

July 09, 2024

DCS-CRD BSE Limited First Floor, New Trade Wing Rotunda Building, Phiroze Jeejeebhoy Towers Dalal Street, Fort Mumbai 400001 Fax No.2272 3121/2037/2039 Stock Code: 543213	Listing Compliance National Stock Exchange of India Ltd. Exchange Plaza, 5 th Floor Plot No. C/1, 'G' Block, Bandra- Kurla Complex Bandra East Mumbai 400051 Fax No.2659 8237/8238 Stock Code: ROSSARI
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Dear Sir/Madam,

Sub: Report on Corporate Governance for the Quarter ended June 30, 2024

Pursuant to Regulation 27 (2) (a) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations, 2015, please find enclosed herewith Compliance Report on Corporate Governance for the Quarter ended June 30, 2024.

The same may please be taken on record and suitably disseminated to all concerned.

Thanking You

Yours Sincerely

For Rossari Biotech Limited

Parul Gupta

Digitally signed
by Parul Gupta
Date: 2024.07.09
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Parul Gupta
Head - Company Secretary & Legal
Membership No.: A38895

Encl.: as above

ROSSARI BIOTECH LIMITED


(An ISO 9001:2015 & 14001:2015 Certified Company), CIN: L24100MH2009PLC194818

Regd. Office : 201 A - B, 2nd Floor, Akruti Corporate Park, L.B.S Marg, Next to GE Gardens, Kanjurmarg (W) Mumbai - 400078, India. **T** : +91-22-6123 3800 **F** : +91-22-2579 6982

Factory : Plot No. 10 & 11, Survey No. 90/1/10/ & 90/1/11/1, Khumbharwadi, Village Naroli, Silvassa - 396235, Dadra & Nagar Haveli (U.T.), India. **T** : 0260-669 3000

: Plot No. D3/24/3, Opposite ATC Tyre Phase III, G.I.D.C Dahej, Village Galanda, Taluka Vagra, Bharuch-Gujarat - 392130, India. **T** : +91 2641-3505 03

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ANNEXURE A
QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE

1. Name of Listed Entity Rossari Biotech Limited
2. Quarter ending 30/06/2024

Title (Mr./Ms.)	Name of the Director	PAN	DIN	Category (Chairperson/Executive/Non-Executive/Independent/Nominee)	Initial Date of Appointment	Date of Re-Appointment	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Date of Cessation	Tenure (in months)	Date of Birth	No of Directorship in listed entities including this listed entity [in reference to Regulation 17A(1)]	No. of Independent Directorship in listed entities including this listed entity [in reference to proviso to regulation 17A(1)]	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)
Mr.	Edward Menezes	AAGPM5575L	00149205	Chairperson Executive Director	10-08-2009	01-10-2019	NA	--	--	-	31-10-1960	1	Nil	Nil	Nil
Mr.	Sunil Srinivasan Chari	AAEPC7152K	00149083	Managing Director - Executive Director	10-08-2009	01-10-2019	NA	--	--	-	05-12-1965	1	Nil	4	Nil
Mr.	Asecm Dhru	ACLPD2638J	01761455	Non-Executive - Independent Director	12-11-2019	12-11-2019	NA	--	--	55.18	07-04-1970	3	2	3	3
Mr.	Sharabh Pachory	AEGPP3804F	08577249	Non-Executive - Independent Director	12-11-2019	12-11-2019	NA	--	--	55.18	30-07-1960	1	1	2	Nil
Ms.	Aparna Sharma	AAVPS1068H	07132341	Non-Executive - Independent Director	29-04-2023	29-04-2023	NA	--	--	14.01	03-09-1973	1	1	3	1
Ms.	Esha Padmanabhan Achan	ACWPA6697B	10350369	Non-Executive - Independent Director	21-10-2023	21-10-2023	NA	--	--	8.09	25-04-1968	1	1	1	Nil
Whether Regular Chairperson appointed						Yes									
Whether Chairperson is related to Managing Director or CEO						No									
Whether Chairperson is related to Promoter						Yes									

II. Composition of Committees

Name of Committee	Name of Committee members	Chairperson/ Membership	Category (Chairperson/Executive/ Non-Executive/ Independent/Nominee)	Date of Appointment	Date of Cessation						
1. Audit Committee	Asecm Dhru	Chairperson	Non- Executive-Independent Director	12/11/2019	--						
	Aparna Sharma	Member	Non- Executive-Independent Director	05/05/2023	--						
	Sharabh Pachory	Member	Non- Executive-Independent Director	17/01/2023	--						
	Esha Padmanabhan Achan	Member	Non- Executive-Independent Director	21/10/2023	--						
Whether Regular Chairperson appointed						Yes					
2. Nomination & Remuneration Committee	Sharabh Pachory	Chairperson	Non- Executive-Independent Director	19/01/2023	--						
	Aparna Sharma	Member	Non- Executive-Independent Director	05/05/2023	--						
	Esha Padmanabhan Achan	Member	Non- Executive-Independent Director	21/10/2023	--						
Whether Regular Chairperson appointed						Yes					
3. Risk Management Committee	Sunil Srinivasan Chari	Chairperson	Managing Director-Executive Director	23/01/2021	--						
	Edward Menezes	Member	Executive Chairman-Executive Director	19/01/2023	--						
	Esha Padmanabhan Achan	Member	Non- Executive-Independent Director	21/10/2023	--						
	Mikhail Menezes	Member	Director - Technical	14/05/2021	--						
Whether Regular Chairperson appointed						Yes					
4. Stakeholders Relationship Committee	Aparna Sharma	Chairperson	Non- Executive-Independent Director	05/05/2023	--						
	Sunil Srinivasan Chari	Member	Managing Director-Executive Director	12/11/2019	--						
	Sharabh Pachory	Member	Non- Executive-Independent Director	21/10/2023	--						
Whether Regular Chairperson appointed						Yes					
5. Corporate Social Responsibility Committee	Edward Menezes	Chairperson	Executive Chairman-Executive Director	12/11/2019	--						
	Aparna Sharma	Member	Non- Executive-Independent Director	05/05/2023	--						
	Sharabh Pachory	Member	Non- Executive-Independent Director	21/10/2023	--						
Whether Regular Chairperson appointed						Yes					



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III. Meeting of Board of Directors						
Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Whether requirement of Quorum met* (Yes/No)	Number of Directors present*	Number of independent directors present*	Maximum gap between any two consecutive (in number of days)	
20/01/2024	-	-	-	-	-	
-	06/04/2024	Yes	6	4	76	
-	29/04/2024	Yes	6	4	22	
<i>*Details given for current quarter</i>						
IV. Meeting of Committees						
Name of Committee	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)* (Yes/No)	No. of Directors present*	Number of Independent Directors present*	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days*
Audit Committee Meeting	29/04/2024	Yes	4	4	20/01/2024	99
Nomination and Remuneration Committee	6/04/2024	Yes	3	3	-	-
Nomination and Remuneration Committee	29/04/2024	Yes	3	3	-	22
Stakeholders Relationship Committee	-	-	-	-	20/01/2024	-
Corporate Social Responsibility Committee	29/04/2024	Yes	3	2	-	-
Risk Management Committee	-	-	-	-	21/02/2024	-
<i>*Details given for current quarter</i>						
V. Related Party Transactions			Compliance status (Yes/No/NA)			
Subject						
Whether prior approval of audit committee obtained			Yes			
Whether shareholder approval obtained for material RPT			Yes			
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee			Yes			
Note						
Details of Cyber security incidents						
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			No			
Date of the event			Brief details of the event			
Not Applicable			Not Applicable			
VI. Affirmations						
1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.						
2. The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015						
a. Audit Committee						
b. Nomination & remuneration committee						
c. Stakeholders relationship committee						
d. Risk management committee						
3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.						
4. 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.						
5. This report and/or the report submitted in the previous quarter has been placed before the Board of Directors.						

For Rossari Biotech Limited



Parul Gupta
Head - Company Secretary & Legal
Membership No.: A38895



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