Integrated Governance

BHANDARI HOSIERY EXPORTS LIMITED

General information about company

Scrip code	512608	
NSE Symbol	BHANDARI	
MSEI Symbol	NOTLISTED	
ISIN	INE474E01029	
Date of start of financial year	01-04-2025	
Date of end of financial year	31-03-2026	
Reporting Quarter Type	Quarterly	
Date of Quarter Ending	30-06-2025	
Type of company	Equity	
Whether Annexure I (Part A) of the SEBI Circular dated December 31, 2024 related to Compliance Report on Corporate Governance is applicable to the entity?	true	
Whether Annexure I (Part B) of the SEBI Circular dated December 31, 2024 related to Investor Grievance Redressal Report is Applicable to the entity?	true	
Whether Annexure I (Part C) of the SEBI Circular dated December 31, 2024 related to Disclosure of Acquisition of Shares or Voting Rights in Unlisted Companies is Applicable to the entity?	false	NA
Whether Annexure I (Part D) of the SEBI Circular dated December 31, 2024 related to Disclosure of Imposition of Fine or Penalty is Applicable to the entity?	true	
Whether Annexure I (Part E) of the SEBI Circular dated December 31, 2024 related to Disclosure of Updates to Ongoing Tax Litigations or Disputes is Applicable to the entity?	false	NA
Risk management committee	false	
Market Capitalisation as per immediate previous Financial Year	Any other	
Is SCORE ID Available ?	true	
SCORE Registration ID	b00123	
Reason For No SCORE ID		
Type of Submission	Original	
Remarks (website dissemination)		

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	true
Whether Chairperson is related to MD or CEO	false

Disqualification of Directors under section 164 of the Companies Act, 2013

Sr no.	Title(Mr/Ms)	Name of the Director	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	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)	Reason for Cessation	Notes for not providing PAN	Notes for not providing DIN
1	Mr	Nitin Bhandari	01385065	Executive Director	Chairperson	MD	false				Active	NA		29-09-2015	20-11-2023			1	0	2	0			
2	Mr	Rajesh Kumar	05160964	Non-Executive - Non Independent Director	Not Applicable		false				Active	NA		17-03-2020	17-03-2020			1	0	0	0			
3	Mr	Surinder Kumar Kapoor	08442523	Non-Executive - Independent Director	Not Applicable		false				Inactive	NA		01-06-2019	30-05-2022	30-05-2025	72	1	1	0	0	Tenure Completion		
4	Mr	Vikas Nayar	00071047	Non-Executive - Non Independent Director	Not Applicable		false				Active	NA		29-10-2004	29-10-2004			1	0	1	1			
5	Mrs	Alka Gambhir	09044278	Non-Executive - Independent Director	Not Applicable		false				Active	NA		31-08-2022	31-08-2022		34	1	1	1	0			
6	Mrs	Komal Bhalla	09106916	Non-Executive - Independent Director	Not Applicable		false				Active	NA		28-08-2023	28-08-2023		22	2	2	2	1			
7	Mr	Rohit Kumar Chhabra	11131326	Non-Executive - Independent Director	Not Applicable		false				Active	NA		30-05-2025			1	1	1	0	0			
8	Mrs	Sharon Arora	09450764	Non-Executive - Independent Director	Not Applicable		false				Active	NA		30-05-2025			1	3	3	2	0			

Annexure I

II. Composition of Committees	
Disclosure of notes on composition of committees explanatory	

Audit Committee Details

Whether the Audit Committee has a Regular Chairperson						true	
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	09106916	Komal Bhalla	Non-Executive - Independent Director	Chairperson	14-02-2025		
2	09044278	Alka Gambhir	Non-Executive - Independent Director	Member	14-08-2023		
3	01385065	Nitin Bhandari	Executive Director	Member	30-05-2014		

Nomination and remuneration committee

Whether the Nomination and remuneration committee has a Regular Chairperson						true	
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	09106916	Komal Bhalla	Non-Executive - Independent Director	Chairperson	14-02-2025		
2	09044278	Alka Gambhir	Non-Executive - Independent Director	Member	14-08-2023		
3	00071047	Vikas Nayar	Non-Executive - Non Independent Director	Member	29-10-2004		

Stakeholders Relationship Committee

Whether the Stakeholders Relationship Committee has a Regular Chairperson						true	
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00071047	Vikas Nayar	Non-Executive - Non Independent Director	Chairperson	29-10-2004		
2	01385065	Nitin Bhandari	Executive Director	Member	30-05-2014		
3	09106916	Komal Bhalla	Non-Executive - Independent Director	Member	14-02-2025		

Corporate Social Responsibility Committee

Whether the Corporate Social Responsibility Committee has a Regular Chairperson						true	
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	01385065	Nitin Bhandari	Executive Director	Chairperson	30-05-2014		
2	09106916	Komal Bhalla	Non-Executive - Independent Director	Member	14-02-2025		
3	00071047	Vikas Nayar	Non-Executive - Non Independent Director	Member	29-10-2004		

Annexure I

III. Meeting of Board of Directors							
Disclosure of notes on meeting of board of directors explanatory							
Sr	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)	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	14-02-2025			true	6	6	3
2	30-04-2025	74		true	6	6	3
3	30-05-2025	29		true	8	8	5

Annexure I

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	Reson 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	14-02-2025				true	3	3	2	0
2	Audit Committee	30-05-2025	104			true	3	3	2	0
3	Corporate Social Responsibility Committee	28-03-2025				true	3	3	1	0
4	Corporate Social Responsibility Committee	28-04-2025	30			true	3	3	1	0
5	Nomination and remuneration committee	30-05-2025	31			true	3	3	2	0
6	Stakeholders Relationship Committee	13-02-2025				true	3	3	1	0

Annexure I

V. 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	true
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	true
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	true
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c.Stakeholders relationship committee	true
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable 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.	true
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.	true
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	true
9	Any comments/observations/advice of Board of Directors may be mentioned here:	

Annexure I

Sr	Subject	Compliance status
1	Name of signatory	Shilpa Tiwari
2	Designation	Company Secretary and Compliance Officer

Details of Cyber security incidence

Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter	false
Other details of cyber security incidence or breaches or loss of data event	
Number of cyber security incidence or breaches or loss of data event occurred during the quarter	

Signatory Details

Name of signatory	Shilpa Tiwari
Designation of person	Company Secretary and Compliance Officer
Place	Ludhiana
Date	14-07-2025

Investor Grievance Details

No. of investor complaints pending at the beginning of Quarter	0
No. of investor complaints received during the Quarter	7
No. of investor complaints disposed off during the Quarter	7
No. of investor complaints those remaining unresolved at the end of the Quarter	0

Disclosure of Imposition of Fine or Penalty The details of imposition of fine or penalty during the quarter in terms of sub-para 20 of para A of Part A of Schedule III are given below:

Any Other Information for Disclosure of Imposition of Fine or Penalty					
Sr.No.	Name of the authority	Nature and details of the action(s) taken or order(s) passed	Date of receipt of direction or order, including any ad interim or interim orders, or any other communication from the authority	Details of the violation(s)/ contravention(s) committed or alleged to be committed	Impact on financial, operation or other activities of the listed entity, quantifiable in monetary terms to the extent possible
1	National Stock Exchange of India	Fine imposed by NSE due to non-compliance with Regulation 31A(3)(a) of SEBI (LODR) Regulations, 2015	17-04-2025	Company had submitted application under regulation 31A of SEBI LODR Regulations, 2015 to BSE within prescribed timelines but did not submitted the same to NSE under the impression that in terms of relevant SEBI Regulations, Application for Promoters Reclassification can be submitted to any Stock Exchange where the shares of the Company are listed. Therefore, we applied to our Designated Stock Exchange only i.e. BSE. NSE levied fine for the same. We have submitted waiver application to NSE on 19.04.2025 with proper clarification. NSE rejected the waiver application. Company had paid the fine and made itself compliant.	Not Applicable