

Corporate Governance Report

1. Name of Listed Entity - **INOX India Limited**
 2. Quarter ending : **September 30, 2024**

I. Composition of Board of Directors

Title (Mr./Ms.)	Name of the Director	DIN	Category (Chairperson /Executive/Non- Executive/in dependent/ Nominee)	Initial Date of Appointment	Date of Re-appointment	Date of cessation	Tenure (in months)	Date of Birth	Number of Directorship in listed entities including this listed entity [With reference to LODR Regulation 17A(1)]	No. of Independent Directorship in listed entities including this listed entity [with reference to proviso to LODR Regulation 17A(1) & 17A(2)]	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of the LODR Regulations)	No. of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of the LODR Regulations)
Mr.	Pavan Kumar Jain	00030098	Non- Executive- Non Independent Director	16-04-1979			-	17-05-1951	3	0	3	1
Mr.	Siddharth Jain	00030202	Non-Executive- Non-Independent Director	17-03-2004			-	21-09-1978	3	0	5	2
Mrs.	Ishita Jain	09276232	Non-Executive- Non- Independent Director	12-08-2021			-	07-10-1979	1	0	1	0
Mr.	Parag Padmakar Kulkarni	00209184	Executive Director	25-09-1999	01-07-2022		-	07-09-1950	1	0	0	0
Mr.	Amit Mohan Advani	01898244	Non-Executive - Independent Director	16-07-2022	16-07-2022		26.16	01-01-1976	1	1	1	0
Mrs.	Shrikant Somani	00085039	Non-Executive - Independent Director	16-07-2022	16-07-2022		26.16	27-10-1968	2	2	3	0
Mr.	Richard John Boocock	07404093	Non-Executive - Independent Director	16-07-2022	16-07-2022		26.16	27-04-1961	1	1	1	0
Mrs.	Girija Balakrishnan	06841071	Non-Executive - Independent Director	16-07-2022	16-07-2022		26.16	30-03-1969	4	4	7	3
Whether Regular chairperson appointed			Yes									
Whether Chairperson is related to Managing Director or CEO			No									

II. Composition of Committees

Name of Committee	Whether Regular chairperson	Name of Committee members	Category (Chairperson / Executive / Non-Executive / Independent / Nominee)	Date of Appointment	Date of Cessation
1. Audit Committee	Yes	Mrs. Girija Balakrishnan	Non-executive Independent Director - Chairperson	16-07-2022	-
		Mr. Amit Mohan Advani	Non-executive Independent Director - Member	16-07-2022	-
		Mr. Shrikant Somani	Non-executive Independent Director - Member	16-07-2022	-
		Mr. Siddharth Jain	Non-executive Non Independent Director- Member	16-07-2022	-
		Mr. Richard John Boocock	Non-executive Independent Director-Member	16-07-2022	-
2. Nomination and Remuneration Committee	Yes	Mrs. Girija Balakrishnan	Non-executive Independent Director - Chairperson	16-07-2022	-
		Mr. Shrikant Somani	Non-executive Independent Director - Member	16-07-2022	-
		Mr. Siddharth Jain	Non-executive Non Independent Director- Member	16-07-2022	-
3. Stakeholders' Relationship Committee	Yes	Mr. Pavan Kumar Jain	Non-executive Non Independent Director- Chairperson	16-07-2022	-
		Mr. Siddharth Jain	Non-executive Non Independent Director- Member	16-07-2022	-
		Mrs. Girija Balakrishnan	Non-executive Independent Director - Member	16-07-2022	-
		Mrs. Ishita Jain	Non-executive Non Independent Director- Member	16-07-2022	-
4. Risk Management Committee	Yes	Mr. Siddharth Jain	Non-executive Non Independent Director- Chairperson	16-07-2022	-
		Mr. Deepak Acharya	Chief Executive Officer- Member	16-07-2022	-
		Mr. Amit Mohan Advani	Non-executive Independent Director - Member	16-07-2022	-
		Mr. Parag Padmakar Kulkarni	Executive Director - Member	16-07-2022	-
		Mr. Richard John Boocock	Non-executive Independent Director-Member	16-07-2022	-
5. Corporate Social Responsibility Committee	Yes	Mrs. Ishita Jain	Non-executive Non Independent Director- Chairperson	16-07-2022	-
		Mr. Siddharth Jain	Non-executive Non Independent Director- Member	16-07-2022	-
		Mrs. Girija Balakrishnan	Non-executive Independent Director - Member	16-07-2022	-
		Mr. Parag Padmakar Kulkarni	Executive Director - Member	16-07-2022	-

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)	Number of Directors present	Number of independent directors present	Maximum gap between any two consecutive meetings (in number of days)
April 27, 2024 May 13, 2024	August 09, 2024	Yes	8	4	87

IV. Meetings of Committees

Name of the Committee	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes / No)	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)
Audit Committee	August 09,2024	Yes	5	4	May 13, 2024	87
Nomination and Remuneration Committee	August 08,2024	Yes	3	2	May 13,2024	86
Risk Management Committee	August 08,2024	Yes	4	0	-	-
Corporate Social Responsibility Committee	-	-	-	-	May 13, 2024	-

V. Related Party Transactions

Subject	Compliance Status (Yes / No / NA)
Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material RPTs	Yes
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by the Audit Committee	Yes
VI. Affirmations	Yes / No
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 b. Nomination and Remuneration Committee c. Stakeholders' Relationship Committee d. Risk Management Committee	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
The report submitted for the previous quarter ended June 30, 2023 had been placed before Board of Directors.	Yes
Any comments / observations / advice of Board of Directors will be mentioned in the report of next quarter.	-

VII. 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 the event	NA
Brief details of the event	NA

Name: Kamlesh Shinde**Designation:** Company Secretary & Compliance Officer**Date:** 11/10/2024

Corporate Governance Report

Name of Listed Entity: **INOX India Limited**

Half Year ended – **September 30, 2024**

Affirmations			
	Regulation Number	Compliance Status (Yes/No/NA)	Note
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 Stakeholders' Relationship Committee at the Annual General Meeting	20(3)	No	The Chairman of Stakeholders' Relationship Committee, Mr. Pavan Kumar Jain could not attend AGM due to unavoidable circumstances and Mr. Siddharth Jain, member of Stakeholder Relationship Committee was authorised by the Chairman of Stakeholder Relationship Committee to attend the AGM on his behalf.
Disclosure of the Secretarial Audit Report of the listed entity and the material subsidiaries in the Annual Report	24A(1)	Yes	
Submission of Annual Secretarial Compliance Report	24A(2)	Yes	
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	

Name: Kamlesh Shinde

Designation: Company Secretary & Compliance Officer

Date: 11/10/2024

Corporate Governance Report

Name of Listed Entity: **INOX India Limited**

Half Year ended: **September 30, 2024**

Applicability of disclosure	Not Applicable		
Reason for Non Applicability	Not Applicable		
I. Disclosure of Loans / guarantees / comfort letters / securities etc.			
(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 (guarantee, comfort letter etc.)	Aggregate amount of issuance during six months	Balance outstanding at the end of six months (taking into account any invocation)
Promoter or any other entity controlled by them	Not Applicable	Nil	Nil
Promoter Group or any other entity controlled by them	Not Applicable	Nil	Nil
Directors (including relatives) or any other entity controlled by them	Not Applicable	Nil	Nil
KMPs or any other entity controlled by them	Not Applicable	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	Not Applicable	Nil	Nil
Promoter Group or any other entity controlled by them	Not Applicable	Nil	Nil
Directors (including relatives) or any other entity controlled by them	Not Applicable	Nil	Nil
KMPs or any other entity controlled by them	Not Applicable	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 - No 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) have been given directly or indirectly by the Company to promoter(s), promoter group, director(s) (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them.			

Name: Kamlesh Shinde

Designation: Company Secretary and Compliance Officer

Place: Vadodara

Date: 11/10/2024