

**1. Name of Listed Entity: Carborundum Universal Limited****2. quarter ending : 31st December 2024****I. Composition of Board of Directors**

Title (Mr./Ms)	Name of the Director	PAN & DIN	Category 1(Chairperson /Executive/Non-Executive/independent/ Nominee) Category 2 (Chairperson - Related to Promoter/Non Promoter) <sup>&amp;</sup>	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 - Related to Promoter	17-10-1996	02-08-2023	-	NA	12-11-1955	4	1	3	2
Mr.	Pundi Srinivasan Raghavan	07812320	Non-Executive - Independent Director	09-05-2017	09-05-2022	-	91.22	19-07-1955	2	2	3	0
Mr.	Sujain Talwar	01756539	Non-Executive - Independent Director	09-05-2017	09-05-2022	-	91.22	22-03-1964	3	3	4	2
Mr.	Viji Sriram	03630636	Non-Executive - Independent Director	01-08-2024	01-08-2024	-	5	01-02-1979	2	1	0	0
Mrs.	Usha Rajeev	05018645	Non-Executive - Independent Director	01-08-2024	01-08-2024	-	5	12-10-1963	2	2	3	3
Mr.	Muthiah Murugappan	07858587	Non-Executive -Non Independent Director	01-08-2024	01-08-2024	-	NA	17-09-1983	3	1	3	1
Mr.	Sridharan Rangarajan	01814413	Executive Director	01-07-2021	03-08-2023	-	NA	16-03-1966	4	0	6	1

Whether Regular Chairperson appointed - Yes

Whether Chairperson is related to Managing Director or CEO - No

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

&amp;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.

^includes committee memberships &amp; committee chairmanships in unlisted public companies; excludes committee memberships &amp; 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)*	Date of Appointment	Date of Cessation
1. Audit Committee	Yes	Usha Rajeev	Chairperson- Non-Executive - Independent Director	01-08-2024	
		Sujain Talwar	Non-Executive - Independent Director	09-05-2017	
		Pundi Srinivasan Raghavan	Non-Executive - Independent Director	01-08-2024	
2. Nomination and Remuneration Committee	Yes	Pundi Srinivasan Raghavan	Chairman-Non-Executive - Independent Director	31-07-2019	
		Sujain Talwar	Non-Executive - Independent Director	01-08-2024	
		M M Murugappan	Non Executive- Non Independent Director	01-08-2024	
3. Risk Management Committee	Yes	Pundi Srinivasan Raghavan	Chairman-Non-Executive - Independent Director	09-05-2017	
		Usha Rajeev	Non-Executive - Independent Director	01-08-2024	
		Sridharan Rangarajan	Executive 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	Executive Director	01-07-2021	
5. Corporate Social Responsibility Committee	Yes	Sujain Talwar	Chairman- Non-Executive - Independent Director	01-08-2024	
		Pundi Srinivasan Raghavan	Non-Executive - Independent Director	09-05-2017	
		Muthiah Murugappan	Non-Executive Non-Independent	01-08-2024	
		Sridharan Rangarajan	Executive Director	03-08-2023	

\*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 of (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Whether requirement of Quorum met (Constitution as on date of the meeting)*	Number of Directors present*	Number of Independent Directors present*	Maximum gap between any two consecutive (in number of days)
30-07-2024		Yes (Seven Members)	6	4	
	30-10-2024	Yes (Seven Members)	7	4	91

\*to be filled in only for the current quarter

**IV. Meeting of Committees****1. Audit Committee**

Date(s) of meeting of the committee in the previous quarter	Date(s) of meeting of the Committee in the relevant quarter	whether requirement of Quorum met (Constitution of the Committee as on date of the meeting)	Number of Directors present* (For the meeting)	Number of Independent Directors present*	Maximum gap between any two consecutive (in number of days)*	Changes during the quarter
30-07-2024		Yes (Four members)	3	3		Nil
	30-10-2024	Yes (Three members)	3	3	91	

**2. Corporate Social Responsibility Committee**

	30-10-2024	Yes (Four members)	4	2	-	Nil
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**3. Nomination & Remuneration Committee**

30-07-2024		Yes (Three members)	2	2		Nil
19-08-2024		Yes (Three members)	3	2	19	
	30-10-2024	Yes (Three members)	3	2	71	

**4. Risk Management committee**

22-08-2024		Yes (Three members)	3	2	-	Nil
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**5. Stakeholder Relationship Committee**

30-07-2024		Yes (Three members)	3	1	91	Nil
	30-10-2024	Yes (Three members)	3	1		

\* 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.

<b>V. Related Party Transaction</b>	
<b>Subject</b>	<b>Compliance status (Yes/No/NA)</b> <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	-

Note:

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.

2 If status is "No" details of non-compliance may be given here.

**VII. Affirmations**

1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
2. The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015
  - a. Audit Committee
  - b. Nomination & remuneration committee
  - c. Stakeholders relationship committee
  - d. Risk management committee (applicable to the top 1000 listed entities)
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.
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.
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:  
The Corporate Governance Report for the quarter ended 30th September2024 was placed before the Board at its meeting held on 30th October 2024. This report will be placed at the Board meeting to be held on 4th Febraury 2025

**Name & Designation**

sd/-

**Rekha Surendhiran**

**Company Secretary / Compliance Officer / ~~Managing Director~~ / CEO / CFO**

**Date: - 20th January 2024**

Note:

Information at Table I and II above need to be necessarily given in 1<sup>st</sup> 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.

## 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 <b>a. Audit Committee</b>	Yes
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. <b>b. Nomination &amp; remuneration committee</b>	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. <b>c. Stakeholders relationship committee</b>	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. <b>d. Risk management committee (applicable to the top 1000 listed entities)</b>	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	<b>Any comments/observations/advice of Board of Directors may be mentioned here:</b>	

<b>Signatory Details</b>	
Name of Signatory	Rekha Surendhiran
Designation of person	Company Secretary and Compliance Officer
Place	Chennai
Date	20th January 2025