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# BSL Ltd.

REGD. OFFICE : 26, Industrial Area,  
Gandhi Nagar, BHILWARA-311 001 (Rajasthan) INDIA  
Tel. : (91 1482) 245000, Website : www.bslltd.com  
E-mail :accounts@bslsuitings.com  
C.I.N. : L24302RJ1970PLC002266



## COMPLIANCE REPORT ON CORPORATE GOVERNANCE

Name of Listed Entity : BSL LTD.

Quarter Ending : 31<sup>ST</sup> DECEMBER, 2023

### I. COMPOSITION OF BOARD OF DIRECTORS

Title (Mr./Ms)	Name of the Director	PAN & DIN	Category (Chairperson/Executive/Non-Executive/independent/Nominee)	Date of Birth (dd.mm.yy)	Initial date of Appointment (dd.mm.yy)	Date of Appointment in the current term /cessation (dd.mm.yy)	Tenure (in months)
Mr.	Arun Kumar Churiwal	ACTPC0401E 00001718	Chairperson – Executive (Chairman)	15.05.1950	04.11.1977	01.09.2021	--
Mr.	Nivedan Churiwal	ACKPC3738M 00001749	Executive (Managing Director)	17.07.1975	26.07.1997	26.07.2021	--
Mr.	Ravi Jhunjhunwala	AAGPJ0739D 00060972	Non-Executive	28.10.1955	16.10.1993	--	--
Mr.	Shekhar Agarwal	AAEPA6590M 00066113	Non-Executive	09.10.1952	23.05.2002	--	--
Mr.	Amar Nath Choudhary	ABVPC0060A 00587814	Independent	06.03.1944	30.07.2009	12.09.2019	111.12
Mr.	Sushil Jhunjhunwala	AFLPJ5326G 00082461	Independent	23.08.1950	19.12.2000	12.09.2019	111.12
Mr.	G.P. Singhal	AGAPS8224Q 00331849	Independent	04.09.1948	26.09.2014	12.09.2019	111.05
Mrs.	Abhilasha Mimani	AERPM1839E 06932590	Independent	08.01.1973	02.08.2014	12.09.2019	112.30
Mr.	Jagdish Chandra Laddha	AADPL6272E 00118527	Independent	12.12.1949	10.02.2020	10.02.2020	46.20
Mr.	Praveen Kumar Jain	ACYPJ2779D 09196198	Executive	03.09.1965	07.06.2021	-	-
Mr.	Hemant Kamala Jalan	ACPPJ5024Q 00080942	Independent	23.08.1957	06.11.2023	06.11.2023	1.25
Mrs.	Aarti B Aggarwal	ACWPA6134H 00152346	Independent	30.08.1964	06.11.2023	06.11.2023	1.25
Mr.	Avinash Todi	AFXPT3491G 01970390	Independent	29.05.1987	06.11.2023	06.11.2023	1.25
Mr.	Kunal Jhunjhunwala	ACJPJ8706B 00752437	Independent	31.08.1976	01.12.2023	01.12.2023	1
Whether listed entity has a Regular chairperson							Yes
Whether Chairman is related to MD and CEO							Yes





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I. COMPOSITION OF BOARD OF DIRECTORS									
Title (Mr./ Ms)	Name of the Director	Whether special resolution passed? & Date	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)	Memberships in Committees of the Company	Whether the director is disqualified?	Current status
Mr.	Arun Kumar Churiwal	NA	3	0	4	1	SC	No	Active
Mr.	Nivedan Churiwal	NA	1	0	1	0	SC	No	Active
Mr.	Ravi Jhunjhunwala	NA	6	2	6	2	SC	No	Active
Mr.	Shekhar Agarwal	NA	5	0	4	0	AC, NRC	No	Active
Mr.	Amar Nath Choudhary	YES 10.04.2019	2	2	3	2	AC, SC	No	Active
Mr.	Sushil Jhunjhunwala	NA	2	1	2	0	AC, NRC	No	Active
Mr.	Giriraj Prasad Singhal	YES 12.09.2019	1	1	0	0		No	Active
Mrs.	Abhilasha Mimani	NA	1	1	0	0		No	Active
Mr.	Jagdish Chandra Laddha	Yes 29.09.2020	3	3	3	2	AC, NRC	No	Active
Mr.	Praveen Kumar Jain	NA	1	0	0	0	-	No	Active
Mr.	Hemant Kamala Jalan	NA	2	1	2	0	-	No	Active
Mrs.	Aarti B Aggarwal	NA	1	1	0	0	-	No	Active
Mr.	Avinash Todi	NA	1	1	0	0	-	No	Active
Mr.	Kunal Jhunjhunwala	NA	1	1	0	0	-	No	Active

## II. COMPOSITION OF COMMITTEES

### a. AUDIT COMMITTEE

Sr. No.	Name of the Director	Category	Chairperson/ Membership	Appointment Date	Cessation Date
1	AMAR NATH CHOUDHARY	ID	Chairperson	02-Feb-2011	-
2	SHEKHAR AGARWAL	NED	Member	30-Jul-2009	-
3	SUSHIL JHUNJHUNWALA	ID	Member	30-Jul-2008	-
4	JAGDISH CHANDRA LADDHA	ID	Member	23-Jun-2020	-
Whether Permanent chairperson appointed			Yes		

*Shubham Jain*  






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## b. STAKEHOLDERS RELATIONSHIP COMMITTEE

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	ARUN KUMAR CHURIWAL	ED	Member	23-Apr-2014	-
2	RAVI JHUNJHUNWALA	NED	Member	23-Apr-2014	-
3	NIVEDAN CHURIWAL	ED	Member	11-Aug-2016	-
4	AMAR NATH CHOUDHARY	ID	Chairperson	02-Aug-2014	-
Whether Permanent chairperson appointed			Yes		

## c. NOMINATION AND REMUNERATION COMMITTEE

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	JAGDISH CHANDRA LADDHA	ID	Chairperson	23-Jun-2020	-
2	SUSHIL JHUNJHUNWALA	ID	Member	23-Apr-2014	-
3	SHEKHAR AGARWAL	NED	Member	02-Aug-2014	-
Whether Permanent chairperson appointed			Yes		

## III. MEETING OF BOARD OF DIRECTORS

Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	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
09-Aug-2023	Yes	10	8	3
06-Nov-2023	Yes	10	9	4
Maximum gap between any two consecutive (in number of days)		88		

## IV. MEETING OF COMMITTEES

Name of the Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	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)	Number of Independent directors attending the meeting	Number of Members attending the Meeting (Other than Board of Directors)
Audit Committee	09-Aug-2023	Yes	4	3	2	0
Audit Committee	06-Nov-2023	Yes	4	3	2	0
Stakeholders Relationship Committee	09-Aug-2023	Yes	4	4	1	0
Stakeholders Relationship Committee	06-Nov-2023	Yes	4	4	1	0
Nomination & Remuneration Committee	02-Nov-2023	Yes	3	2	1	0
Nomination & Remuneration Committee	24-Nov-2023	Yes	3	2	1	0
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]			88			



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## 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	Yes
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes


## VI. AFFIRMATIONS

- The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.: **Yes**
- The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015
  - Audit Committee: **Yes**
  - Nomination & remuneration committee: **Yes**
  - Stakeholders relationship committee : **Yes**
  - Risk management *committee* (applicable to the top 100 listed entities): **NA**
- 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**
- 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**
- This report and/or the report submitted in the previous quarter has been placed before Board of Directors: **Yes**  
Any comments/observations/advice of Board of Directors may be mentioned here: **NA**

### Details of cyber security incidence

1. 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
2. Date of the Event	
3. Brief details of the event	

For BSL LTD.

  
Shubham Jain  
Company Secretary &  
Compliance Officer

