

<b>General information about company</b>	
Scrip code	500411
NSE Symbol	THERMAX
MSEI Symbol	NOTLISTED
ISIN	INE152A01029
Name of the entity	THERMAX LIMITED
Date of start of financial year	01-04-2023
Date of end of financial year	31-03-2024
Reporting Quarter	Quarterly
Date of Report	30-06-2023
Risk management committee	Applicable
Market Capitalisation as per immediate previous Financial Year	Top 500 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																							
		Disqualification of Directors under section 164 of the Companies Act, 2013																							
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 the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status	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	Mrs	MEHER PUDUMJEE	AGNPP3413B	00019581	Non-Executive - Non Independent Director	Chairperson related to Promoter		11-10-1966	No				Active	NA		15-01-2001				2	1	1	0		
2	Mr	PHEROZ N PUDUMJEE	AAJPP7065R	00019602	Non-Executive - Non Independent Director	Not Applicable		23-02-1962	No				Active	NA		15-01-2001	06-08-2021			1	0	2	1		
3	Mr	JAIRAM VARADRAJ	AAZPJ2601H	00003361	Non-Executive - Independent Director	Not Applicable		08-04-1961	No				Active	NA		22-07-2014	22-07-2019		107.1	4	2	1	0		
4	Mr	NAWSHIR HOSHANG MIRZA	AFIPM8297A	00044816	Non-Executive - Independent Director	Not Applicable		04-04-1950	No				Active	NA		22-07-2014	22-07-2019		107.1	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 the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status	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
5	Mr	HARSH CHARANDAS MARIWALA	AADPM6929R	00210342	Non-Executive - Independent Director	Not Applicable		14-05-1951	No				Active	NA		10-11-2016	10-11-2021		79.21	5	3	1	0		
6	Mr	S. B. PANDIT	AEEPP9019E	00075861	Non-Executive - Independent Director	Not Applicable		29-03-1950	No				Active	Yes	02-08-2022	30-05-2017	30-05-2022		73.02	2	1	1	0		
7	Mrs	RAJANI KESARI	ABZPK0831F	02384170	Non-Executive - Independent Director	Not Applicable		02-07-1971	No				Active	NA		14-11-2018	14-11-2018		55.17	1	1	2	0		
8	Mr	RAVI SHANKAR GOPINATH	ABCPG7172L	00803847	Non-Executive - Independent Director	Not Applicable		25-12-1965	No				Active	NA		10-11-2021	10-11-2021		19.21	1	1	0	0		

**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 the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status	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
9	Mr	ASHISH BHANDARI	AEXPB3596F	05291138	Executive Director	Not Applicable	CEO-MD	06-05-1971	No				Active	NA		01-09-2020	02-08-2022			1	0	1	0		

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	00044816	NAWSHIR HOSHANG MIRZA	Non-Executive - Independent Director	Chairperson	03-05-2011		
2	00003361	JAIRAM VARADRAJ	Non-Executive - Independent Director	Member	13-04-2005		
3	00019602	PHEROZ N PUDUMJEE	Non-Executive - Non Independent Director	Member	09-11-2004		
4	02384170	RAJANI KESARI	Non-Executive - Independent Director	Member	14-11-2018		

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	00210342	HARSH CHARANDAS MARIWALA	Non-Executive - Independent Director	Chairperson	10-11-2016		
2	00019581	MEHER PUDUMJEE	Non-Executive - Non Independent Director	Member	06-03-2015		
3	00003361	JAIRAM VARADRAJ	Non-Executive - Independent Director	Member	27-05-2014		
4	00075861	S. B. PANDIT	Non-Executive - Independent Director	Member	02-08-2022		

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	00019602	PHEROZ N PUDUMJEE	Non-Executive - Non Independent Director	Chairperson	02-05-2001		
2	00019581	MEHER PUDUMJEE	Non-Executive - Non Independent Director	Member	02-03-2001		
3	00075861	S. B. PANDIT	Non-Executive - Independent Director	Member	14-11-2018		
4	05291138	ASHISH BHANDARI	Executive Director	Member	18-06-2020		

Risk Management Committee							
Whether the Risk Management 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	00044816	NAWSHIR HOSHANG MIRZA	Non-Executive - Independent Director	Chairperson	08-08-2019		
2	00003361	JAIRAM VARADRAJ	Non-Executive - Independent Director	Member	08-08-2019		
3	00019602	PHEROZ N PUDUMJEE	Non-Executive - Non Independent Director	Member	08-08-2019		
4	02384170	RAJANI KESARI	Non-Executive - Independent Director	Member	08-08-2019		



Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility 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	00019581	MEHER PUDUMJEE	Non-Executive - Non Independent Director	Chairperson	27-05-2014		
2	00044816	NAWSHIR HOSHANG MIRZA	Non-Executive - Independent Director	Member	04-11-2014		
3	00075861	S. B. PANDIT	Non-Executive - Independent Director	Member	14-11-2018		

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)	Total Number of Directors as on date of the meeting	Number of Directors present* (All directors including Independent Director)	No. of Independent Directors attending the meeting*
1	07-02-2023				Yes	9	9	6
2	08-02-2023		0		Yes	9	8	5
3		17-05-2023	97		Yes	9	8	5

**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)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
1	Audit Committee	07-02-2023				Yes	4	4	3	0
2	Audit Committee	10-04-2023	61			Yes	4	3	2	0
3	Audit Committee	16-05-2023	35			Yes	4	4	3	0
4	Nomination and remuneration committee	06-02-2023				Yes	4	4	3	0
5	Nomination and remuneration committee	09-05-2023	91			Yes	4	3	2	0
6	Stakeholders Relationship Committee	30-01-2023				Yes	4	4	1	0

**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)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
7	Stakeholders Relationship Committee	12-05-2023	101			Yes	4	4	1	0
8	Risk Management Committee	31-03-2023				Yes	4	2	2	0
9	Risk Management Committee	11-04-2023	10			Yes	4	3	2	0

**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	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)	Yes
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	JANHAVI KHELE
2	Designation	Company Secretary and Compliance Officer



<b>Signatory Details</b>	
Name of signatory	JANHAVI KHELE
Designation of person	Company Secretary and Compliance Officer
Place	Pune
Date	13-07-2023

