

January 13, 2025

To,
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001.

Scrip Code: 532641

To,
National Stock Exchange of India Limited
Exchange Plaza, Plot No. C/1, G – Block,
BKC, Bandra (East),
Mumbai – 400 051.

Scrip Symbol: NDL

Sub: Integrated Filing (Governance) for the quarter ended December 31, 2024

Dear Sir/ Madam,

In compliance with Regulations 13(3), 27(2), and 30 read with Schedule III of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SEBI Circular No. SEBI/HO/CFD/CFD-PoD- 2/CIR/P/2024/185 dated December 31, 2024; we are attaching herewith a Quarterly Integrated Filing (Governance) Report for the quarter ended December 31, 2024 in the prescribed format.

Kindly take the same on your record.

Thanking You,

Yours faithfully,
For NANDAN DENIM LIMITED

Rinku Patel
Company Secretary and Compliance Officer

Encl: Annexure 1

Nandan Denim Limited
(CIN: L51909GJ1994PLC022719)

Registered Office

Survey No. 198/1, 203/2, Sajipur-Gopalpur, Pirana Road, Piplei, Ahmedabad-382 405
Ph.:+919879200199 Website:www.nandandenim.com Email:nandan@chiripalgroup.com

Corporate office

Chiripal House, Shivranjani Cross Road, Satellite, Ahmedabad -380 015
Ph.: 079-69660000 Fax: 079-26768656

QUARTERLY INTEGRATED FILING (GOVERNANCE)

Annexure 1

A. Compliance Report on Corporate Governance to be submitted by a listed entity on a quarterly basis

1. Name of the Listed Entity: Nandan Denim Limited

2. Quarter ending: 31-12-2024

I. Composition of Board of Directors												
Title (Mr./Ms)	Name of the Director	PANs & DIN	Category (Chairperson/Executive/Non-Executive/independent/Nominee) &	Initial Date of Appointment	Date of Re-appointment	Date of Cessation	Tenure*	Date of Birth	No. of directorship in listed entities including this listed entity [with reference to Regulation 17A]	No. of Independent Directorship in listed entities including this listed entity [with reference to proviso to regulation 17A(1)] & reg. 17A(2)]	No. of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of the LODR Regulations)	No. of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of the LODR Regulations)
Mr.	Jyotiprasad Devkinandan Chiripal	A*****D & 00155695	Executive Director	01-06-2017	01-06-2022			21-08-1953	2	0	4	0
Mr.	Shaktidan Jayendrasingh Gadhavi	A*****Q & 09004587	Executive Director	28-12-2020	14-08-2024			05-09-1971	1	0	0	0
Mr.	Giraj Mohan Sharma	A*****J & 01215950	Non-Executive - Independent Director	11-11-2014	29-09-2020		121.19	16-12-1961	1	1	2	1
Mr.	Rahul Narendra Mehta	A*****P & 00165521	Non-Executive - Independent Director	13-08-2022	30-09-2022		28.18	20-08-1950	1	1	1	0
Mr.	Kirit Vaikunthraya Joshi	A*****L & 05316488	Non-Executive - Independent Director	13-08-2022	30-09-2022		28.18	23-06-1951	1	1	1	1
Ms.	Nalini Nageswaran	A*****G & 10128138	Non-Executive - Independent Director	30-05-2023	28-08-2023		19.01	09-07-1960	1	1	2	0
Whether Regular chairperson appointed -Yes												
Whether Chairperson is related to managing director or CEO - Yes												
\$PAN number of any director would not be displayed on the website of Stock Exchange &Category of directors means executive/non-executive/independent/Nominee. If a director fits into more than one category write all categories separating them with hyphen * to be filled only for Independent Director. Tenure would mean total period from which Independent director is serving on Board of directors of the listed entity in continuity without any cooling off period.												

II. Composition of Committees					
Name of Committee	Whether Regular chairperson appointed	Name of Committee members	Category (Chairperson/Executive/Non-Executive/independent/ Nominee) &	Date of Appointment	Date of Cessation
1. Audit Committee	Yes	Kirit Vaikunthraya Joshi	Non-Executive – Independent Director	13-08-2022	NA
		Giraj Mohan Sharma	Non-Executive – Independent Director	11-11-2014	NA
		Nalini Nageswaran	Non-Executive – Independent Director	30-05-2023	NA
		Jyotiprasad Devkinandan Chiripal	Executive Director	01-06-2017	NA
2. Nomination & Remuneration Committee	Yes	Kirit Vaikunthraya Joshi	Non-Executive – Independent Director	13-08-2022	NA
		Giraj Mohan Sharma	Non-Executive – Independent Director	11-11-2014	NA
		Nalini Nageswaran	Non-Executive – Independent Director	30-05-2023	NA
3. Stakeholders Relationship Committee	Yes	Giraj Mohan Sharma	Non-Executive - Independent Director	11-11-2014	NA
		Nalini Nageswaran	Non-Executive - Independent Director	30-05-2023	NA
		Jyotiprasad Devkinandan Chiripal	Executive Director	20-08-2020	NA
4. Risk Management Committee (if applicable)	Yes	Jyotiprasad Devkinandan Chiripal	Executive Director	28-05-2022	NA
		Shaktidan Jayendrasingh Gadhavi	Executive Director	28-05-2022	NA
		Nalini Nageswaran	Non-Executive - Independent Director	30-05-2023	NA
5. Corporate Social Responsibility Committee	Yes	Giraj Mohan Sharma	Non-Executive - Independent Director	11-11-2014	NA
		Jyotiprasad Devkinandan Chiripal	Executive Director	01-06-2017	NA
		Shaktidan Jayendrasingh Gadhavi	Executive Director	13-08-2022	NA

⁸Category of directors means executive/non-executive/independent/Nominee. if a director fits into more than one category write all categories separating them with hyphen

III. Meeting of Board of Directors					
Date(s) of Meeting in the relevant quarter	Whether requirement of Quorum met*	Number of Directors present*	Number of independent directors present*	Date(s) of Meeting in the previous quarter	Maximum gap between any two consecutive meetings (in number of days)
28-10-2024	Yes	6	4	10-07-2024, 14-08-2024	74
* to be filled in only for the current quarter meetings					

IV. Meeting of Committees						
Name of the Committee	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)*	Number of Directors present*	Number of independent directors present*	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days**
Audit Committee	28-10-2024	Yes	4	3	14-08-2024	74
Stakeholders Relationship Committee	28-10-2024	Yes	3	2	14-08-2024	74
Nomination and remuneration committee	28-10-2024	Yes	3	3	10-07-2024	109
Risk Management Committee	28-10-2024	Yes	3	1	10-07-2024	109
* to be filled in only for the current quarter meetings						
** This information has to be mandatorily be given for audit committee and Risk Management Committee, for rest of the committees giving this information is optional						

V. Affirmations	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 the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
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, voluntary for entities ranked 1001 to 2000)	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. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of Board of Directors may be mentioned here:	Yes
Name & Designation	Rinku Patel
Company Secretary / Compliance Officer / Managing Director / CEO / CFO	Company Secretary / Compliance Officer

Note:

Information at Table I and II above need to be necessarily given in 1st quarter of each financial year. However, if there is no change of information in subsequent quarter(s) of that financial year, this information may not be given by the listed entity and instead a statement "same as previous quarter" may be given.

B. INVESTOR GRIEVANCE REDRESSAL REPORT

Investor Grievance Redressal Report	
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

C. DISCLOSURE OF ACQUISITION OF SHARES OR VOTING RIGHTS IN UNLISTED COMPANIES

The details of acquisition of shares or voting rights in unlisted companies during the quarter in terms of sub-para 1 of para A of Part A of Schedule III are given below:

S. No.	Name of the unlisted company in which shares or voting rights have been acquired	Date of acquisition	Aggregate holding (% shares or voting rights) as at the end of the previous quarter	% shares or voting rights acquired during the quarter	Aggregate holding (% shares or voting rights) as at the end of the quarter
Nil					

D. DISCLOSURE OF IMPOSITION OF FINE OR PENALTY

The details of imposition of fine or penalty during the quarter in terms of sub-para 20 of para A of Part A of Schedule III are given below:

S. No.	Name of the authority	Nature and details of the action(s) taken or order(s) passed	Date of receipt of direction or order, including any ad-interim or interim orders, or any other communication from the authority	Details of the violation(s)/ contravention(s) committed or alleged to be committed	Impact on financial, operation or other activities of the listed entity, quantifiable in monetary terms to the extent possible
NIL					

E. DISCLOSURE OF UPDATES TO ONGOING TAX LITIGATIONS OR DISPUTES

The updates on tax litigations or disputes in terms of sub-para 8 of para B of Part A of Schedule III read with corresponding provisions of Annexure 18 of the Master Circular are given below:

S. No.	Name of the opposing party	Date of initiation of the litigation / dispute	Status of the litigation / dispute as per last disclosure	Current status of the litigation / dispute
1	Deputy commissioner of income tax, Ahmedabad- Income-tax Department	10-05-2024	Demand notice for an amount of Rs.3,67,39,244 has been issued for assessment u/s 143(3) and search & seizure u/s 132 of the income tax Act,1961 for the assessment year 2020-21	Company has filed appeal on 08.06.2024 before office of the Commissioner of Income Tax, Appeal, Ahmedabad against the demand
2	Deputy commissioner of income tax, Ahmedabad- Income-tax Department	22-07-2024	<p>Demand notice has been issued for assessment u/s 143(3) of the income tax Act,1961 for Assessment year a. 2016-17 b. 2017-18 & c. 2018-19</p> <p>a. Demand notice of Rs. 15,04,44,555 /- has for the Assessment Year 2016-17 (Existing Demand of Rs. 4,33,43,408 and Additional Demand of Rs. 10,71,01,147)</p> <p>b. Demand notice of Rs. NIL for Assessment Year 2017-18</p> <p>c. Demand notice of Rs. 23,94,61,416 for Assessment year 2018-19 (Existing Demand of Rs. 19,92,11,280 and Additional Demand Rs. 4,02,50,136)</p>	<p>Company has filed appeal on 27.08.2024 before office of the Commissioner of Income Tax, Appeal, Ahmedabad against the demand.</p> <p>The Company have received Order u/s 250 of Income Tax Act, 1961 issued by CIT (appeal) Ahmedabad- 13 on 29.11.2024 for A.Y. 2016-17, the disallowance of deduction u/s 80IA of the Act made by AO for Rs. 7,89,11,003/- is now directed to allow, hence disputed demand of Rs. 4,33,43,410 is expected to be NIL.</p>
3	Deputy commissioner of income tax, Ahmedabad- Income-tax Department	02-08-2024	Demand notice for an amount of Rs. 0/- has been issued for assessment u/s 143(3) of the income tax Act,1961 for the assessment year 2023-24. There is a refund of Rs. 3,67,40,750 for TDS & Prepaid tax for the said Assessment year as per order.	Appeal has been filed on 11.09.2024 before office of the Commissioner of Income Tax, Appeal, Ahmedabad
4	Deputy commissioner of income tax, Ahmedabad- Income-tax Department	02-08-2024	Demand notice for an amount of Rs. 0/- has been issued for assessment u/s 143(3) of the income tax Act,1961 for the assessment year 2021-22. There is a refund of Rs. 75,78,130 for TDS for the said Assessment year as per order.	Appeal has been filed on 04.09.2024 before office of the Commissioner of Income Tax, Appeal, Ahmedabad