarathi	Non-Executive - Independent Director	Member	27-05-2019	
3	Jayen Ramesh Shah	Executive Director	Member	27-05-2019	
4	Nikhil Dattatraya Kamat	Executive Director	Member	27-05-2019	
5	Sonali Bhadani	Senior Vice President - Finance	Member	27-05-2019	

**Corporate Social Responsibility Committee**

Sr	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation
1	Jayen Ramesh Shah	Executive Director	Chairperson	23-03-2015	
2	Prakash Krishnaji Apte	Non-Executive - Independent Director	Member	15-12-2017	
3	Kaushik Dwarkadas Shah	Non-Executive - Independent Director	Member	29-01-2018	
4	Mukesh Maganlal Shah	Executive Director	Member	31-03-2015	
5	Tushar Ramesh Shah	Executive Director	Member	23-03-2015	

**Notes:**

**1) Risk Management Committee:**

- a) Mr. Nikhil Kamat is a member of Risk Management Committee since May 27, 2019. He was appointed as the Executive Director of the Company with effect from June 27, 2022.
- b) As per Regulation 21(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, senior executives of the listed entity may be the members of the Risk Management Committee. Accordingly, Ms. Sonali Bhadani, Senior Vice President - Finance of the Company was appointed as a member of Risk Management Committee.

III. Meeting of Board of Directors

Sr	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)	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*
1	27-05-2022		Yes	10	8	4
2	27-06-2022	30	Yes	9	9	5
3	09-08-2022	42	Yes	10	10	5

IV. Meeting of Committees

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)	Total number of Directors as on date of the meeting	Whether requirement of Quorum met (Yes/No)	Number of Directors present*(All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Director)
1	Audit Committee	26-05-2022		6	Yes	6	4	0
2	Audit Committee	27-05-2022	0	6	Yes	6	4	0
3	Audit Committee	09-08-2022	73	6	Yes	6	4	0
4	Stakeholders Relationship Committee	26-05-2022		6	Yes	6	3	0
5	Stakeholders Relationship Committee	09-08-2022	74	6	Yes	6	3	0

\*Details pertaining to attendance of Directors and Independent Directors are for current quarter Meetings

V. Related Party Transactions

Sr	Subject	Compliance status (Yes/No/NA)
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	Yes

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 <b>a. Audit Committee</b>	Yes
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. <b>b. Nomination &amp; remuneration committee</b>	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. <b>c. Stakeholders relationship committee</b>	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. <b>d. Risk management committee (applicable to the top 500 listed entities)</b>	Yes
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 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)	Yes	
2	Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes	
3	Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes	
4	Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	Yes	
5	Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	

Additional Half yearly Disclosure

Applicability of Disclosure	Not Applicable
Reasons for Non-applicability	Company has not given any loans, guarantees, comfort letters, securities, etc. directly or indirectly to promoter(s), promoter group, director(s) (including their relatives), key managerial personnel or any other entity controlled by them.

**I. Disclosure of Loans/Guarantees/comfort letters/securities etc. refer note below**

**(A) Any Loan or any other form of debt advanced by the listed entity directly or indirectly to**

Entity	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		

**(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 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			
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			

**(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			
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			

**(D) Additional Information**

**II. Affirmations**

Affirmations	Compliance Status	Company Remarks
All loans (or other form of debt), guarantees, comfort letters (by whatever name called)		
Name		
Designation		
Place		
Date		

**For Fine Organic Industries Limited**

Sd/-  
Pooja Lohor  
Company Secretary and Compliance Officer  
Membership No.: A28397  
Date: October 14, 2022  
Place: Mumbai