

General information about company

Scrip code	524396
NSE Symbol	BIOFILCHEM
MSEI Symbol	NOTLISTED
ISIN	INE829A01014
Name of the entity	BIOFIL CHEMICALS AND PHARMACEUTICALS LIMITED
Date of start of financial year	01-04-2020
Date of end of financial year	31-03-2021
Reporting Quarter	Half Yearly
Date of Report	30-09-2020
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											Textual Information(1)				
Whether the listed entity has a Regular Chairperson											No				
Whether Chairperson is related to MD or CEO											No				
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)
AHCPS6091A	00028819	Executive Director	Chairperson	MD	17-10-1936	NA		04-01-1985	27-09-2018		1	0	0	0	
AYRPS6913K	00326110	Non-Executive - Non Independent Director	Not Applicable		07-04-1985	NA		30-07-2005	30-07-2005		1	0	0	0	
AHCPS6094F	08818212	Executive Director	Not Applicable		21-07-1961	NA		25-08-2020	29-09-2020		1	0	0	0	
AGKPI2577P	00326130	Non-Executive - Independent Director	Not Applicable		22-11-1966	NA		01-04-2014	01-04-2019	78	1	1	2	2	

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory

Whether 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)
5	Mr	SUBHASH CHANDRA SWARNAKAR	AGTPS5694R	01658151	Non-Executive - Independent Director	Not Applicable		01-07-1948	Yes	26-09-2019	13-08-2015	13-08-2020		62	1	1
6	Mr	ASHOK KUMAR RAMAWAT	AAKPR3792G	08818263	Non-Executive - Independent Director	Not Applicable		27-09-1952	NA		25-08-2020	29-09-2020		2	1	1

Text Block

Textual Information(1)

Company does not have any permanent Chairperson of the Company. However Chairperson is elected in every Board Meeting by Board Members, amongst directors present in the Board Meeting. however for successful validation Ramesh Shah is selected as chairman

Annexure 1	
II. Composition of Committees	
Disclosure of notes on composition of committees explanatory	Textual Information(1)

Annexure 1 Text Block

Textual Information(1)	<p>Date of Appointment of Mrs. Shaila Jain as mentioned in Composition of Committees is date of her re-appointmnet as Independent Director for second term of five years.</p> <p>Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee were reconstituted by the Board w.e.f. 25th August, 2020 and Shri Ashok Kumar Ramawat included as Member of Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee in place of Mr Romil Shah.</p> <p>Company is not required to Constitute CSR Committee. However, due to error shown on validation regarding whether the CSR Committee has a regular chairperson 'NO' Option has been selected.</p>
------------------------	--

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	08818263	ASHOK KUMAR RAMAWAT	Non-Executive - Independent Director	Member	25-08-2020		
2	00326130	SHAILA JAIN	Non-Executive - Independent Director	Chairperson	01-04-2019		
3	01658151	SUBHASH CHANDRA SWARNKAR	Non-Executive - Independent Director	Member	13-08-2015		
4	00326110	ROMIL SHAH	Non-Executive - Non Independent Director	Member	30-07-2005	25-08-2020	

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	08818263	ASHOK KUMAR RAMAWAT	Non-Executive - Independent Director	Member	25-08-2020		
2	00326130	SHAILA JAIN	Non-Executive - Independent Director	Chairperson	01-04-2019		
3	01658151	SUBHASH CHANDRA SWARNKAR	Non-Executive - Independent Director	Member	13-08-2015		
4	00326110	ROMIL SHAH	Non-Executive - Non Independent Director	Member	30-07-2005	25-08-2020	

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	08818263	ASHOK KUMAR RAMAWAT	Non-Executive - Independent Director	Member	25-08-2020		
2	00326130	SHAILA JAIN	Non-Executive - Independent Director	Chairperson	01-04-2019		
3	01658151	SUBHASH CHANDRA SWARNKAR	Non-Executive - Independent Director	Member	13-08-2015		
4	00326110	ROMIL SHAH	Non-Executive - Non Independent Director	Member	30-07-2005	25-08-2020	

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							
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)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Number of Directors present*	No. of Independent Directors attending the meeting*
1	30-06-2020				Yes		
2		25-08-2020	55		Yes	4	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	30-06-2020				Yes		
2	Audit Committee	25-08-2020	55			Yes	3	2
3	Nomination and remuneration committee	25-08-2020				Yes	3	2
4	Stakeholders Relationship Committee	30-06-2020				Yes		
5	Stakeholders Relationship Committee	25-08-2020	55			Yes	3	2
6	Stakeholders Relationship Committee	25-09-2020	30			Yes	3	3

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	Yes	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	
Disclosure of notes on related party transactions			Textual Information(1)
Disclosure of notes of material transaction with related party			Textual Information(2)

Text Block

Textual Information(1)	During the half year ended on 30.09.2020, Company entered into following related party transaction, which were in ordinary course of business and on arm length basis		
	S. NO	Nature of Transaction	Amount
	1	sale purchase and job work with Cyano Pharma Private Limited	25014599
Textual Information(2)	During the half year ended on 30.09.2020, Company entered into following material related party transaction		
	S. NO	Nature of Transaction	Amount
	1	sale purchase and job work with Cyano Pharma Private Limited	25014599

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 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	SHIKHA KHILWANI
2	Designation	Company Secretary and Compliance Officer

Text Block

Annexure III

III. Affirmations

Sr	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	
5	Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	
Any other information to be provided				

Annexure III

1	Name of signatory	SHIKHA KHILWANI
2	Designation	Company Secretary and Compliance Officer

Signatory Details

Name of signatory	SHIKHA KHILWANI
Designation of person	Company Secretary and Compliance Officer
Place	INDORE
Date	14-10-2020

