



# INDIA GELATINE & CHEMICALS LTD.

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

Tel.: (260) 240 1741, 240 1584, 240 1385, 240 0795

E-MAIL : igclvapi@indiagelatine.com • Web : www.indiagelatine.com • CIN - L99999GJ1973PLC002260

Date: October 05, 2020

**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 2<sup>nd</sup> quarter and half year ended 30<sup>th</sup> September, 2020

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 2<sup>nd</sup> quarter and half year ended 30<sup>th</sup> September, 2020.

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

Kindly acknowledge the receipt.

Yours faithfully,  
For **INDIA GELATINE & CHEMICALS LIMITED**

  
**Tanaya T. Daryanani**  
**COMPANY SECRETARY**  
**A37181**  
Encl.: as above.



Head Office : 77/78, Mittal Chambers, 7th Floor, 228, Nariman Point, Box No. 11620, Mumbai - 400 021.  
Tel.: (022) 2202 0341, 2284 5522 • Email : igclmumbai@indiagelatine.com  
Regd. Office : 703/704, "SHILP", 7th Floor, Near Municipal Market, Sheth C. G. Road, Navrangpura,  
Ahmedabad - 380 009 (Gujarat). Tel.: (079) 2646 6737, 2646 9514 • Fax : +91-79-2646 5569.

**BSE LTD**  
**ACKNOWLEDGEMENT**

|                    |                                          |                                      |
|--------------------|------------------------------------------|--------------------------------------|
| Acknowledgement No | : 0510202005030327                       | Date & Time : 05/10/2020 05:03:03 PM |
| Scrip Code         | : 531253                                 |                                      |
| Entity Name        | : India Gelatine & Chemicals Limited     |                                      |
| Compliance Type    | : Regulation 27(2)- Corporate Governance |                                      |
| Quarter / Period   | : 30/09/2020                             |                                      |
| Mode               | : E-Filing                               |                                      |

| General information about company                              |                                    |
|----------------------------------------------------------------|------------------------------------|
| Scrip code                                                     | 531253                             |
| NSE Symbol                                                     |                                    |
| MSEI Symbol                                                    |                                    |
| ISIN                                                           | INE342D01012                       |
| Name of the entity                                             | India Gelatine & Chemicals Limited |
| Date of start of financial year                                | 01-04-2020                         |
| Date of end of financial year                                  | 31-03-2021                         |
| Reporting Quarter                                              | Half Yearly                        |
| Date of Report                                                 | 30-09-2020                         |
| 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 |            |          |                                      |                         |                         |               |                                                                               |                                    |                             |                        |                   |                                |                                                                                                                  |                                                                                                                                 |                                                                                                                                       |                                                                                                                                                               |
|----------------------------------------------------------------------|------------|----------|--------------------------------------|-------------------------|-------------------------|---------------|-------------------------------------------------------------------------------|------------------------------------|-----------------------------|------------------------|-------------------|--------------------------------|------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Wether 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 | 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 | 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 pos of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations) |
| he                                                                   |            |          |                                      |                         |                         |               |                                                                               |                                    |                             |                        |                   |                                |                                                                                                                  |                                                                                                                                 |                                                                                                                                       |                                                                                                                                                               |
| nh                                                                   | AAEPM3516D | 00044901 | Executive Director                   | Not Applicable          | MD                      | 21-08-1965    | NA                                                                            |                                    | 21-07-2000                  | 01-04-2020             |                   |                                | 1                                                                                                                | 0                                                                                                                               | 1                                                                                                                                     | 0                                                                                                                                                             |
|                                                                      | AAOPM7989A | 03107547 | Executive Director                   | Not Applicable          |                         | 05-12-1971    | NA                                                                            |                                    | 07-07-2014                  | 01-04-2020             |                   |                                | 1                                                                                                                | 0                                                                                                                               | 0                                                                                                                                     | 0                                                                                                                                                             |
|                                                                      | AADPP6323Q | 00562400 | Non-Executive - Independent Director | Not Applicable          |                         | 18-09-1952    | NA                                                                            |                                    | 19-07-2006                  | 01-04-2019             |                   | 60                             | 2                                                                                                                | 1                                                                                                                               | 4                                                                                                                                     | 0                                                                                                                                                             |
|                                                                      | AACPM0551G | 00549826 | Non-Executive - Independent Director | Chairperson             |                         | 06-04-1936    | Yes                                                                           | 29-03-2019                         | 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 | 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 | 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) | Name of the Company in which the Director is a Director |
| 5                                                                    | Mr              | Jayprakash Mishrilal Tiwari | AABPT5949G | 06906943 | Non-Executive - Independent Director | Not Applicable          |                         | 24-09-1966    | NA                                                                            |                                    | 07-07-2014                  | 01-04-2019             |                   | 60                             | 1                                                                                                                | 1                                                                                                                               | 1                                                       |
| 6                                                                    | Mr              | Malay Mahendra Khimji       | AADPK1717D | 00402675 | Non-Executive - Independent Director | Not Applicable          |                         | 12-08-1965    | NA                                                                            |                                    | 13-03-2020                  |                        |                   | 60                             | 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                  | 01-04-2020          |                   |         |



| 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 |            |                             |                                      |                         |                     |                   |         |
| 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             | 01-04-2020          |                   |         |
| 2                                                                               | 03107547   | Shefali Viren Mirani        | Executive Director                   | Member                  | 01-04-2020          |                   |         |
| 3                                                                               | 06906943   | Jayprakash Mishrilal Tiwari | Non-Executive - Independent Director | Member                  | 01-04-2019          |                   |         |

| Other Committee |            |                           |                         |                         |                         |         |
|-----------------|------------|---------------------------|-------------------------|-------------------------|-------------------------|---------|
| 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                                                                |                                                     | 03-07-2020                                         |                                                             |                              | Yes                                        | 6                            | 4                                                   |
| 2                                                                |                                                     | 21-08-2020                                         | 48                                                          |                              | Yes                                        | 5                            | 3                                                   |

| Annexure 1                                               |                   |                                                                                                 |                                                             |                         |                               |                                            |                              |                                                     |
|----------------------------------------------------------|-------------------|-------------------------------------------------------------------------------------------------|-------------------------------------------------------------|-------------------------|-------------------------------|--------------------------------------------|------------------------------|-----------------------------------------------------|
| 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) | Number of Directors present* | No. of Independent Directors attending the meeting* |
| 1                                                        | Audit Committee   | 03-07-2020                                                                                      |                                                             |                         |                               | Yes                                        | 3                            | 3                                                   |
| 2                                                        | Audit Committee   | 21-08-2020                                                                                      | 48                                                          |                         |                               | Yes                                        | 3                            | 3                                                   |

| Annexure 1                    |                                                                                                        |                                  |                                                                |
|-------------------------------|--------------------------------------------------------------------------------------------------------|----------------------------------|----------------------------------------------------------------|
| V. Related Party Transactions |                                                                                                        |                                  |                                                                |
| Sr                            | Subject                                                                                                | Compliance status<br>(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                              |                                                                |

| Annexure 1       |                                                                                                                                                                                                              |                            |
|------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------|
| VI. 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                                                                                | 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                        |

| Annexure 1 |                   |                                          |
|------------|-------------------|------------------------------------------|
| 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 |                                                                                                                                                                                |                                      |                               |                                                                |

| Annexure III |                   |                                          |
|--------------|-------------------|------------------------------------------|
| 1            | Name of signatory | Tanaya T. Daryanani                      |
| 2            | Designation       | Company Secretary and Compliance Officer |

| Signatory Details     |                                          |
|-----------------------|------------------------------------------|
| Name of signatory     | Tanaya T. Daryanani                      |
| Designation of person | Company Secretary and Compliance Officer |
| Place                 | Mumbai                                   |
| Date                  | 05-10-2020                               |