



Date : 19-04-2023

To,
Listing Department
The Calcutta Stock Exchange Limited
7, Lyons Range
Kolkata – 700 001

Script Code - 020045

Dear Sir / Madam,

Sub: Compliance Report on Corporate Governance for the quarter and year ended on March 31st, 2023 as per Regulation 27(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Please find enclosed the Compliance Report on Corporate Governance, for the quarter and year ended on March 31st, 2023, as per Regulation 27(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Thanking You,

Yours Faithfully

For, Eri- Tech Limited

Archit Jhunjunwala
Executive Director

ERI-TECH LIMITED

Regd. & Corporate Office : 3rd Floor, 53B, Mirza Ghalib Street, Kolkata 700 016, India
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E-mail : sales@eritech.in
GSTIN : 19AAACE8832D1ZP

I. Name of Listed Entity: **ERI-TECH LIMITED**
 2. Quarter ending: **31st March, 2023**

Annexure I

Composition of Board of Directors												
Title (Mr./Ms)	Name of the Director	PAN & DIN	Category (Chairperson/ Executive/ Non-Executive /Independent/Nominee)	Initial Date of Appointment	Date of re-appointment	Date of Cessation	Tenure (in months)	Date of Birth	No. of Directorship in the listed entities including this listed entity (Refer Regulation 25(I) of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity [in reference to proviso to regulation 17A(1)]	Number of memberships in the Audit/Stakeholder Committee(s) including this listed entity (Refer Regulation 26(I) of Listing Regulations)	No. of post of Chairperson in the Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(I) of Listing Regulations)
Mr.	Archit Jhunjhunwala	PAN-AEOPJ7129K DIN - 05178487	Executive-Non-Independent Director	26.12.2011	26.09.2019	-	-	26.08.1984	1	-	2	-
Mrs.	Sharaddha Jhunjhunwala	PAN-AFHPJ3702J DIN-00331469	Executive-Non-Independent Director	26.12.2011	26.09.2019	-	-	31.08.1980	1	-	1	-
Mr.	Vasu Vijayan	PAN-ACQPV2524A DIN-07139351	Non-Executive-Independent Director	28.10.2021	-	-	22 months	12.11.1955	1	1	1	1
Mr.	Nirmal Kumar Adak	PAN-ASXPA9685J DIN-07139361	Non-Executive-Independent Director	28.10.2021	-	-	22 month	22.10.1964	1	1	1	-
Mr.	Ashok Kumar Kapoor	PAN-ACYPK5331J DIN-08828763	Non-Executive-Independent Director	11.08.2020	-	-	36 months	01.04.1946	1	1	1	1
Whether regular chairperson appointed											Yes	
Whether Chairperson is related to managing Director of CEO											No	

III. Composition of Committees						
Name of Committee	Whether Regular Chairperson appointed	Name of Committee Members	Category (Chairperson/Executive/Non-Executive/Independent/Nominee)	Date of Appointment	Date of Cessation	
1. Audit Committee	Yes	Mr. Archit Jhunjhunwala	Executive-Non-Independent Director-Member	26.12.2011	-	
		Mr. Sharddha Jhunjhunwala	Executive- Non-Independent Director-Member	26.12.2011	-	
		Mr. Vasu Vijayan	Non-Executive-Independent Director-Chairperson	28.10.2021	-	
		Mr. Ashok Kumar Kapoor	Non-Executive-Independent Director-Chairperson	11.08.2020	-	
		Mr. Nirmal Kumar Adak	Non-Executive-Independent Director-Member	28.10.2021	-	
		Mr. Vasu Vijayan	Non-Executive-Independent Director-Chairperson	28.10.2021	-	
		Mr. Ashok Kumar Kapoor	Non-Executive-Independent Director-Member	11.08.2020	-	
		NA	NA	NA	NA	-
		NA	NA	NA	NA	-
2. Risk Management Committee(if applicable)	NA	Mr. Archit Jhunjhunwala	Executive-Non-Independent Director-Member	26.12.2011	-	
		Mr. Vasu Vijayan	Non-Executive-Independent Director-Member	28.10.2021	-	
		Mr. Ashok Kumar Kapoor	Non-Executive-Independent Director-Chairperson	11.08.2020	-	
3. Stakeholders' Relationship Committee	Yes	Mr. Archit Jhunjhunwala	Executive-Non-Independent Director-Member	26.12.2011	-	
		Mr. Vasu Vijayan	Non-Executive-Independent Director-Member	28.10.2021	-	
		Mr. Ashok Kumar Kapoor	Non-Executive-Independent Director-Chairperson	11.08.2020	-	
4. Corporate Social Responsibility Committee	Yes	Mr. Archit Jhunjhunwala	Executive-Non-Independent Director-Chairperson	14.05.2021	-	
		Mr. Sharddha Jhunjhunwala	Executive- Non-Independent Director-Member	14.05.2021	-	
		Mr. Ashok Kumar Kapoor	Non-Executive-Independent Director-Member	14.05.2021	-	

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	Whether requirement of quorum met	Number of Directors present (other than ID)	Number of Independent Directors present	Maximum gap between any two consecutive (in number of days)
	14-10-2022	24-01-2023	Yes	2	2	26
	25-11-2022					
	28-12-2022					

IV Meeting of Committees		Audit Committee				
	Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Whether requirement of quorum met	Number of Directors present (other than ID)	Number of Independent Directors present	Maximum gap between any two consecutive (in number of days)
	14-10-2022	24-01-2023	Yes	1	2	101

IV Meeting of Committees		Nomination and Remuneration Committee				
	Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Whether requirement of quorum met	Number of Directors present (other than ID)	Number of Independent Directors present	Maximum gap between any two consecutive (in number of days)
	-	-	-	-	-	-

IV Meeting of Committees		Stakeholders Relationship Committee				
	Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Whether requirement of quorum met	Number of Directors present (other than ID)	Number of Independent Directors present	Maximum gap between any two consecutive (in number of days)
	-	-	-	-	-	-

V Meeting of Committees		Corporate Social Responsibility Committee				
	Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Whether requirement of quorum met	Number of Directors present (other than ID)	Number of Independent Directors present	Maximum gap between any two consecutive (in number of days)
	14-10-2022	24-01-2023	Yes	2	1	101

IV Related Party Transactions		Compliance Status (Yes / No / NA)
Subject		Yes
Whether prior approval of audit committee obtained		NA
Whether shareholder approval obtained for material RPT		NA
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by the Audit Committee		NA

VI. Affirmation	
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 b Nomination & Remuneration Committee -Yes c Stakeholders' Relationship Committee -Yes d Risk Management Committee(applicable to top 500 listed entities) - NA
3	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
4	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
5	This report and/or the report submitted in the previous quarter has been placed before Board of Directors. - Yes

For Eri-Tech Limited

Executive Director

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		www.eri-tech.in
2	Terms and conditions of appointment of independent directors	Yes		www.eri-tech.in
3	Composition of various committees of board of directors	Yes		www.eri-tech.in
4	Code of conduct of board of directors and senior management personnel	Yes		www.eri-tech.in
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		www.eri-tech.in
6	Criteria of making payments to non-executive directors	Yes		www.eri-tech.in
7	Policy on dealing with related party transactions	Yes		www.eri-tech.in
8	Policy for determining 'material' subsidiaries	NA		NA
9	Details of familiarization programmes imparted to independent directors	Yes		www.eri-tech.in
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		www.eri-tech.in
11	E-mail address for grievance redressal and other relevant details	Yes		www.eri-tech.in
12	Financial results	Yes		www.eri-tech.in
13	Shareholding pattern	Yes		www.eri-tech.in
14	Details of agreements entered into with the media companies and/or their associates	NA		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		NA
16	New name and the old name of the listed entity	NA		NA
17	Advertisements as per regulation 47 (1)	Yes		www.eri-tech.in
18	Credit rating or revision in credit rating obtained	NA		NA
19	Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	NA		NA
20	Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes		www.eri-tech.in
21	Materiality Policy as per Regulation 30	Yes		www.eri-tech.in
22	Dividend Distribution policy as per Regulation 43A (as applicable)	NA		NA
23	It is certified that these contents on the website of the listed entity are correct	Yes		www.eri-tech.in

Annexure II

II. Annual Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
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	Other Corporate Governance 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	

1	Name of signatory	Archit Jhunjhunwala
2	Designation	Executive Director

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 to subsidiary of Listed Entity have been complied	NA
Any other information to be provided		

Annexure II

1	Name of signatory	Archit Jhunjhunwala
2	Designation	