

ANNEXURE I

Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity - **Thermax Limited**
 2. Quarter ending - **30-Sep-2021**

i. Composition Of Board Of Director

Tit le (M r. / M s)	Name of the Director	DIN	PAN	Cat ego ry (Ch air pers on / Exe cutiv e/ No n- Exec utive/ Inde pend ent/ Nomi nee)	S u b C at e g o r y	Initial Date of Appo intme nt	Date of Appoi ntme nt	Date of cess ation	Ten ure	Date of Birth	Wh eth er spe cial res ol ution pas sed ?	Dat e of pas sin g spe cial res ol ution	No. of Direc torshi p in listed entiti es inclu ding this listed entity	No of Inde pend ent Direc torshi p in listed entiti es inclu ding this listed entity	No of mem bersh ips in Audit / Stak ehold er Com mitte e(s) inclu ding this listed entity	No of post of Chair perso n in Audit/ Stake holder Com mittee held in listed entitie s inclu ding this listed entity	Memb ership in Com mittee s of the Comp any	Re mar ks
Mrs .	MEHER PUDUMJEE	0001 9581	AGNP P3413 B	C & NED		15- Jan- 2001	15- Jan- 2001			11- Oct- 1966	NA		1	0	1	0	SC,NRC	

Mr.	VALENTIN A.H. MASSOW	0023 9314	AFYP M783 0B	ID		31- Jan- 2006	22-Jul- 2019		86	16- Aug- 1956	NA		1	1	0	0	NRC	
Mr.	PHEROZ PUDUMJEE	0001 9602	AAJP P7065 R	NED		15- Jan- 2001	15- Jan- 2001			23- Feb- 1962	NA		1	0	2	1	AC,SC, RC	
Mr.	JAIRAM VARADRAJ	0000 3361	AAZP J2601 H	ID		31- Jan- 2003	22-Jul- 2019		86	08- Apr- 1961	NA		5	3	7	1	AC,RC, NRC	
Mr.	NAWSHIR MIRZA	0004 4816	AFIP M829 7A	ID		03- May- 2011	22-Jul- 2019		86	04- Apr- 1950	NA		1	1	2	2	AC,RC	

Mr.	HARSH MARIWALA	0021 0342	AADP M692 9R	ID		10- Nov- 2016	10- Nov- 2016		59	14- May- 1951	NA		5	3	1	0	NRC	
Mrs	S. B. PANDIT	0007 5861	AEEP P9019 E	ID		30- May- 2017	30- May- 2017		52	29- Mar- 1950	NA		2	1	1	0	SC	
Mrs	RAJANI KESARI	0238 4170	ABZP K0831 F	ID		14- Nov- 2018	14- Nov- 2018		35	02-Jul- 1971	NA		1	1	2	0	AC,RC	
Mr.	ASHISH BHANDARI	0529 1138	AEXP B3596 F	ED	CE O- M D	01- Sep- 2020	01- Sep- 2020			06- May- 1971	NA		1	0	1	0	SC	

Company Remarks	
Whether Permanent chairperson appointed	Yes
Whether Chairperson is related to MD or CEO	No

ii. Composition of Committees

a. Audit Committee

<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>	<i>Appointment Date</i>	<i>Cessation Date</i>
1	NAWSHIR MIRZA	ID	Chairperson	03-May-2011	
2	JAIRAM VARADRAJ	ID	Member	13-Apr-2005	
3	PHEROZ PUDUMJEE	NED	Member	09-Nov-2004	
4	RAJANI KESARI	ID	Member	14-Nov-2018	

Company Remarks	
Whether Permanent chairperson appointed	Yes

b. Stakeholders Relationship Committee

<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>	<i>Appointment Date</i>	<i>Cessation Date</i>
1	PHEROZ PUDUMJEE	NED	Chairperson	02-May-2001	
2	MEHER PUDUMJEE	C & NED	Member	02-Mar-2001	
3	S. B. PANDIT	ID	Member	14-Nov-2018	
4	ASHISH BHANDARI	ED	Member	18-Jun-2020	

Company Remarks	
Whether Permanent chairperson appointed	Yes

c. Risk Management Committee

<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>	<i>Appointment Date</i>	<i>Cessation Date</i>
1	NAWSHIR MIRZA	ID	Chairperson	08-Aug-2019	
2	JAIRAM VARADRAJ	ID	Member	08-Aug-2019	
3	PHEROZ PUDUMJEE	NED	Member	08-Aug-2019	
4	RAJANI KESARI	ID	Member	08-Aug-2019	

Company Remarks	
Whether Permanent chairperson appointed	Yes

d. Nomination and Remuneration Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	HARSH MARIWALA	ID	Chairperson	10-Nov-2016	
2	VALENTIN A.H. MASSOW	ID	Member	22-Jul-2014	
3	MEHER PUDUMJEE	C & NED	Member	06-Mar-2015	
4	JAIRAM VARADRAJ	ID	Member	27-May-2014	

Company Remarks	
Whether Permanent chairperson appointed	Yes

iii. Meeting of Board of Directors

Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Whether requirement of Quorum met	Number of Directors present	Number of Independent Directors present
12-May-2021	05-Aug-2021	Yes	9	6
25-May-2021		Yes	9	6

Company Remarks	
Maximum gap between any two consecutive (in number of days)	71

iv. Meeting of Committees

Name of the Committee	Date(s) of meeting during of the committee in the previous quarter	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Number of Directors present	Number of independent directors present

Audit Committee	13-Apr-2021		Yes	3	2
Audit Committee	11-May-2021		Yes	4	3
Audit Committee	24-May-2021		Yes	4	3
Audit Committee		04-Aug-2021	Yes	4	3
Audit Committee		06-Sep-2021	Yes	4	3
Stakeholders Relationship Committee	07-May-2021		Yes	3	1
Stakeholders Relationship Committee		02-Aug-2021	Yes	4	1

Company Remarks	
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	71

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. - **Yes**
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 100 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:

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Name : JANHAVI KHELE
Designation : Company Secretary & Compliance Officer

ANNEXURE III

Affirmations

Broad Heading	Regulation Number	Compliance Status	Company Remark
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	
Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes	

Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes	
Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	Yes	
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	

Note:

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Name : **JANHAVI KHELE**
Designation : **Company Secretary & Compliance Officer**

ANNEXURE IV

%symbol%	%companyName%	%quarterEnded%
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(A) Any loan or any other form of debt advanced by the listed entity directly or indirectly to

Aggregate amount advanced during six months				Balance outstanding at the end of six months			
<i>Promoter or any other entity controlled by them</i>	<i>Promoter Group or any other entity controlled by them</i>	<i>Directors (including relatives) or any other entity controlled by them</i>	<i>KMPs or any other entity controlled by them</i>	<i>Promoter or any other entity controlled by them</i>	<i>Promoter Group or any other entity controlled by them</i>	<i>Directors (including relatives) or any other entity controlled by them</i>	<i>KMPs or any other entity controlled by them</i>

(B) Any guarantee/ comfort letter (by whatever name called) provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by:

Entity	Type (guarantee, comfort letter etc.)	Aggregate amount of issuance during six months	Balance outstanding at the end of six months (taking into account any invocation)
<i>Promoter or any other entity controlled by them</i>			
<i>Promoter Group or any other entity controlled by them</i>			
<i>Directors (including relatives) or any other entity controlled by them</i>			

<i>KMPs or any other entity controlled by them</i>			
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(C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by:

Entity	Type of Security (cash, shares etc.)	Aggregate value of security provided during six months	Balance outstanding at the end of six months
<i>Promoter or any other entity controlled by them</i>			
<i>Promoter Group or any other entity controlled by them</i>			
<i>Directors (including relatives) or any other entity controlled by them</i>			
<i>KMPs or any other entity controlled by them</i>			

(D) If the Listed Entity would like to provide any other information the same may be indicated here

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Affirmations

All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to promoter(s), promoter group, director(s) (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them are in the economic interest of the company

Company Remarks in case of non-compliant status

Name:
Designation: anx4Designation
Place:
Date: