

# Corporate Governance

General information about company	
Scrip Code	503806
NSE Symbol	SRF
MSEI Symbol	NOTLISTED
ISIN	INE647A01010
Name of the entity	SRF Limited
Date of start of financial year	01-APR-2024
Date of end of financial year	31-MAR-2025
Reporting Quarter	Half Yearly
Date of Report	30-Sep-2024
Risk management committee	Applicable

## 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																										
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)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether the	Start Date of	End Date of	Details of disqu	Cu rre nt	Whether special resolutio	Date of passing	Initial Date of	Date of Re-appoint	Date of cess	Ten ure of	No of Directorship	No of Independent	Number of member	No of post of Chairpers	Re ason	Not es	N otes

	/ Ms)							direct or is disqualified?	disqualification	disqualification	alification	status	n passed? [Refer Reg. 17(1A) of Listing Regulations]	special resolution	appointment	ntment	ation	director (in months)	in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	Directorship in listed entities including this listed entity [with reference to proviso to regulation 17A(1) & 17A(2)]	ships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	on in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	for Cessation	not providing PAN	for not providing DIN
1	Mr.	Ashish Bharat Ram	00671567	Executive Director	Chairperson related to Promoter	MD	31-Dec-1968	No				Active	NA		23-May-2005	23-May-2020			4	1	3	1			
2	Mr.	Kartik Bharat Ram	00008557	Executive Director	Not Applicable	MD	04-Jul-1971	No				Active	NA		19-May-2006	01-Jun-2021			2	0	2	0			
3	Mr.	Vellayan Subbiah	01138759	Non-Executive - Non Independent Director	Not Applicable		07-Aug-1969	No				Active	NA		01-May-2012	10-May-2022			5	0	3	1			
4	Mr.	Pramod Gopaldas Gujarathi	00418958	Executive Director	Not Applicable		25-Jun-1952	No				Active	NA		01-Apr-2017	01-Apr-2023			2	1	1	0			
5	Mr.	Puneet Yadu Dalmia	00022633	Non-Executive - Independent Director	Not Applicable		15-Oct-1972	No				Active	NA		01-Apr-2019	01-Apr-2024		66	4	3	1	0			
6	Mr.	Yash Gupta	00299621	Non-Executive - Independent Director	Not Applicable		04-Jul-1968	No				Active	NA		01-Apr-2019	01-Apr-2024		66	2	1	3	0			

7	Mr.	Raj Kumar Jain	01741527	Non-Executive - Independent Director	Not Applicable		02-Mar-1959	No				Ac tive	NA		09-May-2022	09-May-2022	29	3	3	4	1				
8	Mrs.	Bharti Gupta Ramola	00356188	Non-Executive - Independent Director	Not Applicable		21-Oct-1958	No				Ac tive	NA		04-Feb-2019	04-Feb-2024	69	3	3	2	1				
9	Mrs.	Ira Gupta	07517101	Non-Executive - Independent Director	Not Applicable		09-Mar-1975	No				Ac tive	NA		01-Apr-2024	01-Apr-2024	6	1	1	0	0				
10	Mr.	Vineet Agarwal	00380300	Non-Executive - Independent Director	Not Applicable		16-Sep-1973	No				Ac tive	NA		01-Apr-2024	01-Apr-2024	6	4	3	5	0				

### Annexure 1

#### II. Composition of Committees

Disclosure of notes on composition of committees explanatory

#### 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	00356188	Bharti Gupta Ramola	Non-Executive - Independent Director	Chairperson	01-Apr-2019		
2	01741527	Raj Kumar Jain	Non-Executive - Independent Director	Member	10-May-2022		
3	00299621	Yash Gupta	Non-Executive - Independent Director	Member	01-Apr-2024		

**Nomination and remuneration committee**

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	00022633	Puneet Yadu Dalmia	Non-Executive - Independent Director	Chairperson	01-Apr-2019		
2	07517101	Ira Gupta	Non-Executive - Independent Director	Member	01-Apr-2024		
3	00380300	Vineet Agarwal	Non-Executive - Independent Director	Member	01-Apr-2024		

**Stakeholders Relationship Committee**

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	01741527	Raj Kumar Jain	Non-Executive - Independent Director	Chairperson	01-Apr-2024		
2	00671567	Ashish Bharat Ram	Executive Director	Member	20-Jul-2007		
3	00008557	Kartik Bharat Ram	Executive Director	Member	20-Jul-2007		

**Risk Management Committee**

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	00671567	Ashish Bharat Ram	Executive Director	Chairperson	01-Apr-2019		
2	00008557	Kartik Bharat Ram	Executive Director	Member	01-Apr-2019		
3	00356188	Bharti Gupta Ramola	Non-Executive - Independent Director	Member	01-Apr-2019		

**Annexure 1**

III. Meeting of Board of Directors							
Disclosure of notes on meeting of board of directors explanatory							
Sr	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)	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*
1	07-May-2024			true	10	7	4
2	23-Jul-2024	76		true	10	10	6

**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	07-May-2024				true	3	2	2	0
2	Audit Committee	23-Jul-2024	76			true	3	3	3	0
3	Stakeholders Relationship Committee	10-Apr-2024				true	3	2	1	0
4	Stakeholders Relationship Committee	24-Apr-2024	13			true	3	3	1	0
5	Stakeholders Relationship Committee	14-May-2024				true	3	3	1	0
6	Stakeholders Relationship Committee	28-Aug-2024				true	3	3	1	0
7	Stakeholders Relationship Committee	26-Sep-2024				true	3	2	0	0
8	Risk Management Committee	16-May-2024				true	3	3	1	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	NA	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	

Disclosure of notes on related party transactions

Disclosure of notes of material transaction with related party

**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

Other details of cyber security incidence or breaches or loss of data event

Number of cyber security incidence or breaches or loss of data event occurred during the quarter

Sr	Date of the event	Brief details of the event
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**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.	Yes
9	Any comments/observations/advice of Board of Directors may be mentioned here:	

### Annexure III

#### III. Affirmations

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is No details of non-compliance may be given here.
1	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)	0	
2	Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	0	
3	Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	0	
4	Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	0	
5	Disclosure of the Secretarial Audit Report of the listed entity and the material subsidiaries in the Annual Report	24A(1)	0	
6	Submission of Annual Secretarial Compliance Report	24A(2)	0	
7	Whether 'Corporate Governance Report' disclosed in Annual Report	34(3) read with para C of Schedule V	0	
Any other information to be provided				

### Annexure 1

Sr	Subject	Compliance status
1	Name of signatory	Rajat Lakhanpal
2	Designation	Company Secretary and Compliance Officer

**Additional Half yearly Disclosure**

Applicability of disclosure	Applicable		
Reason for Non Applicability			
<b>I. Disclosure of Loans/ guarantees/comfort letters /securities etc.refer note below</b>			
(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	0	0	
Promoter Group or any other entity controlled by them	0	0	
Directors (including relatives) or any other entity controlled by them	0	0	
KMPs or any other entity controlled by them	0	0	
<b>(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</b>			
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	0	0	0
Promoter Group or any other entity controlled by them	0	0	0
Directors (including relatives) or any other entity controlled by them	0	0	0
KMPs or any other entity controlled by them	0	0	0
<b>(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</b>			
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	0	0	0
Promoter Group or any other entity controlled by them	0	0	0
Directors (including relatives) or any other entity controlled by them	0	0	0
KMPs or any other entity controlled by them	0	0	0
(D) Additional Information			
<b>II. Affirmations</b>			
Affirmations		Compliance Status	Company Remarks
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.		Yes	
Name	Rahul Jain		



Designation	CFO		
Place	Gurugram		
Date	18-Oct-2024		

Annexure III		
1	Name of signatory	Rajat Lakhanpal
2	Designation	CS