



# Jain Irrigation Systems Ltd.

Small Ideas, Big Revolutions.\*

"Leave this world better than you found it."

Founder - Bhavarlal H. Jain (1937 - 2016)

## Annexure I

### Compliance Report on Corporate Governance

- Name of Listed Entity: Jain Irrigation Systems Limited (L29120MH1986PLC042028)  
Code: 500219 (BSE) and JISJALEQS (NSE) 570004  
(BSE) and JISLDVREQS (NSE)
- Quarter/Half Year ending: 30<sup>th</sup> September, 2022.

#### 1. Composition of Board of Directors

Title of the Director (Mr./Ms.)	Name of the Director	PAN and DIN	Category (Chairperson/Executive/Non-Executive/Independent/Nominee)	Whether the director is disqualified? (Start Date of Disqualification, End Date of Disqualification, Details of Disqualification and Current Status)	Initial Date of Appointment	Date of Re-ApPOINTment	Date of Cessation	Tenure	Date of Birth	No. of directorship in listed entities including this listed entity [in reference to Regulation 17A(1)]	No. of Independent Directorship in listed entities including this listed entity [in reference to provision to regulation 17A(1)]	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No. of post of Chairperson Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)
Mr.	Ashok B Jain	AALPJ3437B00053157	Whole Time Director/Executive	No	02.06.1992	01.10.2018	-	-	10.02.1963	1	0	1 (CSR)	-
Mr.	Anil B Jain	AALPJ3438Q00053035	Vice Chairman/Managing Director/Executive	No	30.12.1986	01.10.2018	-	-	10.03.1965	1	0	1 (Audit)	0
Mr.	Ajit B Jain	AALPJ3439R00053299	Joint Managing Director/Executive	No	01.03.1998	29.09.2022	-	60 months	05.07.1966	1	0	2 (SRC & RMC)	-
Mr.	Atul B Jain	AALPJ3440J00053407	CFO, Joint Managing Director/Executive	No	30.09.2005	01.10.2018	-	60 Months	06.01.1969	1	0	2 (CSR & RMC)	-
Mr.	D R Mehta*	ACCPM1326R01067895	Non-Executive-Independent Director	No	26.12.2007	01.04.2019	-	60 months	25.06.1937	4	2	2(CSR & RMC)	1 (CSR)

\* Regd. Off.: Jain Plastic Park, P.O. Box: 72, N.H. No. 6, Jalgaon - 425 001. India.

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CIN: L29120MH1986PLC042028



Title (Mr./Ms.)	Name of the Director	PAN and DIN	Category (Chairperson /Executive/ Non - Executive/ Independent/ Nominee)	Whether the director is disqualified? (Start Date of Disqualification, End Date of Disqualification, Details of Disqualification and Current Status)	Initial Date of Appointment	Date of Re-Appointment	Date of Cessation	Tenure	Date of Birth	No. of directorship in listed entities including this listed entity [in reference to Regulation 17A(1)]	No. of Independent Directors in listed entities including this listed entity [in reference to provision to regulation 17A(1)]	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No. of post of Chairperson Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)
Mr.	Ghanshyam Dass	AEMPD6631C01807011	Non-Executive-Independent Director	No	25.08.2009	30.09.2019	-	60 months	11.07.1952	1	2	2 (Audit & RMC)	2 (Audit & RMC)
Ms.	Radhika Dudhat	AGBPP2249P00016712	Non-Executive-Independent Director	No	29.12.2005	30.09.2019	-	60 months	29.06.1970	3	2	2 (NRC & RMC)	1 (NRC)
Mr.	H P Singh	AHIPS7011C06387125	Non-Executive-Independent Director	No	11.08.2014	30.09.2019	-	60 months	02.07.1950	1	1	2 (NRC & SRC)	-
Mr.	Johannes Bastiaan Boudewijn Mohrman	PAN: NA08574511	Non-Executive-Independent Director	No	30.09.2019	30.09.2019	-	60 months	17.09.1959	1	1	2 (Audit & RMC)	-
Mr.	Narendra Jadhav	AEVJP8190F02435444	Non-Executive-Independent Director	No	31.07.2020	31.07.2020	-	60 months	25.08.1953	3	2	2 (Audit & SRC)	1 (SRC)
Mr.	Mukul Sarkar	AKKPS2094L00893700	Non-Executive-Nominee Director	No	31.07.2020	31.07.2020	-	**	01.06.1967	2	1	-	-
Ms.	Nancy Marie Barry	PAN: NA08848632	Non-Executive-Independent Director	No	31.07.2020	31.07.2020	-	60 months	02.08.1949	1	1	2 (Audit & NRC)	-
Mr.	Aravind Mokashi	ABCPM6145K09305967	Non-Executive-Nominee Director-Lead Bank SBI	No	30.05.2022	30.05.2022	-	***	25.06.1961	1	1	-	-



Whether regular Chairperson is appointed: NO

Whether Chairperson is related to Managing Director or CEO: NA.

\* Shri D R Mehta Age 83 years is appointed as Independent Director by a Special Resolution passed by Postal Ballot on 29.03.2019 w.e.f. 1<sup>st</sup> April, 2019 for 5 years.

\*\* Mr. Mukul Sarkar is a non-retiring director because of operation of EXIM Bank Act.

\*\*\* Mr. Aravind Mokashi is a non-retiring director as he is appointed by Lead Bank, SBI, Mumbai, post restructuring.

**\*\* Composition of Committees**

Name of Committee	Whether Regular chairperson appointed	Name of Committee members	Category (Chairperson/ Executive/ Non-Executive/ Independent/ Nominee Director)	Date of Appointment on Committee	Date of Cessation
1. Audit Committee	Yes	Mr. Ghanshyam Dass	Chairperson Independent - Non Executive Director	11.08.2014	-
		Mr. Anil B. Jain	Member Vice Chairman/ Managing Director/ Executive	31.07.2020	-
		Dr. Narendra Jadhav	Member Independent- Non Executive Director	31.07.2020	-
		Mr. Johannes Bastiaan Boudewijin Mohrmann	Member Independent- Non Executive Director	31.07.2020	-
		Ms. Nancy Barry	Member Independent- Non Executive Director	31.07.2020	-

Name of Committee	Whether regular Chairperson appointed	Name of Committee members	Category (Chairperson/ Executive/ Non-Executive /Independent/ Nominee)	Date of Appointment on Committee	Date of Cessation
2. Nomination & Remuneration Committee	Yes	Ms. Radhika Dudhat	Chairperson- Independent Director	11.08.2014	-
		Mr. H P Singh	Member Independent- Non Executive Director	15.05.2015	-
		Ms. Nancy Barry	Member Independent- Non Executive Director	31.07.2020	-
		Mr. Ashok B Jain	Member Whole Time Director	15.05.2015	30.08.2022



Name of Committee	Whether regular Chairperson appointed	Name of Committee members	Category (Chairperson/ Executive/ Non- Executive/ Independent/ Nominee)	Date of Appointment on Committee	Date of Cessation
3. Risk Management Committee	Yes	Mr. Ghanshyam Dass	Chairperson – Independent-Non Executive Director	10.08.2015	-
		Ms. Radhika Dudhat	Member- Independent-Non Executive Director	10.08.2015	-
		Mr. Atul B Jain	Member - CFO/Executive Director	10.08.2015	-
		Mr. Ajit B Jain	Member – Joint Managing Director/Executive	31.07.2020	-
		Mr. D R Mehta	Member - Independent-Non Executive Director	31.07.2020	-
		Mr. Johannes Bastiaan Boudewijin Mohrmann	Member - Independent-Non Executive Director	31.07.2020	-

Name of Committee	Whether regular Chairperson appointed	Name of Committee members	Category (Chairperson/ Executive/ Non- Executive /Independent/ Nominee)	Date of Appointment on Committee	Date of Cessation
4. Stakeholders Relationship Committee	Yes	Dr. Narendra Jadhav	Chairperson – Independent- Non - Executive Director	31.07.2020	-
		Mr. Ajit B Jain	Member - Joint Managing Director	11.08.2014	-
		Mr. H P Singh	Member Independent- Non Executive Director	30.05.2019	-

Name of Committee	Whether regular Chairperson appointed	Name of Committee members	Category (Chairperson/ Executive/ Non- Executive /Independent/ Nominee)	Date of Appointment on Committee	Date of Cessation
5. Corporate Social Responsibility Committee	Yes	Mr. D R Mehta	Chairperson Independent- Non- Executive Director	11.08.2014	-
		Mr. Ashok B Jain	Member - Whole Time Director- Executive Director	27.02.2016	-
		Mr. Atul B Jain	Member- Joint Managing Director	31.07.2020	-



Name of Committee	Whether regular Chairperson appointed	Name of Committee members	Category (Chairperson/ Executive/ Non Executive /independent/ Nominee)	Date of Appointment on Committee	Date of Cessation
6. Other Committee Sub Committee (RP)	-	Mr. Anil B. Jain	Vice Chairman - Managing Director/Executive	-	-
		Mr. Ghanshyam Dass	Member-Independent Non-Executive Director	-	-
		Ms. Radhika Dudhat	Member-Independent Non-Executive Director	-	-

## 2. Meeting of Board of Directors

Date(s) of Meeting (if any) in the previous quarter and in the relevant quarter	Whether requirement of Quorum met	Total number of Directors as on the date of meeting	No. of Directors Present (All Directors including Independent Directors)	No. of Independent Directors Present	Maximum gap between any two consecutive meetings (in number of days)
30.05.2022	Yes	12	12	7	106
19.06.2022	Yes	13	13	7	19
13.08.2022	Yes	13	13	7	54
30.08.2022	Yes	13	12	6	17

## 3. Meeting of Committees (Revised)

Meetings	Date(s) of Meeting (if any) in the previous quarter and in the relevant quarter	Maximum gap between any two consecutive meetings (in number of days)	Whether requirement of Quorum met	Total number of Directors as on the date of meeting	No. of Directors (All directors including Independent Directors)	No. of Independent Directors attending the meeting	No. of members attending the meeting (other than Board of Directors)
1. Audit Committee*	30.05.2022	-	Yes	5	5	4	NIL
Audit Committee*	12.08.2022	73	Yes	5	5	4	NIL
Audit Committee*	30.08.2022	18	Yes	5	4	3	NIL
2. Nomination & Remuneration Committee*	29.05.2022	-	Yes	4	4	3	NIL
Nomination & Remuneration Committee*	30.08.2022	91	Yes	3	3	2	NIL

\* Committee meetings were held through Video Conferencing/Other Audio Visual Means





The Company availed the relaxations of applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (LODR) related for holding the committee meetings.

#### 4. Related Party Transactions

Subject	Compliance status (Yes/No/NA)
Whether prior approval of Audit Committee obtained	Yes, omnibus approval.
Whether shareholder approval obtained for material RPT	No, material RPT.
Whether details of RPT entered into, pursuant to omnibus approval have been reviewed by Audit Committee	Yes, Audit Committee.

#### 5. Affirmations

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 b. Nomination & remuneration committee c. Stakeholders relationship committee d. Risk management committee (applicable to the top 100 listed entities) e. Corporate Social Responsibility Committee	Yes Yes Yes Yes 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. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/ observations/advice of Board of Directors may be mentioned here:	Yes No comments and observations

#### 6. Half Yearly Affirmations

Sr. No.	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	
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**7. Signatory details**

Signatory Details	
Name of Signatory	A.V. Ghodgaonkar
Designation of person	Company Secretary
Place	Jalgaon
Date	12.10.2022

For Jain Irrigation Systems Ltd.

A V Ghodgaonkar  
Company Secretary



Date: 12.10.2022

Place: Jalgaon

