

## Integrated Governance

### AEROFLEX INDUSTRIES LIMITED

#### General information about company

Scrip code	543972
NSE Symbol	AEROFLEX
MSEI Symbol	NOTLISTED
ISIN	INE024001021
Date of start of financial year	01-04-2024
Date of end of financial year	31-03-2025
Reporting Quarter Type	Quarterly
Date of Quarter Ending	31-12-2024
Type of company	Equity
Whether Annexure I (Part A) of the SEBI Circular dated December 31, 2024 related to Compliance Report on Corporate Governance is applicable to the entity?	true
Whether Annexure I (Part B) of the SEBI Circular dated December 31, 2024 related to Investor Grievance Redressal Report is Applicable to the entity?	true
Whether Annexure I (Part C) of the SEBI Circular dated December 31, 2024 related to Disclosure of Acquisition of Shares or Voting Rights in Unlisted Companies is Applicable to the entity?	false No, Annexure I (Part C) of SEBI Circular dated December 31, 2024 related to Disclosure of Acquisition of Shares or Voting Rights in Unlisted Companies is not applicable for the quarter ended 31.12.2024
Whether Annexure I (Part D) of the SEBI Circular dated December 31, 2024 related to Disclosure of Imposition of Fine or Penalty is Applicable to the entity?	false No, Annexure I (Part D) of SEBI Circular dated December 31, 2024 related to Disclosure of Imposition of Fine or Penalty is not applicable for the quarter ended 31.12.2024
Whether Annexure I (Part E) of the SEBI Circular dated December 31, 2024 related to Disclosure of Updates to Ongoing Tax Litigations or Disputes is Applicable to the entity?	false No, Annexure I (Part E) of SEBI Circular dated December 31, 2024 related to Disclosure of Updates to Ongoing Tax Litigations or Disputes is not applicable for the quarter ended 31.12.2024
Risk management committee	false
Market Capitalisation as per immediate previous Financial Year	Top 2000 listed entities
Is SCORE ID Available ?	true
SCORE Registration ID	COMA01194
Reason For No SCORE ID	
Type of Submission	Original
Remarks (website dissemination)	

## 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																
Whether Chairperson is related to MD or CEO																
true																
Disqualification of Directors under section 164 of the																
Sr no.	Title(Mr/Ms)	Name of the Director	Category 1 of directors	Category 2 of directors	Category 3 of directors	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status	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	Termination
1	Mr	Asad Daud	Executive Director	Chairperson	MD	false				Active	NA		15-10-2019	15-10-2022		
2	Mr	Harikant Ganeshlal Turgalia	Non-Executive - Non Independent Director	Not Applicable		false				Active	NA		15-10-2019	23-10-2019		
3	Mr	Mustafa Abid Kachwala	Executive Director	Not Applicable		false				Active	NA		07-05-2010	07-05-2010		
4	Mr	Ramesh Chandra Soni	Non-Executive - Independent Director	Not Applicable		false				Active	NA		15-10-2019	15-10-2024		
5	Mr	Parthasarathi Sarkar	Non-Executive - Independent Director	Not Applicable		false				Active	NA		03-09-2022	03-09-2022		
6	Mr	Arpit Khandelwal	Non-Executive - Independent Director	Not Applicable		false				Active	NA		15-02-2023	15-02-2023		
7	Ms	Shilpa Bhatia	Non-Executive - Independent Director	Not Applicable		false				Active	NA		03-09-2022	08-07-2023		

**Annexure I****II. Composition of Committees**

Disclosure of notes on composition of committees explanatory

**Audit Committee Details**

Whether the Audit Committee has a Regular Chairperson						true
Sr	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	Ramesh Chandra Soni	Non-Executive - Independent Director	Chairperson	25-11-2019		
2	Asad Daud	Executive Director	Member	25-11-2019		
3	Arpit Khandelwal	Non-Executive - Independent Director	Member	13-02-2023		

**Nomination and remuneration committee**

Whether the Nomination and remuneration committee has a Regular Chairperson						true
Sr	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	Ramesh Chandra Soni	Non-Executive - Independent Director	Chairperson	25-11-2019		
2	Harikant Ganeshlal Turgalia	Non-Executive - Non Independent Director	Member	25-11-2019		
3	Parthasarathi Sarkar	Non-Executive - Independent Director	Member	29-08-2022		

**Stakeholders Relationship Committee**

Whether the Stakeholders Relationship Committee has a Regular Chairperson						true
Sr	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	Harikant Ganeshlal Turgalia	Non-Executive - Non Independent Director	Chairperson	13-02-2023		
2	Asad Daud	Executive Director	Member	13-02-2023		
3	Arpit Khandelwal	Non-Executive - Independent Director	Member	13-02-2023		

**Corporate Social Responsibility Committee**

Whether the Corporate Social Responsibility Committee has a Regular Chairperson						true
Sr	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	Asad Daud	Executive Director	Chairperson	20-05-2022		
2	Ramesh Chandra Soni	Non-Executive - Independent Director	Member	20-05-2022		
3	Mustafa Abid Kachwala	Executive Director	Member	20-05-2022		
4	Arpit Khandelwal	Non-Executive - Independent Director	Member	28-11-2022		

**Annexure I**

<b>III. Meeting of Board of Directors</b>							
Disclosure of notes on meeting of board of directors explanatory							
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*
1	02-08-2024			true	7	7	4
2	30-10-2024	88		true	7	7	4
3	14-12-2024	44		true	7	7	4



**Annexure I**

<b>IV. Meeting of Committees</b>										
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	02-08-2024				true	3	3	2	0
2	Audit Committee	30-10-2024	88			true	3	3	2	0
3	Stakeholders Relationship Committee	02-08-2024				true	3	3	1	0
4	Stakeholders Relationship Committee	30-10-2024	88			true	3	3	1	0
5	Nomination and remuneration committee	26-10-2024				true	3	3	2	0

**Annexure I**

<b>V. Affirmations</b>		
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	true
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	true
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	true
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c.Stakeholders relationship committee	true
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable 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.	true
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.	true
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	true
9	Any comments/observations/advice of Board of Directors may be mentioned here:	Textual Information(1)

**Text Block**

Textual Information(1)	The report for the previous quarter was placed before the Board of Directors of the Company in their Meeting dated 30th October, 2024. This report will be placed before Board of Directors at its next Board Meeting. Any comments/ observations/ advice of the Board of Directors will be mentioned in the report of next quarter.
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**Annexure I**

Sr	Subject	Compliance status
1	Name of signatory	Kinjal Kamlesh Shah
2	Designation	Company Secretary and Compliance Officer

**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	false
Other details of cyber security incidence or breaches or loss of data event	
Number of cyber security incidence or breaches or loss of data event occurred during the quarter	

**Signatory Details**

Name of signatory	Kinjal Kamlesh Shah
Designation of person	Company Secretary and Compliance Officer
Place	Mumbai
Date	20-01-2025

**Investor Grievance Details**

No. of investor complaints pending at the beginning of Quarter	1
No. of investor complaints received during the Quarter	0
No. of investor complaints disposed off during the Quarter	1
No. of investor complaints those remaining unresolved at the end of the Quarter	0