

PILANI INVESTMENT AND INDUSTRIES CORPORATION LIMITED  
CORPORATE GOVERNANCE REPORT FOR THE  
QUARTER ENDED 30TH JUNE 2022

**General information about company**

Scrip code	539883
NSE Symbol	PILANIINVS
MSEI Symbol	NOTLISTED
ISIN	INE417C01014
Name of the entity	PILANI INVESTMENT AND INDUSTRIES CORPORATION LIMITED
Date of start of financial year	01-04-2022
Date of end of financial year	31-03-2023
Reporting Quarter	Quarterly
Date of Report	30-06-2022
Risk management committee	Applicable
Market Capitalisation as per immediate previous Financial Year	Top 1000 listed entities

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## 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		Add Notes																		
Whether the listed entity has a Regular Chairperson		Yes																		
Whether Chairperson is related to MD or CEO		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 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)	Notes for not providing PAN	Notes for not providing DIN
Add		Delete																		
1	Mrs	RAJASHREE BIRLA	AAPB1583L	00022995	Non-Executive - Non Independent Director	Chairperson		15-09-1945	Yes	11-09-2020	27-08-2018	11-09-2020			6	0	0	0		
2	Mr	DEVENDRA KUMAR MANTRI	AIDPM1867C	00075664	Non-Executive - Non Independent Director	Not Applicable		11-10-1956	NA		14-11-2019	11-09-2020			1	0	1	1		
3	Mr	ANSHUMAN VIKRAM JALAN	ACRP17082L	01455782	Non-Executive - Non Independent Director	Not Applicable		01-12-1976	NA		30-10-2008	16-09-2021			2	0	2	0		
4	Mr	ARUN KUMAR KOTHARI	AFLPK3831P	00051900	Non-Executive - Independent Director	Not Applicable		10-07-1953	NA		25-07-2016	25-07-2021		71	3	1	6	1		
5	Mr	GIRIRAJ MAHESWARI	AHOPM3028M	00796252	Non-Executive - Independent Director	Not Applicable		06-05-1980	NA		17-04-2019	17-04-2019		38	2	2	3	0		
6	Mr	YAZDI PIROJ DANDIWALA	AACP00318G	01055000	Non-Executive - Independent Director	Not Applicable		10-11-1950	NA		17-04-2019	17-04-2019		38	3	3	5	1		
7	Mrs	VANITA BHARGAVA	AFAPB8846A	07156852	Non-Executive - Independent Director	Not Applicable		01-03-1974	NA		10-07-2019	10-07-2019		35	4	4	6	0		

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## Annexure 1

## II. Composition of Committees

Disclosure of notes on composition of committees explanatory

Add Notes

For this quarter kindly note the following points:

1. Date of Appointment and Date of Cessation (if applicable) must be mandatorily filled for every Committee.
2. Date of Appointment can be any day upto September 30, 2021.
3. Date of Cessation must be for the current quarter only, i.e. July 1,2021 to September 30,2021

Note: Please enter DIN. After entering DIN, Name of Committee members and Category 1 of Directors shall be prefilled automatically

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	00051900	ARUN KUMAR KOTHARI	Non-Executive - Independent Director	Chairperson	01-11-2019		
2	01455782	ANSHUMAN VIKRAM JALAN	Non-Executive - Non Independent Director	Member	30-10-2008		
3	00796252	GIRIRAJ MAHESWARI	Non-Executive - Independent Director	Member	30-05-2019		
4	01055000	YAZDI PIROJ DANDIWALA	Non-Executive - Independent Director	Member	01-11-2019		
5	07156852	VANITA BHARGAVA	Non-Executive - Independent Director	Member	01-11-2019		
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Note: Please enter DIN. After entering DIN, Name of Committee members and Category 1 of Directors shall be prefilled automatically

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	00051900	ARUN KUMAR KOTHARI	Non-Executive - Independent Director	Chairperson	14-11-2019		
2	01455782	ANSHUMAN VIKRAM JALAN	Non-Executive - Non Independent Director	Member	14-02-2014		
3	00796252	GIRIRAJ MAHESWARI	Non-Executive - Independent Director	Member	30-05-2019		
4	01055000	YAZDI PIROJ DANDIWALA	Non-Executive - Independent Director	Member	14-11-2019		
5	07156852	VANITA BHARGAVA	Non-Executive - Independent Director	Member	14-11-2019		
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Note: Please enter DIN. After entering DIN, Name of Committee members and Category 1 of Directors shall be prefilled automatically

Stakeholders Relationship Committee							
Whether the Stakeholders Relationship 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	00075664	DEVENDRA KUMAR MANTRI	Non-Executive - Non Independent Director	Chairperson	14-11-2019		
2	00051900	ARUN KUMAR KOTHARI	Non-Executive - Independent Director	Member	11-08-2016		
3	01455782	ANSHUMAN VIKRAM JALAN	Non-Executive - Non Independent Director	Member	13-08-2014		
4	00796252	GIRIRAJ MAHESWARI	Non-Executive - Independent Director	Member	30-05-2019		
5	01055000	YAZDI PIROJ DANDIWALA	Non-Executive - Independent Director	Member	14-11-2019		
6	07156852	VANITA BHARGAVA	Non-Executive - Independent Director	Member	14-11-2019		
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Risk Management Committee							
Whether the Risk Management 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	00075664	DEVENDRA KUMAR MANTRI	Non-Executive - Non Independent Director	Chairperson	14-11-2019		
2	00051900	ARUN KUMAR KOTHARI	Non-Executive - Independent Director	Member	11-08-2016		
3	01455782	ANSHUMAN VIKRAM JALAN	Non-Executive - Non Independent Director	Member	14-11-2019		
4	00796252	GIRIRAJ MAHESWARI	Non-Executive - Independent Director	Member	14-11-2019		
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Shri Rajendra Prasad Pansari, Chief Executive Officer and Shri Jayant Kumar Singhania, Chief Financial Officer are also the members of the Risk Management Committee of the Company with effect from 14-02-2017 and 14-11-2019 respectively.

Note: Please enter DIN. After entering DIN, Name of Committee members and Category 1 of Directors shall be prefilled automatically

Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility 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	00022995	RAJASHREE BIRLA	Non-Executive - Non Independent Director	Chairperson	30-05-2019		
2	00075664	DEVENDRA KUMAR MANTRI	Non-Executive - Non Independent Director	Member	15-09-2020		
3	00051900	ARUN KUMAR KOTHARI	Non-Executive - Independent Director	Member	30-05-2017		
4	01455782	ANSHUMAN VIKRAM JALAN	Non-Executive - Non Independent Director	Member	30-05-2017		
5	00796252	GIRIRAJ MAHESWARI	Non-Executive - Independent Director	Member	30-05-2019		
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**Annexure 1**

**III. Meeting of Board of Directors**

Disclosure of notes on meeting of board of directors explanatory

**Add Notes**

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)	Number of Directors present* (All directors including Independent Director)	No. of Independent Directors attending the meeting*
<p align="center"><b>Add</b>   <b>Delete</b></p>						
1	09-02-2022			Yes	6	3
2	27-05-2022	106		Yes	5	3

**Annexure 1**

**IV. Meeting of Committees**

Disclosure of notes on meeting of committees explanatory

**Add Notes**

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)	Number of Directors present* (All directors including Independent Director)	No. of Independent Directors attending the meeting*
1	Audit Committee	09-02-2022				Yes	3	2
2	Audit Committee	27-05-2022	106			Yes	3	3
3	Nomination and remuneration committee	09-02-2022				Yes	3	3
4	Nomination and remuneration committee	27-05-2022				Yes	3	3
5	Corporate Social Responsibility Committee	09-02-2022				Yes	5	2
6	Risk Management Committee	04-02-2022				Yes	4	2
7	Stakeholders Relationship Committee	09-02-2022				Yes	5	3

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At the Risk Management committee meeting held on 04.02.2022 Shri R. P. Pansari, Chief Executive Officer and Shri J. K. Singhania, Chief Financial Officer of the Company, who also are the members of the aforesaid Committee were present at the meeting.

**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	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	
<b>Disclosure of notes on related party transactions</b>			<a href="#" style="background-color: #c00000; color: white; padding: 5px 15px; border-radius: 5px;">Add Notes</a>
<b>Disclosure of notes of material transaction with related party</b>			<a href="#" style="background-color: #c00000; color: white; padding: 5px 15px; border-radius: 5px;">Add Notes</a>

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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 <b>a. Audit Committee</b>	Yes
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. <b>b. Nomination &amp; remuneration committee</b>	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. <b>c. Stakeholders relationship committee</b>	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. <b>d. Risk management committee (applicable to the top 500 listed entities)</b>	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	<b>Any comments/observations/advice of Board of Directors may be mentioned here:</b>	<a href="#">Add Notes</a>

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This Report will be placed in the next meeting of the Board of Directors of the Company. The previous quarter report was placed before the Board of Directors.

Annexure 1		
Sr	Subject	Compliance status
1	Name of signatory	R S KASHYAP
2	Designation	Company Secretary and Compliance Officer

### Signatory Details

Name of signatory	R S KASHYAP
Designation of person	Company Secretary and Compliance Officer
Place	KOLKATA
Date	13-07-2022

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