

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	Half Yearly
Date of Report	30-09-2023
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		108.13	1	1	1	1		
4	NA		12-02-2018	12-02-2023		67.19	1	1	3	1		
5	NA		06-12-2018			57.25	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 108.13.</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	29-05-2023				Yes	6	6	3
2		10-08-2023	72		Yes	6	6	3
3		28-08-2023	17		Yes	6	6	3

Annexure 1

IV. Meeting of Committees

Disclosure of notes on meeting of committees explanatory										
IV. Meeting of Committees										
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	29-05-2023				Yes	4	4	3	0
2	Audit Committee	10-08-2023	72			Yes	4	4	3	0
3	Audit Committee	28-08-2023	17			Yes	4	4	3	0
4	Nomination and remuneration committee	29-05-2023				Yes	3	3	2	0
5	Nomination and remuneration committee	28-08-2023	90			Yes	3	3	2	0
6	Stakeholders Relationship Committee	29-05-2023				Yes	3	3	1	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)	8.33
2	Adhunik Corporation Ltd	Enterprises over which Key Management Personnel/ Shareholders/ Relatives have significant influence	Purchase of Raw Materials (Ex-Factory / FOR)	167.60

Textual Information(1)

Note-The above Related Party transactions were entered into by the Company during the period 01/07/2023 to 30/09/2023 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

Annexure III

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	Submission of Annual Secretarial Compliance Report	24A(2)	Yes	
7	Whether “Corporate Governance Report” disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	
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Annexure III

1	Name of signatory	RAMA SHANKAR GUPTA
2	Designation	Managing Director

Additional Half yearly Disclosure			
Applicability of disclosure	Applicable		
Reason for Non Applicability	Textual Information(1)		
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	0	0	
Promoter Group or any other entity controlled by them	0	0	
Directors (including relatives) or any other entity controlled by them	0	0	
KMPs or any other entity controlled by them	0	0	
(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	0	0	0
Promoter Group or any other entity controlled by them	0	0	0
Directors (including relatives) or any other entity controlled by them	0	0	0
KMPs or any other entity controlled by them	0	0	0
(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	0	0	0
Promoter Group or any other entity controlled by them	0	0	0
Directors (including relatives) or any other entity controlled by them	0	0	0
KMPs or any other entity controlled by them	0	0	0
(D) Additional Information	Textual Information(2)		
II. Affirmations			
Affirmations		Compliance Status	Company Remarks
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.	Yes	Textual Information(3)	
Name	AMIT AGRAWAL		
Designation	CFO		
Place	KOLKATA		
Date	17-10-2023		

Text Block	
Textual Information(1)	The Company had not provided any loan (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) directly or indirectly to promoter(s), promoter group, director(s) (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them and thus, the required disclosure is not applicable.

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	17-10-2023

