



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

14th July, 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

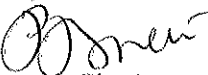
Dear Sir,

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

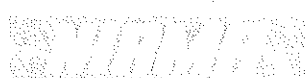
Pursuant to Regulation 27(2) of the SEBI (LODR) Regulations, 2015, please find attached herewith the Report on the Corporate Governance for the quarter ended June 30, 2022.

You are requested to take the above on your record.

Yours Faithfully,
For, **Nirma Limited**


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 30th June, 2022

1. Name of Listed Entity – Nirma Limited

2. Quarter ending – 30th June, 2022

I. Composition of Board of Directors

Title (Mr ./ Ms)	Name of the Director	PAN ^S & DIN	Category (Chairperson /Executive / Non- Executive / independ ent / Nominee) &	Initial Date of Appointme nt	Date of Re- appointmen t	Date of Cessati on	Tenure*	Date of Birth	No. Of directo rship in listed entities includi ng this listed entity [in referenc e to Regulati on 17A(1)]	No of Indepen dent Director ship in listed entitlies includi ng this listed entity [in reference to proviso to regulation 17A(1)]	Number of members hips in Audit/ Stakehold er Committe e(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperso n in Audit/ Stakeholde r Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)
Mr.	Karsanbhai K. Patel	PAN:AGGPP2909K DIN: 00404099	Chairpers on-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

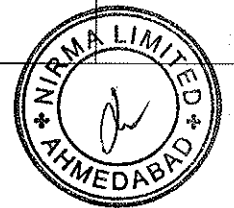




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Mr.	Pankaj R. Patel#	PAN:AFUPP4143C DIN:00131852	Independent Director	ID under CA, 2013 since 01.04.2014 Director under CA, 1956 since 28.10.2006	01.04.2017	01.04.2022	8 years	16.03.1953	4	2	3	2
			Additional Director-Non-executive & Non-independent	30.05.2022	N.A.	N.A.	N.A.					
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	-	7 years 3 months	11.09.1952	2	2	3	2
Mrs	Purvi A. Pokhariyal	PAN:AKFPP3517J DIN:07116166	Independent Director	05.03.2015	05.03.2018	-	7 years 3 months	08.06.1976	1	1	2	0
Mr.	Shailesh V. Sonara	PAN:ADRPS2788K DIN:06592025	Whole time director-Director (Environment & Safety)	10.06.2013	01.07.2018	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





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Whether Regular chairperson appointed - Yes

Whether Chairperson is related to managing director or CEO - Yes

[§]PAN of any director would not be displayed on the website of Stock Exchange

[&]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.

[#]ceased as an Independent Director w.e.f. 01.04.2022 on completion of two consecutive terms as an Independent Director on 31.03.2022. Appointed as an Additional Director (Non-executive & Non-Independent) w.e.f. 30.05.2022.

II. Composition of Committees

Name of Committee	Whether Regular chairperson appointed	Name of Committee members	Category (Chairperson/Executive/Non-Executive/independent/Nominee) \$	Date of Appointment	Date of Cessation
1. Audit Committee	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. Nomination & Remuneration Committee	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 mentioned in SEBI (Listing Obligations and Disclosure requirements) (Fifth amendments) Regulations, 2021 was made effective from 7th September, 2021 under COREX. On redemption of listed NCDs series IV of Rs. 900 crore on 6th July, 2022, the outstanding value of listed NCDs of the Company has been reduced to below Rs. 500 crore and hence the Company has ceased to be HVDL. We shall comply the respective provisions w.e.f. 1st April, 2023, if applicable to the company.





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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 mentioned in SEBI (Listing Obligations and Disclosure requirements) (Fifth amendments) Regulations, 2021 was made effective from 7th September, 2021 under COREX. On redemption of listed NCDs series IV of Rs. 900 crore on 6th July, 2022, the outstanding value of listed NCDs of the Company has been reduced to below Rs. 500 crore and hence the Company has ceased to be HVDL. We shall comply the respective provisions w.e.f. 1st April, 2023, if applicable to the company.

&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

III. Meeting of Board of Directors

Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Whether requirement of Quorum met*	Number of Directors present*	Number of independent directors present*	Maximum gap between any two consecutive (in number of days)
29.01.2022	16.04.2022	Yes	7	2	77 days (between 29.01.2022 to 16.04.2022)
	30.05.2022	Yes	7	2	44 days (between 16.04.2022 to 30.05.2022)

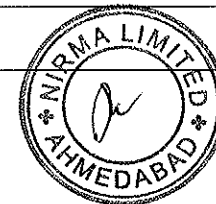
* to be filled in only for the current quarter meetings

IV. Meetings of Committees

Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)*	Number of Directors present*	Number of independent directors present*	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days*
<u>Audit Committee</u>					
16.04.2022	Yes	3	2	29.01.2022 29.03.2022	18 days (between 29.03.2022 to 16.04.2022)
30.05.2022	Yes	3	2		44 days (between 16.04.2022 to 30.05.2022)
<u>Nomination & Remuneration Committee</u>					
30.05.2022	Yes	3	2	Nil	-

* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional

**to be filled in only for the current quarter meetings

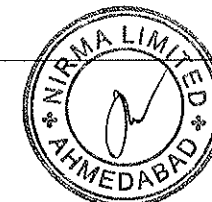




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V. Related Party Transactions	
Subject	Compliance status (Yes/No/NA) refer note below
Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material RPT	N.A.
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by the Audit Committee	Yes
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	
<ol style="list-style-type: none">1. The composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015[#]2. The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015[#]<ol style="list-style-type: none">a. Audit Committeeb. Nomination & Remuneration Committeec. Stakeholders Relationship Committeed. 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[#].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.	





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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 was made effective from 7th September, 2021 under COREX. On redemption of listed NCDs series IV of Rs. 900 crore on 6th July, 2022, the outstanding value of listed NCDs of the Company has been reduced to below Rs. 500 crore and hence the Company has ceased to be HVDL. We shall comply the respective provisions w.e.f. 1st April, 2023, if applicable to the company.

For, Nirma Limited

Paresh Sheth
Company Secretary & Compliance Officer



Note:

Information at Table I and II above need to be necessarily given in 1st 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.