Corporate Governance Report

for the quarter ended 30th September, 2024

Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity - **PPAP Automotive Limited**

2. Quarter ending - **30-Sep-2024**

i. Composition Of Board Of Director

Title	Name of the	Category	Sub	Initial Date of	Date of	Date of	Tenure	No. of	No of	No of	No of post of
(Mr./Ms)	Director	(Chairperson	Category	Appointment	Appointment	cessation		Directorship in	Independent	memberships	Chairperson in
		/Executive/No						listed entities	Directorship in	in Audit/	Audit/
		n- Executive/						including this	listed entities	Stakeholder	Stakeholder
		Independent/						listed entity [in	including this	Committee(s)	
		Nominee)						reference to	listed entity [in	including this	held in listed
								Regulation 17A	reference to	listed entity	entities
								(1)]	proviso to		including this
									regulation 17A		listed entity
									(1)]		
Mr.	Ajay Kumar Jain	C & ED	MD	18-Oct-1995	01-Nov-2018			1	0	0	0
Mr.	Abhishek Jain	ED	CEO-MD	01-Dec-2006	01-Apr-2022			1	0	1	0
Mrs.		ID		16-Apr-2020	16-Apr-2022		53.16	2	2	1	0
	George										
Mrs.	2	NED		26-Dec-2013				1	0	1	1
	Kumari Jain										
Mr.	1	ID		04-Feb-2023	04-Feb-2023		19.28	1	1	2	1
	Kumar Sethi										
Mr.	Rohit Rajput	ID		19-Nov-2023			10.23	1	1	1	0

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

ii. Composition of Committees

a. Audit Committee

Sr.	Name of Committee members	Category	Chairperson/Member	Date of Appointment	Date of Cessation
No.					
1	Deepak Kumar Sethi	ID	Chairperson	09-Nov-2023	
2	Rohit Rajput	ID	Member	09-Nov-2023	
3	Abhishek Jain	ED	Member	23-Aug-2013	

Company Remarks	
Whether Regular	Yes
chairperson appointed	

b. Stakeholders Relationship Committee

N • N •								
Sr.	Name of Committee	Category	Chairperson/Member	Date of Appointment	Date of Cessation			
No.	members							
2	Vinay Kumari Jain	NED	Chairperson	01-Apr-2014				
3	Celine George	ID	Member	09-Nov-2023				
	Deepak Kumar Sethi	ID	Member	09-Nov-2023				

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Mrs, Vinay Kumari Jain is Redesignated as Chairperson on 9th November 2023

Company Remarks	
Whether Regular	Yes

chairperson appointed

c. Risk Management Committee

Sr.	Name of Committee	Category	Chairperson/Member	Date of Appointment	Date of
No.	members				Cessation

Company Remarks	
Whether Regular	
chairperson appointed	

d. Nomination and Remuneration Committee

Sr.	Name of Committee	Category	Chairperson/Member	Date of	Date of Cessation
No.	members			Appointment	
1	Celine George	ID	Chairperson	11-Feb-2022	
2	Vinay Kumari Jain	NED	Member	09-Nov-2023	

3	Rohit Rajput	ID	Member	09-Nov-2023	
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e. Corporate Social Responsibility Committee

Sr.	Name of Committee	Category	Chairperson/Member	Date of	Date of Cessation
No.	members			Appointment	
1	Rohit Rajput	ID	Chairperson	09-Nov-2023	
2	Deepak Kumar Sethi	ID	Member	09-Nov-2023	
3	Ajay Kumar Jain	ED	Member	09-Nov-2023	

Company Remarks	
Whether Regular	Yes
chairperson appointed	

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
18-May-2024	Yes	6	6	3
10-Aug-2024	Yes	6	6	3

Company Remarks	
Maximum gap between any two consecutive (in	83
number of days)	

iv. Meeting of Committees

Name of the Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronologic al order)	Whether requireme nt of Quorum met (Yes/No)	Total Number of Directors in the Committ ee as on date of the meeting	Number of Directors present (All directors including Independent Director)	Number of Independe nt directors attending the meeting	Number of Members attending the Meeting (Other than Board of Directors)
Audit Committee	18-May-2024	Yes	3	3	2	0
Audit Committee	10-Aug-2024	Yes	3	3	2	0

Company Remarks	
Maximum gap between any two consecutive (in	83
number of days) [Only for Audit Committee]	Confidential

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	

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:

Name:Pankhuri AgarwalDesignation:Company Secretary & Compliance Officer

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ANNEXURE I

Cyber Security Incidence

Details of Cyber security incidence					
Whether as per Regulation 270	5 there has been cyber security incidents	No			
or b	ng the quarter				
Other deta	-				
Number of cyber secu	0				
Date of the event	-				

ANNEXURE II

		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.	Whether corporate governance report disclosed in annual report	34(3) read with para C of Schedule V	Yes	-
5.	Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	Yes	-
6.	Disclosure of the Secretarial Audit Report of the listed entity and the material subsidiaries in the Annual Report	24A(1)	NA	-
7.	Submission of Annual Secretarial Compliance Report	24A(2)	Yes	-

Any other information to be provided

Name :

Designation

Pankhuri Agarwal Company Secretary & Compliance Officer :

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ANNEXURE III

1 1	Company Nama	0
symbol	Company Name	Ouarter Ended
Symoor		Quarter Ended

(A) Any loan o	A) Any loan or any other form of debt advanced by the listed entity directly or indirectly to							
Aggregat	Aggregate amount advanced during six			Balan	ce outstand	ing at the end o	of six months	
	months				-			
Promoter or any other entity controlled by them	Promoter Group or any other entity controlled by them	Director s (includin g relatives) or any other entity controlle d by them	KMPs or any other entity controlle d by them	Promot er or any other entity control led by them	Promote r Group or any other entity controlle d by them	Directors (including relatives) or any other entity controlled by them	KMPs or any other entity controlled by them	

0	0	0	0	0	0	0	0

(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)
Promoter or any other entity controlled by them	0	0	0
Promoter Group or any other entity controlled by them	0	0	0
Directors (including relatives) or any other entity controlled by them	0	0	0
KMPs or any other entity controlled by them	0	0	0

(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
Promoter or any other entity controlled by them	0	0	0
Promoter Group or any other entity controlled by them	0	0	0
Directors (including relatives) or any other entity controlled by them	0	0 Confidential	0
KMPs or any other entity controlled by them	0 Entity would like to provide (0	0 he same may be indicated here

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