

## Corporate Governance Report for the Quarter and year ended 30.09.2024

<b>General information about company</b>	
Scrip code	507438
NSE Symbol	IFBAGRO
MSEI Symbol	NOTLISTED
ISIN	INE076C01018
Name of the entity	IFB AGRO INDUSTRIES LIMITED
Date of start of financial year	01-04-2024
Date of end of financial year	31-03-2025
Reporting Quarter	Quarterly
Date of Report	30-09-2024
Risk management committee	Applicable
Market Capitalisation as per immediate previous Financial Year	Top 2000 listed entities

Whether the listed entity has a Regular Chairperson	Yes
Whether Chairperson is related to MD or CEO	No

### **i. Composition Of Board Of Director**

Mr/ Ms	Name of the Director	DIN	PAN	Category (Chairman /Executive/Non-Executive/ Independent/ Nominee)	Sub Category	Initial Date of Appointment	Date of Re-Appointment	Date of cessation	Tenure	Date of Birth
Mr	Bikramjit Nag	00827155	ABVPN5965F	Chairman		14-Oct-1997	26-Jan-2022			27-Sep-1973
Mr	Arup Kumar Banerjee	00336225	ACZPB7556P	ED		28-Jul-2001	30-Jul-2023			23-Aug-1952
Mr	Hari Ram Agarwal	00256614	ACDPA1946N	ID		30-Jul-2014	26-Jul-2019	26-Jul-2024	120.00	10-Oct-1963
Mr	Manoj Kumar Vijay	00075792	ABSPV1893P	ID		30-Jul-2014	26-Jul-2019	26-Jul-2024	120.00	20-Jun-1966
Mr	Sudip Kumar Mukherji	02764262	ADKPM6225E	ID		30-Jul-2014	26-Jul-2019	30-Jul-2024	120.00	03-Nov-1949
Mr	Malay Kumar Das	00408084	AFZPD5152Q	ID		30-Dec-2021	30-Dec-2021		33.02	04-Dec-1950
Ms	Runu Chakraborty	08463092	ABVPC3018L	ID		27-May-2019	27-May-2024		64.05	07-May-1963
Mr	Janardan Anna Gore	05268895	ABBPG9552H	ID		28-May-2024	28-May-2024		4.04	01-July-1952
Mr	Sanjoy Dutta	07192675	ADLPD5090R	ID		30-Jul-2024	30-Jul-2024		2.02	12-April-1961

Mr. / Ms.	Name of the Director	Whether the director is disqualified ?	Current status	Whether special resolution passed?	Date of passing special resolution	No. of Directorship in listed entities including this listed entity	No of Independent Directorship in listed entities including this listed entity	No of memberships in Audit/ Stakeholder Committee(s) including this listed entity	No of post of Chairman in Audit/ Stakeholder Committee held in listed entities including this listed entity
Mr.	Bikramjit Nag	No	Active	NA		2	0	0	0
Mr.	Arup Kumar Banerjee	No	Active	NA		1	0	0	0
Mr.	Hari Ram Agarwal	No	Active	NA		0	0	1	0
Mr.	Manoj Kumar Vijay	No	Active	NA		2	2	1	0
Mr.	Sudip Kumar Mukherji	No	Active	NA		0	0	0	0
Mr.	Malay Kumar Das	No	Active	Yes	29-Jul-2022	1	1	3	2
Ms.	Runu Chakraborty	No	Active	NA		1	1	1	0
Mr.	Janardan Anna Gore	No	Active	Yes	29-Jul-2024	1	1	1	0
Mr.	Sanjoy Dutta	No	Active	NA		1	1	2	1

**i. Composition of Committees**

**a. Audit Committee**

Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation
1	05268895	JANARDAN ANNA GORE	NED-ID	Member	25-07-2024	
2	00256614	HARI RAM AGARWAL	NED-ID	Member	26-07-2019	26-07-2024
3	00075792	MANOJ KUMAR VIJAY	NED-ID	Member	22-08-2022	26-07-2024
4	02764262	SUDIP KUMAR MUKHERJI	NED-ID	Member	26-07-2019	30-07-2024
5	07192675	SANJOY DUTTA	NED-ID	Chairman	30-07-2024	
6	00408084	MALAY KUMAR DAS	NED-ID	Member	25-07-2024	

Company Remarks	
Whether Permanent Chairman appointed	Yes

**b. Stakeholders Relationship Committee**

DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation
02764262	SUDIP KUMAR MUKHERJI	NED-ID	Member	26-07-2019	30-07-2024
00075792	MANOJ KUMAR VIJAY	NED-ID	Member	26-07-2019	26-07-2024
00408084	MALAY KUMAR DAS	NED-ID	Chairman	22-08-2022	
08463092	RUNU CHAKRABORTY	NED-ID	Member	25-07-2024	
07192675	SANJOY DUTTA	NED-ID	Member	30-07-2024	

Company Remarks	
Whether Permanent Chairman appointed	Yes

**c. Risk Management Committee**

DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation
00336225	ARUP KUMAR BANERJEE	Executive Director	Chairman	09-08-2021	
00075792	MANOJ KUMAR VIJAY	NED-ID	Member	09-08-2021	26-07-2024
08463092	RUNU CHAKRABORTY	NED-ID	Member	09-08-2021	25-07-2024
00408084	MALAY KUMAR DAS	NED-ID	Member	25-07-2024	
05268895	JANARDAN ANNA GORE	NED-ID	Member	25-07-2024	

Company Remarks	
Whether Permanent Chairman appointed	Yes

**d. Nomination and Remuneration Committee**

DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation
00075792	MANOJ KUMAR VIJAY	NED-ID	Member	26-07-2019	26-07-2024
00256614	HARI RAM AGARWAL	NED-ID	Member	26-07-2019	26-07-2024
08463092	RUNU CHAKRABORTY	NED-ID	Chairperson	22-08-2022	
00408084	MALAY KUMAR DAS	NED-ID	Member	25-07-2024	
05268895	JANARDAN ANNA GORE	NED-ID	Member	25-07-2024	

Company Remarks	
Whether Permanent Chairman appointed	Yes

**e. Corporate Social Responsibility Committee**

DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation
00336225	ARUP KUMAR BANERJEE	Executive Director	Chairman	30-07-2020	
00256614	HARI RAM AGARWAL	NED-ID	Member	26-07-2019	26-07-2024
00075792	MANOJ KUMAR VIJAY	NED-ID	Member	26-07-2019	26-07-2024
08463092	RUNU CHAKRABORTY	NED-ID	Member	25-07-2024	
05268895	JANARDAN ANNA GORE	NED-ID	Member	25-07-2024	

**ii. Meeting of Board of Directors**

Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Whether requirement of Quorum met	Total number of Directors as on the date of meeting	Number of Directors present	Number of Independent Directors
28-May-2024	-	Yes	8	8	6
-	13-August-2024	Yes	6	6	4

Company Remarks	
Maximum gap between any two consecutive (in number of days)	76

**iii. Meeting of Committees**

Name of the Committee	Date(s) of meeting in the previous quarter	Date(s) of meeting of the committee in the relevant quarter	Whether requirement Quorum met (Yes/No)	Total Number of Directors as on the date of meeting	Total Number of Directors Present	Number of independent directors attending the meeting	No. of members attending the meeting (other than Board of Directors)
Audit Committee	13-August-2024	28-May-2024	Yes	3	3	3	0
Stakeholders Relationship Committee	13-August-2024	28-May-2024	Yes	3	3	3	0
Nomination & Remuneration Committee	27-May-2024	28-July-2024	Yes	3	3	3	0
Risk Management Committee	-	10-July-2024	Yes	3	3	2	0

Company Remarks	
Maximum gap between any two consecutive (in number of days)	76

[Only for Audit Committee]

**iv. Related Party Transactions( Annexure I)**

<i>Subject</i>	<i>Compliance status (Yes/No/NA)</i>
Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material RPT	Not Applicable
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes

**vi. 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
  - a. Audit Committee - **Yes**
  - b. Nomination & remuneration committee - **Yes**
  - c. Stakeholders relationship committee - **Yes**
  - d. Risk management committee (applicable to the top 1000 listed entities) - **Yes**
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.
  - a. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. - **Yes**
  - b. Any comments/observations/advice of Board of Directors may be mentioned here:

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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**Affirmations**

<b>Sr</b>	<b>Particulars</b>	<b>Regulation Number</b>	<b>Compliance status (Yes/No/NA)</b>
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)	NA
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

Name : **Kuntal Roy**  
Designation : **Company Secretary & Compliance Officer**