

Corporate Governance

valecha-engineering-ltd	
Scrip Code :532389	Quarter Ending : Dec-2021

Annexure 1

II. Composition of Committees

<b>Disclosure of notes on composition of committees explanatory</b>	-
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**Audit Committee Details**

<b>Whether the Audit Committee has a Regular Chairperson</b>				<b>YES</b>			
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date Of Appointment	Date of Cessation	Remarks
1	08111805	LALNA BHARAT TAKEKAR	Non-Executive - Non Independent Director	Member	28-03-2019	-	-
2	01942507	TEJAS P. DESHPANDE	Non-Executive - Independent Director	Chairperson	14-11-2019	-	-
3	05134904	SADASHIV N. KAVI	Non-Executive - Independent Director	Member	14-11-2019	-	-

**Nomination and remuneration committee**

<b>Whether the Nomination and remuneration committee has a Regular Chairperson</b>				<b>YES</b>			
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date Of Appointment	Date of Cessation	Remarks
1	08111805	LALNA BHARAT TAKEKAR	Non-Executive - Non Independent Director	Member	28-03-2019	-	-
2	01942507	TEJAS P. DESHPANDE	Non-Executive - Independent Director	Chairperson	14-11-2019	-	-
3	05134904	SADASHIV N. KAVI	Non-Executive - Independent Director	Member	14-11-2019	-	-

**Stakeholders Relationship Committee**

<b>Whether the Stakeholders Relationship Committee has a Regular Chairperson</b>				<b>YES</b>			
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<b>Sr</b>	<b>DIN Number</b>	<b>Name of Committee members</b>	<b>Category 1 of directors</b>	<b>Category 2 of directors</b>	<b>Date Of Appointment</b>	<b>Date of Cessation</b>	<b>Remarks</b>
1	08111805	LALNA BHARAT TAKEKAR	Non-Executive - Non Independent Director	Member	28-03-2019	-	-
2	01942507	TEJAS P. DESHPANDE	Non-Executive - Independent Director	Chairperson	14-11-2019	-	-
3	05134904	SADASHIV N. KAVI	Non-Executive - Independent Director	Member	14-11-2019	-	-

Corporate Governance

valecha-engineering-ltd

Scrip Code :532389

Quarter Ending : Dec-2021

Annexure 1

III. Meeting Of Board Of Directors

To

18.01.2022

<b>BSE Limited</b> Corporate Relationship Dept. P. J. Towers, Dalal Street, Mumbai - 400 001 <b>SCRIP CODE 532389</b>	<b>National Stock Exchange of India Limited</b> Exchange Plaza, Bandra Kurla Complex, Bandra (East), Mumbai - 400 051 <b>VALECHENG</b>
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Dear Sir,

**Sub: Regulation 27 (2) (a) of the SEBI (Listing Obligation & Disclosure Requirements), Regulation 2015 – Corporate Governance for Quarter ended 30.12.2021**

Please refer our Notes indicated in the Corporate Governance Report for the Quarter ended **30.12.2021**.

The Bombay High Court vide order dated **05.03.2021** & **09.03.2021** have ordered liquidation of Our Company

The same was intimated to you on **16.03.2021**

The Board of Directors have been suspended pending final judgement/order from Bombay High Court

The Bombay High Court vide order dated **17.12.2021** the status of the Company stands changed from Liquidation to Going Concern.

The same was intimated to you on **22.12.2021**

Thus, there was only one Board meeting was held on **22.12.2021** during the period **01.10.2021** to **31.12.2021**

Kindly take note of the same

Disclosure of notes on meeting of board of directors explanatory

For VALECHA ENGINEERING LIMITED

(VIJAYKUMAR MODI)  
Company Secretary & Legal

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*		
			<p style="text-align: center;"><b>To</b></p> <p style="text-align: center;">,</p> <p style="text-align: center;"><b>18.01.2022</b></p> <table border="1" data-bbox="590 1252 1218 1463"><tr><td><b>BSE Limited</b> Corporate Relationship Dept. P. J. Towers, Dalal Street, Mumbai - 400 001 <b>SCRIP CODE 532389</b></td><td><b>National Stock Exchange of India Limited</b> Exchange Plaza, Bandra Kurla Complex, Bandra (East), Mumbai - 400 051 <b>VALECHENG</b></td></tr></table> <p>Dear Sir,</p> <p><b>Sub: Regulation 27 (2) (a) of the SEBI (Listing Obligation</b></p>	<b>BSE Limited</b> Corporate Relationship Dept. P. J. Towers, Dalal Street, Mumbai - 400 001 <b>SCRIP CODE 532389</b>	<b>National Stock Exchange of India Limited</b> Exchange Plaza, Bandra Kurla Complex, Bandra (East), Mumbai - 400 051 <b>VALECHENG</b>				
<b>BSE Limited</b> Corporate Relationship Dept. P. J. Towers, Dalal Street, Mumbai - 400 001 <b>SCRIP CODE 532389</b>	<b>National Stock Exchange of India Limited</b> Exchange Plaza, Bandra Kurla Complex, Bandra (East), Mumbai - 400 051 <b>VALECHENG</b>								

1	22-12-2021	-	<p align="center"><b>&amp; Disclosure Requirements), Regulation 2015 – Corporate Governance for Quarter ended 31.12.2021</b></p> <p>Please refer our Notes indicated in the Corporate Governance Report for the Quarter ended <b>31.12.2021</b>.</p> <p>The Bombay High Court vide order dated <b>05.03.2021</b> &amp; <b>09.03.2021</b> have ordered liquidation of Our Company</p> <p>The same was intimated to you on <b>16.03.2021</b></p> <p>The Board of Directors have been suspended pending final judgement/order from Bombay High Court</p> <p>The Bombay High Court vide order dated <b>17.12.2021</b> the status of the Company stands changed from Liquidation to Going Concern.</p> <p>The same was intimated to you on <b>22.12.2021</b></p> <p>Thus, there was only one Board meeting was held on <b>22.12.2021</b> during the period <b>01.10.2021</b> to <b>31.12.2021</b></p> <p align="center">Kindly take note of the same</p> <p><b>For VALECHA ENGINEERING LIMITED</b></p> <p><b>(VIJAYKUMAR MODI)</b> <b>Company Secretary &amp; Legal</b></p>	Yes	-	3	2
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Corporate Governance

valecha-engineering-ltd

Scrip Code :532389

Quarter Ending : Dec-2021

Annexure 1

IV. Meeting Of Committees

<p><b>Disclosure of notes on meeting of committees explanatory</b></p>	<p><b>To ,</b></p>	<p><b>18.01.2022</b></p>
	<p><b>BSE Limited</b> Corporate Relationship Dept. P. J. Towers, Dalal Street, Mumbai - 400 001 <b>SCRIP CODE 532389</b></p>	<p><b>National Stock Exchange of India Limited</b> Exchange Plaza, Bandra Kurla Complex, Bandra (East), Mumbai - 400 051  <b>VALECHENG</b></p>
<p>Dear Sir,</p> <p><b>Sub: Regulation 27 (2) (a) of the SEBI (Listing Obligation &amp; Disclosure Requirements), Regulation 2015 – Corporate Governance for Quarter ended 31.12.2021</b></p> <p>Please refer our Notes indicated in the Corporate Governance Report for the Quarter ended <b>31.12.2021</b>.</p> <p>The Bombay High Court vide order dated <b>05.03.2021</b> &amp; <b>09.03.2021</b> have ordered liquidation of Our Company</p> <p>The same was intimated to you on <b>16.03.2021</b></p> <p>The Board of Directors have been suspended pending final judgement/order from Bombay High Court</p> <p>The Bombay High Court vide order dated <b>17.12.2021</b> the status of the Company stands changed from Liquidation to Going Concern.</p> <p>The same was intimated to you on <b>22.12.2021</b></p> <p>Thus, there was only one Board meeting was held on <b>22.12.2021</b> during the period <b>01.10.2021</b> to <b>31.12.2021</b></p> <p>Kindly take note of the same</p> <p><b>For VALECHA ENGINEERING LIMITED</b></p> <p><b>(VIJAYKUMAR MODI)</b> <b>Company Secretary &amp; Legal</b></p>		

Sr	Name of Committee	EnterDate(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order	Maximum gap between any two consecutive meetings (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (details)	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)
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No Data Available

Corporate Governance

valecha-engineering-ltd	
Scrip Code :532389	Quarter Ending : Dec-2021

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	NA	-
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			-

Corporate Governance

valecha-engineering-ltd	
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Annexure I

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 audit committee is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015 <b>a. Audit committee</b>	Yes
3	The composition of the nomination and remuneration committee is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015 <b>b. Nomination and remuneration committee</b>	Yes
4	The composition of the stakeholders relationship committee is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015 <b>c. Stakeholders relationship committee</b>	Yes
5	The composition of the risk management committee is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015 <b>d. Risk management committee (applicable to the top 1000 listed entities)</b>	NA
6	The committee members have been made aware of their powers, role and responsibilities as specified in of 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 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:	-

Annexure I

Sr	Subject	Compliance status
1.	Name of signatory	Vijaykumar Modi
2.	Designation	Company Secretary and Compliance Officer