General information about company 543725 Scrip code NSE Symbol ELIN MSEI Symbol **NOTLISTED** ISIN INE050401020 Name of the entity ELIN ELECTRONICS LIMITED Date of start of financial year 01-04-2022 31-03-2023 Date of end of financial year Reporting Quarter Yearly 31-03-2023 Date of Report 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 | Textual Information(1) Whether the listed entity has a Regular Chairperson Yes Disqualification of Directors under section 164 of the Whether Chairperson is related to MD or CEO Companies Act, 2013 No of post No of Number of Chairperson No of Independent memberships in Audit/ Directorship Directorship Whether in Audit/ Stakeholder in listed in listed special Stakeholder Committee Tenure entities entities resolution Date of Committee(s) held in Notes for Category Whether the **Initial Date** including including Start Date of End Date of Category 2 listed Details of Date of Re-Date of including this Current passed? passing PAN of 1 of 3 of director is of director this listed this listed disqualification disqualification disqualification [Refer Reg. listed entity entities providing of directors special appointment cessation directors Birth disqualified? directors appointmen entity (Refer entity 17(1A) of (Refer including resolutior Regulation months) (Refer Listing Regulation this listed Regulation 17A of Regulations 26(1) of entity (Refer 17A(1) of Listing Listing Regulation Listing Regulations) Regulations) 26(1) of Regulations Listing Regulations) Chairperson ALKPS0654D 00081367 12-No Active NA 26-03-1982 related to Director 1937 28-Executive Not 00081116 ALKPS0456M MD 10-NA 06-08-2007 06-09-2021 No Active Director Applicable 1957 22-Not Executive ALHPS2715C 00354700 04-NA 29-08-2008 01-04-2021 No Active Director Applicable 1969 Not Executive 00831799 04-AKLPS7117H No NA 03-06-2020 Active Director Applicable 1973 I. Composition of Board of Directors Disclosure of notes on composition of board of directors explanatory Whether the listed entity has a Regular Chairperson No of post No of Number of Chairperson Independent No of memberships in Audit/ Directorship Directorship Stakeholder Whether in Audit/ in listed in listed Stakeholder special Committee Tenure entities entities held in resolution Date of Committee(s) Notes for Category Date Whether the Initial Date including including of Category including this Start Date of End Date of Details of Date of Re-Category 1 Current passed? passing Date of listed not PAN DIN 2 of 3 of director is of directo this listed this listed disqualification disqualification of directors disqualification [Refer Reg. listed entity entities providing special appointment disqualified? directors directors Birth appointment (in entity (Refer entity 17(1A) of (Refer including resolution months) Regulation (Refer Regulation this listed Listing 17A of Regulation Regulations] 26(1) of entity (Refer 17A(1) of Listing Regulation Listing Regulations) Listing Regulations) 26(1) of Regulations Listing Regulations) Non-04-Executive -Not AEBPB9181N 0714956 NA 30-03-2015 30-03-2020 36.02 01-No Active Independent Applicable 1958 Director Non-06-Not Executive ADVPB8650M 08538622 -80 No Active NA 16-08-2019 16-08-2019 43.16 Independent Applicable 1972 Director Non-21-Executive AOFPS9854R 01899198 11-NA 30-09-2021 30-09-2021 18.01 No Active Independent Applicable 1948 Director Non-09-Executive -Not 09352987 ADPPG0943E NA 08-10-2021 08-10-2021 17.24 11-No Active Independent Applicable 1957 Director **Text Block** Note:1 1. Shri Mangi Lall Sethia- Re-designated as Chairman and Whole-Time Director w.e.f. 01.10.2021 Textual Information(1) 2. Shri Kamal Sethia-Re-designated as Managing Director w.e.f. 06.09.2021 3. Shri Sanjeev Sethia-Re-appointed as Whole-Time Director w.e.f. 01.04.2021 4. Shri Kamal Singh Baid-Re-appointed as an Independent Director for a second term w.e.f. 30.03.2020 **Audit Committee Details** Whether the Audit Committee has a Regular Chairperson Yes Date of DIN Name of Committee Category 2 of Date of Category 1 of directors Remarks directors Number members Appointment Cessation Non-Executive -Kamal Singh Baid 09-10-2021 07149567 Chairperson Independent Director Non-Executive -08538622 Shilpa Baid 09-10-2021 Member **Independent Director** 00081116 Kamal Sethia **Executive Director** Member 09-10-2021 Nomination and remuneration committee Whether the Nomination and remuneration committee has a Regular Chairperson Yes DIN Name of Committee Category 2 of Date of Date of Category 1 of directors Remarks Sr members Number directors Appointment Cessation Non-Executive -Chairperson 07149567 Kamal Singh Baid 09-10-2021 Independent Director Non-Executive -08538622 09-10-2021 Shilpa Baid Member **Independent Director** Non-Executive -Shanti Lal Sarnot 01899198 Member 09-10-2021 Independent Director **Stakeholders Relationship Committee** Whether the Stakeholders Relationship Committee has a Regular Chairperson Yes Name of Committee Date of DIN Category 2 of Date of Category 1 of directors Remarks Number members directors Appointment Cessation Non-Executive -07149567 Kamal Singh Baid Chairperson 09-10-2021 Independent Director Non-Executive -08538622 Shilpa Baid Member 09-10-2021 Independent Director 00081116 Kamal Sethia **Executive Director** Member 09-10-2021 **Risk Management Committee** Whether the Risk Management Committee has a Regular Chairperson Yes DIN Category 2 of Date of Name of Committee Date of Category 1 of directors Remarks Number directors members Appointment Cessation 09-10-2021 00081116 Kamal Sethia **Executive Director** Chairperson 00354700 Member 09-10-2021 Sanjeev Sethia **Executive Director** Non-Executive -09-10-2021 07149567 Kamal Singh Baid Member **Independent Director Corporate Social Responsibility Committee** Whether the Corporate Social Responsibility Committee has a Regular Chairperson DIN Category 2 of Date of Name of Committee Date of Category 1 of directors Remarks Number members directors Appointment Cessation 27-03-2018 Chairperson 00081116 Kamal Sethia **Executive Director** Non-Executive -07149567 Kamal Singh Baid 27-03-2018 Member Independent Director 00354700 Sanjeev Sethia Member 27-03-2018 **Executive Director Other Committee** DIN Name of Committee Name of other Category 2 of Category 1 of directors Remarks Number committee directors members Textual 00081116 Kamal Sethia IPO COMMITTEE **Executive Director** Chairperson Information(1) Sanjeev Sethia 00354700 IPO COMMITTEE **Executive Director** Member Non-Executive - Independent 07149567 IPO COMMITTEE Member Kamal Singh Baid Director **Other Committee Text Block** Textual Information(1) IPO Committee has been dissolved by Board of Directors of the Company on 10.02.2023. **Annexure 1** Annexure 1 III. Meeting of Board of Directors Disclosure of notes on meeting of board of directors explanatory Number of Date(s) of Date(s) of No. of Notes for Whether Total Number Maximum gap Directors present* meeting (if meeting (if Independent requirement of of Directors (All directors between any two not any) in the any) in the Directors consecutive (in providing Quorum met as on date of including attending the previous current the meeting Independent number of days) Date (Yes/No) quarter meeting* quarter Director) 12-11-2022 Yes 8 18-11-2022 5 Yes 8 6 2 3 07-12-2022 18 Yes 8 6 12-12-2022 Yes 8 3 23-12-2022 10 Yes 8 6 3 Yes 8 5 2 10-02-2023 48 **Annexure 1 IV. Meeting of Committees** Textual Disclosure of notes on meeting of committees explanatory Information(1) Date(s) of No. of meeting Maximum Number of members No. of (Enter dates Whether **Total Number** Directors attending gap Independent Reson between of Directors in Present (All of Previous Name of requirement the Directors Name of for not meeting the Committee Directors quarter and any two other of Quorum attending Committee providing Current consecutive committee as on date of including (other met the date the meeting quarter in (in number (Yes/No) Independent than meeting* chronological of days) Director) Board of order) Directors) Audit 12-11-2022 Yes 3 Committee Audit 17 30-11-2022 Yes 3 Committee Audit 10-02-2023 71 Yes 3 Committee Stakeholders 20-01-2023 Relationship Yes 3 Committee Risk 10-02-2023 Management 20 Yes 3 0 Committee Risk Management | 23-03-2023 40 Yes 3 Committee **Text Block** IPO Committee has been dissolved by Board of Directors of the Company on 10.02.2023. Textual Information(1) **Annexure 1** V. Related Party Transactions If status is Noldetails of non-Compliance status Sr Subject (Yes/No/NA) compliance may be given here. Whether prior approval of audit committee obtained Yes Whether shareholder approval obtained for material RPT NA Whether details of RPT entered into pursuant to omnibus approval Yes have been reviewed by Audit Committee Annexure 1 **VI. Affirmations** Compliance status Subject (Yes/No) The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Yes Regulations, 2015 The composition of the following committees is in terms of SEBI(Listing obligations and disclosure Yes requirements) Regulations, 2015 a. Audit Committee The composition of the following committees is in terms of SEBI(Listing obligations and disclosure Yes requirements) Regulations, 2015. b. Nomination & remuneration committee The composition of the following committees is in terms of SEBI(Listing obligations and disclosure Yes requirements) Regulations, 2015. c. Stakeholders relationship committee The composition of the following committees is in terms of SEBI(Listing obligations and disclosure Yes requirements) Regulations, 2015. d. Risk management committee (applicable to the top 1000 listed entities) The committee members have been made aware of their powers, role and responsibilities as specified in SEBI Yes (Listing obligations and disclosure requirements) Regulations, 2015. The meetings of the board of directors and the above committees have been conducted in the manner as Yes specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Yes Textual Any comments/observations/advice of Board of Directors may be mentioned here: Information(1) **Annexure 1** Subject Compliance status Name of signatory Lata Rani Pawa Designation Company Secretary and Compliance Officer **Text Block** The Company has been listed on 30.12.2022 on BSE Ltd and National Stock Exchange of India Ltd. The Corporate Governance Report for the Quarter ended 31.12.2022 placed at the Board Meeting held on Textual Information(1) 10.02.2023. The Corporate Governance Report for the Quarter Ended 31.03.2023 will be placed at the ensuing Board Meeting of the Company for the comments of Board of Directors. **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 If status is Noldetails Compliance of non-Sr Item Web address status compliance (Yes/No/NA) may be given here. Details of Yes https://www.elinindia.com/who-we-are/ business Terms and conditions of appointment Yes https://www.elinindia.com/pdf/investors/Disclosure_under_Regulation46_of_SEBI/Modal_Letter_Of_Appointment_Of_Independent_Director.pdf independent directors of various committees of Yes https://www.elinindia.com/pdf/investors/management/Composition-of-various-Committees-of-Board-of-Directors.pdfboard of directors Code of conduct of board of https://www.elinindia.com/pdf/investors/Disclosure_under_Regulation46_of_SEBI/Code_of_Conduct_for_Directors_and_Senior_Management.pdf directors and Yes senior management personnel Details of establishment of vigil Yes https://www.elinindia.com/pdf/investors/Disclosure_under_Regulation46_of_SEBI/Whistle_Blower_Policy.pdf mechanism/ Whistle Blower policy Criteria of making payments to Yes https://www.elinindia.com/pdf/investors/Disclosure_under_Regulation46_of_SEBI/Criteria_for_making_payment.pdf non-executive directors Policy on dealing with Yes https://www.elinindia.com/pdf/investors/Disclosure_under_Regulation46_of_SEBI/Related_Party_Transaction_Policy_ELIN_Electronics.pdf related party transactions Policy for determining Yes https://www.elinindia.com/pdf/investors/Disclosure_under_Regulation46_of_SEBI/Policy_on_Material_Subsidiaries.pdf fnaterial C subsidiaries Details of familiarization programmes Yes https://www.elinindia.com/pdf/investors/management/Familiarization_programme_imparted_to_Independent_Directors_for_FY_2022_2023.pdf imparted to independent directors **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 If status is Noldetails Compliance of non-Sr Item status Web address compliance (Yes/No/NA) may be given here. Contact information of the designated officials of the listed entity Yes who are https://www.elinindia.com/pdf/investors/Disclosure_under_Regulation46_of_SEBI/Investor_Grievance.pdf responsible for assisting and handling investor grievances email address for grievance redressal and Yes https://www.elinindia.com/pdf/investors/Disclosure_under_Regulation46_of_SEBI/Investor_Grievance.pdf other relevant details Financial Yes https://www.elinindia.com/pdf/investors/Disclosure_under_Regulation46_of_SEBI/Financial_Result_31122022.pdf results Shareholding 13 Yes https://www.elinindia.com/investors/#Shareholding-Pattern pattern Details of agreements entered into with the media NA companies and/or their associates Schedule of analyst or institutional investor meet and presentations made by the Yes listed entity to https://www.elinindia.com/investors/#Schedule_of_analyst_or_institutional_investor_meet analysts or institutional investors simultaneously with submission to stock exchange New name and the old name of NA the listed entity Advertisements as per Yes https://www.elinindia.com/pdf/investors/Intimation_to_Stock_Exchange/Newspaper_Clipping_11022023.pdf regulation 47 (1) Credit rating or revision in Yes https://www.elinindia.com/investors/#Credit-Rating credit rating obtained Separate audited financial statements of each subsidiary Yes https://www.elinindia.com/investors/#Financial-Reports of the listed entity in respect of a relevant financial year Whether company has provided information under separate Yes https://www.elinindia.com/investors/#Disclosure_under_Regulation_46_of_SEBI_LODR_Regulations_2015 section on its website as per Regulation 46(2) Materiality Policy as per Yes https://www.elinindia.com/pdf/investors/Disclosure_under_Regulation46_of_SEBI/Revised_Policy_for_determination_of_matriality_of_events_or_informatriality_of_events_or_informatriality_of_events_or_informatriality_of_events_or_informatriality_of_events_or_informatriality_of_events_or_informatriality_of_events_or_informatriality_of_events_or_informatriality_or_informatrialit Regulation 30 Dividend Distribution policy as per Yes https://www.elinindia.com/pdf/investors/Disclosure_under_Regulation46_of_SEBI/Dividend_Distribution_Policy.pdf Regulation 43A (as applicable) It is certified that these contents on the Yes https://www.elinindia.com/ website of the listed entity are correct **Annexure II** II. Annual Affirmations If status is Noldetails of non-Regulation Compliance status Sr Particulars Number (Yes/No/NA) compliance may be given here. Independent director(s) have been appointed in terms of 16(1)(b) & Yes specified criteria of independence and/or eligibility 25(6) 17(1), 17(1A) & Board composition Yes 17(1B) 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 Yes Fees/compensation 17(6) Minimum Information 17(7) Yes 10 Compliance Certificate 17(8) Yes **Annexure II** II. Annual Affirmations Regulation Compliance status If status is Noldetails of non-compliance Sr Particulars Number (Yes/No/NA) may be given here. 17(9) Risk Assessment & Management Yes Performance Evaluation of Independent 17(10) Yes Directors 13 Recommendation of Board 17(11) Yes 14 Maximum number of Directorships 17A Yes Composition of Audit Committee 18(1) Yes Meeting of Audit Committee 18(2) Yes Composition of nomination & remuneration 19(1) & (2) Yes committee Quorum of Nomination and Remuneration 19(2A) Yes Committee meeting Meeting of Nomination and Remuneration 19(3A) Yes Committee Composition of Stakeholder Relationship 20(1), 20(2) & Yes Committee 20(2A) **Annexure II** II. Annual Affirmations If status is Noldetails of non-Regulation Compliance status Sr Particulars (Yes/No/NA) compliance may be given here. Number Meeting of Stakeholders Relationship Committee 20(3A) Yes Composition and role of risk management 21(1),(2),(3),(4) Yes committee 23 Meeting of Risk Management Committee 21(3A) Yes 22 24 Vigil Mechanism Yes 23(1),(1A),(5),(6), 25 Policy for related party Transaction Yes (7) & (8)Prior or Omnibus approval of Audit Committee 23(2), (3) Yes for all related party transactions 23(4) NA 27 Approval for material related party transactions Disclosure of related party transactions on 23(9) Yes consolidated basis Composition of Board of Directors of unlisted 24(1) Yes material Subsidiary 24(2),(3),(4),(5) & Other Corporate Governance requirements with Yes respect to subsidiary of listed entity **Annexure II** II. Annual Affirmations If status is Noldetails of non-Regulation Compliance status Sr Particulars Number (Yes/No/NA) compliance may be given here. 24(A) Annual Secretarial Compliance Report 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 Familiarization of independent directors 25(7) Yes Declaration from Independent Director 25(8) & (9) Yes 37 D & O Insurance for Independent Directors Yes 25(10) 38 Memberships in Committees 26(1) Yes Affirmation with compliance to code of conduct from members of Board of Directors and Senior management 39 26(3) Yes personnel Disclosure of Shareholding by Non-Executive Directors Yes 26(4) Policy with respect to Obligations of directors and senior 26(2) & 26(5) Yes management Any other information to be provided - Add Notes **Annexure II** LATA RANI PAWA Name of signatory Company Secretary and Compliance Officer Designation **Annexure II** III. Affirmations **Compliance status** Sr Particulars (Yes/No/NA) The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements Yes with respect to subsidiary of Listed Entity have been complied Any other information to be provided **Annexure II** LATA RANI PAWA Name of signatory Company Secretary and Compliance Officer Designation **Additional Half yearly Disclosure** Applicability of disclosure Applicable Reason for Non Applicability Textual Information(1) I. Disclosure of Loans/ guarantees/comfort letters /securities etc.refer note below (A)Any loan or any other form of debt advanced by the listed entity directly or indirectly to Balance Aggregate amount advanced during six **Entity** outstanding at the months end of six months 0 Promoter or any other entity controlled by them Promoter Group or any other entity controlled by 0 Directors (including relatives) or any other entity 0 controlled by them KMPs or any other entity controlled by them 0 (B) Any guarantee / comfort letter (by whatever name called) provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed By Balance outstanding at Aggregate amount the end of six of issuance during **Entity** Type (guarantee, comfort letter etc.) months(taking into six months account any invocation) Promoter or any other entity controlled by them Promoter Group or any other entity controlled by 0 them Directors (including relatives) or any other entity controlled by them KMPs or any other entity controlled by them (C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by Aggregate value of Balance outstanding at security provided Entity Type of security (cash, shares etc.) the end of six months during six months 0 Promoter or any other entity controlled by them Promoter Group or any other entity controlled by Directors (including relatives) or any other entity 0 controlled by them KMPs or any other entity controlled by them 0 0 (D) Additional Information Textual Information(2) II. Affirmations Company Remarks Affirmations Compliance Status All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to promoter(s), promoter group, director(s) (including their Yes Textual Information(3) relatives), key managerial personnel (including their relatives) or any entity controlled by them are in the economic interest of the company. RAJ KARAN CHHAJER Name CFO Designation Place NEW DELHI 17-04-2023 Date **Signatory Details** Name of signatory LATA RANI PAWA Company Secretary and Compliance Officer Designation of person Place NEW DELHI 17-04-2023 Date