



## Integrated Corporate Governance Report quarter ended 30th June 2025

General information about company	
Scrip code	524164
NSE Symbol	IOLCP
MSEI Symbol	NOTLISTED
ISIN	INE485C01029
Name of the entity	IOL Chemicals and Pharmaceuticals Limited
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?	Yes
Whether Annexure I (Part B) of the SEBI Circular dated December 31, 2024 related to Investor Grievance Redressal Report is Applicable to the entity?	Yes



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?	No	Not applicable. No acquisition of shares or voting rights in unlisted companies during the quarter
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?	No	No Fine or Penalty Imposed during the quarter ended 30th June 2025
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?	Yes	
Risk management committee	Applicable	
Market Capitalisation as per immediate previous Financial Year	Top 1000 listed entities	
Is SCORE ID Available ?	Yes	
SCORE Registration ID	i00200	
Reason For No SCORE ID	-	
Type of Submission	Original	
Remarks (website dissemination)	-	
Remarks for Exchange (not for Website Dissemination)	-	



## I. Composition of Board of Directors

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

Sr	Title (Mr / Ms)	Name of the Director	DIN	Category 1 of directors	Category 2 of directors	Date of Birth
1	Mr	Rajender Mohan Malla	00136657	Non-Executive - Independent Director	Chairperson	15-05-1953
2	Mr	Varinder Gupta	00044068	Executive Director	Not Applicable	06-12-1962
3	Mr	Vikas Gupta	07198109	Executive Director	Not Applicable	13-02-1992
4	Mr	Abhiraj Gupta	08204917	Executive Director	Not Applicable	04-01-1995
5	Mr	Kushal Kumar Rana	09189020	Executive Director	Not Applicable	15-09-1969
6	Mr	Harpal Singh	06658043	Non-Executive - Independent Director	Not Applicable	17-09-1955
7	Mr	Sharad Tyagi	00371842	Non-Executive - Independent Director	Not Applicable	01-11-1961
8	Ms	Rajni Jha	10818947	Non-Executive - Independent Director	Not Applicable	20-07-1965

Sr	Whether the director is disqualified?	End Date of disqualification	Details of disqualification	Current status
1	No			Active



2	No			Active
3	No			Active
4	No			Active
5	No			Active
6	No			Active
7	No			Active
8	No			Active

Sr	Initial Date of appointment	Date of Re-appointment	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 [with reference to proviso to regulation 17A(1) & reg. 17A(2)]	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)
1	06-02-2019	06-02-2022	76.26	6	6	7	5
2	13-11-1986	01-09-2023		1	0	0	0
3	29-05-2015	29-05-2025		1	0	1	0



4	03-04-2023	03-04-2023		1	0	0	0
5	04-06-2021	04-06-2024		1	0	1	0
6	06-02-2019	06-02-2022	76.26	2	2	1	1
7	30-05-2022	30-05-2022	37.02	2	2	4	2
8	28-10-2024	28-10-2024	8.04	1	1	2	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
1	06658043	Harpal Singh	Non-Executive - Independent Director	Chairperson	06-02-2019	
2	00371842	Sharad Tyagi	Non-Executive - Independent Director	Member	09-08-2022	
3	10818947	Rajni Jha	Non-Executive - Independent Director	Member	16-05-2025	
4	09189020	Kushal Kumar Rana	Executive Director	Member	16-05-2025	
5	07198109	Vikas Gupta	Executive Director	Member	06-02-2019	16-05-2025



Sr Text Block	
Textual Information(1)	Ms Rajni Jha appointed as member of the Committee effective 16th May 2025
Textual Information(2)	Mr Kushal Kumar Rana appointed as member of the Committee effective 16th May 2025
Textual Information(3)	Mr Vikas Gupta cessed to be member of the Committee effective 16th May 2025

### 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
1	06658043	Harpal Singh	Non-Executive - Independent Director	Chairperson	06-02-2019	
2	00136657	Rajender Mohan Malla	Non-Executive - Independent Director	Member	06-02-2019	
3	00371842	Sharad Tyagi	Non-Executive - Independent Director	Member	28-10-2024	

### 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
1	00371842	Sharad Tyagi	Non-Executive - Independent Director	Chairperson	09-08-2022	
2	07198109	Vikas Gupta	Executive Director	Member	06-02-2019	
3	10818947	Rajni Jha	Non-Executive - Independent Director	Member	16-05-2025	
4	00371842	Sharad Tyagi	Non-Executive - Independent Director	Member	09-08-2022	16-05-2025

<b>Sr Text Block</b>	
Textual Information(1)	Stakeholders Relationship Committee re-constituted on 16th May 2025 wherein Mr Sharad Tyagi appointed as Chairman of the Committee
Textual Information(2)	Ms Rajni Jha appointed as member of the Committee effective 16th May 2025
Textual Information(3)	Mr Sharad Tyagi ceased to be member of the Committee effective 16th May 2025

### **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
1	06658043	Harpal Singh	Non-Executive - Independent Director	Chairperson	10-02-2021	
2	09189020	Kushal Kumar Rana	Executive Director	Member	10-02-2021	
3	08204917	Abhiraj Gupta	Executive Director	Member	16-05-2025	
4	00371842	Sharad Tyagi	Non-Executive - Independent Director	Member	16-05-2025	
5	99999999	Pardeep Kumar Khanna	CFO	Member	10-02-2021	
6	07198109	Vikas Gupta	Executive Director	Member	10-02-2021	16-05-2025

Mr Abhiraj Gupta appointed as member of the Committee effective 16th May 2025

Mr Sharad Tyagi appointed as member of the Committee effective 16th May 2025

Mr Pardeep Kumar Khanna is CFO of the Company. He is not director of the Company

Mr Vikas Gupta cessed as member of the Committee effective 16th May 2025



## Corporate Social Responsibility 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
1	00136657	Rajender Mohan Malla	Non-Executive - Independent Director	Chairperson	16-05-2025	
2	07198109	Vikas Gupta	Executive Director	Member	11-08-2018	
3	06658043	Harpal Singh	Non-Executive - Independent Director	Member	28-10-2024	
4	08204917	Abhiraj Gupta	Executive Director	Member	16-05-2025	
5	00371842	Sharad Tyagi	Non-Executive - Independent Director	Member	16-05-2025	
6	00044068	Varinder Gupta	Executive Director	Member	11-08-2018	16-05-2025

Mr Rajender Mohan Malla appointed as Chairman of the Committee effective 16th May 2025

Mr Abhiraj Gupta appointed as member of the Committee effective 16th May 2025

Mr Sharad Tyagi appointed as member of the Committee effective 16th May 2025

Mr Varinder Gupta ceased to be chairman and member of the Committee effective 16th May 2025



**III. Meeting of Board of Directors**

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Sr. No.	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)	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	12-02-2025			Yes	8	8	4
2		16-05-2025	92	Yes	8	8	4

**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)	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*
1	Audit Committee	12-02-2025		Yes	3	3	2
2	Audit Committee	16-05-2025	92	Yes	3	3	2
3	Stakeholders Relationship Committee	12-02-2025		Yes	4	4	2



4	Stakeholders Relationship Committee	16-05-2025	92	Yes	4	4	2
5	Corporate Social Responsibility Committee	12-02-2025		Yes	3	3	1
6	Corporate Social Responsibility Committee	16-05-2025	92	Yes	3	3	1

7	Nomination and remuneration committee	16-05-2025	Yes	3	3	3	0
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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	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

Sr	Subject	Compliance status
1	Name of signatory	Abhay Raj Singh
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	No
Number of cyber security incidence or breaches or loss of data event occurred during the quarter	



Signatory Details	
Name of signatory	Abhay Raj Singh
Designation of person	Company Secretary and Compliance Officer
Place	Ludhiana
Date	19-07-2025

Investor Grievance Details	
No. of investor complaints pending at the beginning of Quarter	0
No. of investor complaints received during the Quarter	1
No. of investor complaints disposed off during the Quarter	1
No. of investor complaints those remaining unresolved at the end of the Quarter	0

**Disclosure of Updates to Ongoing Tax Litigations or Disputes** The updates on tax litigations or disputes in terms of sub-para 8 of para B of Part A of Schedule III read with corresponding provisions of Annexure 18 of the Master Circular are given below:

Any Other Information for Disclosure of Updates to Ongoing Tax Litigations or Disputes

Sr. No.	Name of the opposing party	Date of initiation of the litigation / dispute	Status of the litigation / dispute as per last disclosure	Current status of the litigation / dispute
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1	UNION OF INDIA & ORS. / COMMISSIONER OF CUSTOMS, LUDHIANA, PUNJAB	22-03-2021	<p>The issue involves differential customs duty on Denatured Ethyl Alcohol imported by the Company. A writ petition has been filed by Company before High Court of Gujarat to challenge the same. Further, during the pendency of this writ petition, a Show Cause Notice dated 28.06.2022 was issued by Customs, Ludhiana to explain why should a duty short paid of Rs 10.95 Crore not be demanded by denying the concessional duty. The Company also submits its detailed reply to the said SCN.</p>	<p>The matter is under consideration before the High Court of Gujarat for final hearing. However, the Court vide an interim Order dated 17-10-2024 ordered that during the pendency of this petition, while the proceedings pursuant to the Show-cause notice may continue, no final order shall be passed by the respondent - the Customs Department without permission of this Court. Pending for adjudication before Honorable High Court Gujarat.</p>
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