

General information about company

Scrip code	524396
NSE Symbol	BIOFILCHEM
MSEI Symbol	NA
ISIN	INE829A01014
Name of the entity	BIOFIL CHEMICALS AND PHARMACEUTICALS LIMITED
Date of start of financial year	01-04-2023
Date of end of financial year	31-03-2024
Reporting Quarter	Half Yearly
Date of Report	30-09-2023
Risk management committee	Not Applicable
Market Capitalisation as per immediate previous Financial Year	Any other

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

Whether the listed entity has a Regular Chairperson Yes

Whether Chairperson is related to MD or CEO Yes

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
1	Mr	RAMESH SHAH	AHCPS6091A	00028819	Executive Director	Chairperson related to Promoter	MD	17-10-1936
2	Mr	ROMIL SHAH	AYRPS6913K	00326110	Non-Executive - Non Independent Director	Not Applicable		07-04-1985
3	Mrs	SHAILA JAIN	AGKPJ2577P	00326130	Non-Executive - Independent Director	Not Applicable		22-11-1966
4	Mr	KETAN SHAH	AHCPS6094F	08818212	Executive Director	Not Applicable		21-07-1961
5	Mr	ASHOK KUMAR RAMAWAT	AAKPR3792G	08818263	Non-Executive - Independent Director	Not Applicable		27-09-1952
6	Mr	SATISH BEOHAR	AHYPB0129N	09220291	Non-Executive - Independent Director	Not Applicable		24-12-1969
7	Mrs	GAYATRI PADIYAR	EDWPP6488L	10260173	Non-Executive - Independent Director	Not Applicable		22-01-1977

I. Composition of Board of Directors

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

Sr	Whether the director is disqualified?	Start Date of disqualification	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

I. Composition of Board of Directors

Sr	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 [with reference to proviso to regulation 17A(1) & 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)	Notes for not providing PAN	Notes for not providing DIN
1	NA		04-01-1985				1	0	0	0		
2	NA		30-07-2005				1	0	0	0		
3	NA		01-04-2014	01-04-2019		114	1	1	2	2		
4	NA		25-08-2020				1	0	0	0		
5	NA		25-08-2020	25-08-2020		37.07	1	1	2	0		
6	NA		30-06-2021	30-06-2021		27.01	1	1	2	0		
7	NA		14-08-2023	14-08-2023		1.18	1	1	0	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	Remarks
1	00326130	SHAILA JAIN	Non-Executive - Independent Director	Chairperson	01-04-2014		
2	08818263	ASHOK KUMAR RAMAWAT	Non-Executive - Independent Director	Member	25-08-2020		
3	09220291	SATISH BEOHAR	Non-Executive - Independent Director	Member	30-06-2021		

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	00326130	SHAILA JAIN	Non-Executive - Independent Director	Chairperson	01-04-2014		
2	08818263	ASHOK KUMAR RAMAWAT	Non-Executive - Independent Director	Member	25-08-2020		
3	09220291	SATISH BEOHAR	Non-Executive - Independent Director	Member	30-06-2021		

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	00326130	SHAILA JAIN	Non-Executive - Independent Director	Chairperson	01-04-2014		
2	08818263	ASHOK KUMAR RAMAWAT	Non-Executive - Independent Director	Member	25-08-2020		
3	09220291	SATISH BEOHAR	Non-Executive - Independent Director	Member	30-06-2021		

Other Committee						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks

Annexure 1**Annexure 1****III. Meeting of Board of Directors**

Disclosure of notes on meeting of board of directors explanatory								
Sr	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)	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*
1	30-05-2023				Yes	6	6	3
2		14-08-2023	75		Yes	6	6	3

Annexure 1

IV. Meeting of Committees

Disclosure of notes on meeting of committees explanatory										
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)
1	Audit Committee	30-05-2023				Yes	3	3	3	0
2	Audit Committee	14-08-2023	75			Yes	3	3	3	0
3	Nomination and remuneration committee	14-08-2023				Yes	3	3	3	0

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			Textual Information(1)
Disclosure of notes of material transaction with related party			Textual Information(2)

Text Block

Textual Information(1)

Company has entered transactions with related parties in ordinary course of business and on arms length basis.

Statement and Declaration of Material Related Party Transactions only
for the Quarter ended on 30.09.2023

S. No.	Name of the Related Party	Nature of Relation with the Directors/ KMP/ Company	Nature of contract or arrangement or transaction	Transactions during the quarter from 01.07.2023 to 30.09.2023	Cumulative Value of the transaction during the quarter 01.04.2023 to 30.09.2023
1.	Cyano Pharma Private Limited	Relative of Directors are Director in the Company	Sale/purchase of goods and services in ordinary course of business and on arms length basis	8,28,62,054.9/-	9,84,51,794.08/-

Textual Information(2)

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 1000 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

Annexure 1

Sr	Subject	Compliance status
1	Name of signatory	SHWETA VERMA
2	Designation	Company Secretary and Compliance Officer

Annexure III

III. Affirmations

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	Yes	
2	Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes	
3	Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes	
4	Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	Yes	
5	Disclosure of the Secretarial Audit Report of the listed entity and the material subsidiaries in the Annual Report	24A(1)	Yes	
6	Submission of Annual Secretarial Compliance Report	24A(2)	Yes	
7	Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	
Any other information to be provided			Textual Information(1)	

Text Block

Textual Information(1)

Company does not fall under top one thousand listed entities based on market capitalization, hence business responsibility report is not required to be attached with Annual Report.

Annexure III

1	Name of signatory	SHWETA VERMA
2	Designation	Company Secretary and Compliance Officer

Additional Half yearly Disclosure			
Applicability of disclosure	Applicable		
Reason for Non Applicability	Textual Information(1)		
I. Disclosure of Loans/ guarantees/comfort letters /securities etc.refer note below			
(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	0	0	
Promoter Group or any other entity controlled by them	0	0	
Directors (including relatives) or any other entity controlled by them	0	0	
KMPs or any other entity controlled by them	0	0	
(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	NA	0	0
Promoter Group or any other entity controlled by them	NA	0	0
Directors (including relatives) or any other entity controlled by them	NA	0	0
KMPs or any other entity controlled by them	NA	0	0
(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 (cash, shares 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	NA	0	0
Promoter Group or any other entity controlled by them	NA	0	0
Directors (including relatives) or any other entity controlled by them	NA	0	0
KMPs or any other entity controlled by them	NA	0	0
(D) Additional Information			Textual Information(2)
II. Affirmations			
Affirmations		Compliance Status	Company Remarks
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.		Yes	Textual Information(3)
Name	PAVAN SINGH RAJPUT		
Designation	CFO		
Place	INDORE		
Date	20-10-2023		

Text Block

Textual Information(3)

During the half year ended September 30, 2023:

a) No loan or any other form of debt has been advanced by the Company to the specified categories of entities in respect of whom disclosure is required.

b) No guarantee/comfort letter has been provided by the Company in connection with any loan(s) or any other form of debt availed by the specified categories of entities in respect of whom disclosure is required.

c) No security has been provided by the Company in connection with any loan(s) or any other form of debt availed by the specified categories of entities in respect of whom disclosure is required.

Details of Cyber security incidence	
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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
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Signatory Details

Name of signatory	SHWETA VERMA
Designation of person	Company Secretary and Compliance Officer
Place	INDORE
Date	20-10-2023

