

Quarterly Corporate Governance report filed with the stock exchanges for the period ended September 30, 2023.  
**ANNEXURE I - Corporate Governance report**

1. Name of company
2. Quarter ending
- Atul Ltd  
September 30, 2023

**I. Composition of Board of Directors**

Name of the Director	PAN <sup>s</sup> & DIN	Category (Chairperson   Executive   Non- executive   Independent   Nominee) <sup>&amp;</sup>	Initial date of appointment	Date of reappointment	Date of cessation	Tenure in months*	Date of birth	Whether the director is disqualified? If yes, start and end date of disqualification	Whether special resolution passed?	Date of passing special resolution	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 Sunil Lalbhai	AAFPL0691R 00045590	Chairperson   Executive   Promoter   Managing Director	13-Jun-1984	01-Jul-2019	NA	NA	15-Mar-1960	No	NA	NA	5	3	2	3
Mr Samveg Lalbhai	AAFPL5537L 00009278	Executive   Managing Director	21-Jan-2000	15-Dec-2021	NA	NA	04-Jun-1961	No	NA	NA	3	0	0	0
Mr Bharathy Mohanan	AEBPM7975B 00198716	Executive	01-Jan-2009	01-Jan-2023	NA	NA	26-May-1950	No	NA	NA	1	0	0	0
Mr Gopi Kannan Thirukonda	ABNPT8054F 00048645	Executive	17-Oct-2014	17-Oct-2019	NA	NA	30-Mar-1959	No	NA	NA	2	0	4	0
Mr Rajendra Shah	ABIPS1839C 00009851	Non- executive	26-Jul-2013	31-Jul-2020	28-Jul- 2023	NA	07-Jul-1931	No	Yes	27-Jul-2018	2	1	1	0
Mr Susim Datta	AAGPD6963M 00032812	Independent	01-Apr-2014	01-Apr-2019	NA	115	01-Jul-1936	No	Yes	27-Jul-2018	2	2	1	2
Mr Srinivasa Rangan	ADIPV5480A 00030248	Independent	01-Apr-2014	01-Apr-2019	NA	115	13-Feb-1960	No	NA	NA	2	1	3	0
Mr Mukund Chitale	AABPC3022H 00101004	Independent	17-Oct-2014	17-Oct-2019	NA	109	16-Nov-1949	No	NA	NA	4	4	2	2
Ms Shubhalakshmi Panse	AFEPP0393L 02599310	Independent	27-Mar-2015	27-Mar-2020	NA	103	28-Jan-1954	No	NA	NA	3	3	3	1
Mr Baldev Arora	AAAPA5988R 00194168	Independent	01-Apr-2015	01-Apr-2020	NA	103	03-Jun-1944	No	Yes	27-Jul-2018	1	1	1	1
Mr Pradeep Banerjee	AACPB1896P 02985965	Independent	01-May-2022	01-May-2022	NA	16	19-Oct-1958	No	NA	NA	5	5	4	2
Mr Rangaswamy Iyer	AAAPI1546B	Independent	01-May-2023	01-May-2023	NA	4	12-Apr-1953	No	Yes	28-Jul-	1	1	2	0

	00474407								2023				
--	----------	--	--	--	--	--	--	--	------	--	--	--	--

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	Mr Mukund Chitale Mr Srinivasa Rangan Mr Baldev Arora Mr Rangaswamy Iyer Ms Shubhalakshmi Panse	Chairperson of the Committee   Independent (effective June 01, 2023) Member   Independent Member   Independent Member   Independent Member   Independent	20-Jul-2018 12-Aug-2010 19-Jan-2018 01-May-2023 01-Aug-2023	NA NA NA NA NA
2. Nomination and Remuneration Committee	Yes	Mr Mukund Chitale Mr Rajendra Shah Mr Baldev Arora Mr Srinivasa Rangan Mr Shubhalakshmi Panse	Chairperson of the Committee   Independent Member   Non-executive Member   Independent Member   Independent Member   Independent	20-Jul-2018 21-Oct-2016 18-Jan-2019 01-Jun-2023 01-Aug-2023	NA 28-Jul-2023 NA NA NA
3. Risk Management Committee	Yes	Mr Sunil Lalbhai Mr Gopi Kannan Thirukonda Mr Bharathy Mohanan Mr Baldev Arora	Chairperson of the Committee   Executive Member   Executive Member   Executive Member   Independent	01-Apr-2019 01-Apr-2019 01-Apr-2019 23-Jul-2021	NA NA NA NA
4. Stakeholders Relationship Committee'	Yes	Mr Baldev Arora Mr Sunil Lalbhai Mr Gopi Kannan Thirukonda	Chairperson of the Committee   Independent Member   Executive Member   Executive	23-Mar-2018 23-Jul-2014 24-Jul-2015	NA NA NA

\$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* (yes   no)	Total number of directors as on date of the meeting	Number of Directors present*	Number of independent directors present*	Maximum gap between any two consecutive (in number of days)
28-Apr-2023	21-Jul-2023	Yes	12	12	7	83 days

\* to be filled in only for the current quarter meetings

IV. Meetings of Committees

Name of Committee	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)*	Total number of directors as on date of the meeting	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*
1. Audit Committee	20-Jul-2023	Yes	4	4	4	27-Apr-2023	83 days
2. Nomination and Remuneration Committee	-	Yes	-	-	-	-	-
3. Risk Management Committee	14-Jul-2023	Yes	4	4	1	18-Jan-2023	173 days

4. Stakeholders Relationship Committee'	20-Jul-2023	Yes	3	3	1	27-Apr-2023	83 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) refer note below
	Whether prior approval of the Audit Committee obtained	Yes
	Whether shareholder approval obtained for material RPT	NA
	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by the Audit Committee	NA

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 “NA” may be indicated.
- 2 If status is “No” details of non-compliance may be given here.

VI. 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		No
Date of event: Nil	Brief details of the event: Nil	

VII. 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 and Remuneration Committee - **Yes**
  - c. Stakeholders Relationship Committee - **Yes**
  - d. Risk management committee (as applicable)- **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. This report and | or the report submitted in the previous quarter has been placed before the Board of Directors. Any comments | observations | advice of the Board of Directors may be mentioned here.  
For Previous Quarter: **Yes**  
This report will be placed before the Board Meeting in next Board Meeting.

For Atul Ltd  
 Lalit Patni  
 Company Secretary and  
 Chief Compliance Officer

Format to be submitted by listed entity at the end of 6 months from the close of financial year

Affirmations

Broad heading	Regulation Number	Compliance status (Yes/No/NA) <small>refer note below</small>
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)	Yes
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

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.

For Atul Ltd

Lalit Patni  
Company Secretary and  
Chief Compliance Officer

Format to be submitted twice a year, on a half yearly basis by the listed entity at the end of every 6 months of the financial year.  
Half year ending: September 30, 2023

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 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	
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	

(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	
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	

## II. 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.

For Atul Ltd

T R Gopi Kannan

Whole-time Director and CFO

### Note

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;
  - a) by a government company to | for the Government or government company
  - b) by the listed entity to | for its subsidiary and joint-venture company whose accounts are consolidated with the listed entity.
  - c) by a banking company or an insurance company ; and
  - d) by the listed entity to its employees or directors as a part of the service conditions
2. If the Listed Entity would like to provide any other information, the same may be indicated as Para D in the above table.