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BSL Ltd.

REGD. OFFICE : 26, Industrial Area,
Gandhi Nagar, BHILWARA - 311 001 (Rajasthan) INDIA
Tel. : (91-1482) 249101,(2 Lines) 245000
E-mail : accounts@bslsuitings.com, Website: www.bslltd.com
C.I.N.: L24302RJ1970PLC002266



ANNEXURE I

COMPLIANCE REPORT ON CORPORATE GOVERNANCE

Name of Listed Entity : BSL LTD.

Quarter Ending : 30th SEPTEMBER, 2019

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	ACTPC0401E 00001718	Chairperson – Executive MD	16.05.1950	04.11.1977	01.09.2017	--
Mr.	Nivedan Churiwal	ACKPC3738M 00001749	Executive	17.07.1975	26.07.1997	26.07.2017	--
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	60
Mr.	Sushil Jhunjhunwala	AFLPJ5326G 00082461	Independent	23.08.1950	19.12.2000	12.09.2019	60
Mr.	G.P. Singhal	AGAPS8224Q 00331849	Independent	04.09.1948	26.09.2014	12.09.2019	60
Mrs.	Abhilasha Mimani	AERPM1839E 06932590	Independent	08.01.1973	02.08.2014	12.09.2019	62
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	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)	Membersh ip in Committees of the Company
Mr.	Arun Kumar Churiwal	3	0	4	1	SC, CSR
Mr.	Nivedan Churiwal	1	0	1	0	SC, CSR
Mr.	Ravi Jhunjhunwala	6	2	6	2	SC
Mr.	Shekhar Agarwal	5	0	4	0	AC, NRC
Mr.	Amar Nath Choudhary	2	2	3	2	AC, SC, NRC, CSR
Mr.	Sushil Jhunjhunwala	3	1	3	1	AC, NRC
Mr.	G.P. Singhal	1	1	1	0	AC, NRC
Mrs.	Abhilasha Mimani	1	1	0	0	-

II. COMPOSITION OF COMMITTEES

a. AUDIT COMMITTEE

Sr. No.	Name of the Director	Category	Chairperson/Membe rship	Appointment Date	Cessation Date	
1	G. P. SINGHAL	ID	Member	11-Nov-2014	-	
2	SUSHIL JHUNJHUNWALA	ID	Member	30-Jul-2008	-	
3	SHEKHAR AGARWAL	NED	Member	30-Jul-2009	-	
4	AMAR NATH CHOUDHARY	ID	Chairperson	02-Feb-2011	-	
Whether Permanent chairperson appointed		Yes				

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				



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c. NOMINATION AND REMUNERATION COMMITTEE

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	GIRIRAJ PRASAD SINGHAL	ID	Member	11-Aug-2016	
2	SHEKHAR AGARWAL	NED	Member	02-Aug-2014	
3	AMAR NATH CHOUDHARY	ID	Member	23-Apr-2014	
4	SUSHIL JHUNJHUNWALA	ID	Chairperson	23-Apr-2014	
Whether Permanent chairperson appointed		Yes			

d. CORPORATE SOCIAL RESPONSIBILITY COMMITTEE

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	ARUN KUMAR CHURIWAL	ED	Chairperson	23-Apr-2014	-
3	NIVEDAN CHURIWAL	ED	Member	23-Apr-2014	-
4	AMAR NATH CHOUDHARY	ID	Member	23-Apr-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	Maximum gap between any two consecutive (in number of days)
16- May-2019	14-Aug-2019	89 Days
No. of Directors Present – For the meeting : 16/05/2019 For the meeting : 14/08/2019	8 Directors 6 Directors	
No. of Independent Directors attending the meeting - For the meeting : 16/05/2019 For the meeting : 14/08/2019	4 Independent Directors 4 Independent Directors	

IV. MEETING OF COMMITTEES

Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days*
Audit Committee (14-Aug-2019) No. of Directors Present – 3 No. of Independent Directors attending the meeting – 3	Yes	16-May-2019 No. of Directors Present – 4 No. of Independent Directors attending the meeting - 3	89 Days
Stakeholders Relationship Committee (14-Aug-2019) No. of Directors Present – 3 No. of Independent Directors attending the meeting – 1	Yes	16-May-2019 No. of Directors Present – 4 No. of Independent Directors attending the meeting – 1	89 Days

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CSR Committee (14-Aug-2019) No. of Directors Present – 3 No. of Independent Directors attending the meeting - 1	Yes	16-May-2019 No. of Directors Present – 3 No. of Independent Directors attending the meeting - 1	89 Days
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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**

For BSL LTD.


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)	The chairperson of Audit Committee Shri Amar Nath Choudhary has authorised Shri Giriraj Prasad Singhal, member of the Committee to present at AGM on his behalf.
Presence of Chairperson of the nomination and remuneration committee at the Annual General Meeting	19(3)	The chairperson of Nomination and Remeneration Committee Shri Sushil jhunhunwala has authorised Shri Giriraj Prasad Singhal, member of the Committee to present at AGM on his behalf.
Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	The chairperson of Stakeholder Relationship Committee Shri Amar Nath Choudhary has authorised Shri Nivedan Churiwal, member of the Committee to present at AGM on his behalf.
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes
<p>Note:</p> <ol style="list-style-type: none"> In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated. If status is "No" details of non-compliance may be given here. If the Listed Entity would like to provide any other information the same may be indicated here. 		
<p>For BSL LTD.</p> <p> Anand Pathi Company Secretary & Compliance Officer</p> <p></p>		

