

General information about company

Scrip code	507410
NSE Symbol	WALCHANNAG
MSEI Symbol	NA
ISIN	INE711A01022
Name of the entity	Walchandnagar Industries Limited
Date of start of financial year	01-04-2020
Date of end of financial year	31-03-2021
Reporting Quarter	Yearly
Date of Report	31-03-2021
Risk management committee	Not Applicable
Market Capitalisation as per immediate previous Financial Year	Top 2000 listed entities

Enter the quarter
ended date only

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	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution
1	Mr	Chakor L. Doshi	AACPD5799F	00210949	Non-Executive - Non Independent	Chairperson		15-09-1948	NA	
2	Mr	Dilip J. Thakkar	AACPT9000H	00007339	Non-Executive - Independent	Not Applicable	Employee Director	01-10-1936	Yes	09-08-2017
3	Mr	Anil Kakodkar	AAFPK2030D	03057596	Non-Executive - Independent	Not Applicable	Employee Director	11-11-1943	Yes	06-08-2019
4	Mrs	Rupal Anand Vora	ADJPV9076D	07096253	Non-Executive - Independent Director	Not Applicable	Employee Director	24-06-1963	NA	
5	Mr	Gopi Kumar Pillai	AAIPK5679B	01537184	Non-Executive - Non Independent Director	Not Applicable		18-12-1951	NA	
6	Mr	Chirag Chakor Doshi	AEEP0659L	00181291	Executive Director	Not Applicable		22-04-1974	NA	

re I
 ted entity on quarterly basis
 ard of Directors

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 (Refer Regulation 17A(1) of Listing Regulations)	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)
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15-05-1979	06-08-2019			2	0	2	0
10-03-2003	09-08-2017		74	5	5	6	3
27-12-2010	06-08-2019		74	3	3	2	1
07-08-2019	14-08-2020		20	2	2	2	1
25-11-2012	01-04-2020			2	0	0	0
25-11-2007	01-04-2020			2	0	2	0

Annexure 1

II. Composition of Committees

Disclosure of notes on composition of committees explanatory

Is there any change in information of committees compare to previous quarter

Yes

Note: Please enter DIN. After entering DIN, Name of Committee members and Category 1 of Directors shall be prefilled automatically

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	00007339	Dilip J. Thakkar	Non-Executive - Independent Director	Chairperson	23-11-2012		
2	03057596	Anil Kakodkar	Non-Executive -	Member	30-04-2014		
3	00210949	Chakor L. Doshi	Non-Executive - Non	Member	28-11-2000		
4							
5							
6							

Note: Please enter DIN. After entering DIN, Name of Committee members and Category 1 of Directors shall be prefilled automatically

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	03057596	Anil Kakodkar	Non-Executive -	Chairperson	06-05-2011		
2	00007339	Dilip J. Thakkar	Non-Executive -	Member	10-03-2003		
3	00210949	Chakor L. Doshi	Non-Executive - Non	Member	23-04-2005		
4							
5							
6							

Note: Please enter DIN. After entering DIN, Name of Committee members and Category 1 of Directors shall be prefilled automatically

Stakeholders Relationship Committee							
Whether the Stakeholders Relationship Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee member	Category 1 of directors	Category 2 of	Date of Appointment	Date of	Remarks
1	03057596	Anil Kakodkar	Non-Executive -	Chairperson	25-11-2012		
2	00007339	Dilip J. Thakkar	Non-Executive -	Member	23-11-2006		
3	00210949	Chakor L. Doshi	Non-Executive - Non	Member	28-11-2000		
4							
5							
6							

Note: Please enter DIN. After entering DIN, Name of Committee members and Category 1 of Directors shall be prefilled automatically

Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee member	Category 1 of directors	Category 2 of	Date of Appointment	Date of	Remarks
1	07096253	Rupal Anand Vora	Non-Executive -	Chairperson	12-11-2019		
2	01537184	Gopi Kumar Pillai	Non-Executive - Non	Member	30-04-2014		
3	00181291	Chirag Chakor Doshi	Executive Director	Member	30-04-2014		
4							
5							
6							

Annexure 1

III. Meeting of Board of Directors						
Disclosure of notes on meeting of board of directors						
Sr	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological	Maximum gap between any two consecutive (in number of days)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Number of Directors present*	No. of Independent Directors attending the meeting*
1	10-11-2020			Yes	6	3
2	10-02-2021	91		Yes	6	3
3	23-03-2021	40		Yes	6	3

* to be filled in only for the current quarter meetings

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)	Number of Directors present*	No. of Independent Directors attending the meeting*
1	Audit Committee	09-11-2020				Yes	3	2
2	Audit Committee	09-02-2021	91			Yes	3	2
3	Audit Committee	23-03-2021	41			Yes	3	2
4	Nomination and remuneration	09-11-2020				Yes	3	2

* to be filled in only for the current quarter meetings

Annexure 1**V. Related Party Transactions**

Sr	Subject	Compliance status (Yes/No/NA)
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
Disclosure of notes on related party transactions		
Disclosure of notes of material transaction with related party		

If status is "No" details of non-compliance may be given here.

Annexure II**Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)****I. Disclosure on website in terms of Listing Regulations**

Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
1	Details of business	Yes		https://www.walchand.com/about-us/company-profile/overview/
2	Terms and conditions of appointment of independent directors	Yes		https://walchand.com/wp-content/uploads/2020/02/Independent-Director-Terms-Condition.pdf
3	Composition of various committees of board of directors	Yes		https://walchand.com/wp-content/uploads/2020/04/Composition-of-Committee-WIL.pdf
4	Code of conduct of board of directors and senior management personnel	Yes		https://walchand.com/wp-content/uploads/2019/03/Code-of-Conduct-Senior-Management-Effective-from-April-1-2019-.pdf
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		https://walchand.com/wp-content/uploads/2019/03/Whistle-Blower-Policy-Effective-From-April-1-2019-.pdf
6	Criteria of making payments to non-executive directors	Yes		https://walchand.com/wp-content/uploads/2016/04/Criteria-for-making-payments-to-Non-Executive-Directors.pdf
7	Policy on dealing with related party transactions	Yes		https://walchand.com/wp-content/uploads/2019/03/Related-Party-Transaction-Policy-Effective-From-April-1-2019.pdf

8	Policy for determining 'material' subsidiaries	Yes		https://walchand.com/wp-content/uploads/2019/03/Policy-on-Material-Subsidiary-Effective-From-April-1-2019-.pdf
9	Details of familiarization programmes imparted to independent directors	Yes		https://walchand.com/wp-content/uploads/2019/04/Familiarisation-programme-for-ID.pdf
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		https://www.walchand.com/investors/investor-information/
11	email address for grievance redressal and other relevant details	Yes		https://www.walchand.com/investors/investor-information/
12	Financial results	Yes		https://www.walchand.com/investors/financial-results/
13	Shareholding pattern	Yes		https://www.walchand.com/investors/investor-information/
14	Details of agreements entered into with the media companies and/or their associates	NA		
15	Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or institutional investors simultaneously with submission to stock exchange	NA		
16	New name and the old name of the listed entity	NA		
17	Advertisements as per regulation 47 (1)	Yes		https://www.walchand.com/investors/investor-information/
18	Credit rating or revision in credit rating obtained	Yes		https://www.walchand.com/investors/investor-information/
19	Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	NA		

20	Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes		https://www.walchand.com/investors/investor-information/
21	Materiality Policy as per Regulation 30	Yes		https://walchand.com/wp-content/uploads/2016/05/Policy-on-Determination-of-Materiality-of-events.pdf
22	Dividend Distribution policy as per Regulation 43A (as applicable)	NA		
23	It is certified that these contents on the website of the listed entity are correct	Yes		https://www.walchand.com/investors/investor-information/
24	Disclosure of notes on website in terms of Listing Regulations explanatory [Text Block]			

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 500 listed	NA
6	The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure	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	Yes
8	This report and/or the report submitted in the previous quarter has been	Yes
9	Any comments/observations/advice of Board of Directors may be	

Annexure 1		
Sr	Subject	Compliance status
1	Name of signatory	Giriraj Sharan Agrawal
2	Designation	Company Secretary and Compliance Officer

Annexure II

II. Annual Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may
1	Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes	
2	Board composition	17(1), 17(1A) & 17(1B)	Yes	
3	Meeting of Board of directors	17(2)	Yes	
4	Quorum of Board meeting	17(2A)	Yes	
5	Review of Compliance Reports	17(3)	Yes	
6	Plans for orderly succession for appointments	17(4)	Yes	
7	Code of Conduct	17(5)	Yes	
8	Fees/compensation	17(6)	Yes	
9	Minimum Information	17(7)	Yes	
10	Compliance Certificate	17(8)	Yes	
11	Risk Assessment & Management	17(9)	Yes	
12	Performance Evaluation of Independent Directors	17(10)	Yes	
13	Recommendation of Board	17(11)	Yes	
14	Maximum number of Directorships	17A	Yes	
15	Composition of Audit Committee	18(1)	Yes	
16	Meeting of Audit Committee	18(2)	Yes	

17	Composition of nomination & remuneration committee	19(1) & (2)	Yes	
18	Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes	
19	Meeting of Nomination and Remuneration Committee	19(3A)	Yes	
20	Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	Yes	
21	Meeting of Stakeholders Relationship Committee	20(3A)	Yes	
22	Composition and role of risk management committee	21(1),(2),(3),(4)	NA	
23	Meeting of Risk Management Committee	21(3A)	NA	
24	Vigil Mechanism	22	Yes	
25	Policy for related party Transaction	23(1),(1A),(5),(6),(7) & (8)	Yes	
26	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
27	Approval for material related party transactions	23(4)	Yes	
28	Disclosure of related party transactions on consolidated basis	23(9)	Yes	
29	Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA	
30	requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	NA	
31	Annual Secretarial Compliance Report	24(A)	Yes	

32	Alternate Director to Independent Director	25(1)	NA	
33	Maximum Tenure	25(2)	Yes	
34	Meeting of independent directors	25(3) & (4)	Yes	
35	Familiarization of independent directors	25(7)	Yes	
36	Declaration from Independent Director	25(8) & (9)	Yes	
37	D & O Insurance for Independent Directors	25(10)	NA	
38	Memberships in Committees	26(1)	Yes	
39	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
40	Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes	
41	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
Any other information to be provided				

Annexure II		
1	Name of signatory	Giriraj Sharan Agrawal
2	Designation	Company Secretary and Comptroller

Annexure II		
III. Affirmations		
Sr	Particulars	Compliance status (Yes/No/NA)
1	The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect	NA
Any other information to be provided		

Annexure II		
1	Name of signatory	Giriraj Sharan Agrawal
2	Designation	Company Secretary and Compliance Officer

Signatory Details

Name of signatory	Giriraj Sharan Agrawal
Designation of person	Company Secretary and Compliance Officer
Place	Mumbai
Date	13-04-2021