

General information about company

Scrip code	500151
NSE Symbol	goldentobc
MSEI Symbol	NOTLISTED
ISIN	INE973A01010
Name of the entity	Golden Tobacco 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	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								Textual Information(1)
Whether the listed entity has a Regular Chairperson								No
Whether Chairperson is related to MD or CEO								No
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	PAWAN KUMAR MALSARIA	AGTPM5827G	01710944	Executive Director	Not Applicable		24-08-1969
2	Mr	SUNIL KUMAR DHANDHANIA	AFYPD1552R	02566444	Executive Director	Not Applicable		01-05-1969
3	Mr	RAJNIKANT KHODABHAI PATEL	ADRPP7177K	08661189	Non-Executive - Independent Director	Not Applicable		24-06-1950
4	Mr	JIGNESH BHAILAL ENGINEER	AABPE1331R	08872827	Non-Executive - Non Independent Director	Not Applicable		07-05-1957
5	Ms	PRAMA RAVAL SHAH	AABPR6561L	09058285	Non-Executive - Independent Director	Not Applicable		23-03-1970
6	Mr	VIKAS DAHIYA	BFPPD4895F	09232446	Non-Executive - Independent Director	Not Applicable		13-04-1989

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				
2	No				
3	No				
4	No				
5	No				
6	No				

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)	Reason for Cessation	Notes for not providing PAN	Notes for not providing DIN
1	NA		01-09-2020	01-09-2020			1	0	2	0			
2	NA		14-11-2021	14-11-2021			1	0	0	0			
3	No		09-01-2020	09-01-2020		60	1	1	3	0			
4	No		11-09-2020	11-09-2020			1	0	0	0			
5	No		12-02-2021	12-02-2021		60	1	1	0	0			
6	No		13-08-2021	13-08-2021		60	1	1	0	0			

Text Block	
Textual Information(1)	Not Applicable

Audit Committee Details							
Whether the Audit Committee has a Regular Chairperson					No		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	01710944	PAWAN KUMAR MALSARIA	Executive Director	Member	01-09-2020		Textual Information(1)
2	08661189	RAJNIKANT KHODABHAI PATEL	Non-Executive - Independent Director	Member	02-01-2021		Textual Information(2)

Sr Text Block

Textual Information(1)	<p>The company is under Corporate insolvency resolution process and thus the provision are not applicable as per the following regulation of LODR.</p> <p>15.(2A) The provisions as specified in regulation 17 shall not be applicable during the insolvency resolution process period in respect of a listed entity [or a high value debt listed entity] which is undergoing corporate insolvency resolution process under the Insolvency Code.</p> <p>Provided that the role and responsibilities of the board of directors as specified under regulation 17 shall be fulfilled by the resolution professional or resolution professional in accordance with sections 17 and 23 of the Insolvency Code.</p> <p>(2B) The provisions as specified in regulations 18, 19, 20 and 21 shall not be applicable during the insolvency resolution process period in respect of a listed entity 65[or a high value debt listed entity] which is undergoing corporate insolvency resolution process under the Insolvency Code:</p>
Textual Information(2)	<p>The company is under Corporate insolvency resolution process and thus the provision are not applicable as per the following regulation of LODR.</p> <p>15.(2A) The provisions as specified in regulation 17 shall not be applicable during the insolvency resolution process period in respect of a listed entity [or a high value debt listed entity] which is undergoing corporate insolvency resolution process under the Insolvency Code.</p> <p>Provided that the role and responsibilities of the board of directors as specified under regulation 17 shall be fulfilled by the resolution professional or resolution professional in accordance with sections 17 and 23 of the Insolvency Code.</p> <p>(2B) The provisions as specified in regulations 18, 19, 20 and 21 shall not be applicable during the insolvency resolution process period in respect of a listed entity 65[or a high value debt listed entity] which is undergoing corporate insolvency resolution process under the Insolvency Code:</p>

Nomination and remuneration committee							
Whether the Nomination and remuneration committee has a Regular Chairperson						No	
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	08661189	RAJNIKANT KHODABHAI PATEL	Non-Executive - Independent Director	Member	09-01-2020		Textual Information(1)
2	08872827	JIGNESH BHAILAL ENGINEER	Non-Executive - Non Independent Director	Member	02-01-2021		Textual Information(2)

Sr Text Block

Textual Information(1)	<p>The company is under Corporate insolvency resolution process and thus the provision are not applicable as per the following regulation of LODR.</p> <p>15.(2A) The provisions as specified in regulation 17 shall not be applicable during the insolvency resolution process period in respect of a listed entity [or a high value debt listed entity] which is undergoing corporate insolvency resolution process under the Insolvency Code.</p> <p>Provided that the role and responsibilities of the board of directors as specified under regulation 17 shall be fulfilled by the resolution professional or resolution professional in accordance with sections 17 and 23 of the Insolvency Code.</p> <p>(2B) The provisions as specified in regulations 18, 19, 20 and 21 shall not be applicable during the insolvency resolution process period in respect of a listed entity 65[or a high value debt listed entity] which is undergoing corporate insolvency resolution process under the Insolvency Code:</p>
Textual Information(2)	<p>The company is under Corporate insolvency resolution process and thus the provision are not applicable as per the following regulation of LODR.</p> <p>15.(2A) The provisions as specified in regulation 17 shall not be applicable during the insolvency resolution process period in respect of a listed entity [or a high value debt listed entity] which is undergoing corporate insolvency resolution process under the Insolvency Code.</p> <p>Provided that the role and responsibilities of the board of directors as specified under regulation 17 shall be fulfilled by the resolution professional or resolution professional in accordance with sections 17 and 23 of the Insolvency Code.</p> <p>(2B) The provisions as specified in regulations 18, 19, 20 and 21 shall not be applicable during the insolvency resolution process period in respect of a listed entity 65[or a high value debt listed entity] which is undergoing corporate insolvency resolution process under the Insolvency Code:</p>

Stakeholders Relationship Committee							
Whether the Stakeholders Relationship Committee has a Regular Chairperson					No		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	08661189	RAJNIKANT KHODABHAI PATEL	Non-Executive - Independent Director	Member	02-01-2021		Textual Information(1)
2	01710944	PAWAN KUMAR MALSARIA	Executive Director	Member	13-08-2021		Textual Information(2)

Sr Text Block

Textual Information(1)	<p>The company is under Corporate insolvency resolution process and thus the provision are not applicable as per the following regulation of LODR.</p> <p>15.(2A) The provisions as specified in regulation 17 shall not be applicable during the insolvency resolution process period in respect of a listed entity [or a high value debt listed entity] which is undergoing corporate insolvency resolution process under the Insolvency Code.</p> <p>Provided that the role and responsibilities of the board of directors as specified under regulation 17 shall be fulfilled by the resolution professional or resolution professional in accordance with sections 17 and 23 of the Insolvency Code.</p> <p>(2B) The provisions as specified in regulations 18, 19, 20 and 21 shall not be applicable during the insolvency resolution process period in respect of a listed entity 65[or a high value debt listed entity] which is undergoing corporate insolvency resolution process under the Insolvency Code:</p>
Textual Information(2)	<p>The company is under Corporate insolvency resolution process and thus the provision are not applicable as per the following regulation of LODR.</p> <p>15.(2A) The provisions as specified in regulation 17 shall not be applicable during the insolvency resolution process period in respect of a listed entity [or a high value debt listed entity] which is undergoing corporate insolvency resolution process under the Insolvency Code.</p> <p>Provided that the role and responsibilities of the board of directors as specified under regulation 17 shall be fulfilled by the resolution professional or resolution professional in accordance with sections 17 and 23 of the Insolvency Code.</p> <p>(2B) The provisions as specified in regulations 18, 19, 20 and 21 shall not be applicable during the insolvency resolution process period in respect of a listed entity 65[or a high value debt listed entity] which is undergoing corporate insolvency resolution process under the Insolvency Code:</p>

Risk Management Committee							
Whether the Risk Management Committee has a Regular Chairperson					No		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks

Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility Committee has a Regular Chairperson							
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks

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

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	NA	
2	Whether shareholder approval obtained for material RPT	NA	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	NA	

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	No
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	No
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	No
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	No
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.	No
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	No
9	Any comments/observations/advice of Board of Directors may be mentioned here:	Textual Information(1)

Annexure 1

Sr	Subject	Compliance status
1	Name of signatory	Sarita Ramdas Pote
2	Designation	Company Secretary and Compliance Officer

Text Block

Textual Information(1)

The company is under Corporate insolvency resolution process and thus the provision are not applicable as per the following regulation of LODR.
The corporate insolvency resolution process is initiated w.e.f 07 june 2022 however the power of Board of Directors has been suspended and vested with the Resolution Professional.
The Company is under corporate insolvency resolution process and thus the provision are not applicable as per the following regulation of LODR.
15.(2A) The provisions as specified in regulation 17 shall not be applicable during the insolvency resolution process period in respect of a listed entity [or a high value debt listed entity] which is undergoing corporate insolvency resolution process under the Insolvency Code.
Provided that the role and responsibilities of the board of directors as specified under regulation 17 shall be fulfilled by the interim resolution professional or resolution professional in accordance with sections 17 and 23 of the Insolvency Code.

Annexure II**Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)****I. Disclosure on website in terms of Listing Regulations**

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	NA		
2	Terms and conditions of appointment of independent directors	NA		
3	Composition of various committees of board of directors	NA		
4	Code of conduct of board of directors and senior management personnel	NA		
5	Details of establishment of vigil mechanism/ Whistle Blower policy	NA		
6	Criteria of making payments to non-executive directors	NA		
7	Policy on dealing with related party transactions	NA		
8	Policy for determining 'material' subsidiaries	NA		
9	Details of familiarization programmes imparted to independent directors	NA		
10	Email address for grievance redressal and other relevant details	NA		
11	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	NA		
12	Financial results	NA		
13	Shareholding pattern	Yes		http://www.goldentobacco.in
14	Details of agreements entered into with the media companies and/or their associates	NA		

Annexure II

Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)

I. Disclosure on website in terms of Listing Regulations

Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
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	NA		
15.2	Audio or video recordings and transcripts of post earnings/quarterly calls	NA		
16	New name and the old name of the listed entity	NA		
17	Advertisements as per regulation 47 (1)	NA		
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	No	The company is under CIRP process w.e.f 7 June 2022	
20	Secretarial Compliance Report	No	The company is under CIRP process w.e.f 7 June 2022.	
21	Materiality Policy as per Regulation 30 (4)	NA		
22	Disclosure of contact details of KMP who are authorized for the purpose of determining materiality as required under regulation 30(5)	NA		
23	Disclosures under regulation 30(8)	NA		
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	No	The company is under CIRP process w.e.f 7 June 2022. The Resolution Professional Vichitra Narayan Pathak has filed application under regulation 19(2) of IBC code against suspended management for providing requisite information. The Committee of creditors has approve the appointmnet of Statutory Auditor.	
27	Confirmation that the above disclosures are in a separate section as specified in regulation 46(2)	No	Not applicable	
28	Compliance with regulation 46(3) with respect to accuracy of disclosures on the website and timely updating	No	Not applicable	

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)	No	The company is under CIRP process w.e.f 7 June 2022
2	Board composition	17(1), 17(1A) & 17(1C), 17(1D) & 17(1E)	No	The company is under CIRP process w.e.f 7 June 2022
3	Meeting of Board of directors	17(2)	No	The company is under CIRP process w.e.f 7 June 2022
4	Quorum of Board meeting	17(2A)	NA	
5	Review of Compliance Reports	17(3)	No	The company is under CIRP process w.e.f 7 June 2022
6	Plans for orderly succession for appointments	17(4)	No	The company is under CIRP process w.e.f 7 June 2022
7	Code of Conduct	17(5)	No	The company is under CIRP process w.e.f 7 June 2022
8	Fees/compensation	17(6)	NA	
9	Minimum Information	17(7)	NA	
10	Compliance Certificate	17(8)	NA	

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.
11	Risk Assessment & Management	17(9)	NA	
12	Performance Evaluation of Independent Directors	17(10)	No	The company is under CIRP process w.e.f 7 June 2022
13	Recommendation of Board	17(11)	NA	
14	Maximum number of Directorships	17A	NA	
15	Composition of Audit Committee	18(1)	NA	
16	Meeting of Audit Committee	18(2)	NA	
17	Role of Audit Committee and information to be reviewed by the audit committee	18(3)	NA	
18	Composition of nomination & remuneration committee	19(1) & (2)	NA	
19	Quorum of Nomination and Remuneration Committee meeting	19(2A)	NA	
20	Meeting of Nomination and Remuneration Committee	19(3A)	NA	

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.
21	Role of Nomination and Remuneration Committee	19(4)	NA	
22	Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	NA	
23	Meeting of Stakeholders Relationship Committee	20(3A)	NA	
24	Role of Stakeholders Relationship Committee	20(4)	NA	
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	NA	
30	Policy for related party Transaction	23(1), (1A), (5), (6), & (8)	NA	

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.
31	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	NA	
32	Approval for material related party transactions	23(4)	NA	
33	Disclosure of related party transactions on consolidated basis	23(9)	NA	
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)	NA	
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)	NA	
40	Familiarization of independent directors	25(7)	NA	

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.
41	Declaration from Independent Director	25(8) & (9)	NA	
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)	NA	
45	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	NA	
46	Disclosure of Shareholding by Non-Executive Directors	26(4)	NA	
47	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	NA	
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)	NA	
	Any other information to be provided		Textual Information(1)	

Text Block

Textual Information(1)

The company is under Corporate insolvency resolution process and thus the provision are not applicable as per the following regulation of LODR.

15.(2A) The provisions as specified in regulation 17 shall not be applicable during the insolvency resolution process period in respect of a listed entity [or a high value debt listed entity] which is undergoing corporate insolvency resolution process under the Insolvency Code.

Provided that the role and responsibilities of the board of directors as specified under regulation 17 shall be fulfilled by the resolution professional or resolution professional in accordance with sections 17 and 23 of the Insolvency Code.

(2B) The provisions as specified in regulations 18, 19, 20 and 21 shall not be applicable during the insolvency resolution process period in respect of a listed entity 65[or a high value debt listed entity] which is undergoing corporate insolvency resolution process under the Insolvency Code:

Annexure II

1	Name of signatory	Sarita Ramdas Pote
2	Designation	Company Secretary and Compliance Officer

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	

Annexure II

1	Name of signatory	Sarita Ramdas Pote
2	Designation	Company Secretary and Compliance Officer

Additional Half yearly Disclosure		
Applicability of disclosure	Not Applicable	
Reason for Non Applicability	Textual Information(1)	

Text Block

Textual Information(1)

The company is under Corporate insolvency resolution process and thus the provision are not applicable as per the following regulation of LODR.

15.(2A) The provisions as specified in regulation 17 shall not be applicable during the insolvency resolution process period in respect of a listed entity [or a high value debt listed entity] which is undergoing corporate insolvency resolution process under the Insolvency Code.

Provided that the role and responsibilities of the board of directors as specified under regulation 17 shall be fulfilled by the resolution professional or resolution professional in accordance with sections 17 and 23 of the Insolvency Code.

(2B) The provisions as specified in regulations 18, 19, 20 and 21 shall not be applicable during the insolvency resolution process period in respect of a listed entity 65[or a high value debt listed entity] which is undergoing corporate insolvency resolution process under the Insolvency Code:

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
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

Signatory Details

Name of signatory	Sarita Ramdas Pote
Designation of person	Company Secretary and Compliance Officer
Place	Mumbai
Date	20-04-2024

