

Denim Developers Limited

Regd. & Corp.Office: C-15, H-1, 1st Flr, IC Block, Shahid Chandrashekhar

Afordable Awasiya Yojna, Industrial Estate, Kota-324003, Rajasthan

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CORPORATE GOVERNANCE REPORT

FOR

QUARTER ENDED 31-12-2023

General information about company

Scrip code	000000
NSE Symbol	
MSEI Symbol	DENIMDL
ISIN	INE956N01018
Name of the entity	DENIM DEVELOPERS 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	Any other

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

Whether the listed entity has a Regular Chairperson Yes

Whether Chairperson is related to MD or CEO No

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	Ms	JAYA SINGH RATHOD	APKPR6425F	05358463	Non-Executive - Non Independent Director	Chairperson		21-01-1990
2	Mr	RAJESH KUMAR PATIL	AKTPP8884E	02333360	Executive Director	Not Applicable		25-12-1967
3	Mrs	BABITA KRIPLANI	BZUPK7512D	03420987	Non-Executive - Independent Director	Not Applicable		20-02-1990
4	Mrs	LAXMI PANT	BNCPP7574G	03526990	Non-Executive - Independent Director	Not Applicable		12-12-1985

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

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		02-11-2019				1	0	0	1		
2	NA		07-01-2019				1	0	1	0		
3	NA		10-04-2019			57	1	1	1	1		
4	NA		21-01-2020			48	1	1	2	0		

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	03420987	BABITA KRIPLANI	Non-Executive - Independent Director	Chairperson	10-04-2019		
2	03526990	LAXMI PANT	Non-Executive - Independent Director	Member	21-01-2020		
3	02333360	RAJESH KUMAR PATIL	Executive Director	Member	07-01-2019		

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	03420987	BABITA KRIPLANI	Non-Executive - Independent Director	Member	10-04-2019		
2	03526990	LAXMI PANT	Non-Executive - Independent Director	Chairperson	21-01-2020		
3	05358463	JAYA SINGH RATHOD	Non-Executive - Non Independent Director	Member	02-11-2019		

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	05358463	JAYA SINGH RATHOD	Non-Executive - Non Independent Director	Chairperson	02-11-2019		
2	03526990	LAXMI PANT	Non-Executive - Independent Director	Member	21-01-2020		
3	03420987	BABITA KRIPLANI	Non-Executive - Independent Director	Member	10-04-2019		

Risk Management Committee							
Whether the Risk Management Committee has a Regular Chairperson					No		
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					No		
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

Annexure 1**Annexure 1****III. Meeting of Board of Directors**

Disclosure of notes on meeting of board of directors explanatory								
Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	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*
1	11-08-2023				Yes	4	4	2
2	28-08-2023		16		Yes	4	4	2
3	26-09-2023		28		Yes	4	4	2
4		10-11-2023	44		Yes	4	4	2
5		01-12-2023	20		Yes	4	4	2

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	Nomination and remuneration committee	28-08-2023				Yes	3	3	2	0
2	Audit Committee	11-08-2023				Yes	3	3	2	0
3	Audit Committee	10-11-2023	90			Yes	3	3	2	0
4	Audit Committee	01-12-2023	20			Yes	3	3	2	0
5	Audit Committee	15-12-2023	13			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	NA	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	

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	Ritu Allwani
2	Designation	Company Secretary and Compliance Officer

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	Ritu Allwani
Designation of person	Company Secretary and Compliance Officer
Place	kota
Date	19-01-2024