

# Sharda Cropchem Limited

Tel. : +91 22 66782800  
 FAX : +91 22 66782828 / 66782808  
 E-mail : office@shardaintl.com  
 Regd. Office : Prime Business Park, Dashrathlaj Joshi Road, Vile Parle (W),  
 Mumbai - 400056, India.  
 www.shardacropchem.com



## CORPORATE GOVERNANCE REPORT

<b>Name of Listed Entity</b>	Sharda Cropchem Limited
<b>Quarter ending</b>	30 <sup>th</sup> September, 2024

### I. Composition of Board of Directors:-

Title (Mr./Ms.)	Name of Director	PAN & DIN	Category (Chairperson/ Executive/ Non-Executive/ independent/ Nominee)	Date of Birth	Initial Date of Appointment	Date of Re-appointment	Date of Cessation	Tenure (in month/days)	No of Directors * in listed entities including this listed entity	No of Independent Directorship in listed entities including this listed entity	No of memberships in Audit / Stakeholder Committee(s) including this listed entity	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity
Mr.	Ramprakash V. Bubna	AACPB6260D DIN-00136568	Chairman & Managing Director	20-Jul-1946	12-Mar-04	01-Jan-2024	-	9	1	--	1	--
Mrs.	Sharda R. Bubna	AACPB5921B DIN-00136760	Whole-time Director	04-May-1953	12-Mar-04	01-Jan-2024	-	9	1	--	--	--
Mr.	Ashish R. Bubna	AACPB5507B DIN-00945147	Whole-time Director	09-Oct-1972	12-Mar-04	01-Jan-2024	-	9	1	--	--	--
Mr.	Manish R. Bubna	AAAPB9774C DIN-00137394	Whole-time Director	30-June-1974	12-Mar-04	01-Jan-2024	-	9	1	--	1	--
Ms.	Sonal Desai	ACFPD7534F DIN-08095343	Independent Director	13-Aug-1957	01-Apr-2019	01-Apr-2024	--	6	2	2	3	1
Mr.	H. Upendra S. Kamath	AAFPM7818M DIN-02648119	Independent Director	14-Dec-1953	10-May-2024	10-May-2024	--	4.21	4	4	3	--
Mr.	Vinod Kumar Kathuria	AAYPK7865R DIN-06662559	Independent Director	23-Jul-1958	10-May-2024	10-May-2024	--	4.21	4	4	1	1
Mr.	Shalin S. Divatia	AAAPD3931B DIN-00749517	Independent Director	08-Jan-1965	10-May-2024	10-May-2024	--	4.21	2	2	2	2
Mr.	M. Sundara Rajan	AAFPM4934N DIN-00169775	Independent Director	15-March-1950	26-July-2011	09-Aug-2019	08-Aug-2024	60	-	-	-	-
Mr.	Shitin D. Desai	ABLPD3068P DIN-00009905	Independent Director	20-March-1947	16-Dec-2013	09-Aug-2019	08-Aug-2024	60	-	-	-	-
Mr.	Shobhan Thakore	AAAPT1967B DIN-00031788	Independent Director	31-July-1947	16-Dec-2013	09-Aug-2019	08-Aug-2024	60				

*Note: The number of membership & chairperson in Audit Committee & Stakeholder's Grievance Committee includes membership & chairperson of public listed company only.*

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Title (Mr./ Ms.)	Name of Director	Category (Chairperson/ Executive/ Non-Executive/ independent/ Nominee)	"Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]"	Date of passing special resolution
Mr.	Ramprakash V. Bubna	Chairman & Managing Director	NA	-
Mrs.	Sharda R. Bubna	Whole-time Director	NA	-
Mr.	Ashish R. Bubna	Whole-time Director	NA	-
Mr.	Manish R. Bubna	Whole-time Director	NA	-
Ms.	Sonal Desai	Independent Director	NA	-
Mr.	H. S. Upendra Kamath	Independent Director	NA	-
Mr.	Vinod Kumar Kathuria	Independent Director	NA	-
Mr.	Shalin S. Divatia	Independent Director	NA	-

## II. Composition of Committees:-

Sr. No.	Name of Committee	Name of Committee members	Category (Chairperson/Executive/Non-Executive/independent/Nominee)
1	<b>Audit Committee</b>	Ms. Sonal Desai	Chairperson, Independent Director
		Mr. H. S. Upendra Kamath	Member, Independent Director
		Mr. Shalin S. Divatia	Member, Independent Director
		Mr. Ramprakash V. Bubna	Member, Managing Director
2	<b>Nomination &amp; Remuneration Committee</b>	Ms. Sonal Desai	Chairperson, Independent Director
		Mr. H.S. Upendra Kamath	Member, Independent Director
		Mr. Vinod Kumar Kathuria	Member, Independent Director
		Mr. Ramprakash V. Bubna	Member, Managing Director
3	<b>Stakeholders Relationship Committee</b>	Mr. Shalin S. Divatia	Chairman, Independent Director
		Mr. Vinod Kumar Kathuria	Member, Independent Director
		Mr. Manish R. Bubna	Member, Executive Director
4	<b>Risk Management Committee</b>	Mr. Ramprakash V. Bubna	Chairman, Managing Director
		Ms. Sonal Desai	Member, Independent Director
		Mr. Manish R. Bubna	Member. Executive Director
5	<b>Corporate Social Responsibility Committee</b>	Mr. Ramprakash V. Bubna	Chairman, Managing Director
		Mrs. Sharda R. Bubna	Member, Executive Director
		Ms. Sonal Desai	Member, Independent Director

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### III. Meeting of Board of Directors:-

Dates of Meeting (Enter dates of previous quarter and current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Whether requirement of Quorum met (details)	Number of Directors Present	Number of Independent Director attending the meeting
10-05-2024		Yes	7	3
23-07-2024	73 days	Yes	8	4

### IV. Meeting of Committees:-

Name of Committees	Dates of Meeting (Enter dates of previous quarter and current quarter in chronological order)	Maximum gap between any two consecutive meetings in number of days	Whether requirement of Quorum met (details)	Number of Directors Present	Number of Independent Director attending the meeting
Audit Committee	10-05-2024		Yes	4	3
	23-07-2024	73 days	Yes	4	3
Nomination and Remuneration Committee	10-05-2024		Yes	4	3
Risk Management Committee	10-05-2024		Yes	3	1

### V. Details of Cyber security incidence

Subject	Compliance Status (Yes/No*/NA) refer note below
Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter	No

\* if it is "Yes" detail of non-compliance is required to be provided below:- NA

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## VI. Related Party Transactions:-

Sr. No.	Subject	Compliance status (Yes/No*/NA)refer note below
1	Whether prior approval of audit committee obtained	Yes
2	Whether shareholder's approval obtained for material RPT	Not Applicable
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes

\* if it is "No" detail of non- compliance is required to be provided below:- NA

## VII. Affirmations:- Annexure I

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
  - a. Audit Committee
  - b. Nomination & remuneration committee
  - c. Stakeholders relationship committee
  - d. Risk Management Committee
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 Board of Directors may be mentioned here:

JETKIN  
NAVINCHAND  
RA GUDHKA

Digitally signed by JETKIN NAVINCHANDRA GUDHKA  
DN: cn=, postalCode=400056, st=MAHARASHTRA,  
street=MUMBAI 2 JIJHU APARTMENTS JIJHU  
ROAD JIJHU KOLHAPUR ROAD NANAKI MARG 400056,  
c=INDIA, o=Personal, dnQualifier=  
serialNumber=11103020851722a0dc07641ba84fd  
395c81fabae550c27537a8645bde15,  
pkcs7Signature=2932021027140418559,  
c, s, cn=JETKIN RA GUDHKA, email=JETKIN@SHARDACHEM.COM, ou=JETKIN  
NAVINCHANDRA GUDHKA  
Date: 2024.10.10 18:51:00 +05'30'

**JETKIN GUDHKA**  
**COMPANY SECRETARY &**  
**COMPLIANCE OFFICER**

**10<sup>th</sup> October, 2024**

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## Annexure III

<b>I. Affirmations</b>			
<b>Broad heading</b>	<b>Regulation Number</b>	<b>Compliance statuses (Yes/No/NA)</b>	<b>If status is No, details of non-compliance may be given here</b>
Copy of annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	Yes	NA
Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes	NA
Presence of Chairperson of the Nomination and Remuneration Committee at the Annual General Meeting	19(3)	Yes	NA
Presence of Chairperson of the Stakeholder Relationship Committee at the Annual General Meeting	20(3)	Yes	NA
Disclosure of the Secretarial Audit Report of the listed entity and the material subsidiaries in the Annual Report	24A(1)	Yes	NA
Submission of Annual Secretarial Compliance Report	24A(2)	Yes	NA
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	NA

<b>Additional Half yearly Disclosure</b>		
Applicability of disclosure	Applicable	
Reason for Non Applicability	NA	
<b>I. Disclosure of Loans/ guarantees/comfort letters /securities etc. refer note below</b>		
<b>(A) Any loan or any other form of debt advanced by the listed entity directly or indirectly to</b>		
Entity	Aggregate amount advanced during six months	Balance outstanding at the end of six months

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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>(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</b>			
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	NA	0	0
Promoter Group or any other entity controlled by them	NA	0	0
Directors (including relatives) or any other entity controlled by them	NA	0	0
KMPs or any other entity controlled by them	NA	0	0
<b>(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</b>			
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	NA	0	0
Promoter Group or any other entity controlled by them	NA	0	0
Directors (including relatives) or any other entity controlled by them	NA	0	0
KMPs or any other entity controlled by them	NA	0	0
<b>(D) Additional Information</b>			

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ISO 9001: 2015 Reg. No: 702949  
CJN: L51909MH2004PLC145007



II. Affirmations		Compliance Status	Company Remarks
Affirmations			
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	NIL
Name	SHAILESH ANANT MEHENDALE		
Designation	CFO		
Place	MUMBAI		
Date	10 <sup>th</sup> October, 2024		

JETKIN  
NAVINCHANDRA  
GUDHKA

Digitally signed by JETKIN NAVINCHANDRA GUDHKA  
DN: cn=, postalCode=400005, st=MAHARASHTRA, c=IN, o=MUMBAIEZ  
JURU APARTMENTS A-301 ROAD/JURU KOLIWADA REVADANKAR  
MANSION/505/505/11-BEAMERIA, ou=Personal, ou=0202,  
serialNumber=61103cdda8512f3aa0dc97641ba8aaf395e81fa6ae55  
5a27727a864526d413, postalCode=4000221027740418559,  
st=MAHARASHTRA, postalCode=4000221027740418559,  
ou=1a72f292023, email=JETKINGUDHKA@GMAIL.COM, cn=JETKIN  
NAVINCHANDRA GUDHKA  
Date: 2024.10.10 18:51:17 +05'30'

**JETKIN GUDHKA**  
**COMPANY SECRETARY &**  
**COMPLIANCE OFFICER**

**10<sup>th</sup> October, 2024**