VENKATESHWARA INDUSTRIAL PROMOTION CO. LTD.
Regd. Office : 1, Lu Shun Sarani, Todi Mansion, 2nd Floor, Room No. 2A, Kolkata-700 073
Email Id: vipcl21@hotmail.com, Website: www.vipcl.in
CIN: L65909WB1981PLC033333, Phone: +91 9073634180

Date: 21th October 2024

To,
The Calcutta Stock Exchange Limited
7, Lyons Range,
Kolkata- 700 001

Sub: Quarter Compliance Report on Corporate Governance for the quarter ended 30th September, 2024

Dear Sir,

Pursuant to Regulation 27 clause (2) of SEBI Listing regulation, 2015, (LODR), we are enclosing herewith the quarter Compliance Report on Corporate Governance for the quarter ended **30th September, 2024**

Kindly acknowledge the same.

Thanking you.
Yours Faithfully,

For Venkateshwara Industrial Promotion Co. Ltd

EKedia

Venkateshwara Industrial Promotion Co. Ltd. Kolkata

Ekta Kedia
Company Secretary
M. No. A53273

Encl: As stated above

Corporate Governance Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity: **VENKATESHWARA INDUSTRIAL PROMOTION CO. LTD**

2. Quarter ending: **30/09/2024**

Whether the listed entity has a Regular Chairperson	Yes
Whether Chairperson is related to MD or CEO	No

Sr	Title	Name of the Director	PAN	DIN	Category 1	Category 2	Category3	Date of Birth	Whether special resolution passed?	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	No of Independent Directorship in listed entities	No of Memberships in Audit/Stakeholders Committee	No of post of Chairperson in Audit/Stakeholders Committee
1	Mr.	NIKHIL CHANDRA SAHA	DNTPS8498M	08392229	Executive Director	Not Applicable	Managing Director	25/12/1955	NA		08/04/2019			0	1	0	2	0
2	Mr.	PINTU DEY	CVIPD3660G	08407192	Non-Executive - Independent Director	Chairperson		04/05/1976	Yes	26/09/2024	08/04/2019			0	1	1	1	1
3	Mr.	BIKI DEY	DHOPD0877C	09673563	Executive Director	Not Applicable		09/01/1999	NA		30/07/2022			0	1	0	0	0
4	Mr.	DIPAK CHOUDHARY	AXEPC7420M	08943243	Non-Executive - IndependentDirector	Not Applicable		12/06/1996	Yes	28/09/2021	10/11/2020			33	1	1	1	1
5	Mrs.	PINKI GUPTA	AGEPG2767N	06365547	Non-Executive - Independent Director	Not Applicable		22/12/1975	Yes	28/09/2021	20/03/2013			33	1	1	1	0

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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 ofdirectors	Date of Appointment	Date of Cessation
1	08407192	PINTU DEY	Non-Executive - Independent Director	Chairperson	08/04/2019	
2	08943243	DIPAK CHOUDHARY	Non-Executive Independent Director	Member	10/11/2020	
3	06365547	PINKI GUPTA	Non-Executive - Independent Director	Member	20/03/2013	
4	08392229	NIKHIL CHANDRA SAHA	Executive Director	Member	08/04/2019	

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
1	08407192	PINTU DEY	Non-Executive - Independent Director	Member	08/04/2019	
2	08943243	DIPAK CHOUDHARY	Non-Executive - Independent Director	Member	10/11/2020	
3	06365547	PINKI GUPTA	Non-Executive - Independent Director	Chairperson	20/03/2013	

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
1	08392229	NIKHIL CHANDRA SAHA	Executive Director	Member	08/04/2019	
2	08943243	DIPAK CHOUDHARY	Non-Executive -Independent Director	Chairperson	10/11/2020	
3	08407192	PINTU DEY	Non-Executive – Independent Director	Member	08/04/2019	

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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
			NA				

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
			NA				

Other Committee

DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks
		NA			

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Meeting of Board of Directors				
Dates of meeting (EnterPrevious and current quarter date in chronological order)	Maximum gap (between dates) in number of days	Whether requirementof Quorum met (Yes/No)	Number of Director(s) Present (including Independent Director(s))	No. of Independent Director(s)attending the meeting
28/05/2024	0	Yes	5	3
12/08/2024	75	Yes	5	3
30/08/2024	18	Yes	5	3

Meeting of Committees						
Committee Name	Dates of meeting (Enter Previous and Current quarter date inchronological order)	Maximum gap (between dates) innumber of days	Whether requirement ofQuorum met (Yes/No)	Number of Director(s)Present (including Independent Director(s))	No. of Independent Director(s) attending themeeting	Other Committee Name
Audit Committee	28-05-2024	0	Yes	4	3	0
Audit Committee	12-08-2024	76	Yes	4	3	0
Nomination And Remuneration Committee	28-05-2024	0	Yes	3	3	0
Nomination And Remuneration Committee	30-08-2024	94	Yes	3	3	0
Stakeholder Relationship Committee	28-05-2024	0	Yes	3	2	0
Stakeholder Relationship Committee	30-08-2024	94	Yes	3	3	0

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Related Party Transactions

Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" then detailsof non-compliance.
1	Whether prior approval of audit committee obtained	NA	
2	Whether shareholder approval obtained for material RPT	NA	
3	Whether details of RPT entered into pursuant to omnibus approval have beenreviewed by Audit Committee	NA	
Disclosure of notes on related party transaction			
Disclosure of notes of material transaction with related party			

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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 inSEBI (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	EKTA KEDIA
2	Designation	COMPANY SECRETARY AND COMPLIANCE OFFICER

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Annexure 2

Website Affirmations

Sr	Item	Compliance status (Yes/No/N A)	If status is "No" details of non- compliancemay be given here.	Web address
1	Details of business	Yes		https://vipcl.in/index.html
2	Terms and conditions of appointment of independent directors	Yes		https://vipcl.in/investor.html
3	Composition of various committees of board of directors	Yes		https://vipcl.in/OCP/OCP6.pdf
4	Code of conduct of board of directors and senior management personnel	Yes		https://vipcl.in/COC/COC2.pdf
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		https://vipcl.in/VM/VM.pdf
6	Criteria of making payments to non-executive directors	Yes		https://vipcl.in/OCP/OCP2.pdf
7	Policy on dealing with related party transactions	Yes		https://vipcl.in/RTP/RTP.pdf
8	Policy for determining 'material' subsidiaries	NA		
9	Details of Familiarization programmes imparted to independent directors	Yes		https://vipcl.in/investor.html
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		https://vipcl.in/contact.html
11	email address for grievance redressal and other relevant details	Yes		https://vipcl.in/contact.html
12	Financial results	Yes		https://vipcl.in/investor.html

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13	Shareholding pattern	Yes		https://vipcl.in/investor.html
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 analysts or institutional investors simultaneously with submission to stock exchange	NA		
16	New name and the old name of the listed entity	NA		
17	Advertisements as per regulation 47(1)	Yes		https://vipcl.in/investor.html
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		https://vipcl.in/disclosure/Disclosure%20under%20Reg%2046.pdf
21	Materiality Policy as per Regulation 30	Yes		https://vipcl.in/investor.html
22	Dividend Distribution policy as per Regulation 43A (as applicable)	NA		
23	It is certified that these contents on the website of the listed entity are correct	Yes		-

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Annual Affirmations			
Particulars	**Regulation Number**	**Compliance status (Yes/No/NA**	**If status is "No" details of Non-Compliance**
Independent director(s) have been appointed in terms of specified criteria of 'independence' and or 'eligibility'	16(1)(b) & 25(6)	Yes	
Board composition	17(1), 17(1A) & 17(1B)	Yes	
Meeting of Board of directors	17(2)	Yes	
Quorum for Board Meeting	17(2A)	Yes	
Review of Compliance Reports	17(3)	Yes	
Plans for orderly succession for appointments	17(4)	Yes	
Code of Conduct	17(5)	Yes	
Fees compensation	17(6)	Yes	
Minimum Information	17(7)	Yes	
Compliance Certificate	17(8)	Yes	
Risk Assessment & Management	17(9)	NA	
Performance Evaluation of Independent Directors	17(10)	Yes	
Recommendation of Board	17(11)	Yes	
Maximum number of Directorships	17A	Yes	
Composition of Audit Committee	18(1)	Yes	
Meeting of Audit Committee	18(2)	Yes	
Composition of nomination & remuneration committee	19(1) & (2)	Yes	
Quorum of Nomination & Remuneration Committee meeting	19(2A)	Yes	
Meeting of Nomination & Remuneration Committee	19(3A)	Yes	
Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	Yes	
Meeting of Stakeholder Relationship Committee	20(3A)	Yes	
Composition and role of risk management committee	21(1),(2),(3),(4)	NA	
Meeting of Risk Management Committee	21(3A)	NA	
Vigil Mechanism	22	Yes	
Policy for related party Transaction	23(1),(1A), (5),(6), (7) & (8)	Yes	
Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	NA	
Approval for material related party transactions	23(4)	NA	
Disclosure of related party transactions on consolidated basis	23(9)	NA	

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Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA	
Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4), (5) & (6)	NA	
Annual Secretarial Compliance Report	24(A)	Yes	
Alternate Director to Independent Director	25(1)	Yes	
Maximum Tenure	25(2)	Yes	
Meeting of independent directors	25(3) & (4)	Yes	
Familiarization of independent directors	25(7)	Yes	
Declaration from Independent Directors	25(8) & (9)	Yes	
D & O Insurance for Independent Directors	25(10)	NA	
Memberships in Committees	26(1)	Yes	
Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes	
Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	

Signatory Details

Sr	Subject	Compliance status
1	Name of signatory	EKTA KEDIA
2	Designation	COMPANY SECRETARY AND COMPLIANCE OFFICER

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Affirmations

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

Annexure II Signatory Details

1	Name of signatory	EKTA KEDIA
2	Designation	COMPANY SECRETARY AND COMPLIANCE OFFICER

Venkateshwara Industrial Promotion Co. Ltd. * Kolkata