

**General information about company**

Scrip code	531246
NSE Symbol	NOTLISTED
MSEI Symbol	NOTLISTED
ISIN	INE723N01012
Name of the entity	PRIMA INDUSTRIES LIMITED
Date of start of financial year	01-04-2024
Date of end of financial year	31-03-2025
Reporting Quarter	Quarterly
Date of Report	30-06-2024
Risk management committee	Not Applicable
Market Capitalisation as per immediate previous Financial Year	Any other

**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 Yes

Whether Chairperson is related to MD or CEO Yes

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
1	Mr	S K GUPTA	AAKPG5620N	00248760	Executive Director	Chairperson related to Promoter	MD	08-08-1940
2	Mrs	SWATI GUPTA	AHIPG2509D	00249036	Non-Executive - Non Independent Director	Not Applicable		15-05-1970
3	Mrs	SRUTI JINDAL	AJQPJ6093F	03363435	Non-Executive - Independent Director	Not Applicable		24-01-1990
4	Mrs	NEETHU SUBRAMONIYAN	GCZPS5842H	08788544	Non-Executive - Independent Director	Not Applicable		10-07-1991
5	Ms	MAYURI SINHA	EITPS1093A	08915515	Non-Executive - Independent Director	Not Applicable		04-10-1992

**I. Composition of Board of Directors**

**Disqualification of Directors under section 164 of the Companies Act, 2013**

Sr	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status
1	No				Active
2	No				Active
3	No				Active
4	No				Active
5	No				Active

**I. Composition of Board of Directors**

Sr	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 [with reference to proviso to regulation 17A(1) & 17A(2)]	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	NA	15-09-2023	05-12-2012	15-09-2023		60	2	0	0	0			
2	NA		31-03-2015	15-09-2023			2	0	2	2			
3	NA		13-11-2019			60	1	1	1	1			
4	NA		14-02-2024		17-05-2024	3	0	0	0	0	Others		
5	NA		17-05-2024			24	1	1	2	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	03363435	SRUTI JINDAL	Non-Executive - Independent Director	Chairperson	14-02-2024		
2	00249036	SWATI GUPTA	Non-Executive - Non Independent Director	Member	31-05-2019		
3	08788544	NEETHU SUBRAMONIYAN	Non-Executive - Independent Director	Member	14-02-2024	17-05-2024	Textual Information(1)
4	08915515	MAYURI SINHA	Non-Executive - Independent Director	Member	17-05-2024		Textual Information(2)

**Sr Text Block**

Textual Information(1)	Mrs. Neethu Subramoniyam (DIN: 08788544) Non- Executive Independent Director and member of Audit Committee had tendered her resignation due to personal and un-avoidable circumstances to take effect from 17.05.2024. Subsequently Ms. Mayuri Sinha (DIN: 08788544) was inducted to the Board and the Audit Committee to take effect from 17.05.2024.
Textual Information(2)	Mrs. Neethu Subramoniyam (DIN: 08788544) Non- Executive Independent Director and member of Audit Committee had tendered her resignation due to personal and un-avoidable circumstances to take effect from 17.05.2024. Subsequently Ms. Mayuri Sinha (DIN: 08788544) was inducted to the Board and the Audit Committee to take effect from 17.05.2024

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	08788544	NEETHU SUBRAMONIYAN	Non-Executive - Independent Director	Chairperson	14-02-2024	17-05-2024	Textual Information(1)
2	08915515	MAYURI SINHA	Non-Executive - Independent Director	Chairperson	17-05-2024		Textual Information(2)
3	00249036	SWATI GUPTA	Non-Executive - Non Independent Director	Member	31-05-2019		
4	03363435	SRUTI JINDAL	Non-Executive - Independent Director	Member	13-10-2023		

**Sr Text Block**

Textual Information(1)	Mrs. Neethu Subramoniyam (DIN: 08788544) Non- Executive Independent Director and Chairperson of Nomination and Remuneration Committee had tendered her resignation due to personal and unavoidable circumstances to take effect from 17.05.2024. Subsequently Ms. Mayuri Sinha (DIN: 08788544) was inducted to the Board and the Nomination and Remuneration Committee to take effect from 17.05.2024
Textual Information(2)	Mrs. Neethu Subramoniyam (DIN: 08788544) Non- Executive Independent Director and Chairperson of Nomination and Remuneration Committee had tendered her resignation due to personal and unavoidable circumstances to take effect from 17.05.2024. Subsequently Ms. Mayuri Sinha (DIN: 08788544) was inducted to the Board and the Nomination and Remuneration Committee to take effect from 17.05.2024



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	00249036	SWATI GUPTA	Non-Executive - Non Independent Director	Chairperson	31-05-2019		
2	03363435	SRUTI JINDAL	Non-Executive - Independent Director	Member	13-10-2023		
3	08788544	NEETHU SUBRAMONIYAN	Non-Executive - Independent Director	Member	14-02-2024	17-05-2024	Textual Information(1)
4	08915515	MAYURI SINHA	Non-Executive - Independent Director	Member	17-05-2024		Textual Information(2)

**Sr Text Block**

Textual Information(1)	Mrs. Neethu Subramoniyam (DIN: 08788544) Non- Executive Independent Director and Member of Stakeholders Relationship Committee had tendered her resignation due to personal and un-avoidable circumstances to take effect from 17.05.2024. Subsequently Ms. Mayuri Sinha (DIN: 08788544) was inducted to the Board and the Stakeholders Relationship Committee to take effect from 17.05.2024
Textual Information(2)	Mrs. Neethu Subramoniyam (DIN: 08788544) Non- Executive Independent Director and Member of Stakeholders Relationship Committee had tendered her resignation due to personal and un-avoidable circumstances to take effect from 17.05.2024. Subsequently Ms. Mayuri Sinha (DIN: 08788544) was inducted to the Board and the Stakeholders Relationship Committee to take effect from 17.05.2024

Risk Management Committee							
Whether the Risk Management 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	00249036	SWATI GUPTA	Non-Executive - Non Independent Director	Chairperson	31-07-2018		
2	03363435	SRUTI JINDAL	Non-Executive - Independent Director	Member	13-10-2023		
3	08788544	NEETHU SUBRAMONIYAN	Non-Executive - Independent Director	Member	14-02-2024	17-05-2024	Textual Information(1)
4	08915515	MAYURI SINHA	Non-Executive - Independent Director	Member	17-05-2024		Textual Information(2)

**Sr Text Block**

Textual Information(1)	Mrs. Neethu Subramoniyam (DIN: 08788544) Non- Executive Independent Director and Member of Risk Management Committee had tendered her resignation due to personal and un-avoidable circumstances to take effect from 17.05.2024. Subsequently Ms. Mayuri Sinha (DIN: 08788544) was inducted to the Board and the Risk Management Committee to take effect from 17.05.2024
Textual Information(2)	Mrs. Neethu Subramoniyam (DIN: 08788544) Non- Executive Independent Director and Member of Risk Management Committee had tendered her resignation due to personal and un-avoidable circumstances to take effect from 17.05.2024. Subsequently Ms. Mayuri Sinha (DIN: 08788544) was inducted to the Board and the Risk Management Committee to take effect from 17.05.2024

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	00249036	SWATI GUPTA	Non-Executive - Non Independent Director	Chairperson	31-07-2018		
2	03363435	SRUTI JINDAL	Non-Executive - Independent Director	Member	13-10-2023		
3	08788544	NEETHU SUBRAMONIYAN	Non-Executive - Independent Director	Member	14-02-2024	17-05-2024	Textual Information(1)
4	08915515	MAYURI SINHA	Non-Executive - Independent Director	Member	17-05-2024		Textual Information(2)

**Sr Text Block**

Textual Information(1)	Mrs. Neethu Subramoniyam (DIN: 08788544) Non- Executive Independent Director and Member of Corporate Social Responsibility (CSR) Committee had tendered her resignation due to personal and unavoidable circumstances to take effect from 17.05.2024. Subsequently Ms. Mayuri Sinha (DIN: 08788544) was inducted to the Board and the Corporate Social Responsibility (CSR) Committee to take effect from 17.05.2024
Textual Information(2)	Mrs. Neethu Subramoniyam (DIN: 08788544) Non- Executive Independent Director and Member of Corporate Social Responsibility (CSR) Committee had tendered her resignation due to personal and unavoidable circumstances to take effect from 17.05.2024. Subsequently Ms. Mayuri Sinha (DIN: 08788544) was inducted to the Board and the Corporate Social Responsibility (CSR) Committee to take effect from 17.05.2024

<b>Other Committee</b>						
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)	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	12-02-2024				Yes	4	4	2
2		30-05-2024	107		Yes	4	4	2



**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)	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	12-02-2024				Yes	3	3	2	0
2	Audit Committee	30-05-2024	107			Yes	3	3	2	0
3	Stakeholders Relationship Committee	12-02-2024				Yes	3	3	2	0
4	Stakeholders Relationship Committee	03-04-2024	50			Yes	3	3	2	0
5	Stakeholders Relationship Committee	16-04-2024	12			Yes	3	3	2	0
6	Stakeholders Relationship Committee	30-05-2024	43			Yes	3	3	2	0

**Annexure 1****IV. Meeting of Committees**

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)
7	Nomination and remuneration committee	12-02-2024				Yes	3	3	2	0
8	Nomination and remuneration committee	30-05-2024	107			Yes	3	3	2	0

**Annexure 1**

**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	Yes	
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 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.	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
9	Any comments/observations/advice of Board of Directors may be mentioned here:	Textual Information(1)

**Annexure 1**

Sr	Subject	Compliance status
1	Name of signatory	MALAVIKA S KUMAR
2	Designation	Company Secretary and Compliance Officer

**Text Block**

Textual Information(1)

All committee meetings are approved

<b>Details of Cyber security incidence</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
Number of cyber security incidence or breaches or loss of data event occurred during the quarter		
Sr.	Date of the event	Brief details of the event

<b>Signatory Details</b>	
Name of signatory	MALAVIKA S KUMAR
Designation of person	Company Secretary and Compliance Officer
Place	COCHIN
Date	20-07-2024



