


APAR INDUSTRIES LIMITED
(CIN : L91110GJ1989PLC012802)
COMPLIANCE REPORT ON CORPORATE GOVERNANCE FOR THE QUARTER ENDED SEPTEMBER 30, 2022

Name of listed entity : APAR Industries Limited (BSE CODE - 532259 & NSE SYMBOL - APARINDS)
Quarter ending : September 30, 2022

I. Composition of Board of Directors

Title (Mr. / Ms.)	Name of the Director	PAN ⁵ & DIN	Category (Chairperson / Executive / Non- Executive / Independent / Nominee) ⁶	Initial Date of Appointment	Date of Re- appointment	Date of Cessation	Tenure *	Date of Birth	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)]	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)
Mr.	Kushal N. Desai	00008084	Chairperson - Executive	24-03-1999	01-01-2018	--	--	21-02-1967	1	0	2	0
Mrs.	Nina Pradip Kapasi	02856816	Non Executive - Independent	30-05-2014	08-08-2019	--	98 Months	30-11-1959	1	1	1	1
Mr.	F. B. Virani	00062278	Non Executive - Independent	27-07-2001	08-08-2019	--	98 Months	26-06-1945	1	1	2	1
Mr.	Chaitanya N. Desai	00008091	Executive	29-05-1993	01-01-2018	--	--	15-07-1971	1	0	1	0
Mr.	Rajesh N. Sehgal	00048482	Non-Executive Independent	24-04-2017	12-08-2022	--	62 Months	16-02-1971	1	1	1	0
Mr.	Rishabh K. Desai	08444660	Non Executive - Non-Independent	07-05-2019	--	--	-	16-05-1992	1	0	0	0
Mr.	Kaushal J. Sampat	01932997	Non-Executive Independent	31-01-2022	-	--	8 Months	20-10-1970	1	1	0	0

Whether Regular Chairperson appointed

YES

Whether Chairperson is related to Managing Director or CEO

YES

\$ PAN of any director would not be displayed on the website of 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.

II. Composition of Committees					
Name of Committee	Whether Regular Chairperson appointed	Name of Committee members	Category (Chairperson / Executive / Non-Executive / Independent / Nominee) &	Date of Appointment	Date of Cessation
1. Audit Committee	YES	Mrs. Nina Kapasi	Chairperson - Non - Executive - Independent	30-05-2014	---
		Mr. F. B. Virani	Non - Executive - Independent	28-12-2001	---
		Mr. Kushal N. Desai	Executive - Chairperson (Board)	30-05-2014	---
		Mr. Rajesh Sehgal	Non - Executive - Independent	24-04-2017	---
2. Nomination and Compensation-cum-Remuneration Committee	YES	Mr. Rajesh Sehgal	Chairperson - Non - Executive - Independent	24-04-2017	---
		Mr. F. B. Virani	Non - Executive - Independent	21-01-2010	---
		Mrs. Nina Kapasi	Non - Executive - Independent	28-08-2018	---
3. Risk Management Committee (RMC)	YES	Mr. Kushal N. Desai	Chairperson - Executive	30-04-2019	---
		Mr. Chaitanya N. Desai	Executive	30-04-2019	---
		Mrs. Nina Kapasi	Non - Executive - Independent	30-04-2019	---
		Mr. Rajesh Sehgal	Non - Executive - Independent	30-04-2019	---
		Mr. Kaushal J Sampat	Non - Executive - Independent	01-02-2022	---
		Mr. V. C. Diwadkar	Member of the Management	30-04-2019	---
		Mr. Ramesh S. Iyer	Member of the Management	03-02-2022	---
		Mr. Vinayak K. Lele	Member of the Management	30-04-2019	---
		Mr. Samir Mehta	Member of the Management	30-04-2019	---

4. Share Transfer & Shareholders Grievance-cum-Stakeholders Relationship Committee				YES	Mr. F. B. Virani	Chairperson - Non - Executive - Independent	28-08-2018	---
					Mr. Kushal N. Desai	Executive - Chairperson (Board)	08-11-2016	---
					Mr. Chaitanya N. Desai	Executive	31-01-2000	---
&	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.							
III. Meeting of Board of Directors								
Date(s) of Meeting (if any) in the previous quarter		Date(s) of Meeting (if any) in the relevant quarter	Whether requirement of Quorum met *	No. of Directors Present *	No. of Independent Directors Present *	Maximum gap between any two consecutive meetings (in number of days)		
27.05.2022		12.07.2022	YES	7	4	45 days		
		28.07.2022	YES	7	4	15 days		
* to be filled in only for the current Quarter Meetings								
IV. Meetings of Committees - Audit 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*		
28.07.2022		YES	4	3	27.05.2022	61 days		
* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional.								
**to be filled in only for the current quarter meetings								
V. Related Party Transactions								
Subject				Compliance status (Yes/No/NA) <small>refer note below</small>				
Whether prior approval of audit committee obtained				Yes				
Whether shareholder approval obtained for material RPT				N.A.				
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee				Yes				
Note:								
1 In the column "Compliance Status", Compliance or non-compliance may be indicated by Yes/No/NA. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transaction, the words "N.A." may be indicated.								
2 If status is "No" details of non-compliance may be given here.								
VI. 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 and Compensation-cum-Remuneration Committee c. Share Transfer & Shareholders Grievance-cum-Stakeholders Relationship Committee d. Risk Management Committee - Applicable w.e.f. 01.04.2019 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 Board of Directors may be mentioned here : Nil.								
Place: Mumbai Date: 17.10.2022						Sanjaya Kunder (Company Secretary)		

APAR INDUSTRIES LIMITED
(CIN : L91110GJ1989PLC012802)

COMPLIANCE REPORT ON CORPORATE GOVERNANCE FOR THE HALF YEAR ENDED SEPTEMBER 30, 2022

Name of listed entity

: APAR Industries Limited

(BSE CODE - 532259 & NSE SYMBOL - APARINDS)

I. Affirmations

<i>Broad heading</i>	<i>Regulation Number</i>	<i>Compliance status (Yes/No/NA) ^{refer note} below</i>
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
Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes
Presence of Chairperson of the Nomination and Compensation-cum-Remuneration Committee at the annual general meeting	19(3)	Yes
Presence of Chairperson of the Share Transfer & Shareholders Grievance-cum-Stakeholders Relationship Committee at the annual general meeting	20(3)	Yes
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes

Note:

- 1 In the column "Compliance Status", Compliance or non-compliance may be indicated by Yes/No/N.A. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.
- 2 If status is "No" details of non-compliance may be given here.
- 3 If the Listed Entity would like to provide any other information the same may be indicated here.

Mumbai, 17.10.2022

SANJAYA KUNDER
(COMPANY SECRETARY)

APAR INDUSTRIES LIMITED
(CIN : L91110GJ1989PLC012802)

COMPLIANCE REPORT ON CORPORATE GOVERNANCE FOR THE HALF YEAR ENDED
SEPTEMBER 30, 2022

Name of listed entity : APAR Industries Limited
(BSE CODE - 532259 & NSE SYMBOL - APARINDS)

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

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

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

II. Affirmations :			
<p>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.</p>			
<p>Name & Designation</p> <p>Ramesh S. Iyer CFO</p>			
<p>Note:</p> <p>1. These disclosures shall exclude any loan (or other form of debt), guarantee / comfort letter (by whatever name called) or security provided in connection with any loan or any other form of debt;</p> <p>a) by a government company to/ for the Government or government company</p> <p>b) by the listed entity to/for its subsidiary [and joint-venture company] whose accounts are consolidated with the listed entity.</p> <p>c) by a banking company or an insurance company ; and</p> <p>d) by the listed entity to its employees or directors as a part of the service conditions</p> <p>2. If the Listed Entity would like to provide any other information, the same may be indicated as Para D in the above table..</p>			