

General information about company

Scrp code	517526
NSE Symbol	
MSEI Symbol	
ISIN	INE149C01013
Name of the entity	Indiala Refcon limited
Date of start of financial year	01-04-2021
Date of end of financial year	31-03-2022
Reporting Quarter	Yearly
Date of Report	31-03-2022
Risk management committee	Not Applicable
Market Capitalisation as per immediate previous Financial Year	Any other

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

No

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether special resolution passed? (Refer Reg 17(1A) of Listing Regulations)	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorships in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorships in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations)	Number of memberships in Audit Committee(s) including this listed entity (Refer Regulation 20(1) of Listing Regulations)	No of post of Chairperson in Audit Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 20(1) of Listing Regulations)	Notes for not providing PAN	Notes for not providing DIN
1	Ms.	Sugata Misra	AHGPMS192G	0182616	Executive Director	Not Applicable	MD	24-06-1958	NA	26-06-1993	01-04-2020		24	1	0	0	0			
2	Mr.	Nitin Sheth	ZZZZ9999Z	0250123	Executive Director	Not Applicable	CEO	15-01-1958	NA	26-06-1993	30-09-2021		6	1	0	1	0	Terminal Information(*)		
3	Mr.	Dattatraya Aronker	ADWPA0413G	0713321	Non-Executive - Independent Director	Not Applicable		24-06-1959	Yes	30-12-2020	31-03-2015	01-04-2020	24	1	1	1	1			
4	Mr.	Abhay Dholekar	AGSPD911H	0695776	Non-Executive - Independent Director	Not Applicable		04-05-1954	Yes	30-12-2020	31-03-2015	01-04-2020	24	1	1	1	0			

Audit Committee Details							
Sr	DIN Number	Name of Committee members	Whether the Audit Committee has a Regular Chairperson		Yes		
			Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	07132214	Dattatraya Amonkar	Non-Executive - Independent Director	Chairperson	14-08-2015		
2	06957764	Abhay Dadarker	Non-Executive - Independent Director	Member	14-08-2015		
3	02501231	Navin Sheth	Executive Director	Member	16-11-2015		

Nomination and remuneration committee							
Whether the Nomination and remuneration 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	02501231	Navin Sheth	Executive Director	Member	16-11-2021		
2	0713214	Dattatrya Amonker	Non-Executive - Independent Director	Chairperson	14-08-2015		
3	06957764	Abhay Dadarker	Non-Executive - Independent Director	Member	14-08-2015		
4	99999999	Saachi Madhani	Executive Director	Member	16-11-2021		Resuit informati)

Sr Text Block

Textual Information(1)

Company secretary

Stakeholders Relationship Committee							
Sr	DIN Number	Name of Committee members	Whether the Stakeholders Relationship Committee has a Regular Chairperson		Date of Appointment	Date of Cessation	Remarks
			Category 1 of directors	Category 2 of directors			
1	0713214	Dattatraya Amonkar	Non-Executive - Independent Director	Chairperson	14-08-2015		
2	0695764	Abhay Datarkar	Non-Executive - Independent Director	Member	14-08-2015		
3	0250131	Navin Sheth	Executive Director	Member	16-11-2021		

Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility Committee has a Regular Chairperson					No		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks

Annexure 1

Annexure 1							
III. Meeting of Board of Directors							
Disclosure of notes on meeting of board of directors explanatory							
Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Number of Directors present* (All directors including Independent Director)	No. of Independent Directors attending the meeting [†]
1	17-10-2021				Yes	5	2
2	08-11-2021		21		Yes	5	2
3	16-11-2021		7		Yes	4	2
4		13-01-2022	57		Yes	4	2
5		14-02-2022	31		Yes	4	2

Annexure 1

IV: Meeting of Committees								
Sr	Name of Committee	Disclosure of notes on meeting of committees explanatory				Whether requirements of Quorum met (Yes/No)	Number of Directors present* (All directors including Independent Director)	No. of Independent Directors attending the meeting*
		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			
1	Audit Committee	08-11-2021				Yes	3	2
2	Audit Committee	14-02-2022	97			Yes	3	2

Annexure 1		
V. Related Party Transactions		
Sr	Subject	Compliance status (Yes/No/NA)
1	Whether prior approval of audit committee obtained	NA
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	NA

If status is "No" details of non-compliance may be given here.

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 500 listed entities)	NA
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

Annexure 1

Sr	Subject	Compliance status
1	Name of signatory	SIJATA MITAL
2	Designation	Managing Director

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	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Details of business	Yes	www.ohminditalia.com
2	Terms and conditions of appointment of independent directors	Yes	www.ohminditalia.com
3	Composition of various committees of board of directors	Yes	www.ohminditalia.com
4	Code of conduct of board of directors and senior management personnel	Yes	www.ohminditalia.com
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes	www.ohminditalia.com
6	Criteria of making payments to non-executive directors	Yes	www.ohminditalia.com
7	Policy on dealing with related party transactions	Yes	www.ohminditalia.com
8	Policy for determining "material" subsidiaries	NA	
9	Details of familiarization programmes imparted to independent directors	Yes	www.ohminditalia.com

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	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		www.ohminditalia.com
11	email address for grievance redressal and other relevant details	Yes		www.ohminditalia.com
12	Financial results	Yes		www.ohminditalia.com
13	Shareholding pattern	Yes		www.ohminditalia.com
14	Details of agreements entered into with the media companies and/or their associates	Yes		www.ohminditalia.com
15	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		
16	New name and the old name of the listed entity	NA		
17	Advertisements as per regulation 47 (1)	NA		
18	Credit rating or revision in credit rating obtained	NA		
19	Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	NA		
20	Whether company has provided information under separate section on its website as per Regulation 46C	Yes		www.ohminditalia.com
21	Materiality Policy as per Regulation 30	Yes		www.ohminditalia.com
22	Dividend Distribution policy as per Regulation 43A (as applicable)	NA		
23	It is certified that these contents on the website of the listed entity are correct	Yes		www.ohminditalia.com

Annexure II

II. Annual Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	yes	
2	Board composition	17(1) & 17(1A) & 17(1B)	Yes	
3	Meeting of Board of directors	17(2)	Yes	
4	Quorum of Board meeting	17(2A)	yes	
5	Review of Compliance Reports	17(3)	yes	
6	Plans for orderly succession for appointments	17(4)	yes	
7	Code of Conduct	17(5)	yes	
8	Fees/compensation	17(6)	yes	
9	Minimum Information	17(7)	yes	
10	Compliance Certificate	17(8)	yes	

Annexure II

II. Annual Affirmations			
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)
			If status is "No" details of non-compliance may be given here.
11	Risk Assessment & Management	17(9)	NA
12	Performance Evaluation of Independent Directors	17(10)	yes
13	Recommendation of Board	17(11)	yes
14	Maximum number of Directorships	17A	yes
15	Composition of Audit Committee	18(1)	yes
16	Meeting of Audit Committee	18(2)	yes
17	Composition of nomination & remuneration committee	19(1) & (2)	yes
18	Quorum of Nomination and Remuneration Committee meeting	19(2A)	yes
19	Meeting of Nomination and Remuneration Committee	19(3A)	yes
20	Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	yes

Annexure II

II. Annual Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
21	Meeting of Stakeholders Relationship Committee	20(3A)	yes	
22	Composition and role of risk management committee	21(1),(2),(3),(4)	NA	
23	Meeting of Risk Management Committee	21(3A)	NA	
24	Vigil Mechanism	22	yes	
25	Policy for related party Transaction	23(1),(A),(5),(6),(7) & (8)	yes	
26	Prior or Omnibus approval of Audit Committee for all related party transactions	23(C), (3)	yes	
27	Approval for material related party transactions	23(4)	NA	
28	Disclosure of related party transactions on consolidated basis	23(9)	NA	
29	Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA	
30	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	NA	

Annexure II

II. Annual Affirmations			
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA) If status is "No" details of non-compliance may be given here.
31	Annual Secretarial Compliance Report	24(A)	yes
32	Alternate Director to Independent Director	25(1)	NA
33	Maximum Tenure	25(2)	yes
34	Meeting of independent directors	25(3) & (9)	yes
35	Familiarization of independent directors	25(7)	yes
36	Declaration from Independent Director	25(8) & (9)	yes
37	D & O Insurance for Independent Directors	25(10)	yes
38	Memberships in Committees	26(1)	yes
39	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	yes
40	Disclosure of Shareholding by Non-Executive Directors	26(4)	yes
41	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	yes
	Any other information to be provided - Add Notes		

Annexure II		
1	Name of signatory	SUJATA MITAL
2	Designation	Managing Director

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	NA
	Any other information to be provided	

Annexure II		
1	Name of signatory	SUJATA MITAL
2	Designation	Managing Director

Additional Half yearly Disclosure			
Applicability of disclosure	Applicable		
Reason for Non Applicability	Textual Information(1)		
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	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) 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	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
(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	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			Textual Information(2)
II. Affirmations			
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	Textual Information(3)
Name	NAVIN SHETHI		
Designation	CFO		
Place	MUMBAI		
Date	31-03-2022		

Signatory Details

Name of signatory	SUJATA MITAL
Designation of person	Managing Director
Place	MUMBAI
Date	31-03-2022

