

	CHHABRI A	99	923E			-1992																
M r.	RATNAKARBARVE	09341821	ACCPEB6441Q	ED		30 - Sep - 2021			20 - Feb - 1966	No				Active	NA		1	0	1	0		SC, RC
M r.	ZUBIN F. BILIMORIA	07144644	AFFB1096E	ID		30 - Sep - 2021		24	27 - Dec - 1964	No				Active	Yes	28 - Sep - 2022	1	1	1	1		AC, RC, NR C
M r.	SRI RAMANRAGHURAMAN	00228061	ABSPR379C	ID		30 - Sep - 2021		24	21 - Feb - 1953	No				Active	Yes	28 - Sep - 2022	1	1	2	1		AC, SC, NR C
M	V	0	C	ID		3	30	2	01	N				A	Y	28	1	1	2	0		AC

Mrs .	K S HI TI JA G UN W AN T RA O W AD AT KA R	1020871	ACKPW6348M	ID		30 - Sep - 2023	30 - Sep - 2023	22 Dec - 2023	3	01 - Feb - 1984	No					In active	No		1	1	0	0	AC	
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Company Remarks	The Company's proposals to appoint Mr A.Dhadphale (NENID) and Dr K. Wadtkar (NEID) to the Board were defeated since two of the major shareholders voted against the proposals. Consequently, effective 22nd Dec 2023, the Board comprises of 5 members instead of the 6 required under LODR. The Company is in search of a right candidate and will comply with the regulations within the statutory timeline. FCL neither intended nor in any way is responsible for disruption of composition of its Board.
Whether Regular chairperson appointed	No
Whether Chairperson is related to MD or CEO	No

ii. Composition of Committees

a. Audit Committee

Sr. No.	Name of Committee members	Category	Chairperson/Member	Date of Appointment	Date of Cessation
1	ZUBIN F. BILLIMORIA	ID	Chairperson	30-Sep-2021	
2	SRIRAMAN RAGHURAMAN	ID	Member	30-Sep-2021	
3	VANESSA SINGH	ID	Member	30-Sep-2021	
4	ACHYUT MADHUSUDHAN DHADPHALE	NED	Member	09-Nov-2023	22-Dec-2023
5	KSHITIJA GUNWANTRAO WADATKAR	ID	Member	09-Nov-2023	22-Dec-2023

Company Remarks	
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Whether Regular chairperson appointed	Yes
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b. Stakeholders Relationship Committee

Sr. No.	Name of Committee members	Category	Chairperson/Member	Date of Appointment	Date of Cessation
1	SRIRAMAN RAGHURAMAN	ID	Chairperson	30-Sep-2021	
2	RATNAKAR BARVE	ED	Member	30-Sep-2021	
3	VANESSA SINGH	ID	Member	30-Sep-2021	
4	NIKHIL MANOHAR NAIK	C & NED	Member	30-Sep-2021	
5	ACHYUT MADHUSUDHAN DHADPHALE	NED	Member	09-Nov-2023	22-Dec-2023
6	DEEPAK CHHABRIA	ED	Member	05-Sep-1997	16-Oct-2023

Company Remarks	
Whether Regular chairperson appointed	Yes

c. Risk Management Committee

Sr. No.	Name of Committee members	Category	Chairperson/Member	Date of Appointment	Date of Cessation
1	ZUBIN F. BILLIMORIA	ID	Chairperson	30-Sep-2021	
2	VANESSA SINGH	ID	Member	30-Sep-2021	
3	RATNAKAR BARVE	ED	Member	30-Sep-2021	
4	DEEPAK CHHABRIA	ED	Member	08-Nov-2014	16-Oct-2023
5	MAHESH VISWANATHAN	Chief Financial Officer	Member	08-Nov-2014	

Company Remarks	
Whether Regular chairperson appointed	Yes

d. Nomination and Remuneration Committee

Sr. No.	Name of Committee members	Category	Chairperson/Member	Date of Appointment	Date of Cessation
1	VANESSA SINGH	ID	Chairperson	30-Sep-2021	
2	SRIRAMAN RAGHURAMAN	ID	Member	30-Sep-2021	
3	ZUBIN F. BILLIMORIA	ID	Member	30-Sep-2021	
4	NIKHIL MANOHAR NAIK	C & NED	Member	30-Sep-2021	

Company Remarks	
Whether Regular chairperson appointed	Yes

iii. Meeting of Board of Directors

Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological	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	No. of Independent Directors attending the meeting

order)			Director)	
12-Aug-2023	Yes	6	6	3
16-Sep-2023	Yes	6	6	3
29-Sep-2023	Yes	6	6	3
19-Oct-2023	Yes	7	7	4
09-Nov-2023	Yes	7	7	4

Company Remarks	
Maximum gap between any two consecutive (in number of days)	20

iv. **Meeting of Committees**

Name of the Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	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)	Number of Independent directors attending the meeting	Number of Members attending the Meeting (Other than Board of Directors)
Audit Committee	12-Aug-2023	Yes	3	3	3	0
Audit Committee	25-Sep-2023	Yes	3	3	3	0
Audit Committee	09-Nov-2023	Yes	5	5	4	0
Audit Committee	22-Dec-2023	Yes	5	5	4	0
Nomination & Remuneration Committee	16-Sep-2023	Yes	4	4	3	0
Nomination & Remuneration Committee	29-Sep-2023	Yes	4	4	3	0
Nomination & Remuneration Committee	09-Nov-2023	Yes	4	4	3	0
Stakeholders Relationship Committee	16-Aug-2023	Yes	5	5	2	0
Stakeholders Relationship Committee	09-Nov-2023	Yes	5	5	2	0
Stakeholders	07-Dec-2023	Yes	5	5	2	0

Relationship Committee						
Risk Management Committee	29-Jul-2023	Yes	4	4	2	1

Company Remarks	
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	44

v. **Related Party Transactions**

Subject	Compliance status (Yes/No/NA)	Remark
Whether prior approval of audit committee obtained	Yes	
Whether shareholder approval obtained for material RPT	Not Applicable	
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	

Disclosure of notes on related party transactions and Disclosure of notes of material related party transactions	
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VI. **Affirmations**

1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - **No**
2. The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015
 - a. Audit Committee - **Yes**
 - b. Nomination & remuneration committee - **Yes**
 - c. Stakeholders relationship committee - **Yes**
 - d. Risk management committee (applicable to the top 1000 listed entities) - **Yes**
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. - **Yes**
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.- **Yes**
5. a. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. - **Yes**
b. Any comments/observations/advice of Board of Directors may be mentioned here:

The Companys proposals to appoint Mr A.Dhadphale (NENID) and Dr K. Wadatkar (NEID) to the Board were defeated since two of the major shareholders voted against the proposals. Consequently, effective 22nd Dec 2023, the Board comprises of 5 members instead of the 6 required under LODR. The Company is in search of a right candidate and will comply with the regulations within the statutory timeline. FCL neither intended nor in any way is

responsible for disruption of composition of its Board.

Details of cyber security incidence

1. 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
2. Date of the Event	
3. Brief details of the event	

Name : **GAYATRI BHAGYESH KULKARNI**
Designation : **Compliance Officer**