

**Name of the Listed Entity: Electricals and Electronics (India) Limited**  
**Quarter ending: 31st March, 2024**

|   |  |  |
|---|--|--|
| <b>I. Composition of Board of Directors</b> |  |  |
|---|--|--|

**Whether Listed Entity has regular Chairperson(Yes/No)**

**Whether Chairperson is related to MD or CEO(Yes/No)**

| Title (Mr./ Ms) | Name of the Director | Category 1                           |
|-----------------|----------------------|--------------------------------------|
| Mr              | SANJEEV JAIN         | Non-Executive - Independent Director |
| Ms              | ARADHIKA MISHRA      | Non-Executive - Independent Director |
| Mr              | SURENDRA SINGH       | Executive Director                   |

|                                      |
|--------------------------------------|
| <b>II. Composition of Committees</b> |
|--------------------------------------|

|                                |
|--------------------------------|
| <b>Audit Committee Details</b> |
|--------------------------------|

**Whether Audit Committee has a regular chairperson?**

| Name of Committee members | DIN      | Category 1 of Directors            |
|---------------------------|----------|------------------------------------|
| SANJEEV JAIN              | 08912198 | Non-Executive Independent Director |
| ARADHIKA MISHRA           | 08912196 | Non-Executive Independent Director |
| SURENDRA SINGH            | 09595686 | Executive Non-Independent Director |

|  |
|--|
| <b>Nomination and Remuneration Committee Details</b> |
|--|

**Whether Nomination and Remuneration Committee has a regular Chairperson?**

| Name of Committee members | DIN      | Category 1 of Directors            |
|---------------------------|----------|------------------------------------|
| SANJEEV JAIN              | 08912198 | Non-Executive Independent Director |

|                 |          |                                    |
|-----------------|----------|------------------------------------|
| ARADHIKA MISHRA | 08912196 | Non-Executive Independent Director |
| SURENDRA SINGH  | 09595686 | Executive Non-Independent Director |
|                 |          |                                    |
|                 |          |                                    |

#### Stakeholders Relationship committee Details

##### Whether Stakeholders Relationship committee has a regular Chairperson?

| Name of Committee members | DIN      | Category 1 of Directors            |
|---------------------------|----------|------------------------------------|
| SANJEEV JAIN              | 08912198 | Non-Executive Independent Director |
| ARADHIKA MISHRA           | 08912196 | Non-Executive Independent Director |
| SURENDRA SINGH            | 09595686 | Executive Non-Independent Director |
|                           |          |                                    |

#### Risk Management Committee Details

##### Whether Risk Management Committee has a regular Chairperson?

| DIN | Category 1 of Directors | Category 2 of Directors |
|-----|-------------------------|-------------------------|
|     | NA                      |                         |

#### Details

##### Whether Corporate Social Responsibility Committee has a regular Chairperson?

| DIN | Category 1 of Directors | Category 2 of Directors |
|-----|-------------------------|-------------------------|
|     | NA                      |                         |

#### Other Committee

| DIN | Category 1 of Directors | Category 2 of Directors |
|-----|-------------------------|-------------------------|
|     | NA                      |                         |

#### III. Meeting of Board of Directors

| Date(s) of Meeting (if any) in the relevant quarter | Maximum Gap between any two consecutive in number of days | Whether Quorum Requirement met(Yes/No) |
|---|---|--|
| 11/14/2023  | 71  | Yes                                    |
| 2/12/2024   | 89  | Yes                                    |
|   |   |  |

#### IV. Meeting of Committees

| Committee Name  | Date(s) of Meeting (if any) in the relevant quarter | Maximum gap between any two consecutive in number of days |
|-----------------|---|---|
| Audit Committee | 11/14/2023  | 71  |

|                                       |            |    |
|---------------------------------------|------------|----|
| Audit Committee                       | 2/12/2024  | 89 |
| Nomination And Remuneration Committee | 11/14/2023 | 94 |
| Nomination And Remuneration Committee | 2/12/2024  | 89 |
| Stakeholder Relationship Committee    | 11/14/2023 | 94 |
| Stakeholder Relationship Committee    | 2/12/2024  | 89 |

#### **V. Related Party Transactions**

| <b>Subject</b>   | <b>Compliance status (Y</b> |
|--|-----------------------------|
| Whether prior approval of audit committee obtained   | Yes                         |
| Whether shareholder approval obtained for material RPT   | NA                          |
| Whether details of RPT entered into pursuant to omnibus approval have been reviewed by the Audit Committee | NA                          |

#### **VI. Affirmations**

| <b>Subject</b>   | <b>Compliance status (Y</b> |
|--|-----------------------------|
| 1. The composition of Board of Directors is in terms of SEBI (Liting 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.  | Yes                         |
| a. Audit Committee   | Yes                         |
| b. Nomination & Remuneration Committee   | Yes                         |
| c. Stakeholders Relationship Committee   | Yes                         |
| d. Risk Management Committee   | NA                          |
| 3. The committee members have been made aware of their powers, roles and responsibilities as specified in SEBI (Listing obligations and disclosure requirments) Regulations, 2015.             | Yes                         |
| 4. The meeting of the board of directors and the above committees have been conducted in the manner as specifid in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.   | Yes                         |
| 5. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of the board of Directors may be mentioned here | Yes                         |

#### **Annexure I Signatory Details**

**Name of Signatory**

**Designation of person**

**ARADHIKA MISHRA**

**DIRECTOR**

|  |  |  |  |  |
|--|--|--|--|--|
|  |  |  |  |  |
|--|--|--|--|--|

Yes

No

| Initial Date of Appointment | Date of Appointment in Current Term (Date of Re-appointment) | PAN        | Date of Cessation | Tenure of Director (in months) |
|-----------------------------|--|------------|-------------------|--------------------------------|
| 5/6/2021                    | -  | ABYPJ7517N | -                 | 60                             |
| 9/16/2021                   | -  | ARPPM2223D | -                 | 60                             |
| 5/6/2022                    | -  | KSHPS3012K | -                 | 36                             |
|                             |  |            |                   |                                |
|                             |  |            |                   |                                |

Yes

| Category 2 of Directors | Date of Appointment |  | Date of Cessation |
|-------------------------|---------------------|--|-------------------|
| Chairperson             | 5/6/2021            |  | -                 |
| Member                  | 9/16/2021           |  | -                 |
| Member                  | 5/6/2022            |  | -                 |

Yes

| Category 2 of Directors | Date of Appointment |  | Date of Cessation |
|-------------------------|---------------------|--|-------------------|
| Chairperson             | 5/6/2021            |  | -                 |

|        |           |  |   |
|--------|-----------|--|---|
| Member | 9/16/2021 |  | - |
| Member | 5/6/2022  |  | - |
|        |           |  |   |
|        |           |  |   |

Yes

| Category 2 of Directors | Date of Appointment |  | Date of Cessation |
|-------------------------|---------------------|--|-------------------|
| Chairperson             | 5/6/2021            |  | -                 |
| Member                  | 9/16/2021           |  | -                 |
| Member                  | 5/6/2022            |  | -                 |
|                         |                     |  |                   |

| Date of Appointment | Date of Cessation |
|---------------------|-------------------|
|                     |                   |

| Date of Appointment | Date of Cessation |
|---------------------|-------------------|
|                     |                   |

| Name of Other Committee |  |
|-------------------------|--|
|                         |  |

| No of Directors present | No of Independent Directors present |
|-------------------------|-------------------------------------|
| 3                       | 2                                   |
| 3                       | 2                                   |
|                         |                                     |

| No of Directors present | Name of other Committee |  | Whether Quorum Requirement met(Yes/N | No of Directors Present |
|-------------------------|-------------------------|--|--------------------------------------|-------------------------|
| 3                       | NA                      |  | Yes                                  | 3                       |



# Annex I

|  |  |  |  |
|--|--|--|--|
|  |  |  |  |
|--|--|--|--|

| No. of directorship in listed entities including this listed entity [in reference to Regulation 17A(1)] | No. of Independent Directorship in listed entities including this listed entity [in reference to proviso to Regulation 17A(1)] | Number of memberships in audit/Stakeholder Committee(s) including this listed entity (Refer Regulator 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) |
|---|--|---|---|
| 2   | 2  | 4   | 4   |
| 2   | 2  | 4   | 0   |
| 0   | 0  | 2   | 0   |

|                                |
|--------------------------------|
| No of Independent<br>Directors |
| 2                              |



|   |
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| 2 |
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## Website Affirmations

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

| Sl No. | Item   | Compliance Status (Yes/No/NA) |
|--------|--|-------------------------------|
| 1      | Details of Business  | Yes                           |
| 2      | Terms and Conditions of appointment of Independent Directors   | Yes                           |
| 3      | Composition of various committees of board of Directors  | Yes                           |
| 4      | Code of Conduct of Board of Directors and senior management personnel  | Yes                           |
| 5      | Details of establishment of vigil mechanism Whistle Blower policy  | Yes                           |
| 6      | Criteria of making payments to non-executive directors   | Yes                           |
| 7      | Policy in dealing with related party transactions  | Yes                           |
| 8      | Policy for determining 'material' subsidiaries   | Yes                           |
| 9      | Details of familiarization programmes imparted to independent Directors  | Yes                           |
| 10     | Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances  | Yes                           |
| 11     | Email address for grievance redressal and other relevant details   | Yes                           |
| 12     | Financial Results  | Yes                           |
| 13     | Shareholding Pattern   | Yes                           |
| 14     | Details of agreement entered into with the media Companies and/or their associates   | NA                            |
| 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)   | Yes                           |
| 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  | Yes                           |
| 20     | Whether company has provided information under separate section on its website as per Regulation 46(2)   | Yes                           |
| 21     | Materiality Policy as per Regulation 30  | Yes                           |
| 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                           |

### II. Annual Affirmations

| SL. No | Particulars   | Regulation No              |
|--------|---|----------------------------|
| 1      | Independent Director(s) have been appointed in terms of specified criteria of independence and or eligibility | 16(1)&25(6)                |
| 2      | Board Composition   | 17(1),17(1A)&17(1B)        |
| 3      | Meeting of Board of Directors   | 17(2)                      |
| 4      | Quorum of Board meeting   | 17(2A)                     |
| 5      | Review of Compliance Reports  | 17(3)                      |
| 6      | Plans for orderly succession for appointments   | 17(4)                      |
| 7      | Code of Conduct   | 17(5)                      |
| 8      | Fees compensation   | 17(6)                      |
| 9      | Minimum information   | 17(7)                      |
| 10     | Compliance certificate  | 17(8)                      |
| 11     | Risk Assessment and Management  | 17(9)                      |
| 12     | Performance Evaluation of Independent Directors   | 17(10)                     |
| 13     | Recommendation of Board   | 17(11)                     |
| 14     | Maximum number of Directorships   | 17A                        |
| 15     | Composition of Audit Committee  | 18(1)                      |
| 16     | Meeting of Audit Committee  | 18(2)                      |
| 17     | Composition of Nomination and Remuneration Committee  | 19(1)&(2)                  |
| 18     | Quorum of Nomination and Remuneration Committee meeting   | 19(2A)                     |
| 19     | Meeting of Nomination and Remuneration Committee  | 19(3A)                     |
| 20     | Composition of Stakeholder Relationship Committee   | 20(1),20(2)&20(2A)         |
| 21     | Meeting of Stakeholder Relationship Committee   | 20(3A)                     |
| 22     | Composition and role of Risk Management Committee   | 21(1),(2),(3),(4)          |
| 23     | Meeting of Risk Management Committee  | 21(3A)                     |
| 24     | Vigil Mechanism   | 22                         |
| 25     | Policy for related party transaction  | 23(1),(1A),(5),(6),(7)&(8) |
| 26     | Prior or Omnibus approval of Audit Committee for all related party transactions                               | 23(2),(3)                  |
| 27     | Approval for material related party transactions  | 23(4)                      |
| 28     | Disclosure of related party transactions on consolidated basis  | 23(9)                      |
| 29     | Composition of Board of Directors of unlisted material Subsidiary   | 24(1)                      |
| 30     | Other Corporate Governance requirements with respect to subsidiary of listed entity                           | 24(2),(3),(4),(5)&(6)      |
| 31     | Annual Secretarial Compliance Report  | 24(A)                      |
| 32     | Alternate Director to Independent Director  | 25(1)                      |
| 33     | Maximum Tenure  | 25(2)                      |
| 34     | Meeting of Independent Directors  | 25(3)&(4)                  |
| 35     | Familiarization of Independent Directors  | 25(7)                      |
| 36     | Declaration from Independent Director   | 25(8)&(9)                  |
| 37     | D and O insurance for Independent Director  | 25(10)                     |
| 38     | Memberships in Committees   | 26(1)                      |

|    |   |             |
|----|---|-------------|
| 39 | Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel | 26(3)       |
| 40 | Disclosre of Shareholding by Non - Executive Directors  | 26(4)       |
| 41 | Policy with respect to Obligations of Directors and Senior Management   | 26(2)&26(5) |

### **III. Affirmations**

#### **Particulars**

The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied

### **III. Signatory Details**

|                   |                       |
|-------------------|-----------------------|
| Name of Signatory | Designation of Person |
| Aradhika Mishra   | Director              |



cial year)

| Web Address | If status is 'No' then details of non-compliance |
|-------------|--|
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**Compliance  
Status(Yes/No/NA)**

**If status is 'No' then details  
of non-compliance may be  
given here**

Yes

Yes

Yes

Yes

Yes

Yes

Yes

Yes

Yes

Yes

Yes

Yes

Yes

Yes

Yes

Yes

Yes

Yes

Yes

Yes

Yes

NA

NA

Yes

Yes

NA

NA

NA

Yes

Yes

Yes

NA

Yes

Yes

Yes

Yes

Yes

Yes

Yes

Yes

Yes

Yes

**Compliance  
Status(Yes/No/NA)**  
Yes

**Annexure 4(Additional Half Yearly Disc**

**I. Disclosure of Loans / guarantees/ comfort letters/ securities etc.**

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

| <b>Entity</b>  | <b>Aggregate amount advance during six months</b> | <b>Balance outstanding at the end of the six months</b> |
|--|---|---|
| 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 in loan(s) or any other form of debt availed by:

| <b>Entity</b>  | <b>Type (guarantee, comfort letter etc.)</b> | <b>Aggregate amount of issuance during six months</b> | <b>Balance outstanding at the end of six months (taking into account any invocation)</b> |
|--|--|---|--|
| 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 an

| <b>Entity</b> | <b>Type of security (cash, shares etc.)</b> | <b>Aggregate value of security provided during six months</b> | <b>Balance outstanding at the end of six months</b> |
|---------------|---|---|---|
|               |   |   |   |

|  |   |   |   |
|--|---|---|---|
| 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>Annexure IV Affirmations:</b> |                          |
|----------------------------------|--------------------------|
| <b>Affirmations</b>              | <b>Compliance Status</b> |

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  
Designation  
Place  
Date

PARKASH CHAND SAINI  
CEO  
Kolkata

4/20/2024

closure)

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|  |
|  |

directly, in connection with any

any other form of debt availed by:

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