

<b>General information about company</b>	
Scrip code	533552
NSE Symbol	RUPA
MSEI Symbol	NOTLISTED
ISIN	INE895B01021
Name of the entity	RUPA& COMPANY LIMITED
Date of start of financial year	01-04-2023
Date of end of financial year	31-03-2024
Reporting Quarter	Quarterly
Date of Report	31-12-2023
Risk management committee	Applicable
Market Capitalisation as per immediate previous Financial Year	Top 1000 listed entities

**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	PRAHLAD RAI AGARWALA		00847452	Executive Director	Chairperson related to Promoter		11-05-1938
2	Mr	GHANSHYAM PRASAD AGARWALA		00224805	Executive Director	Not Applicable		14-11-1945
3	Mr	KUNJ BIHARI AGARWAL		00224857	Executive Director	Not Applicable	MD	23-11-1949
4	Mr	RAMESH AGARWAL		00230702	Executive Director	Not Applicable		07-06-1968
5	Mr	MUKESH AGARWAL		02415004	Executive Director	Not Applicable		01-01-1971
6	Mr	VIKASH AGARWAL		00230728	Executive Director	Not Applicable		27-02-1977
7	Mr	NIRAJ KABRA		08067989	Executive Director	Not Applicable		18-04-1982
8	Mr	DHARAM CHAND JAIN		00453341	Non-Executive - Independent Director	Not Applicable		12-08-1946
9	Mr	SUSHIL PATWARI		00023980	Non-Executive - Independent Director	Not Applicable		20-09-1954
10	Mr	VINOD KUMAR KOTHARI		00050850	Non-Executive - Independent Director	Not Applicable		01-09-1961
11	Mr	DIPAK KUMAR BANERJEE		00028123	Non-Executive - Independent Director	Not Applicable		19-02-1946

12	Mrs	ALKA DEVI BANGUR		00012894	Non-Executive - Independent Director	Not Applicable		28-11- 1954
13	Mr	ASHOK BHANDARI		00012210	Non-Executive - Independent Director	Not Applicable		02-02- 1953
14	Mr	SUNIL REWACHAND CHANDIRAMANI		00524035	Non-Executive - Independent Director	Not Applicable		24-12- 1968

**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
6	No				Active
7	No				Active
8	No				Active
9	No				Active
10	No				Active
11	No				Active
12	No				Active
13	No				Active
14	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)	Notes for not providing PAN	Notes for not providing DIN
1	NA		06-02-1985	01-04-2020			1	0	0	0		
2	NA		13-07-1987	01-04-2021			1	0	0	0		
3	NA		17-07-1987	01-04-2021			1	0	0	0		
4	NA		29-07-2009	01-04-2020			1	0	4	0		
5	NA		29-07-2009	01-04-2020			1	0	2	0		
6	NA		23-05-2022	23-05-2022			1	0	0	0		
7	NA		12-02-2018	12-02-2023			1	0	0	0		
8	Yes	06-09-2019	11-09-2014	06-09-2019		111.19	1	1	0	0		
9	NA		11-09-2014	06-09-2019		111.19	3	1	3	1		
10	NA		11-09-2014	06-09-2019		111.19	2	2	2	0		
11	Yes	06-09-2019	11-09-2014	06-09-2019		111.19	2	2	3	1		
12	NA		14-11-2014	14-11-2019		109.16	2	1	2	1		

13	Yes	08-08-2023	10-08-2018	10-08-2023		64.2	5	4	9	1		
14	NA		23-05-2022	23-05-2022		19.07	2	2	6	3		

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	00028123	DIPAK KUMAR BANERJEE	Non-Executive - Independent Director	Chairperson	06-02-2015		Textual Information(1)
2	00050850	VINOD KUMAR KOTHARI	Non-Executive - Independent Director	Member	26-07-2004		
3	00012210	ASHOK BHANDARI	Non-Executive - Independent Director	Member	10-08-2018		
4	00023980	SUSHIL PATWARI	Non-Executive - Independent Director	Member	05-08-2016		
5	00230702	RAMESH AGARWAL	Executive Director	Member	29-07-2009		
6	02415004	MUKESH AGARWAL	Executive Director	Member	29-07-2009		

<b>Nomination and remuneration committee</b>							
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	00050850	VINOD KUMAR KOTHARI	Non-Executive - Independent Director	Chairperson	26-07-2004		Textual Information(1)
2	00028123	DIPAK KUMAR BANERJEE	Non-Executive - Independent Director	Member	30-05-2014		
3	00012210	ASHOK BHANDARI	Non-Executive - Independent Director	Member	31-05-2021		



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	00012210	ASHOK BHANDARI	Non-Executive - Independent Director	Chairperson	31-05-2021		
2	00230702	RAMESH AGARWAL	Executive Director	Member	30-05-2014		
3	02415004	MUKESH AGARWAL	Executive Director	Member	29-07-2009		

<b>Risk Management Committee</b>							
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	00028123	DIPAK KUMAR BANERJEE	Non-Executive - Independent Director	Chairperson	23-05-2018		
2	00012210	ASHOK BHANDARI	Non-Executive - Independent Director	Member	31-05-2021		
3	00230702	RAMESH AGARWAL	Executive Director	Member	23-05-2018		
4	02415004	MUKESH AGARWAL	Executive Director	Member	23-05-2018		
5	08067989	NIRAJ KABRA	Executive Director	Member	23-05-2018		
6	00230728	VIKASH AGARWAL	Executive Director	Member	23-05-2018		
7	99999999	ARIHANT KUMAR BAID	VP (Finance & Accounts)	Member	23-05-2018		Textual Information(1)
8	99999999	SUMIT KHOWALA	Chief Financial Officer	Member	12-08-2022		Textual Information(2)

<b>Corporate Social Responsibility Committee</b>							
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	00847452	PRAHLAD RAI AGARWALA	Executive Director	Chairperson	30-05-2014		
2	00224857	KUNJ BIHARI AGARWAL	Executive Director	Member	30-05-2014		
3	00028123	DIPAK KUMAR BANERJEE	Non-Executive - Independent Director	Member	08-08-2019		

**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	11-08-2023				Yes	14	13	7
2		06-11-2023	86		Yes	14	14	7

**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	11-08-2023				Yes	6	6	4	0
2	Audit Committee	06-11-2023	86			Yes	6	5	3	0
3	Risk Management Committee	05-09-2023				Yes	6	6	2	2

**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	NA	
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)	Yes
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

**Annexure 1**

Sr	Subject	Compliance status
1	Name of signatory	MANISH AGARWAL
2	Designation	Company Secretary and Compliance Officer



<b>Details of Cyber security incidence</b>	
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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
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<b>Signatory Details</b>	
Name of signatory	MANISH AGARWAL
Designation of person	Company Secretary and Compliance Officer
Place	KOLKATA
Date	20-01-2024