

## Prima Plastics Limited

### Corporate Governance Report – September 30, 2023

#### I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory																				NA
Whether the listed entity has a Regular Chairperson																				Yes
Whether Chairperson is related to MD or CEO																				Yes
Sr	Title (Mr/Ms)	Name of the Director	DIN	Category	Disqualification of Directors under section 164 of the Companies Act, 2013					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 post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Notes for not providing PAN
					Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status											
1	Mr	Dilip Manharlal Parkeh	00166385	Executive Director,MD	No	-	-	-	Active	NA	-	17-11-1993	17-08-2022	-	-	1	0	2	0	
2	Mr	Bhaskar Manharlal Parekh	00166520	Executive Director,Chairperson	No	-	-	-	Active	NA	-	17-11-1993	17-08-2022	-	-	1	0	1	0	
3	Mr	Rasiklal Mansukhlal Doshi	00239580	Non-Executive - Independent Director	No	-	-	-	Active	Yes	03-08- 2019	13-08-2014	03-08-2019	-	109.18	1	1	0	0	
4	Mr	Krishnakant V. Chitalia	00355215	Non-Executive - Independent Director	No	-	-	-	Active	Yes	03-08- 2019	13-08-2014	03-08-2019	-	109.18	1	1	1	1	
5	Mr	Snehal N. Muzoomdar	00729992	Non-Executive - Independent Director	No	-	-	-	Active	NA	-	29-01-2019	29-01-2019	-	56.02	2	2	4	0	
6	Mrs	Hina Vijay Mehta	07201194	Non-Executive - Non Independent Director	No	-	-	-	Active	NA	-	29-05-2015	-	-	-	1	0	0	0	
7	Mr	Shailesh Sanmukhlal Shah	01172073	Non-Executive - Independent Director	No	-	-	-	Active	NA	-	13-11-2019	13-11-2019	-	46.18	1	1	0	1	
8	Mrs	Daxa Jawahar Baxi	00944951	Non-Executive - Independent Director	No	-	-	-	Active	NA	-	29-05-2023	29-05-2023	-	4.02	1	1	0	0	

## II. Composition of Committees

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	01172073	Shailesh Sanmukhlal Shah	Non-Executive - Independent Director	Chairperson	07-02-2020	-	Date of Appointment as Member: 07-02-2020 and as Chairperson: 28-05-2021
2	00166385	Dilip Manharlal Parkeh	Executive Director	Member	01-08-2008	-	-
3	00729992	Snehal N. Muzoomdar	Non-Executive - Independent Director	Member	22-05-2019	-	-
4	00355215	Krishnakant V. Chitalia	Non-Executive - Independent Director	Member	30-01-2001	-	Date of Change from Chairperson to Member: 28-05-2021

# **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	00355215	Krishnakant V. Chitalia	Non-Executive - Independent Director	Chairperson	30-01-2002	-	-
2	00729992	Snehal N. Muzoomdar	Non-Executive - Independent Director	Member	13-11-2019	-	-
3	00239580	Rasiklal Mansukhlal Doshi	Non-Executive - Independent Director	Member	28-01-2005	-	-
4	01172073	Shailesh Sanmukhlal Shah	Non-Executive - Independent Director	Member	14-02-2023	-	With effect from February 15, 2023

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	00355215	Krishnakant V. Chitalia	Non-Executive - Independent Director	Chairperson	13-11-2019	-	-
2	00166385	Dilip Manharlal Parkeh	Executive Director	Member	30-01-2001	-	-
3	00166520	Bhaskar Manharlal Parekh	Executive Director	Member	30-01-2001	-	-
4	00729992	Snehal N. Muzoomdar	Non-Executive - Independent Director	Member	14-02-2023	-	With effect from February 15, 2023

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	00355215	Krishnakant V. Chitalia	Non-Executive - Independent Director	Chairperson	30-05-2016	-	-
2	00166385	Dilip Manharlal Parkeh	Executive Director	Member	30-05-2016	-	-
3	00166520	Bhaskar Manharlal Parekh	Executive Director	Member	30-05-2016	-	-
4	00239580	Rasiklal Mansukhlal Doshi	Non-Executive - Independent Director	Member	13-11-2019	-	-
Management Committee							
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date Of Appointment	Date of Cessation	Remarks
1	00166520	Bhaskar Manharlal Parekh	Executive Director	Chairperson	-	-	-
2	00166385	Dilip Manharlal Parkeh	Executive Director	Member	-	-	-
3	00355215	Krishnakant V. Chitalia	Non-Executive - Independent Director	Member	-	-	-

Share Transfer Committee							
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date Of Appointment	Date of Cessation	Remarks
4	00166520	Bhaskar Manharlal Parekh	Executive Director	Chairperson	-	-	-
5	00166385	Dilip Manharlal Parkeh	Executive Director	Member	-	-	-
6	00355215	Krishnakant V. Chitalia	Non-Executive - Independent Director	Member	-	-	-

### 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	29-05-2023	-	-	Yes	7.00	6	3
2	11-08-2023	73	-	Yes	8.00	8	5

### IV. Meeting Of Committees

Disclosure of notes on meeting of committees explanatory						-				
Sr	Name of Committee	EnterDate(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive meetings (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (details)	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	29 May 2023	-	-	-	Yes	4	3	2	0
2	Audit Committee	11 Aug 2023	73	-	-	Yes	4	4	3	0
3	Stakeholders Relationship Committee	29 May 2023	-	-	-	Yes	4	4	2	0
4	Stakeholders Relationship Committee	11 Aug 2023	73	-	-	Yes	4	4	2	0

### V. Related Party Transactions

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	-
Disclosure of notes on related party transactions			-
Disclosure of notes of material transaction with related party			-

## 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 audit committee is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015 <b>a. Audit committee</b>	Yes
3	The composition of the nomination and remuneration committee is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015 <b>b. Nomination and remuneration committee</b>	Yes
4	The composition of the stakeholders relationship committee is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015 <b>c. Stakeholders relationship committee</b>	Yes
5	The composition of the risk management committee is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015 <b>d. Risk management committee (applicable to the top 1000 listed entities)</b>	NA
6	The committee members have been made aware of their powers, role and responsibilities as specified in of 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 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
9.	Any comments/observations/advice of Board of Directors may be mentioned here:	-

Annexure I		
Sr	Subject	Compliance status
1.	Name of signatory	Vandana S. Ahuja
2.	Designation	Company Secretary and Compliance Officer

#### ANNEXURE III

III. Affirmations				
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	Whether corporate governance report disclosed in annual report	34(3) read with para C of Schedule V	Yes	-
6	Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	Yes	-
Any other information to be provided			-	

1	Name of signatory	Vandana S. Ahuja
2	Designation	Company Secretary and Compliance Officer

Annexure IV  
Additional Half Yearly Disclosure

I. Disclosure of Loans/ guarantees/comfort letters /securities etc.

Applicability of disclosure	Applicable
Reason for Non Applicability	Applicable

(A) Any loan or any other form of debt advanced by the listed entity directly or indirectly to:

Entity	Aggregate amount advanced during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them	-	-
Promoter Group or any other entity controlled by them	-	-
Directors (including relatives) or any other entity controlled by them	-	-
KMPs or any other entity controlled by them	-	1485000

(D) Additional Information

Affirmations	Compliance Status
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.	
Name	Dharmesh R. Sachade
Designation	CFO
Place	Mumbai
Date	17 Oct 2023

Signatory Details:

Name of signatory	Vandana S. Ahuja
Designation of person	Company Secretary and Compliance Officer
Place	--
Date	--