

Aradhana Investments Ltd.

CIN-L67120WB1973PLC029135
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Website: <https://aradhanainvestments.com/>

CSE/23/24-25
15th January, 2025

Scrip Code: 11226

To,
The Secretary,
The Calcutta Stock Exchange Ltd.
7, Lyons Range
Kolkata 700001

Sub: Corporate Governance Report pursuant to Regulation 27 (2) of the SEBI Listing Regulations, 2015 (LODR)

Dear Sir/Madam,

Pursuant to the requirements of Regulation 10(1A) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. SEBI/HO/CFD-PoD- 2/CIR/P/2024/185 dated 31st December, 2024, we enclose herewith the Corporate Governance Report for the quarter ended 31st December. 2024.

Kindly acknowledge receipt of the same.

Yours truly,
For ARADHANA INVESTMENTS LTD,

R K LUNAWAT
DIRECTOR & CFO
(DIN- 00381030)

Encl: a/a

A. COMPLIANCE REPORT ON CORPORATE GOVERNANCE FOR THE THIRD QUARTER ENDED ON 31ST DECEMBER, 2024

NAME OF THE LISTED ENTITY: **ARADHANA INVESTMENTS LIMITED**

QUARTER ENDING: **31ST DECEMBER, 2024**

I. Composition of Board of Directors												
Title (Mr. - Ms.)	Name of the Director	PAN ⁵ & DIN	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 [with reference to Regulation 17A]	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.	PANKAJ BOTHRA	PAN-AEDPB9872J DIN- 00329988	Independent Director	10/02/2014	30/09/2014	-	26/09/2019-25/09/2024	30/03/1972	2	2	5	1
Mr.	RAJ KARAN LUNAWAT	PAN-AAAYPL5472D DIN- 00381030	Non-Executive Director	26/06/2013	30/09/2013	-	N/A	10/03/1960	1	-	4	2
Mr.	JAI KUMAR KANKARIA	PAN-AKGPK4751L DIN- 00409918	Managing Director	01/09/2006	29/09/2021	-	01/09/2021-31/08/2026	01/01/1953	1	-	2	-
Mrs.	POONAM DUGAR	PAN-AKHPK1612K DIN-02057663	Non-Executive Director	14/07/2014	30/09/2014	-	NA	13/07/1984	1	-	3	1
Mr.	PRANAY BOTHRA	PAN-AGXPB1575E DIN-10272413	Non-Executive Director	10/08/2023	28/09/2023	-	28/09/2023-27/09/2028	13/04/1984	1	1	5	
Mr.	RATAN LAL BUCCHA	PAN-ADPPB7477E DIN-10641808 DIN-10272862	Non-Executive Director	10/08/2023	28/09/2023	-	28/09/2023-27/09/2028	22/01/1974	2	2	4	

Whether Regular chairperson appointed: No

Whether Chairperson is related to managing director or CEO: No

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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
Audit Committee	Yes	Raj Karan Lunawat	Non-executive Independent Director (Chairman)	10/08/2023	
		Jai Kumar Kankaria	Managing Director	10/08/2023	
		Pankaj Bothra	Independent Director	10/08/2023	
		Pranay Bothra	Independent Director	10/08/2023	
Nomination & Remuneration Committee	Yes	Pranay Bothra	Independent Director (Chairman)	10/08/2023	
		Pankaj Bothra	Independent Director	10/08/2023	
		Poonam Dugar	Non-executive Director	10/08/2023	
Risk Management Committee	Yes	Raj Karan Lunawat	Non-executive Director Independent Director	10/08/2023	
		Raj Karan Lunawat	Non-Executive Independent Director (Chairman)	10/08/2023	
		Ratan Lal Buccha	Independent Director	10/08/2023	
Corporate Social Responsibility Committee	Yes	Poonam Dugar	Non-Executive Director	10/08/2023	
		Pranay Bothra	Independent Director	10/08/2023	
		Raj Karan Lunawat	Non-executive Independent Director (Chairman)	10/08/2023	
Stakeholders' Relationship Committee	Yes	Jai Kumar Kankaria	Managing Director	10/08/2023	
		Pankaj Bothra	Independent Director	10/08/2023	
		Pranay Bothra	Independent Director	10/08/2023	

\$ Category of directors means executive-non-executive-independent-Nominee. If a director fits into more than one category write all categories separating them with hyphen

III. Meeting of Board of Directors					
Date(s) of Meeting (if any) in the relevant quarter	Whether requirement of Quorum met*	Number of Directors present*	Number of independent directors present*	Date(s) of Meeting in the previous quarter	Maximum gap between any two consecutive (in number of days)
18/10/2024	Yes	6	3	11/07/2024	67 days
11/11/2024		6	3	12/08/2024	24 days

* to be filled in only for the current quarter meetings

IV. Meeting of Committees						
A) Audit Committee						
Date(s) of meeting of the committee in the relevant quarter	Date(s) of meeting of the committee in the previous quarter	Whether requirement of Quorum met	Number of Directors present**	Number of independent directors present**	Maximum gap between any two consecutive meetings in number of days**	
09/11/2024	10/08/2024	Yes	4	3	91 days	

* 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. 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: Yes
	a. Audit Committee
	b. Nomination & Remuneration committee
	c. Stakeholders Relationship committee
	d. Risk Management committee (applicable to the top 100 listed entities)
	e. Corporate Social Responsibility Committee

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	This report has been placed before the Board of Directors at its meeting held on 15 th January 2025.

For ARADHANA INVESTMENTS LIMITED,

Director & CFO

Note: Information at Table I and II above need to be necessarily given in 1st quarter of each financial year. However if there is no change of information in subsequent quarter(s) of that financial year, this information may not be given by Listed entity and instead a statement "same as previous quarter" may be given.

B. INVESTOR GRIEVANCE REDRESSAL REPORT

Investor Grievance Redressal Report	
No. of investor complaints pending at the beginning of Quarter	Nil
No. of investor complaints received during the Quarter	Nil
No. of investor complaints disposed off during the Quarter	Nil
No. of investor complaints those remaining unresolved at the end of the Quarter	Nil

C. DISCLOSURE OF ACQUISITION OF SHARES OR VOTING RIGHTS IN UNLISTED COMPANIES

The details of acquisition of shares or voting rights in unlisted companies during the quarter in terms of sub-para 1 of para A of Part A of Schedule III are given below:

S. No.	Name of the unlisted company in which shares or voting rights have been acquired	Date of acquisition	Aggregate holding (% shares or voting rights) as at the end of the previous quarter	% shares or voting rights acquired during the quarter	Aggregate holding (% shares or voting rights) as at the end of the quarter
NIL					

D. DISCLOSURE OF IMPOSITION OF FINE OR PENALTY

The details of imposition of fine or penalty during the quarter in terms of sub-para 20 of para A of Part A of Schedule III are given below:

S. No.	Name of the authority	Nature and details of the action(s) taken or order(s) passed	Date of receipt of direction or order, including any ad-interim or interim orders, or any other communication from the authority	Details of the violation(s)/contravention(s) committed or alleged to be committed	Impact on financial, operation or other activities of the listed entity, quantifiable in monetary terms to the extent possible
NIL					

E. 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:

S. 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
NIL				

F. DISCLOSURE OF LOANS / GUARANTEES / COMFORT LETTERS / SECURITIES ETC. (applicable only for half-yearly filings i.e., 2nd and 4th quarter)

I. Disclosure of Loans / guarantees / comfort letters / securities etc.			
(A) Any loan or any other form of debt advanced by the listed entity directly or indirectly to:			
Entity	Aggregate Amount advanced during Six Months	Balance Outstanding at the end of six months	
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) 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			
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			
(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 (guarantee, comfort letter 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			
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			

II. 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.

For ARADHANA INVESTMENTS LIMITED,

Director & CFO

Note

1. These disclosures shall exclude any loan (or other form of debt), guarantee / comfort letter (by whatever name called) or security provided in connection with any loan or any other form of debt:

- a) by a government company to/ for the Government or government company
- b) by the listed entity to/for its subsidiary [and joint-venture company] whose accounts are consolidated with the listed entity.
- c) by a banking company or an insurance company; and
- d) by the listed entity to its employees or directors as a part of the service conditions

2. If the Listed Entity would like to provide any other information, the same may be indicated as Para D in the above table.

G. AFFIRMATIONS ON COMPLIANCE REQUIREMENTS FOR AGM : NOT APPLICABLE

H. WEBSITE AFFIRMATIONS (applicable only for Annual Filing i.e., 4th quarter) : NOT APPLICABLE

**I. AFFIRMATIONS W.R.T. COMPLIANCE WITH CORPORATE GOVERNANCE PROVISIONS (applicable only for Annual Filing i.e., 4th quarter)
: NOT APPLICABLE**

For ARADHANA INVESTMENTS LIMITED,

Director & CFO