

January 20, 2025

<b>DCS-CRD</b> <b>BSE Limited</b> First Floor, New Trade Wing Rotunda Building, Phiroze Jeejeebhoy Towers Dalal Street, Fort Mumbai 400001 Fax No.2272 3121/2037/2039  Stock Code: 543213	<b>Listing Compliance</b> <b>National Stock Exchange of India Ltd.</b> Exchange Plaza, 5 <sup>th</sup> 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 December 31, 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 December 31, 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: 2025.01.20  
20:31:24 +05'30'



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, 2<sup>nd</sup> 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 Yokohama Tyre, Phase III, G.I.D.C Dahej, Village Galenda, Taluka Vagra, Bharuch-Gujarat - 392130, India. **T** : +91 2641-661621

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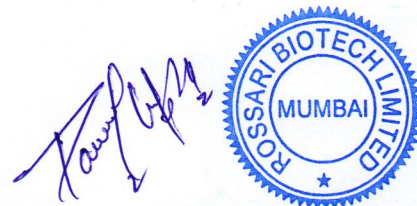
ANNEXURE I  
QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE

1. Name of Listed Entity **Rossari Biotech Limited**  
2. Quarter ending **31/12/2024**

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(IA) of Listing Regulation s]	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	*****	00149205	Chairperson Executive Director	10-08-2009	01-10-2024	NA	--	--	-	31-10-1960	1	Nil	Nil	Nil	
Mr.	Sunil Srinivasan Chari	*****	00149083	Managing Director - Executive Director	10-08-2009	01-10-2024	NA	--	--	-	05-12-1965	1	Nil	4	Nil	
Mr.	Assem Dhru	*****	01761455	Non-Executive - Independent Director	12-11-2019	12-11-2024	NA	--	--	61.19	07-04-1970	3	2	3	3	
Mr.	Sharabh Pachory	*****	08577249	Non-Executive - Independent Director	12-11-2019	12-11-2019	NA	--	11/11/2024	60	30-07-1960	1	1	2	Nil	
Ms.	Aparna Sharma	*****	07132341	Non-Executive - Independent Director	29-04-2023	29-04-2023	NA	--	--	20.02	03-09-1973	1	1	5	2	
Ms.	Esha Padmanabhan Achan	*****	10350369	Non-Executive - Independent Director	21-10-2023	21-10-2023	NA	--	--	14.1	25-04-1968	1	1	2	1	
Mr	Gurudas Vishwas Aras	*****	02187903	Non-Executive - Independent Director	19-10-2024	19-10-2024	NA	--	--	2.12	20-09-1957	3	3	7	3	
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	Assem 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	11/11/2024
	Esha Padmanabhan Achan	Member	Non- Executive-Independent Director	21/10/2023	--
	Gurudas Vishwas Aras	Member	Non- Executive-Independent Director	19/10/2024	--
Whether Regular Chairperson appointed	Yes				
2. Nomination & Remuneration Committee	Sharabh Pachory	Chairperson	Non- Executive-Independent Director	19/01/2023	11/11/2024
	Aparna Sharma	Member	Non- Executive-Independent Director	05/05/2023	--
	Esha Padmanabhan Achan	Member	Non- Executive-Independent Director	21/10/2023	--
	Gurudas Vishwas Aras	Member	Non- Executive-Independent Director	30/11/2024	--
	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 -AHN & Textile Business	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	--
	Gurudas Vishwas Aras	Member	Non- Executive-Independent Director	19/10/2024	--
	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	--
	Gurudas Vishwas Aras	Member	Non- Executive-Independent Director	19/10/2024	--
	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)
20/07/2024	-	-	-	-	-
28/09/2024	-	-	-	-	69
-	19/10/2024	Yes	6	4	20
-	30/11/2024	Yes	6	4	41

\*Details given for current quarter

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	19/10/2024	Yes	4	4	20/07/2024	90
Nomination and Remuneration Committee	18/10/2024	Yes	3	3	-	-
Stakeholders Relationship Committee	-	-	-	-	20/07/2024	-
Corporate Social Responsibility Committee	18/10/2024	Yes	3	2	-	-
Risk Management Committee	-	-	-	-	16/09/2024	-

\*Details given for current quarter

V. Related Party Transactions		Compliance status (Yes/No/NA)
<b>Subject</b>		
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
<b>Note</b>		
<b>Details of Cyber security incidents</b>		
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
<b>Date of the event</b>		<b>Brief details of the event</b>
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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