

| General information about company | |
|--|-------------------------------|
| Scrip code | 538365 |
| NSE Symbol | INCREDIBLE |
| MSEI Symbol | NOTLISTED |
| ISIN | INE452L01012 |
| Name of the entity | INCREDIBLE INDUSTRIES LIMITED |
| Date of start of financial year | 01-04-2023 |
| Date of end of financial year | 31-03-2024 |
| Reporting Quarter | Quarterly |
| Date of Report | 31-12-2023 |
| Risk management committee | Not Applicable |
| Market Capitalisation as per immediate previous Financial Year | Top 2000 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 | |
| Whether Chairperson is related to MD or CEO | | | | | | | Yes | |
| Sr | Title (Mr / Ms) | Name of the Director | PAN | DIN | Category 1 of directors | Category 2 of directors | Category 3 of directors | Date of Birth |
| 1 | Mr | RAMA SHANKAR GUPTA | | 07843716 | Executive Director | Chairperson | MD | 11-03-1970 |
| 2 | Mr | NIKET AGARWAL | | 07233888 | Non-Executive - Non Independent Director | Not Applicable | | 29-08-1987 |
| 3 | Mr | ASIT BARAN DASGUPTA | | 02476594 | Non-Executive - Independent Director | Not Applicable | | 01-01-1941 |
| 4 | Mrs | SONAM AGARWAL | | 08054202 | Non-Executive - Independent Director | Not Applicable | | 27-04-1987 |
| 5 | Mrs | SHILPI MODI | | 02706881 | Non-Executive - Independent Director | Not Applicable | | 01-01-1989 |
| 6 | Mr | SANJAY KALOYA | | 07970640 | Non-Executive - Non Independent Director | Not Applicable | | 22-08-1971 |

| I. Composition of Board of Directors | | | | | |
|---|---------------------------------------|--------------------------------|------------------------------|-----------------------------|----------------|
| Disqualification of Directors under section 164 of the Companies Act, 2013 | | | | | |
| Sr | Whether the director is disqualified? | Start Date of disqualification | End Date of disqualification | Details of disqualification | Current status |
| 1 | No | | | | Active |
| 2 | No | | | | Active |
| 3 | No | | | | Active |
| 4 | No | | | | Active |
| 5 | No | | | | Active |
| 6 | No | | | | Active |

| I. Composition of Board of Directors | | | | | | | | | | | | |
|--------------------------------------|---|------------------------------------|-----------------------------|------------------------|-------------------|--------------------------------|--|--|---|--|-----------------------------|-----------------------------|
| Sr | 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 [with reference to proviso to regulation 17A(1) & 17A(2)] | 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) | Notes for not providing PAN | Notes for not providing DIN |
| 1 | NA | | 15-07-2019 | 15-11-2022 | | 1 | 0 | 3 | 0 | | | |
| 2 | NA | | 14-11-2019 | | | 1 | 0 | 0 | 0 | | | |
| 3 | Yes | 16-09-2019 | 18-09-2014 | 16-09-2019 | | 111.13 | 1 | 1 | 1 | 1 | | |
| 4 | NA | | 12-02-2018 | 12-02-2023 | | 70.19 | 1 | 1 | 3 | 1 | | |
| 5 | NA | | 06-12-2018 | 06-12-2023 | | 60.25 | 1 | 1 | 2 | 0 | | |
| 6 | NA | | 24-03-2021 | | | 1 | 0 | 1 | 1 | | | |

| Text Block | |
|------------------------|---|
| Textual Information(1) | <p>1) For disclosing number of membership and post of Chairmanship in Audit / Stakeholder Committee held in listed entities including this listed entity as per Regulation 26(1) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we relied on FAQ No. 13 issued by NSE (Ref. No.- NSE/CML/2023/31 Dated- 10/04/2023) for Corporate Governance filing. Thus, we had included the number of membership and post of chairmanship held in Audit/Stakeholder Committee of all Public Limited Companies whether listed or not.</p> <p>2) The members of the Company had re-appointed Mr. Rama Shankar Gupta as Managing Director of the Company w.e.f. 15th November, 2022 for the period of 3 (Three) years after expiry of his present term on 14/11/2022 in the 43rd Annual General Meeting held on 21st September, 2022.</p> <p>3) In our company, Mr. Rama Shankar Gupta is holding the position of Chairman and Managing Director, both at the same time. On the basis of that, we conclude that Chairperson is related to Managing Director.</p> <p>4) Regarding the initial date of appointment of Independent Director Mr. Asit Baran Dasgupta, the Company had relied on FAQ no. 6 issued by NSE (Ref. No.- NSE/CML/2023/31 Dated- 10/04/2023) and based on that the initial date of appointment of Mr. Asit Baran Dasgupta is mentioned as 18th September, 2014 i.e. the date on which he was appointed for first term as Independent Director under Companies Act, 2013.</p> <p>5) Regarding of tenure of Independent Director Mr. Asit Baran Dasgupta, the Company had relied on FAQ no. 10 issued by NSE (Ref. No.- NSE/CML/2023/31 Dated- 10/04/2023) and based on that the tenure of Mr. Asit Baran Dasgupta is shown as 111.13.</p> <p>6) The members of the Company had re-appointed Mrs. Shilpi Modi as an Independent Woman Director of the Company w.e.f. 6th December, 2023 for the period of 5 (Five) years upto 5th December, 2028 after expiry of his present term on 05/12/2023 by passing a Special Resolution in the 44th Annual General Meeting held on 29th September, 2023.</p> |

| Audit Committee Details | | | | | | | |
|---|------------|---------------------------|--------------------------------------|-------------------------|---------------------|-------------------|------------------------|
| Whether the Audit Committee has a Regular Chairperson | | | | | | | Yes |
| Sr | DIN Number | Name of Committee members | Category 1 of directors | Category 2 of directors | Date of Appointment | Date of Cessation | Remarks |
| 1 | 02476594 | ASIT BARAN DASGUPTA | Non-Executive - Independent Director | Chairperson | 26-06-2013 | | Textual Information(1) |
| 2 | 08054202 | SONAM AGARWAL | Non-Executive - Independent Director | Member | 12-02-2018 | | |
| 3 | 02706881 | SHILPI MODI | Non-Executive - Independent Director | Member | 06-12-2018 | | |
| 4 | 07843716 | RAMA SHANKAR GUPTA | Executive Director | Member | 16-07-2019 | | |

| Sr Text Block | |
|------------------------|---|
| Textual Information(1) | 1) Regarding the date of appointment of member in the committee, the Company had relied on FAQ no. 19 issued by NSE (Ref. No.- NSE/CML/2023/31 Dated- 10/04/2023) and based on that the date of appointment of Mr. Asit Baran Dasgupta in Audit Committee is shown as 26/06/2013. |

| Nomination and remuneration committee | | | | | | | |
|---|------------|---------------------------|--|-------------------------|---------------------|-------------------|---------|
| Whether the Nomination and remuneration committee has a Regular Chairperson | | | | | | | Yes |
| Sr | DIN Number | Name of Committee members | Category 1 of directors | Category 2 of directors | Date of Appointment | Date of Cessation | Remarks |
| 1 | 08054202 | SONAM AGARWAL | Non-Executive - Independent Director | Chairperson | 12-02-2018 | | |
| 2 | 02706881 | SHILPI MODI | Non-Executive - Independent Director | Member | 06-12-2018 | | |
| 3 | 07970640 | SANJAY KALOYA | Non-Executive - Non Independent Director | Member | 25-03-2021 | | |

| Stakeholders Relationship Committee | | | | | | | |
|---|------------|---------------------------|--|-------------------------|---------------------|-------------------|---------|
| Whether the Stakeholders Relationship Committee has a Regular Chairperson | | | | | Yes | | |
| Sr | DIN Number | Name of Committee members | Category 1 of directors | Category 2 of directors | Date of Appointment | Date of Cessation | Remarks |
| 1 | 07970640 | SANJAY KALOYA | Non-Executive - Non Independent Director | Chairperson | 25-03-2021 | | |
| 2 | 08054202 | SONAM AGARWAL | Non-Executive - Independent Director | Member | 12-02-2018 | | |
| 3 | 07843716 | RAMA SHANKAR GUPTA | Executive Director | Member | 16-07-2019 | | |

| Risk Management Committee | | | | | | | |
|---|------------|---------------------------|-------------------------|-------------------------|---------------------|-------------------|---------|
| Whether the Risk Management Committee has a Regular Chairperson | | | | | | | |
| Sr | DIN Number | Name of Committee members | Category 1 of directors | Category 2 of directors | Date of Appointment | Date of Cessation | Remarks |
| | | | | | | | |

| Corporate Social Responsibility Committee | | | | | | | |
|---|------------|---------------------------|-------------------------|-------------------------|---------------------|-------------------|---------|
| Whether the Corporate Social Responsibility Committee has a Regular Chairperson | | | | | | | |
| Sr | DIN Number | Name of Committee members | Category 1 of directors | Category 2 of directors | Date of Appointment | Date of Cessation | Remarks |
| | | | | | | | |

| Other Committee | | | | | | |
|------------------------|------------|---------------------------|----------------------------------|--|-------------------------|---------|
| Sr | DIN Number | Name of Committee members | Name of other committee | Category 1 of directors | Category 2 of directors | Remarks |
| 1 | 07843716 | RAMA SHANKAR GUPTA | MANAGEMENT AND FINANCE COMMITTEE | Executive Director | Chairperson | |
| 2 | 07233888 | NIKET AGARWAL | MANAGEMENT AND FINANCE COMMITTEE | Non-Executive - Non Independent Director | Member | |
| 3 | 07970640 | SANJAY KALOYA | MANAGEMENT AND FINANCE COMMITTEE | Non-Executive - Non Independent Director | Member | |

Annexure 1

Annexure 1

III. Meeting of Board of Directors

| Disclosure of notes on meeting of board of directors explanatory | | | 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* |
|--|---|--|---|------------------------------|--|---|---|---|
| Sr | Date(s) of meeting (if any) in the previous quarter | Date(s) of meeting (if any) in the current quarter | | | | | | |
| 1 | 10-08-2023 | | | | Yes | 6 | 6 | 3 |
| 2 | 28-08-2023 | | 17 | | Yes | 6 | 6 | 3 |
| 3 | | 07-11-2023 | 70 | | Yes | 6 | 6 | 3 |

Annexure 1

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 | 10-08-2023 | | | | Yes | 4 | 4 | 3 | 0 |
| 2 | Audit Committee | 28-08-2023 | 17 | | | Yes | 4 | 4 | 3 | 0 |
| 3 | Audit Committee | 07-11-2023 | 70 | | | Yes | 4 | 4 | 3 | 0 |
| 4 | Nomination and remuneration committee | 28-08-2023 | | | | Yes | 3 | 3 | 2 | 0 |

Annexure 1

V. Related Party Transactions

| Sr | Subject | Compliance status (Yes/No/NA) | If status is “No” details of non-compliance may be given here. |
|--|--|----------------------------------|--|
| 1 | Whether prior approval of audit committee obtained | Yes | |
| 2 | Whether shareholder approval obtained for material RPT | Yes | |
| 3 | Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee | Yes | |
| Disclosure of notes of material transaction with related party | | | Textual Information(1) |

Text Block

| S. No. | Name of Related party | Nature of Relationship | Nature, particulars and material terms of the Contract | Amount (Rs. in Crores) |
|-----------|----------------------------|---|--|---------------------------|
| 1 | Adhunik Corporation Ltd | Enterprises over which Key Management Personnel/ Shareholders/ Relatives have significant influence | Sale of Finished Goods/By Products (Ex- Factory / FOR) | 4.21 |
| 2 | Adhunik Corporation Ltd | Enterprises over which Key Management Personnel/ Shareholders/ Relatives have significant influence | Purchase of Raw Materials (Ex-Factory / FOR) | 91.70 |

Textual Information(1)

Note-The above Related Party transactions were entered into by the Company during the period 01/10/2023 to 31/12/2023 and executed at arms length price basis only.

Annexure 1

VI. 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 1000 listed entities) | NA |
| 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 |

Annexure 1

| Sr | Subject | Compliance status |
|----|-------------------|--------------------|
| 1 | Name of signatory | RAMA SHANKAR GUPTA |
| 2 | Designation | Managing Director |

| 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 | No |

| Signatory Details | |
|--------------------------|--------------------|
| Name of signatory | RAMA SHANKAR GUPTA |
| Designation of person | Managing Director |
| Place | KOLKATA |
| Date | 19-01-2024 |

