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BSL Ltd.

REGD. OFFICE : 26, Industrial Area,
Gandhi Nagar, BHILWARA-311 001 (Rajasthan) INDIA
Tel. : (91 1482) 249101-102, 245000

E-mail : accounts@bslsuitings.com, Website : www.bslltd.com
C.I.N. : L2430RJ1970PLC002266



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COMPLIANCE REPORT ON CORPORATE GOVERNANCE

Name of Listed Entity : BSL LTD.

Quarter Ending : 30TH SEPTEMBER, 2022

I. COMPOSITION OF BOARD OF DIRECTORS							
Title (Mr./Ms)	Name of the Director	PAN & DIN	Category (Chairperson/Executive/Non-Executive/Independent/Non-minee)	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	ACTPC0401E00001718	Chairperson – Executive (Chairman)	15.05.1950	04.11.1977	01.09.2021	--
Mr.	Nivedan Churiwal	ACKPC3738M00001749	Executive (Managing Director)	17.07.1975	26.07.1997	26.07.2021	--
Mr.	Ravi Jhunjhunwala	AAGPJ0739D00060972	Non-Executive	28.10.1955	16.10.1993	--	--
Mr.	Shekhar Agarwal	AAEPA6590M00066113	Non-Executive	09.10.1952	23.05.2002	--	--
Mr.	Amar Nath Choudhary	ABVPC0060A00587814	Independent	06.03.1944	30.07.2009	12.09.2019	96
Mr.	Sushil Jhunjhunwala	AFLPJ5326G00082461	Independent	23.08.1950	19.12.2000	12.09.2019	96
Mr.	G.P. Singhal	AGAPS8224Q00331849	Independent	04.09.1948	26.09.2014	12.09.2019	96
Mrs.	Abhilasha Mimi	AERPM1839E06932590	Independent	08.01.1973	02.08.2014	12.09.2019	98
Mr.	Jagdish Chandra Laddha	AADPL6272E00118527	Independent	12.12.1949	10.02.2020	10.02.2020	32
Mr.	Praveen Kumar Jain	ACYPJ2779D09196198	Executive	03.09.1965	07.06.2021	-	
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	3	1	3	1	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

II. COMPOSITION OF COMMITTEES

a. AUDIT COMMITTEE

Sr. No.	Name of the Director	Category	Chairperson/ Membership	Appointment Date	Cessation Date	
1	AMAR NATH CHAODHARY	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				





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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 (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Whether requirement of Quorum met	Total Number of Directors as on date of the meeting	Number of Directors present (All directors including Independent Director)	Number of Independent Directors present
13-May-2022	12-Aug-2022	Yes	10	10	5
Maximum gap between any two consecutive (in number of days)			90		

IV. MEETING OF COMMITTEES

Name of the Committee	Date(s) of meeting of the committee(s) in the previous quarter and in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Total Number of Directors attended the meeting (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	13-May-2022	Yes	4	4	3	0
Audit Committee	12-Aug-2022	Yes	4	4	3	0
Nomination & Remuneration Committee	13-May-2022	Yes	3	3	2	0
Nomination & Remuneration Committee	12-Aug-2022	Yes	3	3	2	0
Stakeholders	13-May-2022	Yes	4	4	1	0





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Relationship Committee						
Stakeholders Relationship Committee	12-Aug-2022	Yes	4	4	1	0
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]						90

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**

For BSL LTD.

Aanchal Patni
Aanchal Patni

Company Secretary &
Compliance Officer





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Relationship Committee						
Stakeholders Relationship Committee	12-Aug-2022	Yes	4	4	1	0
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]						90

V. RELATED PARTY TRANSACTIONS

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VI. AFFIRMATIONS

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 - Audit Committee: **Yes**
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- 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**

For BSL LTD.

Aanchal Patni
Aanchal Patni

**Company Secretary &
Compliance Officer**





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ANNEXURE III

COMPLIANCE REPORT ON CORPORATE GOVERNANCE

I AFFIRMATIONS		
Broad heading	Regulation Number	Compliance status (Yes/No/NA)
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 Stakeholder Relationship committee at the annual general meeting	20(3)	Yes
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes
<p>For BSL LTD.</p>   <p>CS Aanchal Patni Company Secretary & Compliance Officer</p>		





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ANNEXURE IV

Additional Half Year Disclosure

Applicability of Disclosure	Not Applicable
Reason of Non Applicability	The Company do not give any loans/ guarantees/ comfort letters (by whatever name called) directly or indirectly to any promoter, promoter group, Directors, KMP and its relatives.


(A) Any loan or any other form of debt advanced by the listed entity directly or indirectly to

Aggregate amount advanced during six months				Balance outstanding at the end of six months			
Promoter or any other entity controlled by them	Promoter Group or any other entity controlled by them	Directors (including relatives) or any other entity controlled by them	KMPs or any other entity controlled by them	Promoter or any other entity controlled by them	Promoter Group or any other entity controlled by them	Directors (including relatives) or any other entity controlled by them	KMPs or any other entity controlled by them
Not Applicable							

(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	Not Applicable	Not Applicable
Promoter Group or any other entity controlled by them			
Directors (including relatives) or any other entity controlled by them			
KMPs or any other entity controlled by them			

(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
			





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Promoter or any other entity controlled by them	Not Applicable
Promoter Group or any other entity controlled by them	
Directors (including relatives) or any other entity controlled by them	
KMPs or any other entity controlled by them	

(D) If the Listed Entity would like to provide any other information the same may be indicated here

Not Applicable

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: **NA**

For BSL LTD.




CS Aanchal Patni
Company Secretary &
Compliance Officer



Tested for harmful substances
according to Oeko-Tex® Standard 100
No. 09.HIN.68375 Hohenstein