



# INDIA GELATINE & CHEMICALS LTD.

Plot No. 1/A, G.I.D.C. Industrial Estate, National Highway, VAPI - 396 195. (Gujarat). INDIA

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Date: October 05, 2019

**To,**  
**BSE Limited,**  
Department of Corporate Services – CRD,  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Fort,  
Mumbai – 400 001

**BSE Scrip Code: 531253/ Scrip ID: INDGELA**

Sub : Compliance Report on Corporate Governance pursuant to Regulation 27(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the quarter ended 30<sup>th</sup> September, 2019

Dear Sir,

Please find enclosed herewith a copy of the Compliance Report on Corporate Governance pursuant to Regulation 27(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the quarter ended 30<sup>th</sup> September, 2019.

We request you to kindly take the above information on record.

Kindly acknowledge the receipt.

Thanking you,

Yours faithfully,  
For **INDIA GELATINE & CHEMICALS LTD.**

*Tanuja*  
**COMPANY SECRETARY**  
Encl.: as above.



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**BSE LTD**  
**ACKNOWLEDGEMENT**

Acknowledgement No	: 0510201912551027	Date & Time	: 05/10/2019 12:55:10 PM
Scrip Code	: 531253		
Entity Name	: India Gelatine & Chemicals Ltd.		
Compliance Type	: Regulation 27(2)- Corporate Governance		
Quarter / Period	: 30/09/2019		
Mode	: E-Filing		

<b>General information about company</b>	
Scrip code	531253
NSE Symbol	
MSEI Symbol	
ISIN	INE342D01012
Name of the entity	India Gelatine & Chemicals Ltd.
Date of start of financial year	01-04-2019
Date of end of financial year	31-03-2020
Reporting Quarter	Half Yearly
Date of Report	30-09-2019
Risk management committee	Not Applicable
Market Capitalisation as per immediate previous Financial Year	Top 2000 listed entities

## 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														
Whether the listed entity has a Regular Chairperson										Yes				
Whether Chairperson is related to MD or CEO										No				
PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 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)	
AAEPM3516D	00044901	Executive Director	Not Applicable	MD	21-08-1965	21-07-2000	01-04-2017			1	0	1	0	
AAOPM7989A	03107547	Executive Director	Not Applicable		05-12-1971	07-07-2014	01-04-2017			1	0	0	0	
AADPP6323Q	00562400	Non-Executive - Independent Director	Not Applicable		18-09-1952	19-07-2006	01-04-2019		60	2	1	4	0	
AACPM0551G	00549826	Non-Executive - Independent Director	Chairperson		06-04-1936	08-02-2013	01-04-2019		60	1	1	2	2	

### I. Composition of Board of Directors

#### Disclosure of notes on composition of board of directors explanatory

#### Whether the listed entity has a Regular Chairperson

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 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)
5	Mr	Jayprakash Mishrilal Tiwari	AABPT5949G	06906943	Non-Executive - Independent Director	Not Applicable		24-09-1966	07-07-2014	01-04-2019		60	1	1	1	0

Audit Committee Details							
Whether the Audit Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00549826	Pradip Pranjivan Madhavji	Non-Executive - Independent Director	Chairperson	01-04-2019		
2	00562400	Shridhar Nandlal Pittie	Non-Executive - Independent Director	Member	01-04-2019		
3	06906943	Jayprakash Mishrilal Tiwari	Non-Executive - Independent Director	Member	01-04-2019		

Nomination and remuneration committee							
Whether the Nomination and remuneration committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00562400	Shridhar Nandlal Pittie	Non-Executive - Independent Director	Chairperson	01-04-2019		
2	00549826	Pradip Pranjivan Madhavji	Non-Executive - Independent Director	Member	01-04-2019		
3	06906943	Jayprakash Mishrilal Tiwari	Non-Executive - Independent Director	Member	01-04-2019		

Stakeholders Relationship Committee							
Whether the Stakeholders Relationship Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00549826	Pradip Pranjivan Madhavji	Non-Executive - Independent Director	Chairperson	01-04-2019		
2	00562400	Shridhar Nandlal Pittie	Non-Executive - Independent Director	Member	01-04-2019		
3	00044901	Viren Chandrasinh Mirani	Executive Director	Member	01-04-2017		

Risk Management Committee							
Whether the Risk Management Committee has a Regular Chairperson							
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks

Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00044901	Viren Chandrasinh Mirani	Executive Director	Chairperson	01-04-2017		
2	03107547	Shefali Viren Mirani	Executive Director	Member	01-04-2017		
3	06906943	Jayprakash Mishrilal Tiwari	Non-Executive - Independent Director	Member	01-04-2019		

<b>Other Committee</b>						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks

Annexure 1							
Annexure 1							
III. Meeting of Board of Directors							
Disclosure of notes on meeting of board of directors explanatory							
Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Number of Directors present*	No. of Independent Directors attending the meeting*
1	13-05-2019				Yes	5	3
2		26-07-2019	73		Yes	5	3
3		17-09-2019	52		Yes	5	3

Annexure 1								
IV. Meeting of Committees								
Disclosure of notes on meeting of committees explanatory							Number of Directors present*	No. of Independent Directors attending the meeting*
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)		
1	Audit Committee	13-05-2019				Yes		
2	Audit Committee	26-07-2019	73			Yes	5	3
3	Nomination and remuneration committee	26-07-2019				Yes	5	3
4	Stakeholders Relationship Committee	13-05-2019				Yes		
5	Stakeholders Relationship Committee	26-07-2019	73			Yes	5	3

<b>Annexure 1</b>			
<b>V. Related Party Transactions</b>			
Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	Yes	
2	Whether shareholder approval obtained for material RPT	NA	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	

<b>Annexure 1</b>		
<b>VI. Affirmations</b>		
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	Yes
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	Yes
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 500 listed entities)	NA
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.	Yes
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.	Yes
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes

<b>Annexure 1</b>		
Sr	Subject	Compliance status
1	Name of signatory	Tanaya T. Daryanani
2	Designation	Company Secretary and Compliance Officer

<b>Annexure III</b>				
<b>III. Affirmations</b>				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	Yes	
2	Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes	
3	Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes	
4	Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	Yes	
5	Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	
Any other information to be provided				

<b>Annexure III</b>		
1	Name of signatory	Tanaya T. Daryanani
2	Designation	Company Secretary and Compliance Officer

<b>Signatory Details</b>	
Name of signatory	Tanaya T. Daryanani
Designation of person	Company Secretary and Compliance Officer
Place	Mumbai
Date	05-10-2019