

**Corporate Governance Report
for the quarter ended 31st December, 2023**

1. Name of Listed Entity - **PPAP Automotive Limited**
2. Quarter ending - **31-Dec-2023**

i. Composition Of Board Of Director

Title (Mr./Ms)	Name of the Director	Category (Chairperson /Executive /Non-Executive/ Independent/ Nominee)	Sub Category	Initial Date of Appointment	Date of 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 [With reference to proviso to regulation 17A (1)&17A(2)]	No of memberships in Audit/ Stakeholder Committee(s) including this listed entity	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity
Mr.	Ajay Kumar Jain	C,ED	MD	18-Oct-1995	01-Nov-2023			03-Dec-1954	1	0	0	0
Mr.	Abhishek Jain	ED	CEO-MD	01-Dec-2006	01-Apr-2022			24-Sep-1981	1	0	1	0
Mr.	Bhuwan Kumar Chaturvedi	ID		26-Dec-2013	26-Dec-2018	25-Dec-2023	120.25	06-Mar-1948	0	0	0	0
Mr.	Pravin Kumar Gupta	ID		01-Apr-2014	01-Apr-2019		117	24-Jan-1962	1	1	0	0
Mrs.	Celine George	ID		16-Apr-2020	16-Apr-2022		44.16	28-May-1959	2	2	1	0
Mrs.	Vinay Kumari Jain	NED		26-Dec-2013				20-Feb-1956	1	0	1	1
Mr.	Deepak Kumar Sethi	ID		04-Feb-2023	04-Feb-2023		10.28	10-Aug-1959	1	1	2	1
Mr.	Rohit Rajput	ID		09-Nov-2023	09-Nov-2023		1.23	04-Jan-1978	1	1	1	0

Company Remarks	
Whether Regular chairperson appointed	Yes
Whether Chairperson is related to MD or CEO	Yes

ii. Composition of Committees

a. Audit Committee

Sr. No.	Name of Committee members	Category	Chairperson/Member	Date of Appointment	Date of Cessation
1	Pravin Kumar Gupta	ID	Chairperson	01-Apr-2014	09-Nov-2023
2	Bhuwan Kumar Chaturvedi	ID	Member	10-Feb-2014	09-Nov-2023
3	Deepak Kumar Sethi	ID	Chairperson	09-Nov-2023	
4	Rohit Rajput	ID	Member	09-Nov-2023	
5	Abhishek Jain	ED	Member	23-Aug-2013	

Company Remarks	Mr. Pravin Kumar Gupta and Mr. Bhuwan Kumar Chaturvedi were redesignated as Chairman and Member respectively of Audit Committee w.e.f. 11 th February, 2022
Whether Regular chairperson appointed	Yes

b. Stakeholders Relationship Committee

Sr. No.	Name of Committee members	Category	Chairperson/Member	Date of Appointment	Date of Cessation
1	Pravin Kumar Gupta	ID	Chairperson	01-Apr-2014	09-Nov-2023
2	Vinay Kumari Jain	NED	Chairperson	01-Apr-2014	
3	Abhishek Jain	ED	Member	08-May-2013	09-Nov-2023
4	Celine George	ID	Member	09-Nov-2023	
5	Deepak Kumar Sethi	ID	Member	09-Nov-2023	

Company Remarks	Mrs. Vinay Kumari Jain is redesignated as Chairperson of Stakeholder Relationship Committee w.e.f. November 9, 2023
Whether Regular chairperson appointed	Yes

c. Risk Management Committee

Sr. No.	Name of Committee members	Category	Chairperson/Member	Date of Appointment	Date of Cessation
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Company Remarks	
Whether Regular chairperson appointed	

d. Nomination and Remuneration Committee

Sr. No.	Name of Committee members	Category	Chairperson/Member	Date of Appointment	Date of Cessation
1	Celine George	ID	Chairperson	11-Feb-2022	
2	Bhuwan Kumar Chaturvedi	ID	Member	10-Feb-2014	09-Nov-2023
3	Pravin Kumar Gupta	ID	Member	01-Apr-2014	09-Nov-2023
4	Vinay Kumari Jain	NED	Member	09-Nov-2023	
5	Rohit Rajput	ID	Member	09-Nov-2023	

Company Remarks	
Whether Regular chairperson appointed	Yes

e. Corporate Social Responsibility Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Date of Cessation
1	Bhuwan Kumar Chaturvedi	ID	Chairperson	01-Nov-2017	09-Nov-2023
2	Abhishek Jain	ED	Member	27-May-2014	09-Nov-2023
3	Vinay Kumari Jain	NED	Member	27-May-2014	09-Nov-2023
4	Ajay Kumar Jain	ED	Chairperson	09-Nov-2023	
5	Rohit Rajput	ID	Member	09-Nov-2023	
6	Deepak Kumar Sethi	ID	Member	09-Nov-2023	

Company Remarks	Mr. Bhuwan Kumar Chaturvedi member of Corporate Social Responsibility Committee appointed as Chairman of the committee w.e.f. 4th November, 2020.
Whether Permanent chairperson appointed	Yes

iii. Meeting of Board of Directors

Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	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
12-Aug-2023	Yes	7	7	4
09-Nov-2023	Yes	8	8	5

Company Remarks	
Maximum gap between any two consecutive (in number of days)	88

iv. Meeting of Committees

Name of the Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	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)	Number of Independent directors attending the meeting	Number of Members attending the Meeting (Other than Board of Directors)
Audit Committee	12-Aug-2023	Yes	3	3	2	0
Audit Committee	09-Nov-2023	Yes	3	3	2	0
Nomination & Remuneration Committee	09-Nov-2023	Yes	3	3	3	0
Corporate Social Responsibility Committee	09-Nov-2023	Yes	3	3	2	0

Company Remarks	
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	88

v. **Related Party Transactions**

Subject	Compliance status (Yes/No/NA)	Remark
Whether prior approval of audit committee obtained	Not Applicable	
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 1000 listed entities) - **Not applicable**
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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For PPAP Autmotive Limited

Sd/-
Pankhuri Agarwal
Company Secretary & Compliance Officer