

## ANNEXURE I

### Quarterly Compliance Report on Corporate Governance

1. Name of Listed Entity - Atul Limited
2. Quarter ending - March 31, 2021

i. Composition of Board of Directors

Sr. no.	Name of the Director	DIN	PAN	Category (Chairman   Executive   Non-executive   Independent   Nominee)	Sub category	Initial date of appointment and Date of reappointment	Date of Reappointment	Date of birth	Tenure (Months)	No. of Directorship in listed entities including this listed entity	No of Independent Directorship in listed entities including this listed entity (Refer	No. of memberships in Audit   Stakeholders Committee(s) including this listed entity	No. of post of Chairman in Audit   Stakeholder Committee held in listed entities including this	Membership in Committees of the Company	Remarks
01	Mr Sunil Lalbhai	00045590		C & ED, Related to promoter	MD	June 13, 1984	July 01, 2019	March 15, 1960		5	3	3	1	SC, RMC	
02	Mr Samveg Lalbhai	00009278		ED	MD	January 21, 2000	December 15, 2016	June 04, 1961		3	0	0	0	NA	
03	Mr Bharathy Mohanan	00198716		ED		January 01, 2009	January 01, 2020	May 26, 1950		1	0	0	0	RMC	
04	Mr Gopi Kannan Thirukonda	00048645		ED		October 17, 2014	October 17, 2019	March 30, 1959		2	0	4	0	SC, RMC	
05	Mr Rajendra Shah	00009851		NED		July 26, 2013		July 07, 1931		4	2	2	1	NRC	Resolution under regulation 17 (1A) was passed on July 27, 2018.
06	Mr Bansi Mehta	00035019		ID		June 01, 2018		September 19, 1935	34	2	2	0	2	AC	Resolution under regulation 17 (1A) was passed on July

Sr. no.	Name of the Director	DIN	PAN	Category (Chairman   Executive   Non-executive   Independent   Nominee)	Sub category	Initial date of appointment and Date of reappointment	Date of Reappointment	Date of birth	Tenure (Months)	No. of Directorship in listed entities including this listed entity	No of Independent Directorship in listed entities including this listed entity (Refer	No. of memberships in Audit   Stakeholders Committee(s) including this listed entity	No. of post of Chairman in Audit   Stakeholder Committee held in listed entities including this	Membership in Committees of the Company	Remarks
															27, 2018.
07	Mr Susim Datta	00032812		ID		April 01, 2014	April 01, 2019	July 01, 1936	84	2	2	2	2	NA	Resolution under regulation 17 (1A) was passed on July 27, 2018.
08	Mr Srinivasa Rangan	00030248		ID		April 01, 2014	April 01, 2019	February 13, 1960	84	3	1	5	0	AC	
09	Mr Mukund Chitale	00101004		ID		October 17, 2014	October 17, 2019	November 16, 1949	84	4	4	4	3	AC, NRC	
10	Mrs Shubhalakshmi Panse	02599310		ID		March 27, 2015	March 27, 2020	January 28, 1954	72	4	4	2	2	NA	
11	Mr Baldev Arora	00194168		ID		April 01, 2015	April 01, 2020	June 03, 1944	72	1	1	1	1	AC, SC, NRC	Resolution under regulation 17 (1A) was passed on July 27, 2018.

C: Chairman, MD: Managing Director, ED: Executive Directors, NED: Non-executive Director, ID: Independent Director

AC: Audit Committee, SC: Stakeholders Relationship Committee, NRC: Nomination and Remuneration Committee, RMC: Risk Management Committee, NA:

Not applicable

<b>Company remarks</b>	
<b>Whether permanent chairman appointed</b>	Yes

ii. **Composition of Committees**

a. **Audit Committee**

Sr. No.	Name of the Director	Category	Chairman   Membership	Appointment date	Cessation date
1	Mr Bansi Mehta	ID	Chairman	January 25, 2001( as a Member)	
2	Mr Srinivasa Rangan	ID	Member	August 12, 2010	
3	Mr Baldev Arora	ID	Member	January 19, 2018	
4	Mr Mukund Chitale	ID	Member	July 20, 2018	

<b>Company remarks</b>	-
<b>Whether permanent chairman appointed</b>	Yes

b. **Stakeholders Relationship Committee**

Sr. No.	Name of the Director	Category	Chairman   Membership	Appointment date	Cessation date
1	Mr Sunil Lalbhai	C & ED	Member	July 23, 2014	
2	Mr Gopi Kannan Thirukonda	ED	Member	July 24, 2015	
3	Mr Baldev Arora	ID	Chairman	March 23, 2018	

<b>Company remarks</b>	-
<b>Whether permanent chairman appointed</b>	Yes

c. **Risk Management Committee**

Sr. No.	Name of the Director	Category	Chairman   Membership	Appointment date	Cessation date
1	Mr Sunil Lalbhai	C & ED	Chairman	April 01, 2019	
2	Mr Bharathy Mohanan	ED	Member	April 01, 2019	
3	Mr Gopi Kannan Thirukonda	ED	Member	April 01, 2019	

<b>Company remarks</b>	-
<b>Whether permanent chairman appointed</b>	Yes

d. **Nomination and Remuneration Committee**

Sr. No.	Name of the Director	Category	Chairman   Membership	Appointment date	Cessation date
1	Mr Rajendra Shah	NED	Member	October 21, 2016	
2	Mr Mukund Chitale	ID	Chairman	July 20, 2018	
3	Mr Baldev Arora	ID	Member	January 18, 2019	

<b>Company Remarks</b>	-
<b>Whether Permanent chairman appointed</b>	Yes

iii. Meeting of Board of Directors

<b>Date(s) of meeting (if any) in the previous quarter</b>	<b>Date(s) of meeting (if any) in the relevant quarter</b>
October 23, 2020	January 29, 2021
December 11, 2020	March 19, 2021
December 22, 2020	

<b>Company remarks</b>	January 29, 2021: Yes, 11 Directors were present out of 11 Directors. 6 Independent Directors were present. March 19, 2021: Yes, 11 Directors were present out of 11 Directors. 6 Independent Directors were present.
<b>Maximum gap between any two consecutive (in number of days)</b>	48

iv. Meeting of Committees

<b>Name of the Committee</b>	<b>Date(s) of meeting during of the committee in the previous quarter</b>	<b>Date(s) of meeting of the committee in the relevant quarter</b>	<b>Requirement of Quorum met (details)</b>	<b>Whether requirement of Quorum met (Yes   No)</b>
Audit Committee	October 22, 2020	January 28, 2021	Yes. 4	Yes, 4 out of 4 Members were present. 4 Independent Directors were present.

<b>Company remarks</b>	<b>Quorum was present throughout the Meeting.</b>
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	97

v. Related Party Transactions

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

<b>Disclosure of notes on related party transactions and Disclosure of notes of material related party transactions</b>	
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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 500 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:

**For Previous Quarter: Yes**

**This report will be placed before the Board Meeting in next Board Meeting.**

**Name : Lalit Patni**

**Designation : Company Secretary and Chief Compliance Officer**

## ANNEXURE II

### Format to be submitted by listed entity at the end of the financial year (for the whole of financial year)

<b>I. Disclosure on website in terms of Listing Regulations</b>			
<b>Item</b>	<b>Compliance status (Yes No NA)</b>	<b>Company remark</b>	<b>Website</b>
Details of business	Yes		<a href="http://www.atul.co.in/businesses">www.atul.co.in/businesses</a>
Terms and conditions of appointment of independent directors	Yes		<a href="http://www.atul.co.in/pdf/investors/bod/Letter-of-Appointment-of-Independent-Director.pdf">www.atul.co.in/pdf/investors/bod/Letter-of-Appointment-of-Independent-Director.pdf</a>
Composition of various committees of board of	Yes		<a href="http://www.atul.co.in/investors/annual-reports">www.atul.co.in/investors/annual-reports</a>
Code of conduct of board of directors and senior management personnel	Yes		<a href="http://www.atul.co.in/investors/policies">www.atul.co.in/investors/policies</a>
Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		<a href="http://www.atul.co.in/investors/policies">www.atul.co.in/investors/policies</a>
Criteria of making payments to non-executive directors	Yes		<a href="http://www.atul.co.in/investors/annual-reports">www.atul.co.in/investors/annual-reports</a>
Policy on dealing with related party	Yes		<a href="http://www.atul.co.in/investors/policies">www.atul.co.in/investors/policies</a>
Policy for determining 'material' subsidiaries	Yes		<a href="http://www.atul.co.in/investors/policies">www.atul.co.in/investors/policies</a>
Details of familiarization programs imparted to	Yes		<a href="http://www.atul.co.in/about/directors/">www.atul.co.in/about/directors/</a>
Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		<a href="http://www.atul.co.in/investors/contact">www.atul.co.in/investors/contact</a>
email address for grievance redressal and other relevant details	Yes		<a href="http://www.atul.co.in/investors/contact">www.atul.co.in/investors/contact</a>
Financial results	Yes		<a href="http://www.atul.co.in/investors/quarterly-results">www.atul.co.in/investors/quarterly-results</a>
Shareholding pattern	Yes		<a href="http://www.atul.co.in/investors/shareholding-pattern">www.atul.co.in/investors/shareholding-pattern</a>
Details of agreements entered into with the media companies and/or their associates	Not Applicable		
New name and the old name of the listed entity	Not Applicable		
<b>II Annual Affirmations</b>			
<b>Particulars</b>	<b>Regulation Number</b>	<b>Compliance status (Yes   No   NA)</b>	<b>Company remark</b>
Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes	
Board composition	17(1),17 (1A) & 17(1B)	Yes	
Meeting of Board of directors	17(2)	Yes	
Quorum of Board meeting	17(2A)	Yes	
Review of Compliance Reports	17(3)	Yes	

Plans for orderly succession for appointments	17(4)	Yes	
Code of Conduct	17(5)	Yes	
Fees/compensation	17(6)	Yes	
Minimum Information	17(7)	Yes	
Compliance Certificate	17(8)	Yes	
Risk Assessment & Management	17(9)	Yes	
Performance Evaluation of Independent Directors	17(10)	Yes	
Recommendation of Board	17(11)	Yes	
Maximum number of Directorships	17 (A)	Yes	
Composition of Audit Committee	18(1)	Yes	
Meeting of Audit Committee	18(2)	Yes	
Composition of nomination & remuneration committee	19(1) & (2)	Yes	
Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes	
Meeting of Nomination and Remuneration Committee	19(3A)	Yes	
Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	Yes	
Meeting of Stakeholders Relationship Committee	20(3A)	Yes	
Composition and role of risk management committee	21(1),(2),(3),(4)	Yes	
Meeting of Risk Management Committee	21(3A)	Yes	
Vigil Mechanism	22	Yes	
Policy for related party Transaction	23(1),(1A),(5),(6),(7) &	Yes	
Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
Approval for material related party transactions	23(4)	Not Applicable	
Disclosure of related party transactions on consolidated basis	23(9)	Yes	
Composition of Board of Directors of unlisted material Subsidiary	24(1)	Not Applicable	
Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	Yes	
Annual Secretarial Compliance Report	24(A)	Yes	
Alternate Director to Independent Director	25(1)	Yes	
Maximum Directorship & Tenure	25(2)	Yes	
Meeting of independent directors	25(3) & (4)	Yes	
Familiarization of independent directors	25(7)	Yes	
Declaration from Independent Director	25(8) (9)	Yes	
D & O Insurance for Independent Directors	25(10)	Yes	
Memberships in Committees	26(1)	Yes	
Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	

Disclosure of Shareholding by Non- Executive Directors	26(4)	Yes	
Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	

<b>Other Information</b>	
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**III Affirmations:**

The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied. - **Yes**

<b>Other Information</b>	
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**Name** : Lalit Patni  
**Designation** : Company Secretary and Chief Compliance Officer