

# Integrated Governance

## Bhageria Industries Limited

### General information about company

Scrip code	530803	
NSE Symbol	BHAGERIA	
MSEI Symbol	NOTLISTED	
ISIN	INE354C01027	
Date of start of financial year	01-04-2025	
Date of end of financial year	31-03-2026	
Reporting Quarter Type	Quarterly	
Date of Quarter Ending	30-06-2025	
Type of company	Equity	
Whether Annexure I (Part A) of the SEBI Circular dated December 31, 2024 related to Compliance Report on Corporate Governance is applicable to the entity?	true	
Whether Annexure I (Part B) of the SEBI Circular dated December 31, 2024 related to Investor Grievance Redressal Report is Applicable to the entity?	true	
Whether Annexure I (Part C) of the SEBI Circular dated December 31, 2024 related to Disclosure of Acquisition of Shares or Voting Rights in Unlisted Companies is Applicable to the entity?	false	Not Applicable
Whether Annexure I (Part D) of the SEBI Circular dated December 31, 2024 related to Disclosure of Imposition of Fine or Penalty is Applicable to the entity?	true	
Whether Annexure I (Part E) of the SEBI Circular dated December 31, 2024 related to Disclosure of Updates to Ongoing Tax Litigations or Disputes is Applicable to the entity?	true	
Risk management committee	true	
Market Capitalisation as per immediate previous Financial Year	Top 2000 listed entities	
Is SCORE ID Available ?	true	
SCORE Registration ID	b00111	
Reason For No SCORE ID		
Type of Submission	Original	
Remarks (website dissemination)		

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							true									
Whether the listed entity has a Regular Chairperson							true									
Whether Chairperson is related to MD or CEO							true	Disqualification of Directors under section 164 of th								
Sr no.	Title(Mr/Ms)	Name of the Director	Category 1 of directors	Category 2 of directors	Category 3 of directors	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status	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	T di
1	Mr	SURESH KESHAVDEO BHAGERIA	Executive Director	Chairperson related to Promoter		false				Active	NA		21-12-1994	01-04-2024		
2	Mr	VIKAS BHAGERIA	Executive Director	Not Applicable		false				Active	NA		02-03-2015	01-04-2024		
3	Mr	VINOD KESHAWDEO BHAGERIA	Executive Director	Not Applicable	MD	false				Active	NA		12-07-1989	01-04-2024		
4	Mrs	AMEYA PRAKASH JADHAV	Non-Executive - Independent Director	Not Applicable		false				Active	NA		01-04-2020	01-04-2025		
5	Mr	MUKUND MANOHAR CHITALE	Non-Executive - Independent Director	Not Applicable		false				Active	Yes	09-09-2023	25-03-2019	25-03-2024		
6	Mr	GANAPATI DADASAHEB YADAV	Non-Executive - Independent Director	Not Applicable		false				Active	Yes	31-08-2024	21-10-2019	21-10-2024		
7	Mr	VIKAS BRIJMOHAN GOEL	Non-Executive - Independent Director	Not Applicable		false				Active	NA		05-08-2023	05-08-2023		

## Annexure I

### II. Composition of Committees

Disclosure of notes on composition of committees explanatory	
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Audit Committee Details

Whether the Audit Committee has a Regular Chairperson						true
Sr	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	MUKUND MANOHAR CHITALE	Non-Executive - Independent Director	Chairperson	21-10-2019		
2	AMEYA PRAKASH JADHAV	Non-Executive - Independent Director	Member	27-01-2021		
3	VIKAS BRIJMOHAN GOEL	Non-Executive - Independent Director	Member	01-04-2024		

**Nomination and remuneration committee**

Whether the Nomination and remuneration committee has a Regular Chairperson						true
Sr	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	VIKAS BRIJMOHAN GOEL	Non-Executive - Independent Director	Chairperson	01-04-2024		
2	MUKUND MANOHAR CHITALE	Non-Executive - Independent Director	Member	27-01-2021		
3	AMEYA PRAKASH JADHAV	Non-Executive - Independent Director	Member	31-07-2020		

Stakeholders Relationship Committee

Whether the Stakeholders Relationship Committee has a Regular Chairperson						true
Sr	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	VIKAS BRIJMOHAN GOEL	Non-Executive - Independent Director	Chairperson	01-04-2024		
2	AMEYA PRAKASH JADHAV	Non-Executive - Independent Director	Member	27-01-2021		
3	SURESH KESHAVDEO BHAGERIA	Executive Director	Member	21-01-2019		

### Risk Management Committee

Whether the Risk Management Committee has a Regular Chairperson						true
Sr	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	SURESH KESHAVDEO BHAGERIA	Executive Director	Chairperson	15-05-2021		
2	VINOD KESHAWDEO BHAGERIA	Executive Director	Member	15-05-2021		
3	GANAPATI DADASAHEB YADAV	Non-Executive - Independent Director	Member	15-05-2021		
4	VIKAS BRIJMOHAN GOEL	Non-Executive - Independent Director	Member	01-04-2024		

Corporate Social Responsibility Committee

Whether the Corporate Social Responsibility Committee has a Regular Chairperson						true
Sr	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	AMEYA PRAKASH JADHAV	Non-Executive - Independent Director	Chairperson	31-07-2020		
2	VINOD KESHAWDEO BHAGERIA	Executive Director	Member	21-01-2019		
3	VIKAS BHAGERIA	Executive Director	Member	01-04-2024		

## Annexure I

III. Meeting of Board of Directors							
Disclosure of notes on meeting of board of directors explanatory							
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)	Total Number of Directors as on date of the meeting	Number of Directors present*(All directors including Independent Director)	No. of Independent Directors attending the meeting*
1	01-02-2025			true	7	7	4
2	17-05-2025	104		true	7	7	4

## Annexure I

IV. Meeting of Committees										
Disclosure of notes on meeting of committees explanatory										
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)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
1	Audit Committee	01-02-2025				true	3	3	3	0
2	Audit Committee	17-05-2025	104			true	3	3	3	0
3	Nomination and remuneration committee	17-05-2025				true	3	3	3	0
4	Risk Management Committee	01-02-2025				true	4	4	2	0
5	Stakeholders Relationship Committee	01-02-2025				true	3	3	2	0
6	Corporate Social Responsibility Committee	17-05-2025	104			true	3	3	1	0

## Annexure I

V. 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	true
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	true
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	true
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c.Stakeholders relationship committee	true
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable the top 1000 listed entities)	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.	true
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.	true
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	true
9	Any comments/observations/advice of Board of Directors may be mentioned here:	

### Annexure I

Sr	Subject	Compliance status
1	Name of signatory	Deepa Toshniwal
2	Designation	Company Secretary and Compliance Officer

**Details of Cyber security incidence**

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	false
Other details of cyber security incidence or breaches or loss of data event	
Number of cyber security incidence or breaches or loss of data event occurred during the quarter	

### Signatory Details

Name of signatory	Deepa Toshniwal
Designation of person	Company Secretary and Compliance Officer
Place	Mumbai
Date	24-07-2025

**Investor Grievance Details**

No. of investor complaints pending at the beginning of Quarter	
No. of investor complaints received during the Quarter	1
No. of investor complaints disposed off during the Quarter	0
No. of investor complaints those remaining unresolved at the end of the Quarter	1

**Disclosure of Imposition of Fine or Penalty** The details of imposition of fine or penalty during the quarter in terms of sub-para 20 of para A of Part A of Schedule III are given below:

Any Other Information for Disclosure of Imposition of Fine or Penalty					
Sr.No.	Name of the authority	Nature and details of the action(s) taken or order(s) passed	Date of receipt of direction or order, including any ad interim or interim orders, or any other communication from the authority	Details of the violation(s)/ contravention(s) committed or alleged to be committed	Impact on financial, operation or other activities of the listed entity, quantifiable in monetary terms to the extent possible
1	Reserve bank of India (Foreign Exchange Department)	Penalty (Compound fees)	10-06-2025	The Company undertook an Overseas Direct Investment (ODI) of BHD 2500 in M/s. Bhageria Industries Holding Company W.L.L., Bahrain on December 13, 2023, under a deferred payment agreement dated November 7, 2023, with payment due by March 31, 2024. However, the remittance was delayed, and the payment timeline was revised through an addendum dated April 24, 2024. Subsequently, Form FC was filed with a delay and regularized by paying the Late Submission Fee. RBI noted the lapse and ordered compounding, for which the Company paid ? 52,767 on July 1, 2025.	The Company paid INR 52,767 as compounding fee on July 1, 2025.

**Disclosure of Updates to Ongoing Tax Litigations or Disputes** The updates on tax litigations or disputes in terms of sub-para 8 of para B of Part A of Schedule III read with corresponding provisions of Annexure 18 of the Master Circular are given below:

Any Other Information for Disclosure of Updates to Ongoing Tax Litigations or Disputes				
Sr.No.	Name of the opposing party	Date of initiation of the litigation / dispute	Status of the litigation / dispute as per last disclosure	Current status of the litigation / dispute
1	Additional Commissioner, CGST & Central Excise	13-12-2023	The Commissioner of CGST, Palghar, has issued a tax demand of 2.09 crore for violating Rule96(10) of the GST Rules, 2017, during the period from October 2017 to March 2021. The companyhas appealed against the order, and the matter is currently pending before the CGSTCommissioner (Appeals).	No Change in Status