

1. Name of Listed Entity: Carborundum Universal Limited

2. Quarter ending : 30th September 2023

1. Composition of Board of Directors

Title (Mr./Ms)	Name of the Director	DIN	Category (Chairperson /Executive/Non-Executive/Independent/ Nominee) ^h	Initial Date of Appointment	Date of Re-appointment	Date of Cessation	Tenure* (in months)	Date of Birth	No of Directorship in listed entities including this listed entity [in reference to Regulation 17A(1)]	No of Independent Directorship in listed entities including this listed entity [in reference to proviso to regulation 17A(1)]	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)
Mr.	M M Murugappan	00170478	Non-Executive Non-Independent Chairman	17-10-1996	02-08-2023	-	NA	11/12/1955	3	0	3	2
Mr.	Jayavarthanavelu Sanjay	00004505	Non-Executive - Independent Director	01-08-2014	01-08-2019	-	110	6/15/1968	5	1	1	1
Mr.	Aroon Raman	00201205	Non-Executive - Independent Director	01-08-2014	01-08-2019	-	110	3/21/1960	4	4	4	0
Mr.	Pundi Srinivasan Raghavan	07812320	Non-Executive - Independent Director	5/9/2017	09-05-2022	-	76.22	7/19/1955	1	1	1	0
Mr.	Sujjain Talwar	01756539	Non-Executive - Independent Director	09-05-2017	09-05-2022	-	76.22	3/22/1964	3	3	3	1
Mrs.	Soundara Kumar	01974515	Non-Executive - Independent Director	03-08-2019	03-08-2019	-	49.28	15-08-1954	5	5	5	2
Mr.	Narayanan Ananthasheshan	02402921	Managing Director	26-04-2019	23-11-2022	02-08-2023	NA	14-12-1962	-	-	-	-
Mr.	Sridharan Rangarajan	01814413	Managing Director	01-07-2021	03-08-2023	-	NA	16-03-1966	3	0	4	0

Whether Regular Chairperson appointed - Yes

Whether Chairperson is related to Managing Director or CEO - No

^hPAN of any director would not be displayed on the website of Stock Exchange

^hCategory 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.

^hIncludes committee memberships & committee chairmanships in unlisted public companies; excludes committee memberships & committee chairmanships in private limited companies, foreign companies and Section 8 companies under the Companies Act, 2013

II. Composition of Committees

Name of Committee	Whether Regular Chairperson appointed	Name of Committee members	Category (Chairperson/Executive/Non- Executive/Independent/Nominee) ⁸	Date of Appointment	Date of Cessation
1. Audit Committee	Yes	Jayavarthanavelu Sanjay	Chairman- Non-Executive - Independent Director	30-07-2013	
		Sujain Talwar	Non-Executive - Independent Director	09-05-2017	
		Aroon Raman	Non-Executive - Independent Director	31-07-2019	
		Sridharan Rangarajan	Managing Director	01-07-2021	02-08-2023
		Soundara Kumar	Non-Executive - Independent Director	03-08-2019	
2. Nomination & Remuneration Committee	Yes	Jayavarthanavelu Sanjay	Chairman- Non-Executive - Independent Director	09-05-2017	
		Aroon Raman	Non-Executive - Independent Director	09-05-2017	
		Pundi Srinivasan Raghavan	Non-Executive - Independent Director	31-07-2019	
3. Risk Management Committee	Yes	Pundi Srinivasan Raghavan	Chairman-Non-Executive - Independent Director	09-05-2017	
		Aroon Raman	Non-Executive - Independent Director	09-05-2017	
		Narayanan Ananthaseshan	Managing Director	23-11-2019	02-08-2023
		Sridharan Rangarajan	Managing Director	03-08-2023	
4. Stakeholders Relationship Committee	Yes	M M Murugappan	Chairman- Non Executive- Non Independent Director	15-05-2002	
		Pundi Srinivasan Raghavan	Non-Executive - Independent Director	18-03-2019	
		Sridharan Rangarajan	Managing Director	01-07-2021	
		Narayanan Ananthaseshan	Managing Director	23-11-2019	02-08-2023
		Aroon Raman	Chairman-Non-Executive - Independent Director	24-03-2014	
5. Corporate Social Responsibility Committee	Yes	Pundi Srinivasan Raghavan	Non-Executive - Independent Director	09-05-2017	
		Narayanan Ananthaseshan	Managing Director	23-11-2019	02-08-2023
		Sridharan Rangarajan	Managing Director	01-07-2021	
		Aroon Raman	Chairman-Non-Executive - Independent Director	24-03-2014	

⁸Category 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 of (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*	Number of Independent Directors present*	Maximum gap between any two consecutive (in number of days)
22-06-2023	02-08-2023	Yes	7	4	40
08-05-2023	25-09-2023	Yes	7	5	53

*to be filled in only for the current quarter

IV. Meeting of Committees

Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met(details)*	Number of Directors present*	Number of Independent Directors present*	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive (in number of days)*
02-08-2023	Yes (Four members were present)	4	3	08-05-2023	85
2. Corporate Social Responsibility Committee					
02-08-2023	Yes (Two members were present)	2	1	08-05-2023	85
3. Nomination & Remuneration Committee					
02-08-2023	Yes (Two members were present)	2	2	22-06-2023	40
				08-05-2023	44
4. Risk Management committee					
08-09-2023	Yes (All three members were present)	3	2	-	

5. Stakeholder Relationship Committee					
02-08-2023	Yes (All four members were present)	4	1	08-05-2023	85
* This information has to be mandatorily be given for audit committee, for rest of the committees, giving this information is optional. **to be filled in only for the current quarters.					
V. Related Party Transaction					
Subject			Compliance status (Yes/No/NA) <small>refer note below</small>		
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 have been reviewed by Audit Committee			Yes		
VI. 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			No		
Date of the event			-		
Brief details of the event			-		
<p>Note:</p> <p>1. 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.</p> <p>2. If status is "No" details of non-compliance may be given here.</p>					
VII. Affirmations					
<p>1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.</p> <p>2. The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015</p> <p>a. Audit Committee</p> <p>b. Nomination & remuneration committee</p> <p>c. Stakeholders relationship committee</p> <p>d. Risk management committee (applicable to the top 1000 listed entities)</p> <p>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.</p> <p>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.</p> <p>5. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of Board of Directors may be mentioned here:</p> <p>The Corporate Governance Report for the quarter ended 30th June 2023 was placed before the Board at its meeting held on 2nd August 2023. This report will be placed at the Board meeting to be held on 27th October 2023.</p>					
Name & Designation					
<p>sd/-</p> <p>Rekha Surendhiran</p> <p>Company Secretary / Compliance Officer / Managing Director / CEO / CFO</p> <p>Date: 13-10-2023</p>					
<p>Note:</p> <p>Information at Table I and II above need to be necessarily given in 1st quarter of each financial year. However if there is no change of information in subsequent quarter(s) of that financial year, this information may not be given by Listed entity and instead a statement "same as previous quarter" may be given.</p>					

Annexure 1		
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 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.	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 disclosure requirements) Regulations, 2015.	Yes
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes
9	Any comments/observations/advice of Board of Directors may be mentioned here:	

Applicability of disclosure (Yes/No)	Yes
Reason for Non Applicability	NA

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:

Entity	Aggregate amount advanced during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them	-	-
Promoter Group or any other entity controlled by them	-	-
Directors (including relatives) or any other entity controlled by them	-	-
KMPs or any other entity controlled by them	-	-

(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:

Entity	Type (guarantee, comfort letter etc.)	Aggregate amount of issuance during six months	Balance outstanding at the end of six months (taking into account any invocation)
Promoter or any other entity controlled by them	-	-	-
Promoter Group or any other entity controlled by 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:

Entity	Type of security (cash, shares etc.)	Aggregate value of security provided during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them	-	-	-
Promoter Group or any other entity controlled by them	-	-	-
Directors (including relatives) or any other entity controlled by them	-	-	-
KMPs or any other entity controlled by them	-	-	-

II. Affirmations:

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 relatives), key managerial personnel (including their relatives) or any entity controlled by them are in the economic interest of the company.

Name & Designation

Sd/-

P Padmanabhan

Chief Financial Officer

Note:

1. These disclosures shall exclude any loan (or other form of debt), guarantee /comfort letter (by whatever name called) or security provided in connection with any loan or any other form of debt;

a) by a government company to/for the Government or government company

b) by the listed entity to/for its subsidiary [and joint-venture company] whose accounts are consolidated with the listed entity.

c) by a banking company or an insurance company; and

d) by the listed entity to its employees or directors as a part of the service conditions.

2. If the Listed Entity would like to provide any other information, the same may be indicated as Para D in the above table.