



Resonance Specialties Limited

Regd. Office: Plot No. 54-D, Kandivli Industrial Estate, Kandivali (W) Mumbai - 400067, India

Tel: +91-22-6857 2827/6210 6053 **Fax:** +91-22-28688544 **E-mail:** info@resonancesl.com

Website : www.resonancesl.com **CIN:** L25209MH1989PLCO51993 **GST:**27AAACA9590Q1ZW

THRU ONLINE FILING

October 17, 2022

The Secretary
BSE Limited
Phiroze Jeejeeboy Towers,
Dalal Street, Mumbai - 400 001

Dear Sir / Madam,

Re: Compliance Report on Corporate Governance for the quarter ended September 30, 2022

Pursuant to Regulation 27(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith Compliance Report (Annexure I) on Corporate Governance of the Company for the quarter ended September 30, 2022.

Kindly acknowledge receipt of the same.

Thanking you,
For Resonance Specialties Limited

Sd/-

Minal Bhosale
Company Secretary and Compliance Officer

Encl: a/a

To be submitted by listed entity on quarterly basis

1. Name of Listed Entity: Resonance Specialties Limited

2. Quarter ending: September 30, 2022

I. Composition of Board of Directors													
Whether the listed entity has a Regular Chairperson								Yes					
Whether Chairperson is related to MD or CEO								No					
Title (Mr. / Ms.)	Name of the Director	Category (Chairperson /Executive /Non-Executive/ independent/ Nominee)	Date of birth	Whether special resolution passed? (Refer Regulation 17 (1A) of Listing Regulation)	Date of passing special resolution	Initial Date of Appointment	Date of Re-appointment	Date of Cessation	Tenure of Director* (in months)	No of Director ship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations)	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)
Mrs.	Archana Surendra Yadav	Non-Executive / Independent Woman Director /Chairperson	30-12-1976	NA	-	08-02-2016	08-02-2021	-	60	3	3	5	2
Mr.	Ajay Patadia	Non-Executive / Independent Director	07-09-1974	NA	-	27-06-2020	-	-	60	1	1	2	0
Mr.	Raj Kamal Prasad Verma	Non-Executive / Independent Director	22-03-1949	Yes	10-03-2021	10-11-2020	-	-	60	3	3	4	2
Mr.	Prashant Godha	Non-Executive / Non-Independent Director	16-11-1974	NA	-	10-11-2020	-	-	-	4	0	1	0
Mr.	Ashish Katariya	Executive / Wholetime Director / CEO	27-09-1991	NA	-	09-11-2019	-	-	-	1	0	0	0
Mr.	Charchit Jain	Executive / Wholetime Director / CFO	19-07-1995	NA	-	23-06-2022	-	-	-	1	0	2	0

\$ 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	Name of Committee members	Date of appointment to the Committee	Date of Cessation	Category (Chairperson/Executive/ Non-Executive/ Independent/ Nominee)
1. Audit Committee	Mrs. Archana Surendra Yadav	21-05-2019	-	Chairman of the Committee/Non-Executive / Independent Director
	Mr. Raj Kamal Prasad Verma	18-11-2020	-	Non-Executive / Independent Director
	Mr. Ajay Patadia	27-06-2020	-	Non-Executive / Independent Director
	Mr. Charchit Jain	23-06-2022	-	Executive / Whole-time Director
2. Nomination & Remuneration Committee	Mr. Raj Kamal Prasad Verma	18-11-2020	-	Chairman of the Committee/Non-Executive / Independent Director
	Mrs. Archana Surendra Yadav	31-12-2016	-	Non-Executive / Independent Director
	Mr. Ajay Patadia	27-06-2020	-	Non-Executive / Independent Director
	Mr. Prashant Godha	21-12-2020	-	Non-Executive / Non-Independent Director
3. Stakeholders Relationship Committee	Mr. Raj Kamal Prasad Verma	21-12-2020	-	Chairman of the Committee Non-Executive / Independent Director
	Mrs. Archana Surendra Yadav	27-06-2020	-	Non-Executive / Independent Director
	Mr. Ajay Patadia	21-12-2020	-	Non-Executive / Independent Director
	Mr. Charchit Jain	23-06-2022	-	Executive / Whole-time Director
4. Corporate Social Responsibility Committee	Mrs. Archana Surendra Yadav	21-07-2020	-	Chairman of the Committee /Non-Executive / Independent Director
	Mr. Raj Kamal Prasad Verma	18-11-2020	-	Non-Executive / Independent Director
	Mr. Ajay Patadia	21-12-2020	-	Non-Executive / Independent Director
	Mr. Prashant Godha	21-12-2020	-	Non-Executive / Non Independent Director

Category of directors means executive/non-executive/independent/Nominee. If a director fits into more than one category write all categories.

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	Maximum gap between any two consecutive meetings (in number of days)	Whether requirement of Quorum met (Yes/No)	Number of Directors present* (current quarter)	No. of Independent Directors attending the meeting* (current quarter)
June 23, 2022	August 11, 2022	23.06.2022 to 11.08.2022 - 48 days	Yes	6	3

IV. Meeting of Committees - (Audit Committee)					
Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Maximum gap between any two Consecutive meetings in number of days*	Whether requirement Of Quorum met (details)	Number of Directors present* (current quarter)	No. of Independent Directors attending the meeting* (current quarter)
May 11, 2022	August 11, 2022	11.05.2022 to 11.08.2022 - 91 days	Yes	4	3

IV. Meeting of Committees - (Nomination and remuneration committee)					
Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Maximum gap between any two Consecutive meetings in number of days*	Whether requirement Of Quorum met (details)	Number of Directors present* (current quarter)	No. of Independent Directors attending the meeting* (current quarter)
June 23, 2022	August 11, 2022	23.06.2022 to 11.08.2022 - 48 days	Yes	4	3

V. Related Party Transactions	
Subject	Compliance status (Yes/No/N.A.)
Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material RPT	Yes.
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes
<p>Note:</p> <p>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.</p> <p>2 If status is "No" details of non-compliance may be given here.</p>	

VI. Affirmations
<ol style="list-style-type: none"> 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 <ol style="list-style-type: none"> a. Audit Committee b. Nomination & remuneration committee c. Stakeholders relationship committee 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 has been placed before Board of Directors. Any comments/observations/advice of Board of Directors may be mentioned here: -
Name & Designation : Minal Bhosale, Company Secretary and Compliance Officer Mumbai, October 17, 2022

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Annexure III				
III. Affirmations				
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)	Yes	
2	Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes	
3	Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes	
4	Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	Yes	
5	Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	
Any other information to be provided				

Annexure III		
1	Name of signatory	Minal Bhosale
2	Designation	Company Secretary and Compliance Officer

Additional Half yearly Disclosure			
Applicability of disclosure	Applicable		
Reason for Non Applicability	Textual Information(1)		
I. Disclosure of Loans/ guarantees/comfort letters /securities etc.refer note below			
(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	0	0	
Promoter Group or any other entity controlled by them	0	0	
Directors (including relatives) or any other entity controlled by them	0	0	
KMPs or any other entity controlled by them	0	0	
(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 other form of debt availed By			
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	0	0	0
Promoter Group or any other entity controlled by them	0	0	0
Directors (including relatives) or any other entity controlled by them	0	0	0
KMPs or any other entity controlled by them	0	0	0
(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			
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	0	0	0
Promoter Group or any other entity controlled by them	0	0	0
Directors (including relatives) or any other entity controlled by them	0	0	0
KMPs or any other entity controlled by them	0	0	0
(D) Additional Information			Textual Information(2)

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II. Affirmations

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.	Yes	Textual Information(3)
Name	Charchit Jain	
Designation	CFO	
Place	Mumbai	
Date	17-10-2022	

Signatory Details

Name of signatory	Minal Bhosale
Designation of person	Company Secretary and Compliance Officer
Place	Mumbai
Date	17-10-2022