

General information about company

Scrip code	533552
NSE Symbol	RUPA
MSEI Symbol	NOTLISTED
ISIN	INE895B01021
Name of the entity	RUPA & COMPANY LIMITED
Date of start of financial year	01-04-2024
Date of end of financial year	31-03-2025
Reporting Quarter	Quarterly
Date of Report	31-12-2024
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	ASHOK BHANDARI	00012210	Non-Executive - Independent Director	Not Applicable	02-02-1953
9	Mr	SUNIL REWACHAND CHANDIRAMANI	00524035	Non-Executive - Independent Director	Not Applicable	24-12-1968
10	Mr	JOGINDER PAL DUA	02374358	Non-Executive - Independent Director	Not Applicable	05-08-1952
11	Mr	SUMIT MALHOTRA	02183825	Non-Executive - Independent Director	Not Applicable	28-09-1961
12	Mrs	MAMTA BINANI	00462925	Non-Executive - Independent Director	Not Applicable	10-10-1972
13	Mr	ARVIND BAHETI	08094824	Non-Executive - Independent Director	Not Applicable	18-10-1977
14	Mr	VIJAY CHHIBBER	00396838	Non-Executive - Independent Director	Not Applicable	12-12-1955
15	Mrs	ALKA DEVI BANGUR	00012894	Non-Executive - Independent Director	Not Applicable	28-11-1954

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
15	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		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	08-08-2023	10-08-2018	10-08-2023		76.2	6	5	8	1			
9	NA		23-05-2022	23-05-2022		31.07	3	3	8	4			
10	Yes	27-09-2024	06-09-2024	06-09-2024		3.25	1	1	2	0			
11	NA		06-09-2024	06-09-2024		3.25	2	1	2	1			
12	NA		06-09-2024	06-09-2024		3.25	7	6	6	2			
13	NA		06-09-2024	06-09-2024		3.25	2	2	2	1			

14 NA	10-11-2024	10-11-2024	1.21	3	3	0	0		
15 NA	14-11-2014	14-11-2019	14-11-2024	119.29	2	1	2	1	Tenure Completion

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	00012210	ASHOK BHANDARI	Non-Executive - Independent Director	Chairperson	10-08-2018		Textual Information(1)
2	02374358	JOGINDER PAL DUA	Non-Executive - Independent Director	Member	06-09-2024		
3	00462925	MAMTA BINANI	Non-Executive - Independent Director	Member	06-09-2024		
4	08094824	ARVIND BAHETI	Non-Executive - Independent Director	Member	06-09-2024		
5	00230702	RAMESH AGARWAL	Executive Director	Member	29-07-2009		
6	02415004	MUKESH AGARWAL	Executive Director	Member	29-07-2009		

Sr Text Block

Textual Information(1) Mr. Ashok Bhandari (DIN: 00012210) was appointed as the Chairperson of the Audit Committee w.e.f. 6th September, 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	00012210	ASHOK BHANDARI	Non-Executive - Independent Director	Chairperson	31-05-2021		Textual Information(1)
2	02374358	JOGINDER PAL DUA	Non-Executive - Independent Director	Member	06-09-2024		
3	08094824	ARVIND BAHETI	Non-Executive - Independent Director	Member	06-09-2024		

Sr Text Block

Textual Information(1) Mr. Ashok Bhandari (DIN: 00012210) was appointed as the Chairperson of Nomination & Remuneration Committee w.e.f. 6th September, 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	00462925	MAMTA BINANI	Non-Executive - Independent Director	Chairperson	06-09-2024		
2	00230702	RAMESH AGARWAL	Executive Director	Member	30-05-2014		
3	02415004	MUKESH AGARWAL	Executive Director	Member	29-07-2009		

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	00524035	SUNIL REWACHAND CHANDIRAMANI	Non-Executive - Independent Director	Chairperson	06-09-2024		Textual Information(1)
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	00230728	VIKASH AGARWAL	Executive Director	Member	23-05-2018		
6	08067989	NIRAJ KABRA	Executive Director	Member	23-05-2018		
7	99999999	ARIHANT KUMAR BAID	VP (Finance)	Member	23-05-2018		Textual Information(2)
8	99999999	SUMIT KHOWALA	Chief Financial Officer	Member	12-08-2022		Textual Information(3)

Sr Text Block

Textual Information(1)

Mr. Sunil Rewachand Chandiramani (DIN: 00524035) was appointed as the Chairperson and member of the Risk Management Committee w.e.f. 6th September, 2024.

Textual Information(2)

Mr. Arihant Kumar Baid, Vice President (Finance & Accounts) of the Company has been appointed as the member of the Risk Management Committee w.e.f. 23rd May, 2018.

Mr. Arihant Kumar Baid is not a Director of the Company and is not holding any DIN, therefore dummy DIN has been used.

Textual
Information(3)

Mr. Sumit Khowala, Chief Financial Officer of the Company has been appointed as the member of the Risk Management Committee w.e.f. 12th August, 2022.

Mr. Sumit Khowala is not a Director of the Company and is not holding any DIN, therefore dummy DIN has been used.

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	00847452	PRAHLAD RAI AGARWALA	Executive Director	Chairperson	30-05-2014		
2	00224857	KUNJ BIHARI AGARWAL	Executive Director	Member	30-05-2014		
3	00224805	GHANSHYAM PRASAD AGARWALA	Executive Director	Member	06-09-2024		Textual Information(1)
4	02183825	SUMIT MALHOTRA	Non-Executive - Independent Director	Member	06-09-2024		

Sr Text Block

Textual Information(1) Mr. Ghanshyam Prasad Agarwala (DIN: 00224805) was appointed as the Member of the Committee w.e.f. September 06, 2024.

Other Committee

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	09-08-2024				Yes	14	11	7
2		09-11-2024	91		Yes	14	13	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	09-08-2024				Yes	6	4	4	0
2	Audit Committee	09-11-2024	91			Yes	6	5	4	0
3	Nomination and remuneration committee	09-08-2024				Yes	3	3	3	0
4	Nomination and remuneration committee	09-11-2024				Yes	3	3	3	0
5	Risk Management Committee	05-09-2024				Yes	6	4	2	2

Stakeholders								
6 Relationship Committee	18-10-2024	42	Yes	3	2	1	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	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	SUMIT JAISWAL
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

No

Number of cyber security incidence or breaches or loss of data event occurred during the quarter

Sr.	Date of the event
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Brief details of the event

Signatory Details

Name of signatory	SUMIT JAISWAL
Designation of person	Company Secretary and Compliance Officer
Place	KOLKATA
Date	18-01-2025