

General information about company	
Scrip code	500211
NSE Symbol	
MSEI Symbol	
ISIN	INE901A01011
Name of the entity	INSILCO LIMITED
Date of start of financial year	01-04-2020
Date of end of financial year	31-03-2021
Reporting Quarter	Yearly
Date of Report	31-03-2021
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

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	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 (Refer Regulation 17A(1) of Listing Regulations)	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	Mr	Dara Phirozeshaw Mehta	AFMPM1118C	00041164	Non-Executive - Independent Director	Chairperson		13-07-1933	Yes	24-07-2018	31-12-2005	01-04-2019		183	1	1	2	2		
2	Mr	Christian Schlossnikl	ZZZZZ9999Z	07557639	Non-Executive - Non Independent Director	Not Applicable		23-03-1961	NA		04-08-2016				1	0	0	0	Textual Information(1)	
3	Ms	Meng Tang	ZZZZZ9999Z	07012101	Non-Executive - Non Independent Director	Not Applicable		23-03-1972	NA		13-11-2014				1	0	0	0	Textual Information(2)	
4	Ms	Sonia Prashar	AHAPP7001P	06477222	Non-Executive - Independent Director	Not Applicable		21-09-1972	NA		04-08-2016			56	1	1	1	0		

I. Composition of Board of Directors																		
Disclosure of notes on composition of board of directors explanatory																		
Wether the listed entity has a Regular Chairperson																		
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	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 (Refer Regulation 17A(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of p of Chairper in Aud Stakehol Commit held in li entitie includin this list entity (R Regulati 26(1) c Listin; Regulatio
5	Mr	Vinod Paremal	AMFPV8510K	08803466	Non-Executive - Non Independent Director	Not Applicable		28-04-1979	NA		13-08-2020				1	0	2	0
6	Mr	Gopalakrishnan Anantharaman Iyer	AAAPI2726F	00388092	Non-Executive - Non Independent Director	Not Applicable		30-09-1960	NA		10-12-2020				1	0	1	0

Text Block	
Textual Information(1)	Mr. Christian Schlossnikl is a Foreign Director, therefore, no PAN is there.
Textual Information(2)	Ms. Meng Tang is a Foreign Director, therefore, no PAN is there.

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	00041164	Dara Phirozeshaw Mehta	Non-Executive - Independent Director	Chairperson	31-12-2005		
2	06477222	Sonia Prashar	Non-Executive - Independent Director	Member	04-08-2016		
3	08803466	Vinod Paremal	Non-Executive - Non Independent Director	Member	13-08-2020		

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	06477222	Sonia Prashar	Non-Executive - Independent Director	Chairperson	04-08-2016		
2	00041164	Dara Phirozeshaw Mehta	Non-Executive - Independent Director	Member	01-02-2013		
3	07557639	Christian Schlossnikl	Non-Executive - Non Independent Director	Member	04-08-2016		
4	08803466	Vinod Paremal	Non-Executive - Non Independent Director	Member	13-08-2013		

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	00041164	Dara Phirozeshaw Mehta	Non-Executive - Independent Director	Chairperson	23-01-2009		
2	08803466	Vinod Paremal	Non-Executive - Non Independent Director	Member	01-03-2015		
3	00388092	Gopalakrishnan Anantharaman Iyer	Non-Executive - Non Independent Director	Member	10-12-2020		

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

Annexure 1							
Annexure 1							
III. Meeting of Board of Directors							
Disclosure of notes on meeting of board of directors explanatory				Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Number of Directors present*	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	Maximum gap between any two consecutive (in number of days)				
1	15-10-2020				Yes	6	2
2	02-11-2020		17		Yes	6	2
3	10-12-2020		37		Yes	6	2
4		22-01-2021	42		Yes	5	1
5		10-02-2021	18		Yes	6	2
6		24-03-2021	41		Yes	6	2
7		30-03-2021	5		Yes	6	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)	Number of Directors present*	No. of Independent Directors attending the meeting*	
1	Audit Committee	15-10-2020				Yes	3	2	
2	Audit Committee	02-11-2020	17			Yes	3	2	
3	Audit Committee	10-02-2021	99			Yes	3	2	
4	Audit Committee	24-03-2021	41			Yes	3	2	
5	Audit Committee	30-03-2021	5			Yes	3	2	
6	Stakeholders Relationship Committee	02-11-2020				Yes	3	1	

Annexure 1								
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)	Number of Directors present*	No. of Independent Directors attending the meeting*
7	Stakeholders Relationship Committee	10-02-2021				Yes	3	1
8	Nomination and remuneration committee	15-10-2020				Yes	4	2
9	Nomination and remuneration committee	10-12-2020				Yes	4	2
10	Nomination and remuneration committee	10-02-2021				Yes	4	2

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	No
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 500 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	Swati Surhatia
2	Designation	Company Secretary and Compliance Officer

Annexure II				
Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)				
I. Disclosure on website in terms of Listing Regulations				
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		http://www.insilcoindia.com/Aboutus.html
2	Terms and conditions of appointment of independent directors	Yes		http://www.insilcoindia.com/termsconditiondirectors.htm
3	Composition of various committees of board of directors	Yes		http://www.insilcoindia.com/notes.html
4	Code of conduct of board of directors and senior management personnel	Yes		http://www.insilcoindia.com/code-of-conduct.htm
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		http://www.insilcoindia.com/policies.htm
6	Criteria of making payments to non-executive directors	NA		
7	Policy on dealing with related party transactions	Yes		http://www.insilcoindia.com/policies.htm
8	Policy for determining 'material' subsidiaries	NA		
9	Details of familiarization programmes imparted to independent directors	Yes		http://www.insilcoindia.com/notes.html

Annexure II				
Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)				
I. Disclosure on website in terms of Listing Regulations				
Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		http://www.insilcoindia.com/Pdf/Contact%20information%20for%20Investor%20Grievance%20Redressal.pdf
11	email address for grievance redressal and other relevant details	Yes		http://www.insilcoindia.com/Pdf/Contact%20information%20for%20Investor%20Grievance%20Redressal.pdf
12	Financial results	Yes		http://www.insilcoindia.com/FinancialResults.htm
13	Shareholding pattern	Yes		http://www.insilcoindia.com/ShareholdingPatterns.htm
14	Details of agreements entered into with the media companies and/or their associates	NA		
15	Schedule of analyst or institutional investor meet and presentations made by the listed entity to	NA		

	analysts or institutional investors simultaneously with submission to stock exchange			
16	New name and the old name of the listed entity	NA		
17	Advertisements as per regulation 47 (1)	Yes		http://www.insilcoindia.com/Pdf/PDF-2020/Corporate%20Annoucements.pdf
18	Credit rating or revision in credit rating obtained	NA		
19	Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	NA		
20	Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes		http://www.insilcoindia.com
21	Materiality Policy as per Regulation 30	Yes		http://www.insilcoindia.com/policies.htm
22	Dividend Distribution policy as per Regulation 43A (as applicable)	NA		
23	It is certified that these	Yes		http://www.insilcoindia.com/policies.htm

contents on the website of the listed entity are correct			
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Annexure II				
II. Annual Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
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(1B)	No	There is no Executive Director presently on the Board. The Company is in process to appoint an Executive Director.
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)	NA	
9	Minimum Information	17(7)	Yes	
10	Compliance Certificate	17(8)	Yes	

Annexure II				
II. Annual Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
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	Composition of nomination & remuneration committee	19(1) & (2)	Yes	
18	Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes	
19	Meeting of Nomination and Remuneration Committee	19(3A)	Yes	
20	Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	Yes	

Annexure II				
II. Annual Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
21	Meeting of Stakeholders Relationship Committee	20(3A)	Yes	
22	Composition and role of risk management committee	21(1),(2),(3),(4)	NA	
23	Meeting of Risk Management Committee	21(3A)	NA	
24	Vigil Mechanism	22	Yes	
25	Policy for related party Transaction	23(1),(1A),(5), (6),(7) & (8)	Yes	
26	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
27	Approval for material related party transactions	23(4)	NA	
28	Disclosure of related party transactions on consolidated basis	23(9)	Yes	
29	Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA	
30	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	NA	

Annexure II				
II. Annual Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
31	Annual Secretarial Compliance Report	24(A)	Yes	
32	Alternate Director to Independent Director	25(1)	NA	
33	Maximum Tenure	25(2)	Yes	
34	Meeting of independent directors	25(3) & (4)	Yes	
35	Familiarization of independent directors	25(7)	Yes	
36	Declaration from Independent Director	25(8) & (9)	Yes	
37	D & O Insurance for Independent Directors	25(10)	NA	
38	Memberships in Committees	26(1)	Yes	
39	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
40	Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes	
41	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
	Any other information to be provided - Add Notes			

Annexure II		
1	Name of signatory	Swati Surhatia
2	Designation	Company Secretary and Compliance Officer

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	NA
	Any other information to be provided	

Annexure II		
1	Name of signatory	Swati Surhatia
2	Designation	Company Secretary and Compliance Officer

Signatory Details	
Name of signatory	Swati Surhatia
Designation of person	Company Secretary and Compliance Officer
Place	New Delhi
Date	14-04-2021

