

**General information about company**

Scrip code	538365
NSE Symbol	INCREDIBLE
MSEI Symbol	NOTLISTED
ISIN	INE452L01012
Name of the entity	INCREDIBLE INDUSTRIES LIMITED (FORMERLY ADHUNIK INDUSTRIES LIMITED)
Date of start of financial year	01-04-2022
Date of end of financial year	31-03-2023
Reporting Quarter	Quarterly
Date of Report	31-12-2022
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

Yes

Disqualification of Directors under section 164 of the Companies Act, 2013

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 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 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	Notes for not providing DIN	
1	Mr	RAMA SHANKAR GUPTA	AGSPG0764B	07843716	Executive Director	Chairperson	MD	11-03-1970	No				Active	NA		15-07-2019	15-11-2022			1	0	3	0			
2	Mr	NIKET AGARWAL	AQTPA6828R	07233888	Non-Executive - Non Independent Director	Not Applicable		29-08-1987	No				Active	NA		14-11-2019				1	0	0	0			
3	Mr	ASIT BARAN DASGUPTA	ACXPD6190M	02476594	Non-Executive - Independent Director	Not Applicable		01-01-1941	No				Active	Yes	16-09-2019	26-06-2013	16-09-2019		114.06	1	1	1	1			
4	Mrs	SONAM AGARWAL	ANIPB7759E	08054202	Non-Executive - Independent Director	Not Applicable		27-04-1987	No				Active	NA		12-02-2018				58.2	1	1	3	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 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 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	Notes for not providing DIN
5	Mrs	SHILPI MODI	AOXPA9359K	02706881	Non-Executive - Independent Director	Not Applicable		01-01-1989	No				Active	NA		06-12-2018			48.26	1	1	2	0		
6	Mr	SANJAY KALOYA	AYEPK3564F	07970640	Non-Executive - Non Independent Director	Not Applicable		22-08-1971	No				Active	NA		24-03-2021				1	0	1	1		

**Text Block**

Textual Information(1)	<p>1) For disclosing number of post of Chairmanship in Audit / Stakeholder Committee held in listed entities including this listed entity as per Regulation 26(1) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we relied on FAQ No. 2 issued by NSE for Corporate Governance filing on 12th January, 2023. Thus, we had included the number of post of chairmanship held in Audit/Stakeholder Committee of all Public Limited Companies whether listed or not.</p> <p>2) The members of the Company had re-appointed Mr. Rama Shankar Gupta as Managing Director of the Company w.e.f. 15th November, 2022 for the period of 3 (Three) years after expiry of his present term on 14/11/2022 in the 43rd Annual General Meeting held on 21st September, 2022.</p> <p>3) The members of the Company had re-appointed Mrs. Sonam Agarwal as an Independent Woman Director of the Company w.e.f. 12th February, 2023 for the period of 5 (Five) years upto 11th February, 2028 after expiry of her present term on 11/02/2023 by passing a Special Resolution in the 43rd Annual General Meeting held on 21st September, 2022.</p> <p>4) In our company, Mr. Rama Shankar Gupta is holding the position of Chairman and Managing Director, both at the same time. On the basis of that, we conclude that Chairperson is related to Managing Director.</p>
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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	16-07-2019		

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	07970640	SANJAY KALOYA	Non-Executive - Non Independent Director	Member	25-03-2021		

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	07970640	SANJAY KALOYA	Non-Executive - Non Independent Director	Chairperson	25-03-2021		
2	08054202	SONAM AGARWAL	Non-Executive - Independent Director	Member	12-02-2018		
3	07843716	RAMA SHANKAR GUPTA	Executive Director	Member	16-07-2019		





<b>Other Committee</b>						
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	
2	07233888	NIKET AGARWAL	MANAGEMENT AND FINANCE COMMITTEE	Non-Executive - Non Independent Director	Member	
3	07970640	SANJAY KALOYA	MANAGEMENT AND FINANCE COMMITTEE	Non-Executive - Non Independent Director	Member	

**Annexure 1****Annexure 1****III. Meeting of Board of Directors**

Disclosure of notes on meeting of board of directors explanatory				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*
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)					
1	08-08-2022				Yes	6	6	3
2		10-11-2022	93		Yes	6	6	3
3		07-12-2022	26		Yes	6	6	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)	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	08-08-2022				Yes	4	4	3	0
2	Audit Committee	10-11-2022	93			Yes	4	4	3	0
3	Audit Committee	07-12-2022	26			Yes	4	4	3	0
4	Nomination and remuneration committee	08-08-2022				Yes	3	3	2	0
5	Nomination and remuneration committee	07-12-2022	120			Yes	3	3	2	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	Yes	
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	Yes	
Disclosure of notes of material transaction with related party			Textual Information(1)

**Text Block**

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)	4.49
2	Adhunik Corporation Ltd	Enterprises over which Key Management Personnel/ Shareholders/ Relatives have significant influence	Purchase of Raw Materials (Ex-Factory / FOR)	130.90

Textual Information(1)

Note-The above Related Party transactions were entered into by the Company during the period 01/10/2022 to 31/12/2022 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 1000 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**

<b>Signatory Details</b>	
Name of signatory	RAMA SHANKAR GUPTA
Designation of person	Managing Director
Place	KOLKATA
Date	18-01-2023

