

17th July 2023

The Secretary
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai - 400 001
BSE Code: 974888

Subject: Corporate Governance Report - 30.06.2023

Dear Sir / Madam,

Pursuant to the Regulation 27(2) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), 2015, we hereby submit the compliance report on Corporate Governance Report for the quarter ended 30th June 2023.

We request you to take the same on your records.

Thanking you, Yours faithfully,

For Performance Chemiserve Limited



Pankaj Gupta
Company Secretary
M. No.: FCS-9219
Encl: as above



Annexure - I

Report on Corporate Governance for the quarter ended June 30, 2023

1. Name of Listed Entity: Performance Chemiserve Limited
2. Quarter ending: June 30, 2023.

I. Composition of Board of Directors

Title (Mr. / Ms.)	Name of the Director	DIN / PAN	Category (Chairperson / Executive/ Non- Executive / independent / Nominee)	Initial Date of Appoint ment	Date of Re- appoint ment	Date of Cessation	Tenure	Date of Birth	No. of directorshi p in listed entities including this listed entity [in reference to Regulation 17A(1)]	No. of Independent Directors hip in listed entities including this listed entity [in reference to proviso to regulation 17A(1)]	Number of membershi ps 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)
Mr.	Sailesh C. Mehta	00128204 AAFPM344 8R	Non- Executive and Non- Independent	30-06- 2017	02-08- 2022	-	-	11-04- 1961	2	0	0	0
Mrs.	Parul Mehta	00196410 AAHPM668 9E	Non- Executive and Non- Independent	08-08- 2018	25-08- 2021	-	-	17-03- 1965	2	0	1	0



Signature

Title (Mr. / Ms.)	Name of the Director	DIN / PAN	Category (Chairperson / Executive / Non-Executive / Independent / Nominee)	Initial Date of Appointment	Date of Re-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 Directors in listed entities including this listed entity [in reference to proviso to regulation 17A(1)]	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)
Mr.	Madhumilan Shinde	06533004 AFZPS4368 H	Non-Executive and Non-Independent	10-05-2021	10-05-2021	-	-	14-12-1954	2	0	3	0
Mr.	Ashok Prafulchandra Shah	00196506 AIAPS4598 M	Non-Executive and Non-Independent	01-03-2006	09-09-2020	-	-	30-07-1956	1	0	1	0
Mr.	Partha Bhattacharyya	00329479 ACZPB3511 C	Non-Executive and Independent	12-02-2020	-	-	44	27-02-1951	5	5	4	4
Mr.	Sriraman Raghuraman	00228061 ABSPR3779 C	Non-Executive and Independent	27-03-2019	02-08-2022	-	51	21-02-1953	2	2	2	1



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Title (Mr. / Ms.)	Name of the Director	DIN / PAN	Category (Chairperson / Executive / Non-Executive / independent / Nominee)	Initial Date of Appointment	Date of Re-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 [in reference to proviso to regulation 17A(1)]	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)
Mr.	Sewak Ram Wadhwa	00228201 AAAPW011 7C	Non-Executive and Independent	27-03-2018	02-08-2022	-	63	27-07-1935	1	1	1	1
Mr.	Urmilkumar Purushottamdas Jhaveri	00273898 ACIPJ6132E	Non-Executive and Independent	30-06-2017	02-08-2022	-	72	05-04-1946	1	1	1	0

Whether Regular Chairperson appointed: Yes.

Whether Chairperson is related to Managing Director or CEO: N.A.



Signature

II. Composition of Committees					
Name of Committee	Whether Regular chairperson appointed	Name of Committee members	Category (Chairperson / Executive/Non- Executive / independent / Nominee)	Date of Appointment	Date of Cessation
1. Audit Committee	Yes	1. Sewak Ram Wadhwa 2. Urmilkumar P. Jhaveri 3. Ashok Prafulchandra Shah	1. Independent, Non-Executive, Chairperson 2. Independent, Non-Executive, Member 3. Non-Executive- Member	16-05-2018 16-05-2018 16-05-2018	-
2. Nomination & Remuneration Committee	Yes	1. Sewak Ram Wadhwa 2. Urmilkumar P. Jhaveri 3. Ashok Prafulchandra Shah	1. Independent, Non-Executive, Chairperson 2. Independent, Non-Executive, Member 3. Non-Executive- Member	16-05-2018 16-05-2018 16-05-2018	-

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*	Maximum gap between any two consecutive (in number of days)
01-02-2023	16-05-2023	Yes	8	4	54
23-03-2023	20-05-2023	Yes	8	4	4
* to be filled in only for the current quarter meetings					



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IV. Meetings of Committees					
<i>Date(s) of meeting of the committee in the relevant quarter</i>	<i>Whether requirement of Quorum met (details)*</i>	<i>Number of Directors present*</i>	<i>Number of independent directors present*</i>	<i>Date(s) of meeting of the committee in the previous quarter</i>	<i>Maximum gap between any two consecutive meetings in number of days*</i>
Audit Committee					
16-05-2023	Yes	3	2	01/02/2023	
20-05-2023	Yes	3	2	23/03/2023	4
Nomination & Remuneration Committee					
* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional.					
**to be filled in only for the current quarter meetings.					

V. Related Party Transactions
Compliance status (Yes / No / NA)
Whether prior approval of audit committee obtained: Yes
Whether shareholder approval obtained for material RPT: NA
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by the Audit Committee: Yes
Note:
1 In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.
2 If status is "No" details of non-compliance may be given here.



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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.
2. The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015
 - a. Audit Committee
 - b. Nomination & Remuneration Committee
 - c. Stakeholders Relationship Committee – Please refer below note ***
 - d. Risk management Committee – Please refer below note ***
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.
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.
5. This report and/or the report submitted in the previous quarter has been placed before the Board of Directors - Please refer below note

***** Note:**

The Company's Non-Convertible Debentures (worth Rs. 900 Crores) got listed on BSE Limited on 8th June 2023. Subsequently, the Company has been designated as high value debt listed entity pursuant to the provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Accordingly, the provisions of Regulation 16 to 27 of SEBI Listing Regulations, 2015 have become applicable to the Company w.e.f. 8th June 2023.

The next Board Meeting of the Company is scheduled to be held on 25th July 2023. Therefore, the Company is in the process of obtaining the approval of the Board for complying with Regulation 16 to 27 of SEBI Listing Regulations, 2015.

The Corporate Governance Report for the quarter ended 30 June 2023 will be placed in the next Board Meeting.

For Performance Chemiserve Limited



Pankaj Gupta
Company Secretary and Compliance Officer

Place: Pune

Date: 17 July 2023

