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### General information about company

Scrip code	543214
NSE Symbol	NDRAUTO
MSEI Symbol	NOTLISTED
ISIN	INE07OG01012
Name of the entity	NDR Auto Components Limited
Date of start of financial year	01-04-2023
Date of end of financial year	31-03-2024
Reporting Quarter	Yearly
Date of Report	31-03-2024
Risk management committee	Not Applicable
Market Capitalisation as per immediate previous Financial Year	Top 2000 listed entities

Enter the quarter  
ended date only

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Annexure 1  
Annexure 1 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		I. Composition of Board of Directors																							
Whether the listed entity has a Regular Chairperson				No																							
Whether Chairperson is related to MD or CEO				No																							
Sl	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 the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status	Whether special resolution passed? (Refer Reg. 172A 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 the listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including the listed entity (Refer Regulation 17A(1)(b) of Listing Regulations)	Number of memberships in Audit/Statutory Committee(s) including the listed entity (Refer Regulation 202) of Listing Regulations)	No of post of Chairperson in Audit/ Statutory Committee held in listed entities including the listed entity (Refer Regulation 202) of Listing Regulations)	Reason for Cessation	Notes for not providing PAN	Notes for not providing DIN	
1	Mr	SANJIV KAPUR		07715441	Non-Executive -Non Independent Director	Chairperson		01-06-1959	No				Active	N/A		23-10-2020					1	0	1				
2	Mr	BHUT BELAN		00201572	Non-Executive -Non Independent Director	Non Available		02-07-1955	No				Active	N/A		23-10-2020					2	0	1				
3	Ms	SHYAMA BURA		06328430	Non-Executive -Independent Director	Non Available		03-10-1955	No				Active	N/A		23-10-2020	23-10-2020			41.00	2	2	4				
4	Ms	DEEPA GOPALAN WACHWA		07802942	Non-Executive -Independent Director	Non Available		28-11-1955	No				Active	N/A		30-11-2020	30-11-2020			40.02	6	5	8				
5	Ms	VENETA CHAMBRA		02461278	Non-Executive -Independent Director	Non Available		07-08-1957	No				Active	N/A		30-11-2020	30-11-2020			40.02	1	1	1				
6	Mr	BISABBI BELAN		07726666	Non-Executive -Non Independent Director	Non Available		16-12-1990	No				Active	N/A		23-10-2020					2	0	1				
7	Mr	FRANKY BELAN		07777944	Executive Director	Non Available		09-06-1992	No				Active	N/A		23-10-2020					1	0	0				
8	Mr	ATULU BELAN		07716326	Executive Director	Non Available		09-06-1992	No				Active	N/A		23-10-2020					1	0	0				
9	Mr	RAJAT BHANDARI		02144950	Executive Director	Non Available		16-02-1984	No				Active	N/A		30-11-2020					1	0	0				

\*Permanent Account Number (PAN) of any director would not be displayed on the website.

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Disclosure of notes on composition of committees explanatory

[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, 2022.
3. Date of Cessation must be for the current quarter only, i.e. July 1,2022 to September 30,2022

**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	06929439	SHYAMLA KHERA	Non-Executive - Independent Director	Chairperson	23-10-2020		
2	02161276	VANITA CHHABRA	Non-Executive - Independent Director	Member	30-11-2020		
3	00257572	ROHIT RELAN	Non-Executive - Non Independent Director	Member	23-10-2020		
4	07862942	DEEPA GOPALAN WADHWA	Non-Executive - Independent Director	Member	11-02-2021		
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	06929439	SHYAMLA KHERA	Non-Executive - Independent Director	Chairperson	23-10-2020		
2	00755441	SANJIV KAPUR	Non-Executive - Non Independent Director	Member	23-10-2020		
3	02161276	VANITA CHHABRA	Non-Executive - Independent Director	Member	30-11-2020		
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**

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	00755441	SANJIV KAPUR	Non-Executive - Non Independent Director	Chairperson	27-10-2020		
2	06929439	SHYAMLA KHERA	Non-Executive - Independent Director	Member	27-10-2020		
3	07862942	DEEPA GOPALAN WADHWA	Non-Executive - Independent Director	Member	11-02-2021		
4	07726444	RISHABH RELAN	Non-Executive - Non Independent Director	Member	27-10-2020		
5							
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							
10							

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	02161276	VANITA CHHABRA	Non-Executive - Independent Director	Chairperson	08-02-2024		
2	00755441	SANJIV KAPUR	Non-Executive - Non Independent Director	Member	08-02-2024		
3	07716326	AYUSH RELAN	Executive Director	Member	08-02-2024		
4							
5							
6							

7							
8							
9							
10							

Other Committee						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks
1	00755441	SANJIV KAPUR	Securities Allotment Committee	Non-Executive - Non Independent Director	Chairperson	
2	00257572	ROHIT RELAN	Securities Allotment Committee	Non-Executive - Non Independent Director	Member	
3	06929439	SHYAMLA KHERA	Securities Allotment Committee	Non-Executive - Independent Director	Member	
4	07726444	RISHABH RELAN	Securities Allotment Committee	Non-Executive - Non Independent Director	Member	
5						
6						
7						
8						
9						
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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)	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*
<p>Add Delete</p>							
1	06-11-2023			Yes	9	9	3
2	08-02-2024	93		Yes	9	9	3

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\* to be filled in only for the current quarter meetings

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## 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)	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)
<a href="#">Add</a> <a href="#">Delete</a>										
1	Audit Committee	06-11-2023				Yes	4	4	3	0
2	Audit Committee Stakeholders Relationship Committee	08-02-2024	93			Yes	4	4	3	0
3	Stakeholders Relationship Committee	06-11-2023				Yes	4	4	2	0
4	Nomination and remuneration committee	08-02-2024	93			Yes	4	4	2	0
5		08-02-2024				Yes	3	3	2	0

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\* to be filled in only for the current quarter meetings

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### 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

Other details of cyber security incidence or breaches or loss of data event

[Add Notes](#)

Number of cyber security incidence or breaches or loss of data event occurred during the quarter

Sr.	Date of the event	Brief details of the event
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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	Yes	
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			<a href="#">Add Notes</a>
Disclosure of notes of material transaction with related party			<a href="#">Add Notes</a>

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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 <b>a. Audit Committee</b>	Yes
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. <b>b. Nomination &amp; remuneration committee</b>	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. <b>c. Stakeholders relationship committee</b>	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. <b>d. Risk management committee (applicable to the top 1000 listed entities)</b>	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	<b>Any comments/observations/advice of Board of Directors may be mentioned here:</b>	<a href="#">Add Notes</a>

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**Annexure 1**

<b>Sr</b>	<b>Subject</b>	<b>Compliance status</b>
1	Name of signatory	Rajat Bhandari
2	Designation	Company Secretary and Compliance Officer

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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		<a href="https://ndrauto.com/company-profile/">https://ndrauto.com/company-profile/</a>
2	Terms and conditions of appointment of independent directors	Yes		<a href="https://ndrauto.com/wp-content/uploads/2022/09/Terms-of-appt-Ind-Director.pdf">https://ndrauto.com/wp-content/uploads/2022/09/Terms-of-appt-Ind-Director.pdf</a>
3	Composition of various committees of board of directors	Yes		<a href="https://ndrauto.com/board-of-directors/">https://ndrauto.com/board-of-directors/</a>
4	Code of conduct of board of directors and senior management personnel	Yes		<a href="https://ndrauto.com/wp-content/uploads/2023/11/NACL_Policy-on-code-of-conduct-6.11.23.pdf">https://ndrauto.com/wp-content/uploads/2023/11/NACL_Policy-on-code-of-conduct-6.11.23.pdf</a>
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		<a href="https://ndrauto.com/wp-content/uploads/2020/10/Whistle-blower-policy.pdf">https://ndrauto.com/wp-content/uploads/2020/10/Whistle-blower-policy.pdf</a>
6	Criteria of making payments to non-executive directors	Yes		<a href="https://ndrauto.com/criteria-for-making-remuneration-to-non-executive-directors/">https://ndrauto.com/criteria-for-making-remuneration-to-non-executive-directors/</a>
7	Policy on dealing with related party transactions	Yes		<a href="https://ndrauto.com/wp-content/uploads/2022/06/Policy-on-related-party-transaction_NACL.pdf">https://ndrauto.com/wp-content/uploads/2022/06/Policy-on-related-party-transaction_NACL.pdf</a>
8	Policy for determining 'material' subsidiaries	NA		
9	Details of familiarization programmes imparted to independent directors	Yes		<a href="https://ndrauto.com/wp-content/uploads/2024/04/Familiarization-Programme-for-IDs-2024NACL.pdf">https://ndrauto.com/wp-content/uploads/2024/04/Familiarization-Programme-for-IDs-2024NACL.pdf</a>
10	Email address for grievance redressal and other relevant details	Yes		<a href="https://ndrauto.com/investor-contacts/">https://ndrauto.com/investor-contacts/</a>
11	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		<a href="https://ndrauto.com/investor-contacts/">https://ndrauto.com/investor-contacts/</a>
12	Financial results	Yes		<a href="https://ndrauto.com/financial-statements/">https://ndrauto.com/financial-statements/</a>
13	Shareholding pattern	Yes		<a href="https://ndrauto.com/shareholding-pattern/">https://ndrauto.com/shareholding-pattern/</a>
14	Details of agreements entered into with the media companies and/or their associates	NA		
15.1	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	Yes		<a href="https://ndrauto.com/analysts-institutional-investors-meet/">https://ndrauto.com/analysts-institutional-investors-meet/</a>
15.2	Audio or video recordings and transcripts of post earnings/quarterly calls	Yes		<a href="https://ndrauto.com/analysts-institutional-investors-meet/">https://ndrauto.com/analysts-institutional-investors-meet/</a>
16	New name and the old name of the listed entity	NA		
17	Advertisements as per regulation 47 (1)	Yes		<a href="https://ndrauto.com/newspaper-publication/">https://ndrauto.com/newspaper-publication/</a>
18	Credit rating or revision in credit rating obtained	NA		
19	Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	NA		
20	Secretarial Compliance Report	Yes		<a href="https://ndrauto.com/secretarial-compliance-report/">https://ndrauto.com/secretarial-compliance-report/</a>

21	Materiality Policy as per Regulation 30 (4)	Yes		<a href="https://ndrauto.com/wp-content/uploads/2023/11/NACL_POLICY-FOR-DETERMINATION-OF-MATERIAL-6.11.23.pdf">https://ndrauto.com/wp-content/uploads/2023/11/NACL_POLICY-FOR-DETERMINATION-OF-MATERIAL-6.11.23.pdf</a>
22	Disclosure of contact details of KMP who are authorized for the purpose of determining materiality as required under regulation 30(5)	Yes		<a href="https://ndrauto.com/board-of-directors/">https://ndrauto.com/board-of-directors/</a>
23	Disclosures under regulation 30(8)	Yes		<a href="https://ndrauto.com/regulation-30/">https://ndrauto.com/regulation-30/</a>
24	Statements of deviation(s) or variations(s) as specified in regulation 32	NA		
25	Dividend Distribution policy as per Regulation 43A(1)	NA		
26	Annual return as provided under section 92 of the Companies Act, 2013	Yes		<a href="https://ndrauto.com/annual-return/">https://ndrauto.com/annual-return/</a>
27	Confirmation that the above disclosures are in a separate section as specified in regulation 46(2)	Yes		<a href="https://ndrauto.com/">https://ndrauto.com/</a>
28	Compliance with regulation 46(3) with respect to accuracy of disclosures on the website and timely updating	Yes		<a href="https://ndrauto.com/">https://ndrauto.com/</a>
29	Disclosure of notes on website in terms of Listing Regulations explanatory [Text Block]		<a href="#">Add Notes</a>	

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**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(1C), 17(1D) & 17(1E)	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	Role of Audit Committee and information to be reviewed by the audit committee	18(3)	Yes	
18	Composition of nomination & remuneration committee	19(1) & (2)	Yes	
19	Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes	
20	Meeting of Nomination and Remuneration Committee	19(3A)	Yes	
21	Role of Nomination and Remuneration Committee	19(4)	Yes	
22	Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	Yes	
23	Meeting of Stakeholders Relationship Committee	20(3A)	Yes	
24	Role of Stakeholders Relationship Committee	20(4)	Yes	
25	Composition and role of risk management committee	21(1),(2),(3),(4)	NA	
26	Meeting of Risk Management Committee	21(3A)	NA	
27	Quorum of Risk Management Committee meeting	21(3B)	NA	
28	Gap between the meetings of the Risk Management Committee	21(3C)	NA	
29	Vigil Mechanism	22	Yes	
30	Policy for related party Transaction	23(1), (1A), (5), (6), & (8)	Yes	
31	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
32	Approval for material related party transactions	23(4)	Yes	
33	Disclosure of related party transactions on consolidated basis	23(9)	Yes	
34	Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA	
35	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	NA	
36	Alternate Director to Independent Director	25(1)	NA	
37	Maximum Tenure	25(2)	Yes	
38	Appointment, Re-appointment or removal of an Independent Director through special resolution or the alternate mechanism	25(2A)	NA	
39	Meeting of independent directors	25(3) & (4)	Yes	
40	Familiarization of independent directors	25(7)	Yes	
41	Declaration from Independent Director	25(8) & (9)	Yes	

42	Directors and Officers insurance	25(10)	NA	
43	Confirmation with respect to appointment of Independent Directors who resigned from the listed entity	25(11)	NA	
44	Memberships in Committees	26(1)	Yes	
45	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
46	Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes	
47	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
48	Approval of the Board and shareholders for compensation or profit sharing in connection with dealings in the securities of the listed entity	26(6)	NA	
49	Vacancies in respect Key Managerial Personnel	26A(1) & 26A(2)	Yes	
<b>Any other information to be provided</b>				<a href="#">Add Notes</a>

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#### Annexure II

1	Name of signatory	Rajat Bhandari
2	Designation	Company Secretary and Compliance Officer

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### 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	NA
Any other information to be provided		<a href="#">Add Notes</a>

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1	Name of signatory	Rajat Bhandari
2	Designation	Company Secretary and Compliance Officer



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Additional Half yearly Disclosure			
Applicability of disclosure	Not Applicable		
Reason for Non Applicability	<a href="#">Add Notes</a>		
<b>I. Disclosure of Loans/ guarantees/comfort letters /securities etc.refer note below</b>			<b>The Figure should be mentioned in Actual INR only</b>
<b>(A)Any loan or any other form of debt advanced by the listed entity directly or indirectly to</b>			
<b>Entity</b>	<b>Aggregate amount advanced during six months</b>	<b>Balance outstanding at the end of six months</b>	
Promoter or any other entity controlled by them			
Promoter Group or any other entity controlled by them			
Directors (including relatives) or any other entity controlled by them			
KMPs or any other entity controlled by them			
<b>(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</b>			
<b>Entity</b>	<b>Type (guarantee, comfort letter etc.)</b>	<b>Aggregate amount of issuance during six months</b>	<b>Balance outstanding at the end of six months(taking into account any invocation)</b>
Promoter or any other entity controlled by them			
Promoter Group or any other entity controlled by them			
Directors (including relatives) or any other entity controlled by them			
KMPs or any other entity controlled by them			
<b>(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</b>			
<b>Entity</b>	<b>Type of security (cash, shares etc.)</b>	<b>Aggregate value of security provided during six months</b>	<b>Balance outstanding at the end of six months</b>
Promoter or any other entity controlled by them			
Promoter Group or any other entity controlled by them			
Directors (including relatives) or any other entity controlled by them			
KMPs or any other entity controlled by them			
<b>(D) Additional Information</b>			<a href="#">Add Notes</a>
<b>II. Affirmations</b>			
<b>Affirmations</b>		<b>Compliance Status</b>	<b>Company Remarks</b>
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			<a href="#">Add Notes</a>
Name			
Designation			
Place			
Date			

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### Signatory Details

Name of signatory	Rajat Bhandari
Designation of person	Company Secretary and Compliance Officer
Place	Gurugram
Date	19-04-2024

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