

COMPLIANCE REPORT ON CORPORATE GOVERNANCE

1. Name of Listed Entity	: INSECTICIDES (INDIA) LIMITED (CIN: L65991DL1996PLC083909)
2. Financial year / Reporting Quarter	: 2022-2023/ March 31, 2023
3. BSE Scrip Code/NSE Symbol	: 532851 / INSECTICID
4. ISIN	: INE070I01018

ANNEXURE - I

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
Titl e (Mr / Mrs .)	Name of Director	PAN & DIN	Category (Chairperson / Executive / Non-Executive / Independent / Nominee)	Date of Appointment (A) / Date of Re-appointment (RA) in the current term / cessation	Tenure* (Months)	Date of Birth	No. of Directorship in listed entities including this listed entity	No of Independent Directors in listed entities including this listed entity	No. of membership in Audit / Stakeholder Committee(s) including this listed entity	No. of post of chairperson in Audit / Stakeholder Committee held in listed entities including this listed entity
Mr.	Hari Chand Aggarwal	00577015	Chairperson (Executive Director)	12/10/2001 (A) 01/10/2022 (RA)	-	05/11/1948	1	Nil	Nil	Nil
Mr.	Rajesh Kumar Aggarwal	00576872	Managing Director (Executive Director)	18/12/1996 (A) 15/11/2019 (RA)	-	02/09/1970	1	Nil	Nil	Nil
Mrs .	Nikunj Aggarwal	06569091	Whole-time Director (Executive Director)	02/05/2013 (A) 02/05/2018 (RA)	-	01/01/1973	1	Nil	Nil	Nil
Mr.	Anil Kumar Goyal	09707818	Whole-time Director (Executive Director)	20-08-2022 (A)	-	23/11/1965	1	Nil	Nil	Nil
Mr.	Navin Shah	02701860	Independent Director	01/06/2014 (A) 31/05/2019 (RA)	46 Months	18/08/1942	1	1	1	Nil
Mr.	Virjesh Kumar Gupta	06382540	Independent Director	01/06/2014 (A) 31/05/2019 (RA)	46 Months	07/04/1947	1	1	2	1
Mr.	Jayaraman Swaminathan	02634470	Independent Director	10/02/2016 (A)	49.19 Months	17/07/1949	1	1	1	0

				09/02/2019 (A)						
Mrs .	Praveen Gupta	00180678	Independent Director	15/02/2020 (A)	37.5 Month	09/08/1971	4	4	7	3
Mr.	Anil Kumar Bhatia	09707921	Independent Director	20-08-2022 (A)	7.10 months	05/04/1959	1	Nil	Nil	Nil

PAN number of any director would not be displayed on the website of Stock Exchange

& Category of directors means executive /non-executive/independent/Nominee. if a director fits into more than one category write all categories separating them with hyphen

* to be filled only for Independent Director. Tenure would mean total period from which Independent director is serving on Board of directors of the listed entity in continuity without any cooling off period

II. Composition of Committees

Weather the Audit Committee has a Regular Chairperson		Yes
Name of Committee	Name of Committee Members	Category (Chairperson/Executive/Non-Executive/Independent/Nominee) ^s
Audit Committee	Mrs.Praveen Gupta Mr.Virjesh Kumar Gupta Mr.Jayaraman Swaminathan	Chairperson - Independent Director Independent Director Independent Director
Weather the Nomination & Remuneration Committee has a Regular Chairperson		Yes
Nomination & Remuneration Committee	Mr. Jayaraman Swaminathan Mr.Virjesh Kumar Gupta Mr.Navin Shah	Chairperson - Independent Director Independent Director Independent Director
Weather the Risk Management Committee has a Regular Chairperson		Yes
Risk Management Committee	Mr. Rajesh Kumar Aggarwal Mr. Jayaraman Swaminathan Mrs.Praveen Gupta	Chairperson – Executive Director Independent Director Independent Director
Weather the Shareholders Relationship Committee has a Regular Chairperson		Yes
Stakeholders Relationship Committee	Mr. Virjesh Kumar Gupta Mr.Navin Shah Mrs.Praveen Gupta	Chairperson - Independent Director Independent Director Independent Director
Corporate Social Responsibility Committee	Mr. Hari Chand Aggarwal Mr. Rajesh Kumar Aggarwal Mr. Virjesh Kumar Gupta	Chairperson Independent Director Independent Director

&Category of directors means executive/non-executive/independent/Nominee. if a director fits into more than one category write all categories separating them with hyphen

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	Maximum gap between any two consecutive (in number of days)	Whether requirement of Quorum met (Yes/No)	Number of Directors Present* (All directors including Independent Director)	No. of Independent Directors attending the meeting*
07/11/2022	13/02/2023	97	Yes	9	4

IV. Meeting of Committees

Name of Committees	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in Chronological order)	Maximum gap between any two consecutive meetings in number of days*	Whether requirement of Quorum met (Yes/No)	Number of Directors present* (All directors including Independent Director)	No. of Independent Directors attending the meeting*
Audit Committee	07/11/2022 13/02/2023	97	Yes	3	3
Stakeholders Relationship Committee	07/11/2022 13/02/2023	97	Yes	3	2
Risk Management Committee	07/11/2022 13/02/2023	97	Yes	3	2
Corporate Social Responsibility Committee	07/11/2022 13/02/2023	97	Yes	3	1
Nomination and remuneration Committee	07/11/2022 13/02/2023	97	Yes	3	2

* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional

V. Related Party Transactions

S. No	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

- Note
- In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A.. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.
 - If status is "No" details of non compliance may be given here.

VI. Affirmations

- The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - Yes
- The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015
 - Audit Committee - Yes
 - Nomination & remuneration committee - Yes
 - Stakeholders relationship committee - Yes
 - Risk management committee (applicable to the top 1000 listed entities) - Yes
- 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
- 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
- This report and/or the report submitted in the previous quarter have been placed before Board of Directors. – Yes

Sd/-
Sandeep Kumar
 Company Secretary and Chief Compliance Officer

ANNEXURE II
Format 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			
Item	Compliance status	Company Remark	Website
As per regulation 46(2) of the LODR:			
Details of business	Yes		https://www.insecticidesindia.com/our-
Terms and conditions of appointment of independent	Yes		https://www.insecticidesindia.com/boar
Composition of various committees of board of directors	Yes		https://www.insecticidesindia.com/boar
Code of conduct of board of directors and senior	Yes		https://www.insecticidesindia.com/polic
Details of establishment of vigil mechanism/ Whistle	Yes		https://www.insecticidesindia.com/polic
Criteria of making payments to non-executive directors	Yes		https://www.insecticidesindia.com/polic
Policy on dealing with related party transactions	Yes		https://www.insecticidesindia.com/polic
Policy for determining 'material' subsidiaries	Yes		https://www.insecticidesindia.com/polic
Details of familiarization programs imparted to	Yes		https://www.insecticidesindia.com/polic
Email address for grievance redressal and other relevant details entity who are responsible for assisting and	Yes		https://www.insecticidesindia.com/investors-desk/#contact-investors
Contact information of the designated officials of the	Yes		https://www.insecticidesindia.com/inve
Financial results	Yes		https://www.insecticidesindia.com/finan
Shareholding pattern	Yes		https://www.insecticidesindia.com/shar
Details of agreements entered into with the media companies and/or their associates	Not Applicable		
Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or	Yes		https://www.insecticidesindia.com/stock-exchange-intimation/
New name and the old name of the listed entity	Not Applicable		
Advertisements as per regulation 47 (1)	Yes		https://www.insecticidesindia.com/inve
Credit rating or revision in credit rating obtained by the	Yes		https://www.insecticidesindia.com/inve
Separate audited financial statements of each subsidiary	Not Applicable		
As per other regulations of the LODR:			
Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes		https://www.insecticidesindia.com/investors-desk/
Materiality Policy as per Regulation 30	Yes		https://www.insecticidesindia.com/polic
Dividend Distribution policy as per Regulation 43A (as	Yes		https://www.insecticidesindia.com/polic
It is certified that these contents on the website of the	Yes		https://www.insecticidesindia.com/inve
II Annual Affirmations			
Particulars	Regulation Number	Compliance status (Yes/No/NA)	Company Remark
Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes	
Board composition	17(1), 17(1A) & 17(1B)	Yes	
Meeting of Board of directors	17(2)	Yes	
Quorum of Board meeting	17(2A)	Yes	
Review of Compliance Reports	17(3)	Yes	
Plans for orderly succession for appointments	17(4)	Yes	
Code of Conduct	17(5)	Yes	

Fees/compensation	17(6)	Yes	
Minimum Information	17(7)	Yes	
Compliance Certificate	17(8)	Yes	
Risk Assessment & Management	17(9)	Yes	
Performance Evaluation of Independent Directors	17(10)	Yes	
Recommendation of Board	17(11)	Yes	
Maximum number of directorship	17A	Yes	
Composition of Audit Committee	18(1)	Yes	
Meeting of Audit Committee	18(2)	Yes	
Composition of nomination & remuneration committee	19(1) & (2)	Yes	
Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes	
Meeting of nomination & remuneration committee	19(3A)	Yes	
Composition of Stakeholder Relationship Committee	20(1), 20(2) and 20(2A)	Yes	
Meeting of stakeholder relationship committee	20(3A)	Yes	
Composition and role of risk management committee	21(1),(2),(3),(4)	Yes	
Meeting of Risk Management Committee	21(3A)	Yes	
Vigil Mechanism	22	Yes	
Policy for related party Transaction	23(1),(1A),(5),(6)	Yes	
Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
Approval for material related party transactions	23(4)	Yes	
Disclosure of related party transactions on consolidated basis	23(9)	Yes	
Composition of Board of Directors of unlisted material Subsidiary	24(1)	Yes	
Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	Yes	
Annual Secretarial Compliance Report	24(A)	Yes	
Alternate Director to Independent Director	25(1)	Not Applicable	
Maximum Tenure	25(2)	Yes	
Meeting of independent directors	25(3) & (4)	Yes	
Familiarization of independent directors	25(7)	Yes	
Declaration from Independent Director	25(8) & (9)	Yes	
D & O Insurance for Independent Directors	25(10)	Yes	
Memberships in Committees	26(1)	Yes	
Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
Disclosure of Shareholding by Non- Executive Directors	26(4)	Yes	

Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
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Other Information	
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III Affirmations:

The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied. – Yes

Other Information	
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Name : Sandeep Kumar
Designation : Company Secretary & Compliance Officer