



Resonance Specialties Limited

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

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Website: www.resonancesl.com **CIN:** L25209MH1989PLC051993 **GST:**27AAACA9590Q1ZW

THRU ONLINE FILING

July 18, 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 June 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 June 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: June 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 Directorship 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
Mrs.	Archana Surendra Yadav	Non-Executive / Independent Woman Director /Chairperson	30-12-1976	NA	-	08-02-2016	08-02-2021	-	60	3	3	5	1
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	16-11-1974	NA	-	10-11-2020	-	-	-	3	0	1	0
Mr.	Ashish Katariya	Executive / Wholetime Director / CEO	27-09-1991	NA	-	09-11-2019	-	-	-	1	0	0	0
Mr.	Dwarika Prasad Agrawal	Executive / Wholetime Director / CFO	13-07-1984	NA	-	21-07-2020	-	11-06-2022	-	1	0	2	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. Dwarika Agrawal	21-12-2020	11-06-2022	Executive / Whole-time 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	18-11-2020	-	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. Dwarika Prasad Agrawal	21-12-2020	11-06-2022	Executive / Whole-time 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)
March 25, 2022	May 11, 2022 June 23, 2022	25.03.2022 to 11.05.2022 - 46 days 11.05.2022 to 23.06.2022 - 42 days	Yes Yes	6 5	3 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)
January 25, 2022	May 11, 2022	25.01.2022 to 11.05.2022 - 105 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)
March 25, 2022	June 23, 2022	25.03.2022 to 23.06.2022 - 88 days	Yes Yes	4 4	3 3

IV. Meeting of Committees - (Corporate Social Responsibility 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)
January 25, 2022	May 11, 2022	25.01.2022 to 11.05.2022 - 105 days	Yes	4	3

IV. Meeting of Committees - (Stakeholders Relationship 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)
October 27, 2021	May 11, 2022	27.10.2021 to 11.05.2022 - 195 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. Approval was obtained in the Annual General Meeting of the Company held on August 26, 2021.
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, July 18, 2022

: 5 :

Signatory Details	
Name of signatory	Mrs. Minal Bhosale
Designation of person	Company Secretary and Compliance Officer
Place	Mumbai
Date	18-07-2022