

## 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	01-04-2025	
Date of end of financial year	31-03-2026	
Reporting Quarter Type	Half Yearly	
Date of Quarter Ending	30-09-2025	
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?	true	
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	
Whether Annexure I (Part F) of the SEBI Circular dated December 31, 2024 related to Disclosure Of Loans / Guarantees / Comfort Letters / Securities Etc. is Applicable to the entity?	false	Not applicable for this quarter
Risk management committee	true	
Market Capitalisation as per immediate previous Financial Year	Top 500 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	DIN	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 Director in list entities include this list entity(R Regula 17A of Listing Regulations)
1	Mr	Vivek Saraogi	00221419	Executive Director	Chairperson related to Promoter	MD	false				Active	NA		03-07-1987	01-04-2022			1
2	Mr	Praveen Gupta	09651564	Executive Director	Not Applicable		false				Active	NA		01-07-2022	01-07-2025			1
3	Ms	Veena Hingarh	00885567	Non-Executive - Independent Director	Not Applicable		false				Active	NA		31-08-2019	31-08-2024		73	1
4	Ms	Mamta Binani	00462925	Non-Executive - Independent Director	Not Applicable		false				Active	NA		05-11-2020			59	7
5	Mr	Indu Bhushan	09302960	Non-Executive - Independent Director	Not Applicable		false				Active	NA		17-07-2023			27	5
6	Ms	Avantika Saraogi	03149784	Executive Director	Not Applicable		false				Active	NA		01-01-2024				1
7	Mr	Chandra Kishore Mishra	02553126	Non-Executive - Independent Director	Not Applicable		false				Active	NA		17-05-2024			17	3

**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	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	09302960	Indu Bhushan	Non-Executive - Independent Director	Chairperson	01-04-2024		
2	00885567	Veena Hingarh	Non-Executive - Independent Director	Member	01-04-2024		
3	00462925	Mamta Binani	Non-Executive - Independent Director	Member	05-11-2020		
4	02553126	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	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00885567	Veena Hingarh	Non-Executive - Independent Director	Chairperson	14-10-2020		
2	09302960	Indu Bhushan	Non-Executive - Independent Director	Member	01-04-2024		
3	00462925	Mamta Binani	Non-Executive - Independent Director	Member	01-04-2024		

### Stakeholders Relationship Committee

Whether the Stakeholders Relationship Committee has a Regular Chairperson						true	
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00462925	Mamta Binani	Non-Executive - Independent Director	Chairperson	01-04-2024		
2	00885567	Veena Hingarh	Non-Executive - Independent Director	Member	04-12-2019		
3	00221419	Vivek Saraogi	Executive Director	Member	19-01-2001		
4	03149784	Avantika Saraogi	Executive Director	Member	01-04-2024		

Risk Management Committee

Whether the Risk Management Committee has a Regular Chairperson						true	
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	02553126	Chandra Kishore Mishra	Non-Executive - Independent Director	Chairperson	07-02-2025		
2	00462925	Mamta Binani	Non-Executive - Independent Director	Member	01-04-2024		
3	00885567	Veena Hingarh	Non-Executive - Independent Director	Member	05-11-2020		
4	09651564	Praveen Gupta	Executive Director	Member	01-04-2024		
5	00221419	Vivek Saraogi	Executive Director	Member	01-04-2024		
6	03149784	Avantika Saraogi	Executive Director	Member	01-04-2024		
7	09302960	Indu Bhushan	Non-Executive - Independent Director	Member	01-04-2024		

### Corporate Social Responsibility Committee

Whether the Corporate Social Responsibility Committee has a Regular Chairperson						true	
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00885567	Veena Hingarh	Non-Executive - Independent Director	Chairperson	03-02-2021		
2	09302960	Indu Bhushan	Non-Executive - Independent Director	Member	01-04-2024		
3	00221419	Vivek Saraogi	Executive Director	Member	06-02-2014		
4	03149784	Avantika Saraogi	Executive Director	Member	01-04-2024		
5	09651564	Praveen Gupta	Executive Director	Member	01-04-2024		



### Other Committee

Whether the Corporate Social Responsibility Committee has a Regular Chairperson					true	
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks
1	02553126	Chandra Kishore Mishra	Environmental, Social & Governance Committee	Non-Executive - Independent Director	Chairperson	
2	09302960	Indu Bhushan	Environmental, Social & Governance Committee	Non-Executive - Independent Director	Member	
3	00221419	Vivek Saraogi	Environmental, Social & Governance Committee	Executive Director	Member	
4	00885567	Veena Hingarh	Environmental, Social & Governance Committee	Non-Executive - Independent Director	Member	
5	03149784	Avantika Saraogi	Environmental, Social & Governance Committee	Executive Director	Member	
6	09651564	Praveen Gupta	Environmental, Social & Governance Committee	Executive 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	21-04-2025			true	7	7	4
2	15-05-2025	23		true	7	7	4
3	28-06-2025	43		true	7	6	4
4	12-08-2025	44		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	15-05-2025				true	4	4	4	0
2	Audit Committee	28-06-2025	43			true	4	4	4	0
3	Audit Committee	12-08-2025	44			true	4	4	4	0
4	Nomination and remuneration committee	15-05-2025				true	3	3	3	0
5	Nomination and remuneration committee	28-06-2025	43			true	3	3	3	0
6	Nomination and remuneration committee	11-08-2025	43			true	3	3	3	0
7	Stakeholders Relationship Committee	11-08-2025				true	4	4	2	0
8	Corporate Social Responsibility Committee	15-05-2025				true	5	5	2	0
9	Risk Management Committee	15-05-2025				true	7	7	4	0
10	Other Committee	15-05-2025		Environmental, Social & Governance Committee		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		
Sr.	Date of the event	Brief details of the event
No records available		

**Affirmations on Compliance Requirements for AGM (applicable only for the first half-year filing i.e., 2nd quarter)**

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	Disclosure of the Secretarial Audit Report of the listed entity and the material subsidiaries in the Annual Report	24A(1)	Yes	
6	Compliance with the conditions laid down for Secretarial Auditor or the person signing the Secretarial Compliance Report	24A(1A), 24A(1B), 24A(1C)	Yes	
7	Submission of Annual Secretarial Compliance Report	24A(2)	Yes	
8	Whether 'Corporate Governance Report' disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	
Any other information to be provided				

### Annexure III

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



**Signatory Details**

Name of signatory	Manoj Agarwal
Designation of person	Company Secretary and Compliance Officer
Place	Kolkata
Date	30-10-2025

**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 Acquisition of Shares or Voting Rights in Unlisted Companies- The details of acquisition of shares or voting rights in unlisted companies during the quarter in terms of sub-para 1 of para A of Part A of Schedule III are given below:**

Any Other Information for Disclosure of Acquisition of Shares or Voting Rights in Unlisted Companies					
Sr.No.	Name of the unlisted company in which shares or voting rights have been acquired	Date of acquisition	Aggregate holding (% shares or voting rights) as at the end of the previous quarter	% shares or voting rights acquired during the quarter	Aggregate holding (% shares or voting rights) as at the end of the quarter
No records available					

**Disclosure of Imposition of Fine or Penalty** The details of imposition of fine or penalty during the quarter in terms of sub-para 20 of para A of Part A of Schedule III are given below:

Any Other Information for Disclosure of Imposition of Fine or Penalty					
Sr.No.	Name of the authority	Nature and details of the action(s) taken or order(s) passed	Date of receipt of direction or order, including any ad interim or interim orders, or any other communication from the authority	Details of the violation(s)/ contravention(s) committed or alleged to be committed	Impact on financial, operation or other activities of the listed entity, quantifiable in monetary terms to the extent possible
1	Assistant Excise Commissioner, Office of the Excise Commissioner, Prayagraj, Uttar Pradesh	Imposition of penalty of Rs. 15,000/-	19-07-2025	For excess transit loss due to tanker accident	There is no impact on financials, operations or other activities of the Company due to the order. The Company has paid the demand amount and the matter is closed
2	Office of the Collector and District Magistrate, Balrampur, Uttar Pradesh	Imposition of penalty of Rs. 3,00,000/-	05-07-2025	For Minor gaps at centre	The Company has filed an Appeal against the impugned orders passed by the District Magistrate before Commision Court on 01.08.2025 and the Commision Court has issued stay order s against the said demand. There is no impact on financials, operations or other activities of the Company due to the order.

**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 had 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, were proposed by the Assessing Officer. An Appeal was filed for the demand raised by the Assessing Officer in the assessment order amounting to Rs. 33,54,98,111/- 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 demand made by Assessing Officer. The Department had further initiated an appeal before the ITAT against the order of the Commissioner of Income Tax (Appeals) and the same was pending.	Hon'ble ITAT, Kolkata has upheld the order of the learned Commissioner of Income Tax (Appeals) and allowed the Appeal in favour of the Assessee Company rejecting the demand made by Assessing Officer.
2	Income Tax Department (Assessing Officer)	29-01-2024	The Company had 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, were proposed by the Assessing Officer. An Appeal was filed for the demand raised by the Assessing Officer in the assessment order amounting to Rs. 50,63,50,110/- 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 demand made by Assessing Officer. Similar appeals of previous years filed by the Company were also allowed. The Department had further initiated an appeal before the ITAT against the order of the Commissioner of Income Tax (Appeals) and the same was pending.	Hon'ble ITAT, Kolkata has upheld the order of the learned Commissioner of Income Tax (Appeals) and allowed the Appeal in favour of the Assessee Company rejecting the demand made by Assessing Officer.
3	Income Tax Department (Assessing Officer)	25-04-2025	The Company had received an assessment order amounting to Rs. 35,20,98,430/- under section 143(3) of Income Tax Act, 1961, pertaining to AY 2022-23, wherein certain disallowances have been affected by the Assessing Officer. Further, a rectification order under section 154 read with section 143(3) of the Income Tax Act, 1961 had been passed by the Office of the Assistant Commissioner of Income Tax on 2nd May, 2025 wherein the aforesaid demand had been deleted/adjusted by the said authority. However, an Appeal was filed for the demand raised by the Assessing Officer in the assessment order amounting to Rs. 35,20,98,430/-. The same was pending before the Commissioner of Income Tax (Appeals).	The Appeal is still pending before Commissioner of Income Tax (Appeals).
4	Assistant Excise Commissioner, Uttar Pradesh	15-07-2025	Consequent to Hon'ble Supreme Court's Order dated 23rd October 2024 vide which it had upheld the State's authority to levy import/export fees on denatured alcohol, the Excise Department of Uttar Pradesh had reinstated import/export fees on denatured alcohol by revoking its earlier Order of 2018 which had suspended import/export fees on denatured alcohol. Accordingly, the Assistant Excise Commissioner of Uttar Pradesh had imposed charges retrospectively, covering the period from FY 2019-2020 upto 15.07.2025. The Company had stated that it will be going through appropriate forums for evaluating legal recourse to be taken in the above-mentioned matter.	UP Sugar Mills Association (UPSMA) has filed a Writ Petition before the High Court of Judicature at Allahabad against the same which is pending before the court.