

General information about company	
Scrip code	538365
NSE Symbol	ADHUNIKIND
MSEI Symbol	NOTLISTED
ISIN	INE452L01012
Name of the entity	ADHUNIK INDUSTRIES LIMITED
Date of start of financial year	01-04-2019
Date of end of financial year	31-03-2020
Reporting Quarter	Quarterly
Date of Report	31-12-2019
Risk management committee	Not Applicable
Market Capitalisation as per immediate previous Financial Year	Top 2000 listed entities

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												Textual Information(1)					
Whether the listed entity has a Regular Chairperson												Yes					
Whether Chairperson is related to MD or CEO												No					
Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	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)	Notes for not providing PAN
TRILOK SHARMA	AYAPS0438E	08432440	Non-Executive - Non Independent Director	Chairperson		05-11-1983	NA		15-07-2019			1	0	1	1		
RAMA SHANKAR GUPTA	AGSPG0764B	07843716	Executive Director	Not Applicable	MD	11-03-1970	NA		15-07-2019	15-11-2019		1	0	3	0		
JUGAL KISHORE AGARWAL	ADCPA9670K	00227460	Executive Director	Not Applicable	MD	05-10-1951	NA		30-11-2009	30-11-2017	14-11-2019	1	0	1	0		
ASIT BARAN DASGUPTA	ACXPD6190M	02476594	Non-Executive - Independent Director	Not Applicable		01-01-1941	Yes	16-09-2019	26-06-2013	16-09-2019		78	1	1	1	1	

I. Composition of Board of Directors																	
Disclosure of notes on composition of board of directors explanatory																	
Whether the listed entity has a Regular Chairperson																	
Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	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)
5	Mrs	SONAM AGARWAL	ANIPB7759E	08054202	Non-Executive - Independent Director	Not Applicable		27-04-1987	NA		12-02-2018			23	1	1	3
6	Mrs	SHILPI MODI	AOXPA9359K	02706881	Non-Executive - Independent Director	Not Applicable		01-01-1989	NA		06-12-2018			13	1	1	2
7	Mr	NIKET AGARWAL	AQTPA6828R	07233888	Non-Executive - Non Independent Director	Not Applicable		29-08-1987	NA		14-11-2019				1	0	0

Text Block	
Textual Information(1)	<p>1) Mr. Rama Shankar Gupta was re-designated as Managing Director of the Company w.e.f. 15th November, 2019 after resignation of Mr. Jugal Kisore Agarwal from the post of Managing Director w.e.f. 14th November, 2019. Thus, date of Re-appointment of Mr. Rama Shankar Gupta as showing in the statement is related to his re-designation from Non Executive (Non-Independent) Director to Managing Director (Executive Director) of the Company.</p> <p>2) The position of number of directorship in listed entities, number of independent directorship in listed entities, number of membership in Audit/Stakeholder Committee and number of post of chairperson in Audit/Stakeholder Committee of Mr. Jugal Kishore Agarwal was shown as on 31st December, 2019.</p> <p>3) For disclosing number of post of Chairmanship in Audit / Stakeholder Committee held in listed entities including this listed entity, we relied on FAQ No. 9 issued by NSE on 11th October, 2019 for Corporate Governance filing. Thus, we had included the number of post of chairmanship held in all Public Limited Companies whether listed or not.</p>

Annexure 1	
II. Composition of Committees	
Disclosure of notes on composition of committees explanatory	Textual Information(1)

Annexure 1 Text Block	
Textual Information(1)	Mr. Mahesh Kumar Agarwal and Mr. Mohan Lal Agarwal was resigned from the membership of Management and Finance Committee w.e.f. 15th July, 2019.

Audit Committee Details							
Whether the Audit Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	02476594	ASIT BARAN DASGUPTA	Non-Executive - Independent Director	Chairperson	26-06-2013		
2	08054202	SONAM AGARWAL	Non-Executive - Independent Director	Member	12-02-2018		
3	02706881	SHILPI MODI	Non-Executive - Independent Director	Member	06-12-2018		
4	07843716	RAMA SHANKAR GUPTA	Executive Director	Member	15-07-2019		Textual Information(1)

Sr Text Block	
Textual Information(1)	Mr. Rama Shankar Gupta was re-designated from Non-Executive (Non-Independent) Director to Managing Director (Executive Director) of the Company with effect from 15th November, 2019.

Nomination and remuneration committee							
Whether the Nomination and remuneration committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	08054202	SONAM AGARWAL	Non-Executive - Independent Director	Chairperson	12-02-2018		
2	02706881	SHILPI MODI	Non-Executive - Independent Director	Member	06-12-2018		
3	08432440	TRILOK SHARMA	Non-Executive - Non Independent Director	Member	15-07-2019		

Stakeholders Relationship Committee							
Whether the Stakeholders Relationship Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	08432440	TRILOK SHARMA	Non-Executive - Non Independent Director	Chairperson	15-07-2019		
2	08054202	SONAM AGARWAL	Non-Executive - Independent Director	Member	12-02-2018		
3	07843716	RAMA SHANKAR GUPTA	Executive Director	Member	15-07-2019		Textual Information(1)

Sr Text Block	
Textual Information(1)	Mr. Rama Shankar Gupta was re-designated from Non-Executive (Non-Independent) Director to Managing Director (Executive Director) of the Company with effect from 15th November, 2019.

Risk Management Committee							
Whether the Risk Management Committee has a Regular Chairperson							
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks

Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	08432440	TRILOK SHARMA	Non-Executive - Non Independent Director	Chairperson	15-07-2019		
2	02706881	SHILPI MODI	Non-Executive - Independent Director	Member	06-12-2018		
3	07843716	RAMA SHANKAR GUPTA	Executive Director	Member	15-07-2019		Textual Information(1)

Sr Text Block	
Textual Information(1)	Mr. Rama Shankar Gupta was re-designated from Non-Executive (Non-Independent) Director to Managing Director (Executive Director) of the Company with effect from 15th November, 2019.

Other Committee						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks
1	07843716	RAMA SHANKAR GUPTA	MANAGEMENT AND FINANCE COMMITTEE	Executive Director	Chairperson	Textual Information(1)
2	08432440	TRILOK SHARMA	MANAGEMENT AND FINANCE COMMITTEE	Non-Executive - Non Independent Director	Member	
3	00227460	JUGAL KISHORE AGARWAL	MANAGEMENT AND FINANCE COMMITTEE	Executive Director	Chairperson	Textual Information(2)
4	07233888	NIKET AGARWAL	MANAGEMENT AND FINANCE COMMITTEE	Non-Executive - Non Independent Director	Member	Textual Information(3)

Other Committee Text Block	
Textual Information(1)	1) Mr. Rama Shankar Gupta was re-designated from Non-Executive (Non-Independent) Director to Managing Director (Executive Director) of the Company with effect from 15th November, 2019. 2) He was appointed as Chairperson of the Committee with effect from 15th November, 2019.
Textual Information(2)	Mr. Jugal Kishore Agarwal was resigned from the membership of Management and Finance Committee of the Company with effect from 14th November, 2019.
Textual Information(3)	Mr. Niket Agarwal was appointed as Additional Non-Executive (Non-Independent) Director of the Company with effect from 14/11/2019 and as a member of the Committee with effect from 15/11/2019.

Annexure 1							
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III. Meeting of Board of Directors							
Disclosure of notes on meeting of board of directors explanatory							
Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Number of Directors present*	No. of Independent Directors attending the meeting*
1	15-07-2019				Yes	8	3
2	13-08-2019		28		Yes	6	3
3		14-11-2019	92		Yes	7	3

Annexure 1								
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)	Number of Directors present*	No. of Independent Directors attending the meeting*
1	Audit Committee	13-08-2019				Yes		
2	Audit Committee	14-11-2019	92			Yes	4	3
3	Nomination and remuneration committee	15-07-2019				Yes		
4	Nomination and remuneration committee	13-08-2019	28			Yes		
5	Nomination and remuneration committee	14-11-2019	92			Yes	3	2
6	Other Committee	03-12-2019	18	MANAGEMENT AND FINANCE COMMITTEE		Yes	3	0

Annexure 1			
V. Related Party Transactions			
Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	NA	
2	Whether shareholder approval obtained for material RPT	Yes	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	NA	
Disclosure of notes on related party transactions			Textual Information(1)
Disclosure of notes of material transaction with related party			Textual Information(2)

Text Block																			
Textual Information(1)	The Company had obtained approval of limits of Related Party Transaction for the FY 2018-19 to FY 2022-23 (5 Years) from equity shareholders by Special Resolution passed by means of Postal Ballot on 29/06/2018.																		
Textual Information(2)	<table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="width: 5%;">S. No.</th> <th style="width: 15%;">Name of Related party</th> <th style="width: 30%;">Nature of Relationship</th> <th style="width: 30%;">Nature, particulars and material terms of the Contract</th> <th style="width: 20%;">Amount (Rs. in Crores)</th> </tr> </thead> <tbody> <tr> <td style="text-align: center;">1</td> <td>Adhunik Corporation Ltd</td> <td>Enterprises over which Key Management Personnel/ Shareholders/ Relatives have significant influence</td> <td>Sale of Finished Goods/By Products (Ex-Factory / FOR)</td> <td style="text-align: center;">3.05</td> </tr> <tr> <td style="text-align: center;">2</td> <td>Adhunik Corporation Ltd</td> <td>Enterprises over which Key Management Personnel/ Shareholders/ Relatives have significant influence</td> <td>Purchase of Raw Materials (Ex-Factory / FOR)</td> <td style="text-align: center;">67.37</td> </tr> </tbody> </table>				S. No.	Name of Related party	Nature of Relationship	Nature, particulars and material terms of the Contract	Amount (Rs. in Crores)	1	Adhunik Corporation Ltd	Enterprises over which Key Management Personnel/ Shareholders/ Relatives have significant influence	Sale of Finished Goods/By Products (Ex-Factory / FOR)	3.05	2	Adhunik Corporation Ltd	Enterprises over which Key Management Personnel/ Shareholders/ Relatives have significant influence	Purchase of Raw Materials (Ex-Factory / FOR)	67.37
S. No.	Name of Related party	Nature of Relationship	Nature, particulars and material terms of the Contract	Amount (Rs. in Crores)															
1	Adhunik Corporation Ltd	Enterprises over which Key Management Personnel/ Shareholders/ Relatives have significant influence	Sale of Finished Goods/By Products (Ex-Factory / FOR)	3.05															
2	Adhunik Corporation Ltd	Enterprises over which Key Management Personnel/ Shareholders/ Relatives have significant influence	Purchase of Raw Materials (Ex-Factory / FOR)	67.37															

Note-The above Related Party transactions were entered into by the Company during the period 01/10/2019 to 31/12/2019 and executed at arms length price basis only.

Annexure 1		
VI. 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	Yes
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	Yes
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 500 listed entities)	NA
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.	Yes
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.	Yes
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes

Annexure 1		
Sr	Subject	Compliance status
1	Name of signatory	RAMA SHANKAR GUPTA
2	Designation	Managing Director

Text Block

Signatory Details	
Name of signatory	RAMA SHANKAR GUPTA
Designation of person	Managing Director
Place	KOLKATA
Date	14-01-2020

