

Annexure I

Quarterly Compliance Report on Corporate Governance

Name of Listed entity	J.G.Chemicals Limited
Period ended	March 31, 2024

I. Composition of Board of Directors												
Title (Mr./ Ms.)	Name of the Director	DIN	Category (Chairperson/Execu tive/Indepen et/Nominee)	Initial date of appointme nt	Date of reappointme nt	Date of cessation	Tenure	No of Directorship in listed entities including the Company (Refer Regulation 17A of the SEBI Listing Regulations)	No of independen t Directorship in listed entities including the Company (Refer Regulation 17A of the SEBI Listing Regulations)	No. of memberships in Audit/ Stakeholder Committee(s) including the Company (Refer Regulation 26(1) of SEBI Listing Regulations)	No of post of Chairpe rson in Audit/ Stakeho lder Commit tee held in listed entities includin g the Compan y (Refer Regulati on 26(1) of SEBI Listing Regulati ons)	Position in Committee
Mr.	Suresh Jhunjunwala	00234725	Chairman	28.06.2001	16.05.2022	NA	3years	1	NA	2	-	Member
Mr.	Anirudh Jhunjunwala	00234879	Executive	28.06.2001	01.04.2021	NA	3 years	1	NA	1	-	Member
Mr.	Anuj Jhunjunwala	00234926	Executive	07.03.2022	16.05.2022	NA	3 years	1	NA	-	-	NA

Mr.	Ashok Bhandari	00012210	Independent	30.06.2022	-	NA	2years;	6	6	9	1	Chair-person/ Member
Mr.	Sukanta Nag	08696001	Independent	30.06.2022	-	NA	2 years;	1	1	2	2	Chair-person
Mrs.	Savita Agarwal	00062183	Independent	30.06.2022	-	NA	2 Years;	2	2	2	1	Chair-person/ Member

Company Remarks	The memberships count will also include the count in which the director is a chairperson.
Whether regular chairperson appointed: [Yes/No]	YES
Whether chairperson is related to managing director or CEO: [Yes/No]	YES

II. Composition of Committees					
Name of Committee	Whether regular chairperson appointed	Names of Committee Members and their Position in the Committee	Category- Position in the Board (Chairperson/Executive/Non-Executive/Independent/Nominee)	Date of appointment	Date of cessation
IPO Committees	Yes	1. Mr. Suresh Jhunjunwala - Chairperson 2. Mr. Anirudh Jhunjunwala- Member 3. Mr. Anuj Jhunjunwala- Member	1. Chairman- Executive 2. Executive 3. Executive	1. 21-06-2022 2. 21-06-2022 3. 21-06-2022	- - -
Audit Committees	Yes	1. Mr. Sukanta Nag - Chairperson 2. Mr. Ashok Bhandari- Member 3. Mrs. Savita Agarwal- Member 4. Mr. Suresh Jhunjunwala - Member	1. Independent 2. Independent 3. Independent 4. Chairperson- Executive	1. 19-09-2023 2. 30-06-2022 3. 30-06-2022 4. 30-06-2022	- - - -
Nomination & Remuneration Committee	Yes	1. Mrs. Savita Agarwal - Chairperson 2. Mr. Ashok Bhandari - Member 3. Mr. Sukanta Nag - Member	1. Independent 2. Independent 3. Independent	1. 30-06-2022 2. 30-06-2022 3. 30-06-2022	- - -
Corporate Social Responsibility Committee	Yes	1. Mr. Suresh Jhunjunwala - Chairperson 2. Mr. Anirudh Jhunjunwala - Member 3. Mr. Ashok Bhandari - Member	1. Chairman-Executive 2. Executive 3. Independent	1. 30-06-2022 2. 30-06-2022 3. 30-06-2022	- - -

Risk Management Committee	Yes	<ul style="list-style-type: none"> 1. Mr. Suresh Jhunjunwala - Chairperson 2. Mr. Anirudh Jhunjunwala - Member 3. Mr. Ashok Bhandari - Member 4. Mr. Sukanta Nag - Member 	<ul style="list-style-type: none"> 1. Chairman-Executive 2. Executive 3. Independent 4. Independent 	<ul style="list-style-type: none"> 1. 30-06-2022 2. 30-06-2022 3. 30-06-2022 4. 30-06-2022 	<ul style="list-style-type: none"> - - - -
Stakeholders Relationship Committee	Yes	<ul style="list-style-type: none"> 1. Mr. Sukanta Nag - Chairperson 2. Mr. Suresh Jhunjunwala - Member 3. Mr. Anirudh Jhunjunwala - Member 	<ul style="list-style-type: none"> 1. Independent 2. Chairman-Executive 3. Executive 	<ul style="list-style-type: none"> 1. 30-06-2022 2. 30-06-2022 3. 30-06-2022 	<ul style="list-style-type: none"> - - -
Independent Directors Committee	Yes	<ul style="list-style-type: none"> 1. Mrs. Savita Agarwal - Chairperson 2. Mr. Ashok Bhandari - Member 3. Mr. Sukanta Nag - Member 	<ul style="list-style-type: none"> 1. Independent 2. Independent 3. Independent 	<ul style="list-style-type: none"> 1. 06.03.2023 2. 06.03.2023 3. 06.03.2023 	<ul style="list-style-type: none"> - - -

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	Number of directors present	Number of Independent directors present	Maximum gap between any two consecutive (in no. of days)
20-11-2023	-	Yes	6	6	-
-	14-02-2024	Yes	6	6	85
-	27-02-2024	Yes	6	4	12
-	28-02-2024	Yes	6	6	0
-	29-02-2024	Yes	6	4	0
-	08-03-2024	Yes	6	4	7
-	11-03-2024	Yes	6	4	2

IV. Meeting of committee							
Name of the Committee	Date(s) of meeting of the committee in the relevant quarter	Date(s) of meeting of the committee in the previous 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	Maximum gap between any two consecutive meetings in no. of days
Audit Committee	14-02-2024	-	Yes	4	4	3	85
Audit Committee	-	20-11-2023	Yes	4	4	3	-
Nomination & Remuneration Committee	14-02-2024	-	Yes	3	3	3	-

Stakeholders Relationship Committee	14-02-2024	-	Yes	3	3	1	-
Risk Management Committee	14-02-2024	-	Yes	4	4	2	-
Corporate Social Responsibility Committee	14-02-2024	-	Yes	3	3	1	-
Corporate Social Responsibility Committee	11-03-2024	-	Yes	3	3	1	11
Independent Directors Committee	14-02-2024	-	Yes	3	3	3	-

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	Brief details of the event
NA	NA

Annexure 1	
V. Related Party Transactions	
Subject	Compliance status (Yes/No/NA)
Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material RPT	NA
Whether details of RPT entered pursuant to omnibus approval have been reviewed by Audit Committee	Yes

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)	Yes
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.	No

Annexure II

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

I. Disclosure on website in terms of Listing Regulations

Sr. No.	Item	Compliance status (Yes/No/NA)	Web address
1	Details of business	Yes	www.jgchem.com
2	Terms and conditions of appointment of independent directors	Yes	www.jgchem.com
3	Composition of various committees of board of directors	Yes	www.jgchem.com
4	Code of conduct of board of directors and senior management personnel	Yes	www.jgchem.com
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes	www.jgchem.com
6	Criteria of making payments to non-executive directors	Yes	www.jgchem.com
7	Policy on dealing with related party transactions	Yes	www.jgchem.com
8	Policy for determining 'material' subsidiaries	Yes	www.jgchem.com
9	Details of familiarization programmes imparted to independent directors	Yes	www.jgchem.com
10	Email address for grievance redressal and other relevant details	Yes	www.jgchem.com
11	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes	www.jgchem.com
12	Financial results	Yes	www.jgchem.com
13	Shareholding pattern	Yes	www.jgchem.com
14	Details of agreements entered into with the media companies and/or their associates	Yes	www.jgchem.com
15.1	Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or institutional investors simultaneously with submission to stock exchange	NA	NA
15.2	Audio or video recordings and transcripts of post earnings/quarterly calls	NA	NA

16	New name and the old name of the listed entity	NA	NA
17	Advertisements as per regulation 47 (1)	Yes	www.jgchem.com
18	Credit rating or revision in credit rating obtained	Yes	www.jgchem.com
19	Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	Yes	www.jgchem.com
20	Secretarial Compliance Report	NA	NA
21	Materiality Policy as per Regulation 30 (4)	Yes	www.jgchem.com
22	Disclosure of contact details of KMP who are authorized for the purpose of determining materiality as required under regulation 30(5)	Yes	www.jgchem.com
23	Disclosures under regulation 30(8)	NA	NA
24	Statements of deviation(s) or variations(s) as specified in regulation 32	NA	NA
25	Dividend Distribution policy as per Regulation 43A(1)	Yes	www.jgchem.com
26	Annual return as provided under section 92 of the Companies Act, 2013	Yes	www.jgchem.com
27	Confirmation that the above disclosures are in a separate section as specified in regulation 46(2)	Yes	www.jgchem.com
28	Compliance with regulation 46(3) with respect to accuracy of disclosures on the website and timely updating	Yes	www.jgchem.com

Annexure II

II. Annual Affirmations

Particulars	Regulation Number	Compliance status (Yes/No/NA)
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(1C), 17(1D) & 17(1E)	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	17A	Yes
Composition of Audit Committee	18(1)	Yes
Meeting of Audit Committee	18(2)	Yes
Role of Audit Committee and information to be reviewed by the audit committee	18(3)	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
Role of Nomination and Remuneration Committee	19(4)	Yes
Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	Yes
Meeting of Stakeholders Relationship Committee	20(3A)	Yes
Role of Stakeholders Relationship Committee	20(4)	Yes
Composition and role of risk management committee	21(1),(2),(3),(4)	Yes
Meeting of Risk Management Committee	21(3A)	Yes
Quorum of Risk Management Committee meeting	21(3B)	Yes
Gap between the meetings of the Risk Management Committee	21(3C)	Yes
Vigil Mechanism	22	Yes
Policy for related party Transaction	23(1), (1A), (5), (6), & (8)	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)	Yes
Disclosure of related party transactions on consolidated basis	23(9)	Yes
Composition of Board of Directors of unlisted material Subsidiary	24(1)	Yes
Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	Yes
Alternate Director to Independent Director	25(1)	NA
Maximum Tenure	25(2)	NA

Appointment, Re-appointment or removal of an Independent Director through special resolution or the alternate mechanism	25(2A)	Yes
Meeting of independent directors	25(3) & (4)	Yes
Familiarization of independent directors	25(7)	Yes
Declaration from Independent Director	25(8) & (9)	Yes
Directors and Officers insurance	25(10)	Yes
Confirmation with respect to appointment of Independent Directors who resigned from the listed entity	25(11)	NA
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
Approval of the Board and shareholders for compensation or profit sharing in connection with dealings in the securities of the listed entity	26(6)	Yes
Vacancies in respect Key Managerial Personnel	26A(1) & 26A(2)	Yes

Annexure II		
III. Affirmations		
Sr	Particulars	Compliance status (Yes/No/NA)
1	The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied	Yes

Additional Half yearly Disclosure

Applicability of disclosure: Not Applicable

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 (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

(D) Additional Information

Affirmations	Compliance Status
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.	NA

Name
Designation
Place
Date

This report was placed before the Board of Directors in their meeting held on May 08, 2024.

Name : Swati Poddar

Designation : Company Secretary & Compliance Officer