

Integrated Governance

TIRUPATI STARCH & CHEMICALS LIMITED

General information about company

Scrip code	524582	
NSE Symbol	NOTLISTED	
MSEI Symbol	NOTLISTED	
ISIN	INE314D01011	
Date of start of financial year	01-04-2024	
Date of end of financial year	31-03-2025	
Reporting Quarter Type	Quarterly	
Date of Quarter Ending	31-12-2024	
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?	true	
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?	false	No fine or penalty was imposed during the quarter in terms of sub-para 20 of Para A of Part A of Schedule III of SEBI (LODR) Regulations, 2015
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	false	
Market Capitalisation as per immediate previous Financial Year	Any other	
Is SCORE ID Available ?	true	
SCORE Registration ID	t00111	
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																							
Whether the listed entity has a Regular Chairperson																							
true																							
Whether Chairperson is related to MD or CEO																							
false																							
Disqualification of Directors under section 164 of the Companies Act, 2013																							
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	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)	Reason for Cessation	Notes for not providing PAN	Notes for not providing DIN
1	Mr	Ramdas Goyal	Executive Director	Chairperson related to Promoter		false				Active	NA		09-12-1985	01-06-2022			1	0	0	0			
2	Mr	Amit Modi	Executive Director	Not Applicable	MD	false				Active	NA		10-12-2014	01-06-2022			1	0	0	0			
3	Mr	Ramesh Chandra Goyal	Executive Director	Not Applicable		false				Active	NA		01-04-1993	28-06-2024			1	0	0	0			
4	Mr	Prakash Chand Bafna	Executive Director	Not Applicable		false				Active	NA		03-06-1987	01-06-2022			1	0	0	0			
5	Mr	Yogesh Kumar Agrawal	Executive Director	Not Applicable		false				Active	NA		07-09-2017	03-09-2024			1	0	2	0			
6	Mrs	Pramila Jajodia	Non-Executive - Non Independent Director	Not Applicable		false				Active	Yes	30-09-2024	05-09-2003				1	0	0	0			
7	Mrs	Shashikala Mangal	Non-Executive - Non Independent Director	Not Applicable		false				Active	NA		29-01-2004				1	0	0	0			
8	Mr	Ramesh Agrawal	Non-Executive - Independent Director	Not Applicable		false				Active	NA		01-10-2016	01-10-2021		99	1	1	0	0			
9	Mr	Nitin Kumar Gupta	Non-Executive - Independent Director	Not Applicable		false				Active	NA		01-10-2015	01-10-2020		111	1	1	0	0			
10	Mr	Yashwant Jain Nandecha	Non-Executive - Independent Director	Not Applicable		false				Active	NA		07-07-2022			29	1	1	0	0			
11	Mr	Babu Lal Mangal	Non-Executive - Independent Director	Not Applicable		false				Active	NA		07-07-2022			29	1	1	0	0			

12	Mr	Sandeep Agrawal	Non-Executive - Independent Director	Not Applicable		false				Active	NA		07-07-2022			29	1	1	0	0			
13	Mr	Akshat Garg	Non-Executive - Independent Director	Not Applicable		false				Active	NA		01-10-2024			3	1	1	2	1			
14	Mr	Sagar Jajodia	Non-Executive - Independent Director	Not Applicable		false				Active	NA		01-10-2024			3	1	1	2	1			

Annexure I

II. Composition of Committees	
Disclosure of notes on composition of committees explanatory	Textual Information(1)

Text Block

Textual Information(1)	<p>Mr. Ashish Agrawal (DIN:00335575) and Mr. Vinod Kumar Garg (DIN:00266341) had been retired from the office of Independent Director of the Company with effect from end of the day of 30th day of September, 2024 on account of their successful completion of second consecutive term of 5 years as Independent Directors of the Company. Mr. Ashish Agrawal was the Chairman of Audit Committee and also was the Member of Nomination & Remuneration Committee and Stakeholders Relationship Committee. Mr. Vinod Kumar Garg was the Chairman of Nomination & Remuneration Committee And Stakeholders Relationship Committee and was the Member of Audit Committee and Corporate Social Responsibility Committee. Mr. Akshat Garg (DIN: 10780629) and Mr. Sagar Jajodia (DIN: 09582098) was appointed as Non- Executive Independent Director w.e.f. 1st October 2024 vide Shareholders approval in their 38th Annual General Meeting held on 30.09.2024. The Board had re-constituted their Committees on 03.10.2024 and Mr. Akshat Garg and Mr. Sagar Jajodia became part of such Board Committees. Mr. Akshat Garg was designated as Chairman of Audit Committee and Nomination & Remuneration Committee. He was also the Member of Stakeholders Relationship Committee & Corporate Social Responsibility Committee. Mr. Sagar Jajodia was designated as Chairman of Stakeholders Relationship Committee and Member of Audit Committee And Nomination & Remuneration Committee.</p>
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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	Akshat Garg	Non-Executive - Independent Director	Chairperson	03-10-2024		Textual Information(1)
2	Sagar Jajodia	Non-Executive - Independent Director	Member	03-10-2024		Textual Information(2)
3	Yogesh Kumar Agrawal	Executive Director	Member	09-10-2017		Textual Information(3)

Text Block

Textual Information(1)	The Audit Committee has been re-constituted by the Board of Company in its meeting held on 03.10.2024.
Textual Information(2)	The Audit Committee has been re-constituted by the Board of Company in its meeting held on 03.10.2024.
Textual Information(3)	The Audit Committee has been re-constituted by the Board of Company in its meeting held on 03.10.2024.

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	Akshat Garg	Non-Executive - Independent Director	Chairperson	03-10-2024		Textual Information(1)
2	Sagar Jajodia	Non-Executive - Independent Director	Member	03-10-2024		Textual Information(2)
3	Shashikala Mangal	Non-Executive - Non Independent Director	Member	10-12-2014		Textual Information(3)

Text Block

Textual Information(1)	The Nomination and Remuneration Committee has been re-constituted by the Board of Company in its meeting held on 03.10.2024.
Textual Information(2)	The Nomination and Remuneration Committee has been re-constituted by the Board of Company in its meeting held on 03.10.2024.
Textual Information(3)	The Nomination and Remuneration Committee has been re-constituted by the Board of Company in its meeting held on 03.10.2024.

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	Sagar Jajodia	Non-Executive - Independent Director	Chairperson	03-10-2024		Textual Information(1)
2	Akshat Garg	Non-Executive - Independent Director	Member	03-10-2024		Textual Information(2)
3	Yogesh Kumar Agrawal	Executive Director	Member	09-10-2017		Textual Information(3)

Text Block

Textual Information(1)	The Stakeholders Relationship Committee has been re-constituted by the Board of Company in its meeting held on 03.10.2024.
Textual Information(2)	The Stakeholders Relationship Committee has been re-constituted by the Board of Company in its meeting held on 03.10.2024.
Textual Information(3)	The Stakeholders Relationship Committee has been re-constituted by the Board of Company in its meeting held on 03.10.2024.

Corporate Social Responsibility Committee

Whether the Corporate Social Responsibility Committee has a Regular Chairperson						
Sr	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	Ramdas Goyal	Executive Director	Chairperson	30-05-2022		Textual Information(1)
2	Amit Modi	Executive Director	Member	30-05-2022		Textual Information(2)
3	Akshat Garg	Non-Executive - Independent Director	Member	03-10-2024		Textual Information(3)

Text Block

Textual Information(1)	The Corporate Social Responsibility Committee has been re-constituted by the Board of Company in its meeting held on 03.10.2024.
Textual Information(2)	The Corporate Social Responsibility Committee has been re-constituted by the Board of Company in its meeting held on 03.10.2024.
Textual Information(3)	The Corporate Social Responsibility Committee has been re-constituted by the Board of Company in its meeting held on 03.10.2024.

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	03-09-2024			true	14	14	7
2	03-10-2024	29		true	14	14	7
3	14-11-2024	41		true	14	14	7

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	03-09-2024				true	3	3	2	2
2	Audit Committee	14-11-2024	71			true	3	3	2	2
3	Stakeholders Relationship Committee	28-09-2024				true	3	3	2	2
4	Stakeholders Relationship Committee	04-11-2024	36			true	3	3	2	2
5	Stakeholders Relationship Committee	19-11-2024	14			true	3	3	2	2
6	Stakeholders Relationship Committee	17-12-2024	27			true	3	3	2	2
7	Corporate Social Responsibility Committee	14-08-2024				true	3	2	0	2
8	Corporate Social Responsibility Committee	03-10-2024	49			true	3	3	1	2

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)	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.	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	Anurag Kumar Saxena
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	Anurag Kumar Saxena
Designation of person	Company Secretary and Compliance Officer
Place	Indore
Date	13-02-2025

Investor Grievance Details

No. of investor complaints pending at the beginning of Quarter	0
No. of investor complaints received during the Quarter	7
No. of investor complaints disposed off during the Quarter	7
No. of investor complaints those remaining unresolved at the end of the Quarter	0

Disclosure of Acquisition of Shares or Voting Rights in Unlisted Companies- The details of acquisition of shares or voting rights in unlisted companies during the quarter in terms of sub-para 1 of para A of Part A of Schedule III are given below:

Any Other Information for Disclosure of Acquisition of Shares or Voting Rights in Unlisted Companies					
Sr.No.	Name of the unlisted company in which shares or voting rights have been acquired	Date of acquisition	Aggregate holding (% shares or voting rights) as at the end of the previous quarter	% shares or voting rights acquired during the quarter	Aggregate holding (% shares or voting rights) as at the end of the quarter
1	Tirupati Starch Charitable Foundation	05-04-2023	100.00	0.00	100.00

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	COMMR.OF CENTRAL EXCISE	08-10-2014	Pending before Hon'ble Supreme Court	Regarding a demand of Rs. 934.36 Lakhs upto 31.03.2006 raised by Custom & Central Excise Department for wrong classification of Maize Starch Powder, the Civil Appeals filed by Commr. of Central Excise are pending with Hon'ble Supreme Court.
2	Krishi Upaj Mandi Samiti, Dhar	25-03-2022	Pending before Hon'ble High Court of M.P., Bench at Indore	Regarding a demand of Mandi Fees/Nirashit Shulk, a Writ Appeal filed by Krishi Upaj Mandi Samiti, Dhar against Tirupati Starch & Chemicals Limited to set aside the order/s passed by Hon'ble High Court, Indore in favour of Tirupati Starch & Chemicals Limited, is pending before Hon'ble High Court of M.P., Bench at Indore.