

# Corporate Governance

General information about company	
Scrip Code	520051
NSE Symbol	JAMNAAUTO
MSEI Symbol	NA
ISIN	INE039C01032
Name of the entity	Jamna Auto Industries Limited
Date of start of financial year	01-APR-2024
Date of end of financial year	31-MAR-2025
Reporting Quarter	Half Yearly
Date of Report	30-Sep-2024
Risk management committee	Applicable

<b>Annexure I</b>
<b>Annexure I to be submitted by listed entity on quarterly basis</b>
<b>I. Composition of Board of Directors</b>

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
											Disqualification of Directors under section 164 of the
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	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification
1	Mr.	Randeep Singh Jauhar	AEZPJ5241F	00746186	Executive Director	Chairperson related to Promoter		25-Jan-1961	No		
2	Mr.	Pradeep Singh Jauhar	ABNPJ6435G	00744518	Executive Director	Not Applicable	CEO-MD	23-Aug-1964	No		
3	Mr.	Surinder Pal Singh Kohli	ADJPK8390H	01643796	Executive Director	Not Applicable		10-Feb-1948	No		
4	Mr.	Rakesh Kalra	AHVPK6066E	00780354	Non-Executive - Independent Director	Not Applicable		11-Sep-1949	No		
5	Mr.	Gautam Mukherjee	ADFPM5515Q	02590120	Non-Executive - Independent Director	Not Applicable		25-Mar-1957	No		
6	Ms.	Rashmi Duggal	AANPD7844G	09602912	Non-Executive - Independent Director	Not Applicable		16-Jan-1961	No		

<b>Annexure 1</b>	
<b>II. Composition of Committees</b>	
Disclosure of notes on composition of committees explanatory	

<b>Audit Committee Details</b>	
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	Ren
1	09602912	Rashmi Duggal	Non-Executive - Independent Director	Chairperson	08-May-2024		
2	00780354	Rakesh Kalra	Non-Executive - Independent Director	Member	08-May-2024		
3	01643796	Surinder Pal Singh Kohli	Executive Director	Member	08-May-2024		
4	02590120	Gautam Mukherjee	Non-Executive - Independent Director	Member	13-Apr-2022		

<b>Nomination and remuneration committee</b>	
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	Ren
1	00780354	Rakesh Kalra	Non-Executive - Independent Director	Chairperson	08-May-2024		
2	09602912	Rashmi Duggal	Non-Executive - Independent Director	Member	08-May-2024		
3	02590120	Gautam Mukherjee	Non-Executive - Independent Director	Member	13-Apr-2022		



<b>Stakeholders Relationship Committee</b>	
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	Ren
1	02590120	Gautam Mukherjee	Non-Executive - Independent Director	Chairperson	08-May-2024		
2	00746186	Randeep Singh Jauhar	Executive Director	Member	29-May-2014		
3	01643796	Surinder Pal Singh Kohli	Executive Director	Member	13-Feb-2018		

<b>Risk Management Committee</b>	
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	Ren
1	00780354	Rakesh Kalra	Non-Executive - Independent Director	Chairperson	08-May-2024		
2	09602912	Rashmi Duggal	Non-Executive - Independent Director	Member	08-May-2024		
3	00744518	Pradeep Singh Jauhar	Executive Director	Member	11-Nov-2014		
4	99999999	Bhupesh Mehta	President & HR-Head	Member	11-Nov-2014		
5	01643796	Surinder Pal Singh Kohli	Executive Director	Member	08-May-2024		

**Annexure 1**

**III. Meeting of Board of Directors**

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 attend the meeting*
1	24-May-2024			true	6	6	3
2	20-Jun-2024	26		true	6	6	3
3	27-Sep-2024	98		true	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 meeting (other than Board of Directors)
1	Audit Committee	24-May-2024				true	4	4	3	0
2	Audit Committee	21-Aug-2024				true	4	4	3	0
3	Audit Committee	27-Sep-2024				true	4	4	3	0

<b>Annexure 1</b>			
<b>V. Related Party Transactions</b>			
Sr	Subject	Compliance status (Yes/No/NA)	If status is No details of non-compliance m be given here.
1	Whether prior approval of audit committee obtained	NA	
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	
Disclosure of notes of material transaction with related party	



<b>Details of Cyber security incidence</b>	
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	Yes
Other details of cyber security incidence or breaches or loss of data event	On July 5, 2024, the Company detected a ransomware incident a server at Pune, India, that had affected Companys IT systems including accounting software(s). Based on review and analysis of the data recovered the Company was able to assess that there had been no material impact on systems involved for production, sales and other operations of the Company and no price sensitive information or data was deleted or impacted as a result of this incident.
Number of cyber security incidence or breaches or loss of data event occurred during the quarter	1

Sr	Date of the event	Brief details of the event
1	2024-07-05 00:00:00.0	<p>On July 5, 2024, the Company detected a ransomware incident at its server at Pune, India, that had affected Company's systems including accounting software(s). The Company acted promptly and took necessary precautions and protocols to mitigate the impact of the incident and successfully recovered/restored the data from backups with the help of cybersecurity experts. Based on further review and analysis of the data recovered the Company was able to assess that there had been no material impact on systems involved for production, sales and other operations of the Company and price sensitive information or data was deleted or impacted as a result of this incident. However, there was a delay in submission of the unaudited financial results for the quarter ended on June 30, 2024, to Stock Exchanges under Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The financial results were submitted to Stock Exchanges on 27 September, 2024. The Company has also intimated the incident to The Indian Computer Emergency Response Team (CERT-In). The Company has also appointed a Cyber Auditor to further assess the Company's IT systems, identify any current shortcomings and recommend any further improvements. We are monitoring our systems closely to ensure ongoing security and stability. Post the Cyber incident a number of changes have been introduced in our IT systems. As on date, the Company has successfully restored all the data from backups, and our systems are functioning normally, and we have not detected any further anomalies.</p>

<b>Annexure 1</b>		
<b>VI. Affirmations</b>		
Sr	Subject	Compliance statu (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)	Yes
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

9	Any comments/observations/advice of Board of Directors may be mentioned here:
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<b>Annexure 1</b>		
Sr	Subject	Compliance status
1	Name of signatory	Praveen Lakhera
2	Designation	Company Secretary and Compliance Officer

<b>Annexure III</b>				
<b>III. Affirmations</b>				
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)	0	
2	Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	0	
3	Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	0	
4	Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	1	The Chairman could not attended the Annu General Meeting due to medical emergency his family member.
5	Disclosure of the Secretarial Audit Report of the listed entity and the material subsidiaries in the Annual Report	24A(1)	0	
6	Submission of Annual Secretarial Compliance Report	24A(2)	0	
7	Whether 'Corporate Governance Report' disclosed in Annual Report	34(3) read with para C of Schedule V	0	
Any other information to be provided				

<b>Annexure III</b>		
1	Name of signatory	Praveen Lakhera
2	Designation	

<b>Additional Half yearly Disclosure</b>			
Applicability of disclosure	Not Applicable		
Reason for Non Applicability	No such transaction held during the period.		
<b>I. Disclosure of Loans/ guarantees/comfort letters /securities etc.refer note below</b>			
(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>(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 of form of debt availed By</b>			
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			
<b>(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</b>			
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			
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			
(D) Additional Information			
<b>II. Affirmations</b>			
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.			
Name			
Designation			
Place			
Date			



