

[Home](#)[Validate](#)[Import XML](#)

General information about company

Scrip code	517041
NSE Symbol	ADORWELD
MSEI Symbol	NOTLISTED
ISIN	INE045A01017
Name of the entity	ADOR WELDING LIMITED
Date of start of financial year	01-04-2020
Date of end of financial year	31-03-2021
Reporting Quarter	Yearly
Date of Report	31-03-2021
Risk management committee	Not Applicable
Market Capitalisation as per immediate previous Financial Year	Top 1000 listed entities

[Prev](#)[Next](#)

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		Add Notes																			
Whether the listed entity has a Regular Chairperson				Yes																	
Whether Chairperson is related to MD or CEO				No																	
Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	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)	Notes for not providing PAN	Notes for not providing DIN	
1	Mrs	Ninotchka Malkani Nagpal	AABPN5266G	00031985	Executive Director	Chairperson		06-07-1971	NA		19-11-2019	19-11-2019				2	0	3	0		
2	Mr	A. T. Malkani	AAPFM3373D	01585637	Executive Director	Not Applicable	MD	26-08-1980	NA		14-09-2020	14-09-2020				2	0	0	0		
3	Mr	D. A. Lalvani	ABIP1660J	01771000	Executive Director	Not Applicable		14-02-1985	NA		19-11-2019	19-11-2019				2	0	1	2		
4	Mr	R. A. Mirchandani	AABPM0082H	00175501	Non-Executive - Non Independent Director	Not Applicable		13-10-1970	NA			28-07-2006	28-07-2006			1	0	1	3		
5	Ms	Tanya H. Advani	BCLPA1172M	08586636	Non-Executive - Non Independent Director	Not Applicable		12-07-1991	NA		19-11-2019	19-11-2019				2	0	1	0		
6	Mr	P. K. Gupta	AAPPG2620R	00963094	Non-Executive - Independent Director	Not Applicable		14-09-1970	NA			28-07-2014	28-07-2019		85	1	1	1	0		
7	Mr	R. N. Sapru	AIRPS3577R	02332414	Non-Executive - Independent Director	Not Applicable		02-07-1961	NA			28-07-2014	28-07-2019		80	1	3	1	0		
8	Mr	K. Digvijay Singh	AISPS1225K	00004607	Non-Executive - Independent Director	Not Applicable		18-06-1958	NA			28-07-2014	28-07-2019		80	1	1	0	1		
9	Mr	G. M. Lalvani	ABFPL7943M	06928792	Non-Executive - Independent Director	Not Applicable		29-03-1983	NA			10-11-2014	10-11-2019		76	2	2	1	0		
10	Mrs	Nita Dempo Mirchandani	AARPS7959P	01103973	Non-Executive - Independent Director	Not Applicable		21-03-1970	NA		01-04-2020	01-04-2020		12	1	1	0	0			

Prev

Next

Annexure 1	
II. Composition of Committees	
Disclosure of notes on composition of committees explanatory	<input type="button" value="Add Notes"/>

For this quarter kindly note the following points:
 1. Date of Appointment and Date of Cessation (if applicable) must be mandatorily filled for every Committee.
 2. Date of Appointment can be any day upto September 30, 2020.
 3. Date of Cessation must be for the current quarter only, i.e. July 1,2020 to September 30,2020.

Note: Please enter DIN. After entering DIN, Name of Committee members and Category 1 of Directors shall be prefilled automatically

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	Remarks
1	00004607	Mr. K. Digvijay Singh	Non-Executive - Independent Director	Chairperson	06-12-2017		
2	00963094	Mr. Piyush Kumar Gupta	Non-Executive - Independent Director	Member	10-11-2014		
3	02332414	Mr. Rakesh Narain Sapru	Non-Executive - Independent Director	Member	27-04-2018		
4	00175501	Mr. Ravin A. Mirchandani	Non-Executive - Non Independent Director	Member	08-09-2020		
5							
6							
7							
8							
9							
10							

Note: Please enter DIN. After entering DIN, Name of Committee members and Category 1 of Directors shall be prefilled automatically

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	Remarks
1	02332414	Mr. Rakesh Narain Sapru	Non-Executive - Independent Director	Chairperson	29-05-2010		
2	00963094	Mr. Piyush Kumar Gupta	Non-Executive - Independent Director	Member	08-12-2020		
3	00175501	Mr. Ravin A. Mirchandani	Non-Executive - Non Independent Director	Member	24-06-2020		
4							
5							
6							
7							
8							
9							
10							

Note: Please enter DIN. After entering DIN, Name of Committee members and Category 1 of Directors shall be prefilled automatically

Stakeholders Relationship Committee							
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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	Remarks
1	00175501	Mr.Ravin Ajit Mirchandani	Non-Executive - Non Independent Director	Chairperson	19-11-2019		
2	01771000	Mr. Deep Ashda Lalvani	Executive Director	Member	19-11-2019		
3	00031985	Mrs. Ninotchka Malkani Nagpal	Executive Director	Member	27-04-2012		
4	06928792	Mr. Gaurav Mohan Lalwani	Non-Executive - Independent Director	Member	05-02-2019		
5	08586636	Ms. Tanya H. Advani	Non-Executive - Non Independent Director	Member	01-04-2020		
6							
7							
8							
9							
10							

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	Remarks
1							
2							
3							
4							
5							
6							
7							
8							
9							
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Note: Please enter DIN. After entering DIN, Name of Committee members and Category 1 of Directors shall be prefilled automatically

Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility 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	Remarks
1	06928792	Mr. Gaurav Mohan Lalwani	Non-Executive - Independent Director	Chairperson	06-12-2017		
2	01585637	Mr. A. T. Malkani	Executive Director	Member	14-09-2020		
3	01771000	Mr. Deep Ashda Lalvani	Executive Director	Member	20-05-2014		
4	00031985	Mrs. N. Malkani Nagpal	Executive Director	Member	19-11-2019		
5							
6							

[Home](#)[Validate](#)**Annexure 1****III. Meeting of Board of Directors**

Disclosure of notes on meeting of board of directors explanatory

[Add Notes](#)

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)	Number of Directors present*	No. of Independent Directors attending the meeting*
	Add	Delete				
1	02-12-2020			Yes	9	4
2	05-02-2021	64		Yes	10	5

[Prev](#)[Next](#)

* to be filled in only for the current quarter meetings

[Home](#)[Validate](#)**Annexure 1****IV. Meeting of Committees**

Disclosure of notes on meeting of committees explanatory

[Add Notes](#)

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	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Number of Directors present*	No. of Independent Directors attending the meeting*
1	Audit Committee	02-12-2020				Yes	3	2
2	Audit Committee	05-02-2021	64			Yes	4	3
3	Nomination and remuneration committee	05-02-2021				Yes	3	2
4	Stakeholders Relationship Committee	02-12-2020				Yes	3	0
5	Stakeholders Relationship Committee	05-02-2021				Yes	5	1
6	Corporate Social Responsibility Committee	05-02-2021				Yes	3	1
7	Corporate Social Responsibility Committee	09-03-2021				Yes	3	1

[Add](#)[Delete](#)[Prev](#)[Next](#)

* to be filled in only for the current quarter meetings

[Home](#)[Validate](#)**Annexure 1****V. Related Party Transactions**

Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	Yes	
2	Whether shareholder approval obtained for material RPT	NA	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	
Disclosure of notes on related party transactions			Add Notes
Disclosure of notes of material transaction with related party			Add Notes

[Prev](#)[Next](#)

[Home](#)[Validate](#)

Annexure II

Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)

I. Disclosure on website in terms of Listing Regulations

Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
1	Details of business	Yes		https://www.adorwelding.com/
2	Terms and conditions of appointment of independent directors	Yes		policies.html
3	Composition of various committees of board of directors	Yes		composition/Composition-of-Committees--FY-2020-
4	Code of conduct of board of directors and senior management personnel	Yes		conduct/for-directors-senior-management.html
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		policies.html
6	Criteria of making payments to non-executive directors	Yes		e_policies/criteria_for_payment_to_NEDs.pdf
7	Policy on dealing with related party transactions	Yes		e_policies/RPT_policy.pdf
8	Policy for determining 'material' subsidiaries	Yes		es/Policy-for-determining-Material-Subsidiary.pdf
9	Details of familiarization programmes imparted to independent directors	Yes		policies.html
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		https://www.adorwelding.com/investors/investor-relations.html
11	email address for grievance redressal and other relevant details	Yes		relations.html
12	Financial results	Yes		results.html
13	Shareholding pattern	Yes		ng-pattern.html
14	Details of agreements entered into with the media companies and/or their associates	NA		
15	Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or institutional investors simultaneously with submission to stock exchange	No	There was no analyst or institutional meet held in FY 2020-21, due to COVID-19 pandemic scenario	
16	New name and the old name of the listed entity	Yes		https://www.adorwelding.com/
17	Advertisements as per regulation 47 (1)	Yes		ml
18	Credit rating or revision in credit rating obtained	Yes		rating.html
19	Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	Yes		https://www.adorwelding.com/investors/annual-reports.html
20	Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes		https://www.adorwelding.com/investors/events.html
21	Materiality Policy as per Regulation 30	Yes		es/policy-for-disclosure-of-material-events.pdf
22	Dividend Distribution policy as per Regulation 43A (as applicable)	NA		
23	It is certified that these contents on the website of the listed entity are correct	NA		
24	Disclosure of notes on website in terms of Listing Regulations explanatory [Text Block]		Add Notes	

[Prev](#)[Next](#)

[Home](#)[Validate](#)**Annexure 1****VI. 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 500 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.	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
9	Any comments/observations/advice of Board of Directors may be mentioned here:	Add Notes

[Prev](#)[Next](#)

Annexure 1

Sr	Subject	Compliance status
1	Name of signatory	VINAYAK M. BHIDE
2	Designation	Company Secretary and Compliance Officer

[Home](#)[Validate](#)**Annexure II****II. Annual Affirmations**

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes	
2	Board composition	17(1), 17(1A) & 17(1B)	Yes	
3	Meeting of Board of directors	17(2)	Yes	
4	Quorum of Board meeting	17(2A)	Yes	
5	Review of Compliance Reports	17(3)	Yes	
6	Plans for orderly succession for appointments	17(4)	Yes	
7	Code of Conduct	17(5)	Yes	
8	Fees/compensation	17(6)	Yes	
9	Minimum Information	17(7)	Yes	
10	Compliance Certificate	17(8)	Yes	
11	Risk Assessment & Management	17(9)	Yes	
12	Performance Evaluation of Independent Directors	17(10)	Yes	
13	Recommendation of Board	17(11)	Yes	
14	Maximum number of Directorships	17A	Yes	
15	Composition of Audit Committee	18(1)	Yes	
16	Meeting of Audit Committee	18(2)	Yes	
17	Composition of nomination & remuneration committee	19(1) & (2)	Yes	
18	Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes	
19	Meeting of Nomination and Remuneration Committee	19(3A)	Yes	
20	Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	Yes	
21	Meeting of Stakeholders Relationship Committee	20(3A)	Yes	
22	Composition and role of risk management committee	21(1),(2),(3),(4)	NA	
23	Meeting of Risk Management Committee	21(3A)	NA	
24	Vigil Mechanism	22	Yes	
25	Policy for related party Transaction	23(1),(1A),(5),(6),(7) & (8)	Yes	
26	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
27	Approval for material related party transactions	23(4)	NA	
28	Disclosure of related party transactions on consolidated basis	23(9)	Yes	
29	Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA	
30	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	Yes	
31	Annual Secretarial Compliance Report	24(A)	Yes	
32	Alternate Director to Independent Director	25(1)	NA	
33	Maximum Tenure	25(2)	Yes	

34	Meeting of independent directors	25(3) & (4)	Yes	
35	Familiarization of independent directors	25(7)	Yes	
36	Declaration from Independent Director	25(8) & (9)	Yes	
37	D & O Insurance for Independent Directors	25(10)	NA	
38	Memberships in Committees	26(1)	Yes	
39	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
40	Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes	
41	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
Any other information to be provided				Add Notes

◀ Prev

Next ▶

Annexure II		
1	Name of signatory	VINAYAK M. BHIDE
2	Designation	Company Secretary and Compliance Officer

[Home](#)[Validate](#)**Annexure II****III. Affirmations**

Sr	Particulars	Compliance status (Yes/No/NA)
1	The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied	Yes
Any other information to be provided		Add Notes

[Prev](#)[Next](#)**Annexure II**

1	Name of signatory	VINAYAK M. BHIDE
2	Designation	Company Secretary and Compliance Officer

[Home](#)[Validate](#)

Signatory Details

Name of signatory	VINAYAK M. BHIDE
Designation of person	Company Secretary and Compliance Officer
Place	MUMBAI
Date	13-04-2021

[Prev](#)