

General information about company

Scrip code	540293
NSE Symbol	PRICOLLTD
MSEI Symbol	NOTLISTED
ISIN	INE726V01018
Name of the entity	PRICOL LIMITED
Date of start of financial year	01-04-2022
Date of end of financial year	31-03-2023
Reporting Quarter	Yearly
Date of Report	31-03-2023
Risk management committee	Applicable
Market Capitalisation as per immediate previous Financial Year	Top 1000 listed entities

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Annexure I

Annexure I to be submitted by listed entity on quarterly basis

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory																						Add Notes			
Whether the listed entity has a Regular Chairperson																						Yes			
Whether Chairperson is related to MD or CEO																						Yes			
Disqualification of Directors under section 164 of the Companies Act, 2013																									
Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status	Whether special resolution passed? (Refer Reg. 17(1A) of Listing Regulations)	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 (Refer Regulation 26(1) of Listing Regulations)	Notes for not providing PAN	Notes for not providing DIN
Add		Delete																							
1	Mrs	VANITHA MOHAN	ADJPM0478J	00002168	Executive Director	Chairperson related to Promoter		09-12-1952	No				Active	NA		01-11-2016	01-04-2021		36	1	0	2	0		
2	Mr	VIKRAM MOHAN	ADJPM0476G	00889968	Executive Director	Not Applicable	MD	23-05-1975	No				Active	NA		01-06-2013	01-04-2022		36	1	0	1	0		
3	Mr	R.VIDHYA SHANKAR	ABGPV6023P	00002498	Non-Executive - Independent Director	Not Applicable		25-03-1970	No				Active	NA		01-11-2016	01-08-2019		60	2	2	4	1		
4	Mrs	SBIYA CHARI	AABPC358DC	07383240	Non-Executive - Independent Director	Not Applicable		06-02-1974	No				Active	NA		01-11-2016	27-05-2021		60	2	2	1	0		
5	Mr	S.K.SUNDARARAMAN	AGVP9509H	00002691	Non-Executive - Independent Director	Not Applicable		15-04-1973	No				Active	NA		30-05-2018	30-05-2018		60	4	2	8	2		
6	Mr	KILANGO	AAFP6212D	00124115	Non-Executive - Independent Director	Not Applicable		23-07-1964	No				Active	NA		15-06-2019	15-06-2019		60	2	2	1	0		
7	Mr	P.SHANMUGASUNDARAM	AAAMP62873D	00119411	Non-Executive - Independent Director	Not Applicable		10-08-1948	No				Active	Yes	29-08-2019	15-06-2019	15-06-2019		60	3	3	3	3		
8	Mr	P.M.GANESH	ACYPG4623K	08571325	Executive Director	Not Applicable	CEO	14-02-1969	No				Active	NA		08-11-2021	08-11-2021		29	1	0	0	0		
9	Mr	NAVIN PAUL	AAAPP0461A	00424944	Non-Executive - Independent Director	Not Applicable		24-10-1957	No				Active	NA		22-10-2020	22-10-2020		60	2	2	2	0		

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II. Composition of Committees

Disclosure of notes on composition of committees explanatory

Add Notes

For this quarter kindly note the following points:

1. Date of Appointment and Date of Cessation (if applicable) must be mandatorily filled for every Committee.
2. Date of Appointment can be any day upto September 30, 2022.
3. Date of Cessation must be for the current quarter only, i.e. July 1,2022 to September 30,2022

Note: Please enter DIN. After entering DIN, Name of Committee members and Category 1 of Directors shall be pre-filled automatically

Audit Committee Details

Whether the Audit Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00119411	P.SHANMUGASUNDARAM	Non-Executive - Independent Director	Chairperson	15-06-2019		
2	00002498	R.VIDHYA SHANKAR	Non-Executive - Independent Director	Member	31-10-2016		
3	00002168	VANITHA MOHAN	Executive Director	Member	30-10-2016		
4	07383240	SRIYA CHARI	Non-Executive - Independent Director	Member	01-02-2018		
5	00002691	S.K.SUNDARARAMAN	Non-Executive - Independent Director	Member	30-05-2018		
6							
7							
8							
9							
10							

Note: Please enter DIN. After entering DIN, Name of Committee members and Category 1 of Directors shall be pre-filled automatically

Nomination and remuneration committee

Whether the Nomination and remuneration committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00002498	R.VIDHYA SHANKAR	Non-Executive - Independent Director	Chairperson	31-10-2016		
2	07383240	SRIYA CHARI	Non-Executive - Independent Director	Member	01-02-2018		
3	00119411	P.SHANMUGASUNDARAM	Non-Executive - Independent Director	Member	15-06-2019		
4							
5							
6							
7							
8							
9							
10							

Note: Please enter DIN. After entering DIN, Name of Committee members and Category 1 of Directors shall be pre-filled automatically

Stakeholders Relationship Committee

Whether the Stakeholders Relationship Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00002498	R.VIDHYA SHANKAR	Non-Executive - Independent Director	Chairperson	31-10-2016		
2	00002168	VANITHA MOHAN	Executive Director	Member	31-10-2016		
3	00089968	VIKRAM MOHAN	Executive Director	Member	01-02-2018		
4	00002691	S.K.SUNDARARAMAN	Non-Executive - Independent Director	Member	15-06-2019		
5							
6							
7							
8							
9							
10							

Risk Management Committee

Whether the Risk Management Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00089968	VIKRAM MOHAN	Executive Director	Chairperson	10-08-2021		
2	00124115	K.ILANGO	Non-Executive - Independent Director	Member	10-08-2021		
3	08571325	P.M.GANESH	Executive Director	Member	10-08-2021		
4							
5							
6							
7							
8							
9							
10							

Note: Please enter DIN. After entering DIN, Name of Committee members and Category 1 of Directors shall be pre-filled automatically

Corporate Social Responsibility Committee

Whether the Corporate Social Responsibility Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00002168	VANITHA MOHAN	Executive Director	Chairperson	28-11-2016		
2	00089968	VIKRAM MOHAN	Executive Director	Member	28-11-2016		
3	00124115	K.ILANGO	Non-Executive - Independent Director	Member	15-06-2019		
4							
5							
6							
7							
8							
9							
10							

Other Committee

Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks
1	00002168	VANITHA MOHAN	INVESTMENT AND BORROWING COMMITTEE	Executive Director	Chairperson	
2	00089968	VIKRAM MOHAN	INVESTMENT AND BORROWING COMMITTEE	Executive Director	Member	
3	00002498	R.VIDHYA SHANKAR	INVESTMENT AND BORROWING COMMITTEE	Non-Executive - Independent Director	Member	
4	00119411	P.SHANMUGASUNDARAM	INVESTMENT AND BORROWING COMMITTEE	Non-Executive - Independent Director	Member	
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III. Meeting of Board of Directors

Disclosure of notes on meeting of board of directors explanatory

Add Notes

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 align="center"> Add Delete </p>							
1	09-11-2022			Yes	9	8	6
2	08-02-2023	90		Yes	9	9	6

Annexure 1

IV. Meeting of Committees

Disclosure of notes on meeting of committees explanatory

Add Notes

Sr	Name of Committee	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)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	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)
1	Audit Committee	09-11-2022				Yes	5	4	4	0
2	Audit Committee	08-02-2023	90			Yes	5	5	4	0
3	Nomination and remuneration committee	01-12-2022				Yes	3	3	3	0
4	Nomination and remuneration committee	08-02-2023				Yes	3	3	3	0
5	Stakeholders Relationship Committee	01-11-2022				Yes	4	4	2	0
6	Stakeholders Relationship Committee	02-01-2023	61			Yes	4	4	2	0
7	Risk Management Committee	23-01-2023	20			Yes	3	3	1	0
8	Corporate Social Responsibility Committee	07-02-2023	14			Yes	3	3	1	0
9	Other Committee	10-12-2022		INVESTMENT AND BORROWING COMMITTEE		Yes	4	4	2	0

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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			Add Notes
Disclosure of notes of material transaction with related party			Add Notes

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Annexure II

Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)

I. Disclosure on website in terms of Listing Regulations

Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
1	Details of business	Yes		www.pricol.com/wp-content/uploads/2023/02/Corporate-PPT.pdf
2	Terms and conditions of appointment of independent directors	Yes		www.pricol.com/wp-content/uploads/2022/11/Appointment_Letter_SKS
3	Composition of various committees of board of directors	Yes		www.pricol.com/wp-content/uploads/2022/11/composition-of-board
4	Code of conduct of board of directors and senior management personnel	Yes		www.pricol.com/wp-content/uploads/2023/04/Code-of-Conduct-Board
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		www.pricol.com/wp-content/uploads/2022/11/Whistle-Blower
6	Criteria of making payments to non-executive directors	Yes		www.pricol.com/wp-content/uploads/2022/11/CriteriaMakingPayment
7	Policy on dealing with related party transactions	Yes		www.pricol.com/wp-content/uploads/2023/04/Policy-on-Related-Party
8	Policy for determining 'material' subsidiaries	Yes		www.pricol.com/wp-content/uploads/2022/11/Policy-for-Determination
9	Details of familiarization programmes imparted to independent directors	Yes		www.pricol.com/wp-content/uploads/2023/04/Familiarisation
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		www.pricol.com/investors/
11	email address for grievance redressal and other relevant details	Yes		www.pricol.com/investors/
12	Financial results	Yes		www.pricol.com/investors/
13	Shareholding pattern	Yes		www.pricol.com/wp-content/uploads/2023/04/Q4-Shareholding-Pattern-31st-March-2023.pdf
14	Details of agreements entered into with the media companies and/or their associates	Yes		www.pricol.com/investors/
15	Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or institutional investors simultaneously with submission to stock exchange	Yes		www.pricol.com/wp-content/uploads/2023/03/Intimation-on-Investor-Call-March-2023.pdf
16	New name and the old name of the listed entity	NA		
17	Advertisements as per regulation 47 (1)	Yes		www.pricol.com/wp-content/uploads/2023/02/NewspaperADSigned.pdf
18	Credit rating or revision in credit rating obtained	Yes		www.pricol.com/wp-content/uploads/2023/03/Credit-Rating-30th-March
19	Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	Yes		www.pricol.com/investors/
20	Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes		www.pricol.com/investors/
21	Materiality Policy as per Regulation 30	Yes		www.pricol.com/wp-content/uploads/2022/11/Policy-for-Determination
22	Dividend Distribution policy as per Regulation 43A (as applicable)	Yes		www.pricol.com/wp-content/uploads/2022/11/Pricol_Dividend_Distributi
23	It is certified that these contents on the website of the listed entity are correct	Yes		www.pricol.com
24	Disclosure of notes on website in terms of Listing Regulations explanatory [Text Block]		Add Notes	

Annexure 1

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 the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	Yes
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 1000 listed entities)	Yes
6	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
7	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
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:	Add Notes

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Annexure II

II. Annual Affirmations

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes	
2	Board composition	17(1), 17(1A) & 17(1B)	Yes	
3	Meeting of Board of directors	17(2)	Yes	
4	Quorum of Board meeting	17(2A)	Yes	
5	Review of Compliance Reports	17(3)	Yes	
6	Plans for orderly succession for appointments	17(4)	Yes	
7	Code of Conduct	17(5)	Yes	
8	Fees/compensation	17(6)	Yes	
9	Minimum Information	17(7)	Yes	
10	Compliance Certificate	17(8)	Yes	
11	Risk Assessment & Management	17(9)	Yes	
12	Performance Evaluation of Independent Directors	17(10)	Yes	
13	Recommendation of Board	17(11)	Yes	
14	Maximum number of Directorships	17A	Yes	
15	Composition of Audit Committee	18(1)	Yes	
16	Meeting of Audit Committee	18(2)	Yes	
17	Composition of nomination & remuneration committee	19(1) & (2)	Yes	
18	Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes	
19	Meeting of Nomination and Remuneration Committee	19(3A)	Yes	
20	Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	Yes	
21	Meeting of Stakeholders Relationship Committee	20(3A)	Yes	
22	Composition and role of risk management committee	21(1),(2),(3),(4)	Yes	
23	Meeting of Risk Management Committee	21(3A)	Yes	
24	Vigil Mechanism	22	Yes	
25	Policy for related party Transaction	23(1),(1A),(5),(6),(7) & (8)	Yes	
26	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
27	Approval for material related party transactions	23(4)	Yes	
28	Disclosure of related party transactions on consolidated basis	23(9)	Yes	
29	Composition of Board of Directors of unlisted material Subsidiary	24(1)	Yes	
30	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	Yes	
31	Annual Secretarial Compliance Report	24(A)	Yes	
32	Alternate Director to Independent Director	25(1)	Yes	
33	Maximum Tenure	25(2)	Yes	
34	Meeting of independent directors	25(3) & (4)	Yes	

35	Familiarization of independent directors	25(7)	Yes	
36	Declaration from Independent Director	25(8) & (9)	Yes	
37	D & O Insurance for Independent Directors	25(10)	Yes	
38	Memberships in Committees	26(1)	Yes	
39	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
40	Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes	
41	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
Any other information to be provided				Add Notes

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Annexure II		
III. Affirmations		
Sr	Particulars	Compliance status (Yes/No/NA)
1	The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied	Yes
Any other information to be provided		Add Notes

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Annexure II		
1	Name of signatory	T G THAMIZHANBAN
2	Designation	Company Secretary and Compliance Officer

Additional Half yearly Disclosure

Applicability of disclosure	Applicable	
Reason for Non Applicability	Add Notes	

I. Disclosure of Loans/ guarantees/comfort letters /securities etc.refer note below The Figure should be mentioned in Actual INR only

(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	0.00	0.00
Promoter Group or any other entity controlled by them	0.00	0.00
Directors (including relatives) or any other entity controlled by them	0.00	0.00
KMPs or any other entity controlled by them	0.00	0.00

(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	0.00
Promoter Group or any other entity controlled by them		0	0.00
Directors (including relatives) or any other entity controlled by them		0	0.00
KMPs or any other entity controlled by them		0	0.00

(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	0.00
Promoter Group or any other entity controlled by them		0	0.00
Directors (including relatives) or any other entity controlled by them		0	0.00
KMPs or any other entity controlled by them		0	0.00

(D) Additional Information **Add Notes**

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	Yes	Add Notes
Name	PRIYADARSI BASTIA	
Designation	CFO	
Place	COIMBATORE	
Date	17-04-2023	

Signatory Details

Name of signatory	T G THAMIZHANBAN
Designation of person	Company Secretary and Compliance Officer
Place	COIMBATORE
Date	19-04-2023