

General information about company

Scrip code 513228

NSE Symbol PENIND

MSEI Symbol NOTLISTED

ISIN INE932A01024

Name of the entity PENNAR INDUSTRIES LIMITED

Date of start of financial year 01-04-2023

Date of end of financial year 31-03-2024

Reporting Quarter Yearly

Date of Report 31-03-2024

Risk management committee Applicable

Market Capitalisation as per immediate previous Financial Year Top 1000 listed entities

Sl. No.	Title	Name of the Director	DIN	Designation	Date of Birth	Date of Appointment	Date of re-appointment	Date of Cessation	Tenure	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)	Reason for Cessation
1	Mr	ADITYA NARSING RAO	01307343	Executive Director	06-12-1981	30-01-2008	26-06-2022			1	0	1	0	
2	Mr	LAVANYA KUMAR RAO KONDAPALLI	01710629	Executive Director	19-02-1959	07-05-2014	26-06-2022			1	0	1	0	
3	Mr	CHANDRASEKHAR SRIPADA	02813923	Non-Executive - Independent Director	12-07-1957	12-02-2019	12-02-2024		61.19	1	1	0	0	
4	Mr	POTLURI VENKATESWARA RAO	03157581	Non-Executive - Non Independent Director	15-08-1959	30-03-2016	30-09-2021			1	0	0	0	

5	Mr	BANDARI KAMALAKAR RAO	00038686	Non-Executive - Independent Director	27-03-1949	01-04-2014	01-04-2019	09-02-2024	118.00	1	1	2	2	Others
6	Mr	MANISH SABHARWAL	00969601	Non-Executive - Independent Director	29-12-1969	01-04-2014	01-04-2019	31-03-2024	120.00	2	1	0	0	Tenure Completion
7	Mr	ERIC JAMES BROWN	07670880	Non-Executive - Non Independent Director	21-11-1957	10-11-2017	28-09-2018			1	0	1	0	
8	Mr	Ravi Venkata Siva Ramakrishna	00009421	Non-Executive - Independent Director	10-03-1956	04-06-2021	30-09-2021		33.27	1	1	2	1	
9	Ms	VIRGINIA SHARMA	02306909	Non-Executive - Independent Director	07-08-1978	09-11-2022	18-12-2022		16.22	1	1	0	0	
10	Mr	PARTHASARATHY VANKIPURAM SRINIVASA	00125299	Non-Executive - Independent Director	01-11-1962	09-02-2024	09-02-2024		2.00	3	3	3	2	

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	00038686	BANDARI KAMALAKAR RAO	Non-Executive - Independent Director	Member	22-01-2014	09-02-2024	
2	02813923	CHANDRASEKHAR SRIPADA	Non-Executive - Independent Director	Chairperson	12-02-2019		
3	00009421	Ravi Venkata Siva Ramakrishna	Non-Executive - Independent Director	Member	09-08-2022		
4	02306909	VIRGINIA SHARMA	Non-Executive - Independent Director	Member	09-02-2024		

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	00038686	BANDARI KAMALAKAR RAO	Non-Executive - Independent Director	Member	22-01-2014	09-02-2024	
2	01307343	ADITYA NARSING RAO	Executive Director	Member	22-01-2014		
3	00009421	Ravi Venkata Siva Ramakrishna	Non-Executive - Independent Director	Chairperson	09-08-2022		
4	01710629	LAVANYA KUMAR RAO KONDAPALLI	Executive Director	Member	09-02-2024		

Risk Management Committee

Whether the Risk Management 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
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1	00038686	BANDARI KAMALAKAR RAO	Non-Executive - Independent Director	Member	24-05-2023	09-02-2024
2	01307343	ADITYA NARSING RAO	Executive Director	Member	24-05-2023	
3	01710629	LAVANYA KUMAR RAO KONDAPALLI	Executive Director	Member	24-05-2023	
4	07670880	ERIC JAMES BROWN	Non-Executive - Non Independent Director	Chairperson	09-08-2023	
5	00009421	Ravi Venkata Siva Ramakrishna	Non-Executive - Independent Director	Member	09-02-2024	

Corporate Social Responsibility Committee

Whether the Corporate Social Responsibility 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	00038686	BANDARI KAMALAKAR RAO	Non-Executive - Independent Director	Member	11-02-2015	09-02-2024	
2	01307343	ADITYA NARSING RAO	Executive Director	Member	11-02-2015		
3	01710629	LAVANYA KUMAR RAO KONDAPALLI	Executive Director	Member	10-11-2021		
4	02813923	CHANDRASEKHAR SRIPADA	Non-Executive - Independent Director	Chairperson	09-02-2024		

Sr.no.	Date of Meeting	Max Gap	Quorum	No. of Directors	Present	ID attending the meeting
1	09-11-2023		Yes	9	9	5
2	09-02-2024	91	Yes	9	9	5

Sr.no.	Name of Meeting	Date	Max Gap	Quorum	No. of Directors	Present	ID attending meeting
1	Audit Committee	07-11-2023		Yes	3	3	2
2	Audit Committee	07-02-2024	91	Yes	3	3	2
3	Stakeholders Relationship Committee	07-11-2023		Yes	3	3	2
4	Stakeholders Relationship Committee	07-02-2024	91	Yes	3	3	2
5	Nomination and remuneration committee	09-02-2024		Yes	3	3	3
6	Risk Management Committee	16-01-2024		Yes	4	4	1

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

Other details of cyber security incidence or breaches or loss of data event

Number of cyber security incidence or breaches or loss of data event occurred during the quarter

Sr. Date of the event Brief details of the event

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	NA	

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)	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

Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
1	Details of business	Yes	https://www.pennarindia.com/structural-engineering-services.php	
2	Terms and conditions of appointment of independent directors	Yes	https://www.pennarindia.com/investors/terms-of-appointment-of-independent-directors.pdf	
3	Composition of various committees of board of directors	Yes	https://www.pennarindia.com/investor-updates.php	
4	Code of conduct of board of directors and senior management personnel	Yes	https://www.pennarindia.com/corporate-governance.php	
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes	https://www.pennarindia.com/vigil-mechanism.php	
6	Criteria of making payments to non-executive directors	Yes	https://www.pennarindia.com/corporate-governance.php	
7	Policy on dealing with related party transactions	Yes	https://www.pennarindia.com/policy-related-party-transactions.php	
8	Policy for determining 'material' subsidiaries	Yes	https://www.pennarindia.com/policy-determining-material.php	
9	Details of familiarization programmes imparted to independent directors	Yes	https://www.pennarindia.com/policy-familiarization-programme.php	
10	Email address for grievance redressal and other relevant details	Yes	mirza.baig@pennarindia.com	
11	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes	https://www.pennarindia.com/financial-information.php	
12	Financial results	Yes	https://www.pennarindia.com/financial-information.php	
13	Shareholding pattern	Yes	https://www.pennarindia.com/quarterly-half-yearly-reports.php	
14	Details of agreements entered into with the media companies and/or their associates	NA		
15.1	Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or institutional investors simultaneously with submission to stock exchange	Yes	https://www.pennarindia.com/investor-updates.php	
15.2	Audio or video recordings and transcripts of post earnings/quarterly calls	Yes	https://www.pennarindia.com/investor-updates.php	
16	New name and the old name of the listed entity	NA		
17	Advertisements as per regulation 47 (1)	Yes	https://www.pennarindia.com/investor-updates.php	
18	Credit rating or revision in credit rating obtained	Yes	https://www.pennarindia.com/investors/investor-updates/Letter%20to%20SE%20-%2004122023%20-%20Credit%20rating%20for%20bank%20facilities.pdf	
19	Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	Yes	https://www.pennarindia.com/about.php#subsidiaries	
20	Secretarial Compliance Report	Yes	https://www.pennarindia.com/quarterly-half-yearly-reports.php	
21	Materiality Policy as per Regulation 30 (4)	Yes	https://www.pennarindia.com/policy-criteria-determining-materiality-events.php	
22	Disclosure of contact details of KMP who are authorized for the purpose of determining materiality as required under regulation 30(5)	Yes	https://www.pennarindia.com/investor-updates.php	
23	Disclosures under regulation 30(8)	Yes	https://www.pennarindia.com/investor-updates.php	
24	Statements of deviation(s) or variations(s) as specified in regulation 32	NA		
25	Dividend Distribution policy as per Regulation 43A(1)	Yes	https://www.pennarindia.com/dividend-distribution-policy.php	
26	Annual return as provided under section 92 of the Companies Act, 2013	NA		
27	Confirmation that the above disclosures are in a separate section as specified in regulation 46(2)	Yes	Yes	
28	Compliance with regulation 46(3) with respect to accuracy of disclosures on the website and timely updating	Yes	Yes	

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)
1	Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes
2	Board composition	17(1), 17(1A) & 17(1C), 17(1D) & 17(1E)	Yes
3	Meeting of Board of directors	17(2)	Yes
4	Quorum of Board meeting	17(2A)	Yes
5	Review of Compliance Reports	17(3)	Yes
6	Plans for orderly succession for appointments	17(4)	Yes
7	Code of Conduct	17(5)	Yes
8	Fees/compensation	17(6)	Yes
9	Minimum Information	17(7)	Yes
10	Compliance Certificate	17(8)	Yes

11	Risk Assessment & Management	17(9)	Yes	
12	Performance Evaluation of Independent Directors	17(10)	Yes	
13	Recommendation of Board	17(11)	Yes	
14	Maximum number of Directorships	17A	Yes	
15	Composition of Audit Committee	18(1)	Yes	
16	Meeting of Audit Committee	18(2)	Yes	
17	Role of Audit Committee and information to be reviewed by the audit committee	18(3)	Yes	
18	Composition of nomination & remuneration committee	19(1) & (2)	Yes	
19	Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes	
20	Meeting of Nomination and Remuneration Committee	19(3A)	Yes	
21	Role of Nomination and Remuneration Committee	19(4)	Yes	
22	Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	Yes	
23	Meeting of Stakeholders Relationship Committee	20(3A)	Yes	
24	Role of Stakeholders Relationship Committee	20(4)	Yes	
25	Composition and role of risk management committee	21(1),(2),(3),(4)	Yes	
26	Meeting of Risk Management Committee	21(3A)	Yes	
27	Quorum of Risk Management Committee meeting	21(3B)	Yes	
28	Gap between the meetings of the Risk Management Committee	21(3C)	Yes	
29	Vigil Mechanism	22	Yes	
30	Policy for related party Transaction	23(1), (1A), (5), (6), & (8)	Yes	
31	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
32	Approval for material related party transactions	23(4)	NA	
33	Disclosure of related party transactions on consolidated basis	23(9)	Yes	
34	Composition of Board of Directors of unlisted material Subsidiary	24(1)	Yes	
35	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	Yes	
36	Alternate Director to Independent Director	25(1)	NA	
37	Maximum Tenure	25(2)	Yes	
38	Appointment, Re-appointment or removal of an Independent Director through special resolution or the alternate mechanism	25(2A)	Yes	
39	Meeting of independent directors	25(3) & (4)	Yes	
40	Familiarization of independent directors	25(7)	Yes	
41	Declaration from Independent Director	25(8) & (9)	Yes	
42	Directors and Officers insurance	25(10)	Yes	
43	Confirmation with respect to appointment of Independent Directors who resigned from the listed entity	25(11)	Yes	
44	Memberships in Committees	26(1)	Yes	
45	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
46	Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes	
47	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
48	Approval of the Board and shareholders for compensation or profit sharing in connection with dealings in the securities of the listed entity	26(6)	NA	
49	Vacancies in respect Key Managerial Personnel	26A(1) & 26A(2)	Yes	

Annexure II

III. Affirmations

Sr	Particulars	Compliance status (Yes/No/NA)
1	The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied	Yes

Annexure II

1	Name of signatory	Mirza Mohammed Ali Baig
2	Designation	Company Secretary and Compliance Officer

Additional Half yearly Disclosure
 Applicability of disclosure Applicable
 Reason for Non Applicability

I. Disclosure of Loans/ guarantees/comfort letters /securities etc.refer note below The Figure should be mentioned in Actual INR only

(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	0.00	0.00
Promoter Group or any other entity controlled by them	0.00	0.00
Directors (including relatives) or any other entity controlled by them	0.00	0.00
KMPs or any other entity controlled by them	0.00	0.00

(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	0.00	0.00
Promoter Group or any other entity controlled by them	0	0.00	0.00
Directors (including relatives) or any other entity controlled by them	0	0.00	0.00
KMPs or any other entity controlled by them	0	0.00	0.00

(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	0.00	0.00
Promoter Group or any other entity controlled by them	0	0.00	0.00
Directors (including relatives) or any other entity controlled by them	0	0.00	0.00
KMPs or any other entity controlled by them	0	0.00	0.00

(D) Additional Information

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

Name Shrikanth Bhakkad

Designation CFO

Place Hyderabad

Date 04-04-2024

Signatory Details

Name of signatory Mirza Mohammed Ali Baig

Designation of person Company Secretary and Compliance Officer

Place Hyderabad

Date 08-04-2024