

Integrated Governance

BALRAMPUR CHINI MILLS LIMITED

General information about company

Scrip code	500038	
NSE Symbol	BALRAMCHIN	
MSEI Symbol	NOTLISTED	
ISIN	INE119A01028	
Date of start of financial year	01-04-2024	
Date of end of financial year	31-03-2025	
Reporting Quarter Type	Quarterly	
Date of Quarter Ending	31-12-2024	
Type of company	Equity	
Whether Annexure I (Part A) of the SEBI Circular dated December 31, 2024 related to Compliance Report on Corporate Governance is applicable to the entity?	true	
Whether Annexure I (Part B) of the SEBI Circular dated December 31, 2024 related to Investor Grievance Redressal Report is Applicable to the entity?	true	
Whether Annexure I (Part C) of the SEBI Circular dated December 31, 2024 related to Disclosure of Acquisition of Shares or Voting Rights in Unlisted Companies is Applicable to the entity?	false	Not applicable for this quarter
Whether Annexure I (Part D) of the SEBI Circular dated December 31, 2024 related to Disclosure of Imposition of Fine or Penalty is Applicable to the entity?	false	Not applicable for this quarter
Whether Annexure I (Part E) of the SEBI Circular dated December 31, 2024 related to Disclosure of Updates to Ongoing Tax Litigations or Disputes is Applicable to the entity?	true	
Risk management committee	true	
Market Capitalisation as per immediate previous Financial Year	Top 1000 listed entities	
Is SCORE ID Available ?	true	
SCORE Registration ID	b00044	
Reason For No SCORE ID		
Type of Submission	Original	
Remarks (website dissemination)		

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																							
Whether the listed entity has a Regular Chairperson						true																	
Whether Chairperson is related to MD or CEO						true	Disqualification of Directors under section 164 of the Companies Act, 2013																
Sr no.	Title(Mr/Ms)	Name of the Director	Category 1 of directors	Category 2 of directors	Category 3 of directors	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)	Reason for Cessation	Notes for not providing PAN	Notes for not providing DIN
1	Mr	Vivek Saraogi	Executive Director	Chairperson related to Promoter	MD	false				Active	NA		03-07-1987	01-04-2022			1	0	1	0			
2	Mr	Praveen Gupta	Executive Director	Not Applicable		false				Active	NA		01-07-2022				1	0	0	0			
3	Ms	Veena Hingarh	Non-Executive - Independent Director	Not Applicable		false				Active	NA		31-08-2019	31-08-2024		64	1	1	3	1			
4	Ms	Mamta Binani	Non-Executive - Independent Director	Not Applicable		false				Active	NA		05-11-2020			50	7	6	6	2			
5	Mr	Indu Bhushan	Non-Executive - Independent Director	Not Applicable		false				Active	NA		17-07-2023			18	4	4	5	2			
6	Ms	Avantika Saraogi	Executive Director	Not Applicable		false				Active	NA		01-01-2024				1	0	1	0			
7	Mr	Chandra Kishore Mishra	Non-Executive - Independent Director	Not Applicable		false				Active	NA		17-05-2024			8	3	3	3	0			

Annexure I

II. Composition of Committees

Disclosure of notes on composition of committees explanatory

Audit Committee Details

Whether the Audit Committee has a Regular Chairperson						true
Sr	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	Indu Bhushan	Non-Executive - Independent Director	Chairperson	01-04-2024		
2	Veena Hingarh	Non-Executive - Independent Director	Member	01-04-2024		
3	Mamta Binani	Non-Executive - Independent Director	Member	05-11-2020		
4	Chandra Kishore Mishra	Non-Executive - Independent Director	Member	17-05-2024		

Nomination and remuneration committee

Whether the Nomination and remuneration committee has a Regular Chairperson						true
Sr	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	Veena Hingarh	Non-Executive - Independent Director	Chairperson	14-10-2020		
2	Indu Bhushan	Non-Executive - Independent Director	Member	01-04-2024		
3	Mamta Binani	Non-Executive - Independent Director	Member	01-04-2024		

Stakeholders Relationship Committee

Whether the Stakeholders Relationship Committee has a Regular Chairperson						true
Sr	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	Mamta Binani	Non-Executive - Independent Director	Chairperson	01-04-2024		
2	Veena Hingarh	Non-Executive - Independent Director	Member	04-12-2019		
3	Vivek Saraogi	Executive Director	Member	19-01-2001		
4	Avantika Saraogi	Executive Director	Member	01-04-2024		

Risk Management Committee

Whether the Risk Management Committee has a Regular Chairperson						true
Sr	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	Indu Bhushan	Non-Executive - Independent Director	Chairperson	01-04-2024		
2	Mamta Binani	Non-Executive - Independent Director	Member	01-04-2024		
3	Veena Hingarh	Non-Executive - Independent Director	Member	05-11-2020		
4	Praveen Gupta	Executive Director	Member	01-04-2024		
5	Vivek Saraogi	Executive Director	Member	01-04-2024		
6	Avantika Saraogi	Executive Director	Member	01-04-2024		

Corporate Social Responsibility Committee

Whether the Corporate Social Responsibility Committee has a Regular Chairperson						true
Sr	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	Veena Hingarh	Non-Executive - Independent Director	Chairperson	03-02-2021		
2	Indu Bhushan	Non-Executive - Independent Director	Member	01-04-2024		
3	Vivek Saraogi	Executive Director	Member	06-02-2014		
4	Avantika Saraogi	Executive Director	Member	01-04-2024		
5	Praveen Gupta	Executive Director	Member	01-04-2024		

Other Committee

Whether the Corporate Social Responsibility Committee has a Regular Chairperson					true
Sr	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks
1	Vivek Saraogi	Environmental, Social & Governance Committee	Executive Director	Chairperson	
2	Indu Bhushan	Environmental, Social & Governance Committee	Non-Executive - Independent Director	Member	
3	Veena Hingarh	Environmental, Social & Governance Committee	Non-Executive - Independent Director	Member	
4	Avantika Saraogi	Environmental, Social & Governance Committee	Executive Director	Member	
5	Praveen Gupta	Environmental, Social & Governance Committee	Executive Director	Member	
6	Chandra Kishore Mishra	Environmental, Social & Governance Committee	Non-Executive - Independent Director	Member	

Annexure I

III. Meeting of Board of Directors

Disclosure of notes on meeting of board of directors explanatory							
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)	Notes for not providing Date	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	12-08-2024			true	7	6	3
2	17-10-2024	65		true	7	7	4
3	11-11-2024	24		true	7	7	4

Annexure I**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)	Total Number of Directors in the Committee as on date of the meeting	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 Directors)
1	Audit Committee	12-08-2024				true	4	3	3	0
2	Audit Committee	11-11-2024	90			true	4	3	3	0
3	Stakeholders Relationship Committee	11-11-2024				true	4	4	2	0
4	Nomination and remuneration committee	12-08-2024				true	3	3	3	0
5	Nomination and remuneration committee	17-10-2024	65			true	3	3	3	0
6	Nomination and remuneration committee	11-11-2024	24			true	3	3	3	0
7	Nomination and remuneration committee	07-12-2024	25			true	3	3	3	0
8	Other Committee	07-12-2024		Environmental, Social & Governance Committee		true	6	6	3	0
9	Risk Management Committee	11-11-2024				true	6	6	3	0

Annexure I**V. 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	true
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	true
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	true
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c.Stakeholders relationship committee	true
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable the top 1000 listed entities)	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.	true
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.	true
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	true
9	Any comments/observations/advice of Board of Directors may be mentioned here:	

Annexure I

Sr	Subject	Compliance status
1	Name of signatory	Manoj Agarwal
2	Designation	Company Secretary and Compliance Officer

Details of Cyber security incidence

Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter	false
Other details of cyber security incidence or breaches or loss of data event	
Number of cyber security incidence or breaches or loss of data event occurred during the quarter	

Signatory Details

Name of signatory	Manoj Agarwal
Designation of person	Company Secretary and Compliance Officer
Place	Kolkata
Date	14-02-2025

Investor Grievance Details

No. of investor complaints pending at the beginning of Quarter	0
No. of investor complaints received during the Quarter	1
No. of investor complaints disposed off during the Quarter	1
No. of investor complaints those remaining unresolved at the end of the Quarter	0

Disclosure of Updates to Ongoing Tax Litigations or Disputes The updates on tax litigations or disputes in terms of sub-para 8 of para B of Part A of Schedule III read with corresponding provisions of Annexure 18 of the Master Circular are given below:

Any Other Information for Disclosure of Updates to Ongoing Tax Litigations or Disputes				
Sr.No.	Name of the opposing party	Date of initiation of the litigation / dispute	Status of the litigation / dispute as per last disclosure	Current status of the litigation / dispute
1	Income Tax Department (Assessing Officer)	29-11-2023	The Company has received an assessment order under section 143(3) of Income Tax Act, 1961, pertaining to AY 2020-21, wherein certain additions / disallowances with respect to the income shown in the income tax return, have been proposed by the Assessing Officer. An Appeal will be filed for the demand raised by the Assessing Officer in the assessment order amounting to Rs. 33,54,98,111/-	An Appeal was filed by the Company before Commissioner of Income Tax (Appeals) and in this regard the Commissioner of Income Tax (Appeals) passed an Order u/s 250 in favour of the Company by rejecting the disallowance made by Assessing Officer.
2	Income Tax Department (Assessing Officer)	29-01-2024	The Company has received an assessment order under section 143(3) of Income Tax Act, 1961, pertaining to AY 2021-22, wherein certain additions / disallowances with respect to the income shown in the income tax return, have been proposed by the Assessing Officer. An Appeal will be filed for the demand raised by the Assessing Officer in the assessment order amounting to Rs. 50,63,50,110/-	An Appeal was filed by the Company before Commissioner of Income Tax (Appeals) and in this regard the Commissioner of Income Tax (Appeals) passed an Order u/s 250 in favour of the Company by rejecting the disallowance made by Assessing Officer. Similar appeals of previous years filed by the Company were also allowed.