

# BFM INDUSTRIES LIMITED

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Fax No. :033-22420588; email id:- [bfmilt@gmail.com](mailto:bfmilt@gmail.com); website: [www.bfmind.com](http://www.bfmind.com)  
CIN: L65993WB1918PLC000947

Date: 15<sup>th</sup> January, 2020

To

The Secretary,  
The Calcutta Stock Exchange Limited  
7, Lyons Range  
Kolkata- 700 001

Dear Sir/Madam,

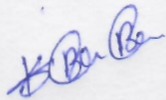
**Sub: Compliance Report on Corporate Governance under Regulation 27(2) of  
the Securities and Exchange Board of India (Listing Obligations and Disclosure  
Requirements) Regulations, 2015**

Pursuant to Regulation 27(2) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the Compliance Report on Corporate Governance for the Quarter ended on 31<sup>st</sup> December, 2019.

This is for your information and record.

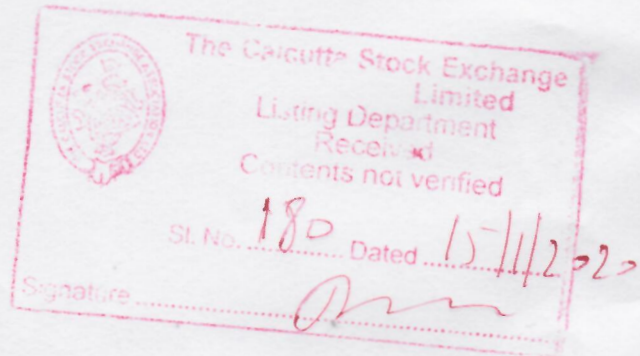
Thanking You.

Yours faithfully,  
For BFM Industries Limited



Kumar Bam Bam  
Company Secretary & Compliance Officer  
Membership No.: A59110

Encl. as above



1. Name of Listed Entity: **BFM INDUSTRIES LIMITED**2. Quarter ending: **30.12.2019****I. Composition of Board of Directors**

Title (Mr. / Ms)	Name of the Director	PAN <sup>§</sup> & DIN	Category (Chairperson/ Executive/ Non-Executive/ independent/ Nominee) <sup>&amp;</sup>	Initial Date of Appointment	Date of Re-appointment	Date of Cessation	Tenure* (Approx)	Date of Birth	No. of Directorship in listed entities including this listed entity [in reference to Regulation 17A(1)]	Number of memberships in Audit(AC)/ Stakeholder Committee(s) (SC) 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)
Mr.	SUSHIL KUMAR DAGA	ADIPD7055R 00389137	Non-Executive/ Independent	25/01/2010	-	-	9 Years and 11 months	01/07/1963	1	2(1AC, 1SC)	-
Mr.	SUSHIL KUMAR BANTHIA	ADXPB3379F 00555169	Executive	25/01/2010	-	-	-	01/11/1962	1	2(1AC, 1SC)	-
Mrs.	MANISHA PINCHA	APZPP6065Q 07143031	Non-Executive	27/03/2015	-	-	-	22/10/1980	2	2(1AC, 1SC)	-
Mr.	NARAYAN ROY	ADKPR7617K 07104417	Non -Executive/ Independent	09/03/2015	-	-	4 Years and 9 months	01/12/1951	1	2(1AC, 1SC)	2(1AC, 1SC)

Whether Regular Chairperson appointed – No

Whether Chairperson is related to Managing Director or CEO – No

<sup>§</sup> PAN number of any director would not be displayed on the website of Stock Exchange<sup>&</sup> 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	Sri Narayan Roy	Chairperson /Non-Executive/ Independent	10/02/2017	--
		Sri Sushil Kumar Banthia	Executive	13/08/2014	--
		Sri Sushil Kumar Daga	Non-Executive/ Independent	13/08/2014	--
2. Nomination & Remuneration Committee	Yes	Sri Narayan Roy	Chairperson /Non-Executive/ Independent	27/03/2015	--
		Smt Manisha Pincha	Non-Executive	01/04/2017	--
		Sri Sushil Kumar Daga	Non-Executive/ Independent	13/08/2014	--
3. Stakeholders Relationship Committee	Yes	Sri Narayan Roy	Chairperson /Non-Executive/ Independent	10/02/2017	--
		Sri Sushil Kumar Banthia	Executive	13/08/2014	--
		Sri Sushil Kumar Daga	Non-Executive/ Independent	13/08/2014	--

§ 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

## III. Meeting of Board of Directors

Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Whether requirement of Quorum met*	Number of Directors present*	Number of independent directors present*	Maximum gap between any two consecutive (in number of days)
14/08/2019	14/11/2019	Yes	4	2	91
					-

## 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	12/11/2019	Yes, Quorum were present	3	2	12/08/2019	91
Nomination & Remuneration Committee	12/11/2019	Yes, Quorum were present	3	2	12/08/2019	91

\* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional

## V. Related Party Transactions

Subject	Compliance status (Yes/No/NA)refer note below
Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material RPT	NA
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes



**Note**

1 In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A.. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.

2 If status is "No" details of non-compliance may be given here.

**VI. Affirmations**

1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.

2. The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015

a. Audit Committee

b. Nomination & remuneration committee

c. Stakeholders relationship committee

d. Risk management committee (applicable to the top 100 listed entities) – Not applicable

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.

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.

5. This report and/or the report submitted in the previous quarter have been placed before Board of Directors.

Any comments/observations/advice of Board of Directors may be mentioned here: The report submitted in the previous quarter has been placed before Board of Directors on 14<sup>th</sup> November, 2019 and were duly noted by the Board.

**For BFM Industries Limited**



**Kumar Bam Bam**

**Company Secretary & Compliance Officer**

