

**ANNEXURE I**

**Format to be submitted by listed entity on quarterly basis**

1. Name of Listed Entity - **Ester Industries Limited**  
 2. Quarter ending - **30-Sep-2023**

**i. Composition of Board Of Director**

Name of the Director	DIN & PAN	Category (Chairperson /Executive/ Non-Executive/ Independent / Nominee)/ Sub category(	Initial Date of Appointment	Date of ReAppointment in the current term/cessation	Tenure* (in months)	Whether Special Resolution passed? Date of Passing Special Resolution	No. of Directorship in listed entities including this listed entity	No of Independent Directorship in listed entities including this listed entity	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	Membership in Committees of the Company (SC- Stakeholders' Relationship Committee, NRC – Nomination & Remuneration Committee, AC- Audit Committee
Arvind Singhani A	00934017  AAVPS3280M	Chairperson - Executive Director CEO, Managing Director	01-07-1994				1	0	1	0	SC,NRC, RC
Ashok Newatia	01057233  AACPN8974A	Non Executive  Director – Independent Director	01-04-2014	01-04-2019	114	Yes (24-09-2018)	1	1	2	1	AC,SC

M S Ramach Andran	00943629 AGJPM90 97J	Non Executive Director – Independent Director	01-04-2014	01-04-2019	114	Yes (24-09-2018)	3	3	1	0	AC,NRC, RC
Anand Chand Burman	00056216 AAAPB30 70D	Non Executive Director – Independent Director	01-04-2014	01-04-2019	114	NA	2	1	0	0	
P S Dasgupt A	00012552 ADWPD2 072J	Non Executive Director – Independent Director	01-04-2014	01-04-2019	114	NA	4	4	3	2	NRC, RMC
Sandeep Dinodia	00005395 AAHPD21 38F	Non Executive Director – Independent Director	25-05-2015	01-04-2020	100.60	NA	3	2	4	2	AC, NRC, RC
Padmaja Shailen Ruparel	01383513 ADCPR42 94G	Non Executive Director – Independent Director	01-04-2020	01-04-2020	42	NA	1	1	0	0	
Archana Singhani A	01096776 ADLPS20 86C	Non Executive Director	04-08-2014				1	0	0	0	
Pradeep Kumar Rustagi	00879345 AACPR48 63L	Executive Director	14-02-2011				1	0	1	0	SC, RC

Ayush Vardhan Singhania	05176205 BGRPS5481 D	Executive Director	1-06-2021				1	0	0	0	
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Company Remarks	
Whether Regular chairperson appointed	Yes
Whether Chairperson is related to MD or CEO	Yes

**ii. Composition of Committees**

**a. Audit Committee**

Sr. No.	Name of Committee members	Category	Chairperson/Member	Date of Appointment	Date of Cessation
1	Sandeep Dinodia	ID	Chairperson	25-May-2015	
2	Madras Seshamani Ramachandran	ID	Member	21-Jan-2011	
3	Ashok Kumar Newatia	ID	Member	14-Nov-2014	

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	Ashok Kumar Newatia	ID	Chairperson	31-Oct-2007	
2	Arvind Singhanian	C,ED	Member	07-Nov-2012	
3	Pradeep Kumar Rustagi	ED	Member	04-Aug-2011	

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	Arvind Singhanian	C,ED	Chairperson	09-Aug-2021	
2	Madras Seshamani Ramachandran	ID	Member	09-Aug-2021	
3	Priya Shankar Dasgupta	ID	Member	09-Aug-2021	
4	Sandeep Dinodia	ID	Member	09-Aug-2021	
5	Pradeep Kumar Rustagi	ED	Member	09-Aug-2021	
6	Girish Behal	Business Head Polyester films SBU	Member	09-Aug-2021	

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	Madras Seshamani Ramachandran	ID	Chairperson	21-Jan-2011	
2	Priya Shankar Dasgupta	ID	Member	25-May-2015	
3	Arvind Singhanian	C,ED	Member	25-May-2015	
4	Sandeep Dinodia	ID	Member	17-Jun-2020	

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
26-May-2023	Yes	10	10	6
01-Jun-2023	Yes	10	7	4
12-Jul-2023	Yes	10	8	4
11-Aug-2023	Yes	10	9	5

Company Remarks	
Maximum gap between any two consecutive (in number of days)	40

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	26-May-2023	Yes	3	3	3	0
Audit Committee	11-Aug-2023	Yes	3	3	3	0
Nomination & Remuneration Committee	26-May-2023	Yes	4	4	3	0
Nomination &	12-Jul-2023	Yes	4	4	3	0

Remunerati on Committee						
Nomination & Remunerati on Committee	11-Aug-2023	Yes	4	4	3	0
Stakeholder s Relationshi p Committee	03-Apr-2023	Yes	3	3	1	0
Stakeholder s Relationshi p Committee	17-Apr-2023	Yes	3	3	1	0
Stakeholder s Relationshi p Committee	01-May-2023	Yes	3	2	1	0
Stakeholder s Relationshi p Committee	15-May-2023	Yes	3	3	1	0
Stakeholder s Relationshi p Committee	29-May-2023	Yes	3	2	0	0
Stakeholder s Relationshi p Committee	12-Jun-2023	Yes	3	2	1	0
Stakeholder s Relationshi p Committee	26-Jun-2023	Yes	3	2	0	0
Stakeholder s Relationshi p Committee	10-Jul-2023	Yes	3	3	1	0

Stakeholders Relationship Committee	24-Jul-2023	Yes	3	2	0	0
Stakeholders Relationship Committee	07-Aug-2023	Yes	3	3	1	0
Stakeholders Relationship Committee	21-Aug-2023	Yes	3	2	0	0
Stakeholders Relationship Committee	04-Sep-2023	Yes	3	2	0	0
Stakeholders Relationship Committee	18-Sep-2023	Yes	3	2	0	0
Risk Management Committee	12-May-2023	Yes	6	3	0	1

Company Remarks	
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	76

v. **Related Party Transactions**

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

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:

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**Name** : **Poornima Gupta**  
**Designation** : **Company Secretary & Compliance Officer**

## ANNEXURE III

### Affirmations

<b>Broad Heading</b>	<b>Regulation Number</b>	<b>Compliance Status</b>	<b>Company Remark</b>
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 remuneration committee at the annual general meeting	19(3)	No	Mr. Madras Seshamani Ramachandran Chairman of Nomination and Remuneration Committee has expressed his inability to attend the AGM due to his prior commitments elsewhere
Presence of Chairperson of the Stakeholder 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	
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Note:

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**Name :** Poornima Gupta  
**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			
<i>Promoter or any other entity controlled by them</i>	<i>Promoter Group or any other entity controlled by them</i>	<i>Directors (including relatives) or any other entity controlled by them</i>	<i>KMPs or any other entity controlled by them</i>	<i>Promoter or any other entity controlled by them</i>	<i>Promoter Group or any other entity controlled by them</i>	<i>Directors (including relatives) or any other entity controlled by them</i>	<i>KMPs or any other entity controlled by them</i>

**(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)
<i>Promoter or any other entity controlled by them</i>			

<i>Promoter Group or any other entity controlled by them</i>			
<i>Directors (including relatives) or any other entity controlled by them</i>			
<i>KMPs or any other entity controlled by them</i>			

**(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:**

<b>Entity</b>	<b>Type of Security (cash, shares etc.)</b>	<b>Aggregate value of security provided during six months</b>	<b>Balance outstanding at the end of six months</b>
<i>Promoter or any other entity controlled by them</i>			
<i>Promoter Group or any other entity controlled by them</i>			
<i>Directors (including relatives) or any other entity controlled by them</i>			
<i>KMPs or any other entity controlled by them</i>			

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

**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*

**Company Remarks in case of non-compliant status**

**Name:**  
**Designation:** anx4Designation  
**Place:**  
**Date:**