



# NIRMA LIMITED

REGD. OFFICE : NIRMA HOUSE, ASHRAM ROAD, AHMEDABAD - 380 009. PHONE : 079 - 27546565, 27549000 FAX : 079 - 27546603, 27546605  
CIN : U24240GJ1980PLC003670 • Email : info@nirma.co.in • www.nirma.co.in

19<sup>th</sup> January, 2022

To,  
Listing Department,  
Wholesale Debt Market  
**The National Stock Exchange of India Ltd.**  
Exchange Plaza, 5th Floor,  
Plot C/1 , G Block,  
Bandra-Kurla Complex, Bandra (East)  
Mumbai- 400051.

Kind attn.: Shri Yogesh Deshmukh, Dy. Manager

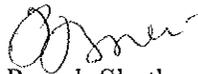
Dear Sir,

**Sub:** Report on Corporate Governance under Regulation 27 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015  
**Scrip Code of Debt:** Security NIRM 77 and NIRM23

Pursuant to Regulation 27(2) of the SEBI (LODR) Regulations, 2015, please find attached herewith the Report on the Corporate Governance for the quarter ended December 31, 2021.

You are requested to take the above on your record.

Yours Faithfully,  
For, **Nirma Limited**

  
Paresh Sheth

H.  Paresh Sheth  
Company Secretary  
Membership no. F2429



***Better Products. Better Value. Better Living.***



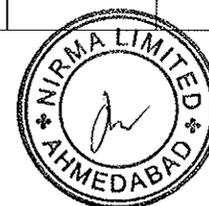
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### Report on Corporate Governance for the Quarter ended 31<sup>st</sup> December, 2021

1. Name of Listed Entity – Nirma Limited
2. Quarter ending – 31<sup>st</sup> December, 2021

I. Composition of Board of Directors												
Director (Mr./Ms)	Name of the Director	PAN <sup>s</sup> & DIN	Category (Chairperson /Executive / Non-Executive / independent / Nominee) &	Initial Date of Appointment	Date of Re-appointment	Date of Cessation	Tenure*	Date of Birth	No. Of directorship in listed entities including this listed entity <i>[in reference to Regulation 17A(1)]</i>	No of Independent Directorship in listed entities including this listed entity <i>[in reference to proviso to regulation 17A(1)]</i>	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity <i>(Refer Regulation 26(1) of Listing Regulations)</i>	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity <i>(Refer Regulation 26(1) of Listing Regulations)</i>
Mr.	Karsanbhai K. Patel	PAN:AGGPP2909K DIN: 00404099	Chairperson-Non-executive	25.02.1980	N.A.	N.A.	N.A.	07.01.1944	1	0	0	0
Mr.	Rakesh K. Patel	PAN:AGGPP2910C DIN:00760023	Non-executive	04.02.1997	N.A.	N.A.	N.A.	18.07.1972	1	0	0	0





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Mr.	Pankaj R. Patel	PAN:AFUPP4143C DIN:00131852	Independent Director	ID under CA, 2013 since 01.04.2014 Director under CA, 1956 since 28.10.2006	01.04.2017	N.A.	7 years 8 months	16.03.1953	4	3	3	3
Mr.	Kaushik N. Patel	PAN:ABCPP2573N DIN:00145086	Non-executive director	06.06.2002	N.A.	N.A.	N.A.	02.12.1955	2	0	2	1
Mr.	Vijay R. Shah	PAN:ACDPS0070P DIN:00376570	Independent Director	05.03.2015	05.03.2018	-	6 years 9 months	11.09.1952	2	2	3	2
Mrs	Purvi A. Pokhariyal	PAN:AKFPP3517J DIN:07116166	Independent Director	05.03.2015	05.03.2018	-	6 years 9 months	08.06.1976	1	2	2	0
Mr.	Shailesh V. Sonaar	PAN:ADRPS2788K DIN:06592025	Whole time director-Director (Environment & Safety)	10.06.2013	N.A.	N.A.	N.A.	18.10.1942	1	0	1	0
Mr.	Hiren K. Patel	PAN:AGGPP2907H DIN:00145149	Managing Director	MD since 01.05.2006 Director since 04.02.1997	01.04.2021	N.A.	N.A.	29.07.1973	2	0	0	0

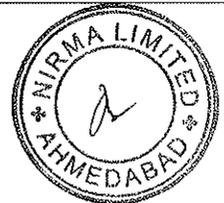
Whether Regular chairperson appointed - Yes

Whether Chairperson is related to managing director or CEO - Yes

<sup>§</sup>PAN of any director would not be displayed on the website of Stock Exchange

<sup>&</sup>Category of directors means executive/non-executive/independent/Nominee. if a director fits into more than one category write all categories separating them with hyphen

\* to be filled only for Independent Director. Tenure would mean total period from which Independent director is serving on Board of directors of the listed entity in continuity without any cooling off period.





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<b>II. Composition of Committees</b>					
<i>Name of Committee</i>	<i>Whether Regular chairperson appointed</i>	<i>Name of Committee members</i>	<i>Category (Chairperson/Executive/Non-Executive/independent/Nominee) \$</i>	<i>Date of Appointment</i>	<i>Date of Cessation</i>
1. <i>Audit Committee</i>	Yes	Mr. Vijay R. Shah	Chairperson-Independent Director	Members since 05.03.2015 & appointed as Chairperson w.e.f 29.04.2019	N.A.
		Mrs. Purviben A. Pokhariyal	Independent Director	05.03.2015	N.A.
		Mr. Shailesh V, Sonara	Whole Time director	29.04.2019	N.A.
2. <i>Nomination &amp; Remuneration Committee</i>	yes	Mr. Kaushikbhai N. Patel	Chairperson-Non-executive Director	05.03.2015	N.A.
		Mr. Vijay R. Shah	Independent Director	05.03.2015	N.A.
		Mrs. Purviben A. Pokhariyal	Independent Director	05.03.2015	N.A.
3. Risk Management Committee (if applicable) : The Company is complying with the provisions of SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015 as applicable to Debt listed Company. The new provisions relating to formation of Risk Management Committee as required under SEBI (Listing Obligations and Disclosure requirements) (Fifth amendments) Regulations, 2021 is made effective from 7 <sup>th</sup> September, 2021 under COREX. The Company will accordingly comply related provisions within the applicable time frame given by SEBI LODR.					
4. Stakeholders Relationship Committee - The Company is complying with the provisions of SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015 as applicable to Debt listed Company. The new provisions relating to formation of Stakeholders Relationship Committee as required under SEBI (Listing Obligations and Disclosure requirements) (Fifth amendments) Regulations, 2021 is made effective from 7 <sup>th</sup> September, 2021 under COREX. The Company will accordingly comply related provisions within the applicable time frame given by SEBI LODR.					
<sup>&amp;</sup> Category of directors means executive/non-executive/independent/Nominee. if a director fits into more than one category write all categories separating them with hyphen					



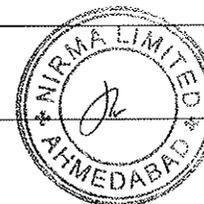


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<b>III. Meeting of Board of Directors</b>					
<i>Date(s) of Meeting (if any) in the previous quarter</i>	<i>Date(s) of Meeting (if any) in the relevant quarter</i>	<i>Whether requirement of Quorum met*</i>	<i>Number of Directors present*</i>	<i>Number of independent directors present*</i>	<i>Maximum gap between any two consecutive (in number of days)</i>
09.08.2021	28.10.2021	Yes	8	3	79 days
<i>* to be filled in only for the current quarter meetings</i>					
<b>IV. Meetings of Committees</b>					
<i>Date(s) of meeting of the committee in the relevant quarter</i>	<i>Whether requirement of Quorum met (details)*</i>	<i>Number of Directors present*</i>	<i>Number of independent directors present*</i>	<i>Date(s) of meeting of the committee in the previous quarter</i>	<i>Maximum gap between any two consecutive meetings in number of days*</i>
<u>Audit Committee</u>					
28.10.2021	Yes	3	2	09.08.2021	79 days
<u>Nomination &amp; Remuneration Committee</u>					
Nil	N.A.	N.A.	N.A.	Nil	-
<i>* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional</i>					
<i>**to be filled in only for the current quarter meetings</i>					

<b>V. Related Party Transactions</b>	
<b>Subject</b>	<b>Compliance status (Yes/No/NA) refer note below</b>
Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material RPT	N.A.
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by the Audit Committee	Yes





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**Note:**

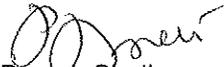
1 In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.  
2 If status is "No" details of non-compliance may be given here.

**VI. Affirmations**

1. The composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015<sup>#</sup>
2. The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015<sup>#</sup>
  - a. Audit Committee
  - b. Nomination & Remuneration Committee
  - c. Stakeholders Relationship Committee
  - d. Risk management committee (as applicable)
3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015<sup>#</sup>.
4. 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.
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. – N.A.

<sup>#</sup> The Company is complying with the provisions of SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015 as applicable to Debt listed Company. The new provisions as mentioned in SEBI (Listing Obligations and Disclosure requirements) (Fifth amendments) Regulations, 2021 is made effective from 7<sup>th</sup> September, 2021 under COREX. The Company will accordingly comply related provisions within the applicable time frame given by SEBI LODR.

For, **Nirma Limited**

  
Paresh Sheth

Company Secretary & Compliance Officer



**Note:**

Information at Table I and II above need to be necessarily given in 1<sup>st</sup> quarter of each financial year. However, if there is no change of information in subsequent quarter(s) of that financial year, this information may not be given by Listed entity and instead a statement "same as previous quarter" may be given.