

## Integrated Governance

### VESUVIUS INDIA LIMITED

#### General information about company

Scrip code	520113
NSE Symbol	VESUVIUS
MSEI Symbol	NOTLISTED
ISIN	INE386A01023
Date of start of financial year	01-01-2025
Date of end of financial year	31-12-2025
Reporting Quarter Type	Half Yearly
Date of Quarter Ending	30-06-2025
Type of company	Equity
Whether Annexure I (Part A) of the SEBI Circular dated December 31, 2024 related to Compliance Report on Corporate Governance is applicable to the entity?	true
Whether Annexure I (Part B) of the SEBI Circular dated December 31, 2024 related to Investor Grievance Redressal Report is Applicable to the entity?	true
Whether Annexure I (Part C) of the SEBI Circular dated December 31, 2024 related to Disclosure of Acquisition of Shares or Voting Rights in Unlisted Companies is Applicable to the entity?	false During the quarter ended June 30, 2025 the Company has not acquired shares or voting rights in any unlisted company, aggregating to 5% or any subsequent change in holding exceeding 2% in terms of the provisions of Para A(1) of Part A of Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
Whether Annexure I (Part D) of the SEBI Circular dated December 31, 2024 related to Disclosure of Imposition of Fine or Penalty is Applicable to the entity?	false During the quarter ended June 30, 2025, no fine or penalty was imposed.
Whether Annexure I (Part E) of the SEBI Circular dated December 31, 2024 related to Disclosure of Updates to Ongoing Tax Litigations or Disputes is Applicable to the entity?	false During the quarter ended June 30, 2025, there were no tax litigations or disputes in terms of the provisions of Para B(8) of Part A of Schedule III SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
Whether Annexure I (Part F) of the SEBI Circular dated December 31, 2024 related to Disclosure Of Loans / Guarantees / Comfort Letters / Securities Etc. is Applicable to the entity?	false During the quarter ended June 30, 2025, there were no no loan, guarantees etc was given by the Company
Risk management committee	true
Market Capitalisation as per immediate previous Financial Year	Top 1000 listed entities
Is SCORE ID Available ?	true
SCORE Registration ID	v00073
Reason For No SCORE ID	
Type of Submission	Original
Remarks (website dissemination)	

## 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						true																			
Whether Chairperson is related to MD or CEO						false	Disqualification of Directors under section 164 of the Companies Act, 2013																		
Sr no.	Title(Mr/Ms)	Name of the Director	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status	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(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)	Reason for Cessation	Notes for not providing PAN	Notes for not providing DIN	
1	Mr	Biswadiw Gupta	00048258	Non-Executive - Independent Director	Chairperson		false				Active	NA		07-05-2015	25-09-2020		117	2	2	3	3				
2	Mr	Patrick Georges Felix Andre	07619754	Non-Executive - Non Independent Director	Not Applicable		false				Active	NA		08-08-2016	01-04-2024			1	0	0	0				
3	Ms	Nayantara Palchoudhri	00581440	Non-Executive - Independent Director	Not Applicable		false				Active	NA		27-03-2015	25-09-2020		117	6	6	7	0				
4	Mr	Sudipto Sarkar	00048279	Non-Executive - Non Independent Director	Not Applicable		false				Active	Yes	07-06-2024	29-04-2024				2	2	3	0				
5	Mr	Henry James Knowles	08751453	Non-Executive - Non Independent Director	Not Applicable		false				Active	NA		03-06-2020				1	0	1	0		Textual Information(1)		
6	Mr	Nitin Jain	07934566	Non-Executive - Non Independent Director	Not Applicable		false				Active	NA		16-03-2021				1	0	1	0				
7	Mr	Pascal Herve Martin Marie Genest	09473571	Non-Executive - Non Independent Director	Not Applicable		false				Active	NA		24-02-2022				1	0	1	0		Textual Information(2)		
8	Mr	Sunil Kumar Chaturvedi	02183147	Non-Executive - Independent Director	Not Applicable		false				Active	NA		29-04-2024	29-04-2024		14	2	1	3	0				
9	Mr	Mohinder Pradip Singh Rajput	10608199	Executive Director	Not Applicable	MD	false				Active	NA		01-07-2024				1	0	1	0				

**Text Block**

Textual Information(1)	Director is a Foregin National and not entitled for any remuneration or setting fee hence Indian PAN was not requiried.
Textual Information(2)	Director is a Foregin National and not entitled for any remuneration or setting fee hence Indian PAN was not requiried.

**Annexure I****II. Composition of Committees**

Disclosure of notes on composition of committees explanatory

**Audit Committee Details**

Whether the Audit Committee has a Regular Chairperson						true	
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00048258	Biswadip Gupta	Non-Executive - Independent Director	Chairperson	24-10-2000		
2	09473571	Pascal Herve Martin Marie Genest	Non-Executive - Non Independent Director	Member	01-12-2022		
3	00581440	Nayantara Palchoudhri	Non-Executive - Independent Director	Member	27-03-2015		
4	02183147	Sunil Kumar Chaturvedi	Non-Executive - Independent Director	Member	29-04-2024		

**Nomination and remuneration committee**

Whether the Nomination and remuneration committee has a Regular Chairperson						true	
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00581440	Nayantara Palchoudhri	Non-Executive - Independent Director	Chairperson	27-03-2015		
2	00048258	Biswadip Gupta	Non-Executive - Independent Director	Member	29-04-2014		
3	07619754	Patrick Georges Felix Andre	Non-Executive - Non Independent Director	Member	03-06-2020		
4	02183147	Sunil Kumar Chaturvedi	Non-Executive - Independent Director	Member	29-04-2024		

**Stakeholders Relationship Committee**

Whether the Stakeholders Relationship Committee has a Regular Chairperson						true	
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00048258	Biswadip Gupta	Non-Executive - Independent Director	Chairperson	29-04-2014		
2	10608199	Mohinder Pradip Singh Rajput	Executive Director	Member	01-07-2024		
3	08751453	Henry James Knowles	Non-Executive - Non Independent Director	Member	03-06-2020		
4	00048279	Sudipto Sarkar	Non-Executive - Non Independent Director	Member	29-04-2014		
5	00581440	Nayantara Palchoudhri	Non-Executive - Independent Director	Member	27-03-2015		
6	02183147	Sunil Kumar Chaturvedi	Non-Executive - Independent Director	Member	29-04-2024		
7	07934566	Nitin Jain	Non-Executive - Non Independent Director	Member	16-03-2021		

**Risk Management Committee**

Whether the Risk Management Committee has a Regular Chairperson						true	
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00048258	Biswadip Gupta	Non-Executive - Independent Director	Chairperson	25-04-2019		
2	00048279	Sudipto Sarkar	Non-Executive - Non Independent Director	Member	25-04-2019		
3	00581440	Nayantara Palchoudhri	Non-Executive - Independent Director	Member	25-04-2019		
4	09473571	Pascal Herve Martin Marie Genest	Non-Executive - Non Independent Director	Member	06-05-2022		
5	07934566	Nitin Jain	Non-Executive - Non Independent Director	Member	16-03-2021		
6	02183147	Sunil Kumar Chaturvedi	Non-Executive - Independent Director	Member	29-04-2024		
7	10608199	Mohinder Pradip Singh Rajput	Executive Director	Member	01-07-2024		
8	07046994	Subrata Roy	Chief Operating Officer	Member	25-04-2019		Textual Information(1)
9	99999999	Rohit Baheti	Chief Financial Officer	Member	27-02-2023		Textual Information(2)
10	99999999	Kartikaye Krishna	Legal Director	Member	27-02-2023		Textual Information(3)

**Text Block**

Textual Information(1)	Member is not a Director as per the provision of the Companies Act and the SEBI LODR Regulations
Textual Information(2)	Member is not a Director as per the provision of the Companies Act and the SEBI LODR Regulations
Textual Information(3)	Member is not a Director as per the provision of the Companies Act and the SEBI LODR Regulations

**Corporate Social Responsibility Committee**

Whether the Corporate Social Responsibility Committee has a Regular Chairperson						true	
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00048258	Biswadip Gupta	Non-Executive - Independent Director	Chairperson	29-04-2014		
2	08751453	Henry James Knowles	Non-Executive - Non Independent Director	Member	03-06-2020		
3	00048279	Sudipto Sarkar	Non-Executive - Non Independent Director	Member	29-04-2014		
4	00581440	Nayantara Palchoudhri	Non-Executive - Independent Director	Member	27-03-2015		
5	02183147	Sunil Kumar Chaturvedi	Non-Executive - Independent Director	Member	29-04-2024		
6	07934566	Nitin Jain	Non-Executive - Non Independent Director	Member	16-03-2021		
7	10608199	Mohinder Pradip Singh Rajput	Executive Director	Member	01-07-2024		

**Annexure I****III. Meeting of Board of Directors**

Disclosure of notes on meeting of board of directors explanatory

Sr	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)	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	26-02-2025			true	9	9	3
2	08-05-2025	70		true	9	9	3

**Annexure I**

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	26-02-2025				true	4	4	3	0
2	Audit Committee	08-05-2025	70			true	4	4	3	0
3	Risk Management Committee	08-05-2025				true	7	7	3	3
4	Stakeholders Relationship Committee	26-02-2025				true	7	7	3	0
5	Corporate Social Responsibility Committee	26-02-2025				true	7	7	3	0
6	Nomination and remuneration committee	26-02-2025				true	4	4	3	0

**Annexure I****V. 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	true
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	true
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	true
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c.Stakeholders relationship committee	true
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable 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.	true
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.	true
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	true
9	Any comments/observations/advice of Board of Directors may be mentioned here:	

**Annexure I**

Sr	Subject	Compliance status
1	Name of signatory	Saheb Ali
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	false
Other details of cyber security incidence or breaches or loss of data event	
Number of cyber security incidence or breaches or loss of data event occurred during the quarter	

**Affirmations on Compliance Requirements for AGM (applicable only for the first half-year filing i.e., 2nd quarter)**

III. Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is 'No' details of non-compliance may be given here.
1	Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	Yes	
2	Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes	
3	Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes	
4	Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	Yes	
5	Disclosure of the Secretarial Audit Report of the listed entity and the material subsidiaries in the Annual Report	24A(1)	Yes	
6	Compliance with the conditions laid down for Secretarial Auditor or the person signing the Secretarial Compliance Report	24A(1A), 24A(1B), 24A(1C)	Yes	
7	Submission of Annual Secretarial Compliance Report	24A(2)	Yes	
8	Whether 'Corporate Governance Report' disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	
Any other information to be provided				

**Annexure III**

1	Name of signatory	Saheb Ali
2	Designation	Company Secretary and Compliance Officer

**Signatory Details**

Name of signatory	Saheb Ali
Designation of person	Company Secretary and Compliance Officer
Place	Kolkata
Date	17-07-2025

**Investor Grievance Details**

No. of investor complaints pending at the beginning of Quarter	0
No. of investor complaints received during the Quarter	4
No. of investor complaints disposed off during the Quarter	3
No. of investor complaints those remaining unresolved at the end of the Quarter	1