

Integrated Governance

VARROC ENGINEERING LIMITED

General information about company

Scrip code	541578	
NSE Symbol	VARROC	
MSEI Symbol	NOTLISTED	
ISIN	INE665L01035	
Date of start of financial year	01-04-2025	
Date of end of financial year	31-03-2026	
Reporting Quarter Type	Quarterly	
Date of Quarter Ending	31-12-2025	
Type of company	Equity	
Whether Annexure I (Part A) of the SEBI Circular dated December 31, 2024 related to Compliance Report on Corporate Governance is applicable to the entity?	true	
Whether Annexure I (Part B) of the SEBI Circular dated December 31, 2024 related to Investor Grievance Redressal Report is Applicable to the entity?	true	
Whether Annexure I (Part C) of the SEBI Circular dated December 31, 2024 related to Disclosure of Acquisition of Shares or Voting Rights in Unlisted Companies is Applicable to the entity?	false	Not applicable during the December 31, 2025 Quarter
Whether Annexure I (Part D) of the SEBI Circular dated December 31, 2024 related to Disclosure of Imposition of Fine or Penalty is Applicable to the entity?	false	Not applicable during the December 31, 2025 Quarter
Whether Annexure I (Part E) of the SEBI Circular dated December 31, 2024 related to Disclosure of Updates to Ongoing Tax Litigations or Disputes is Applicable to the entity?	false	Not applicable during the December 31, 2025 Quarter
Risk management committee	true	
Market Capitalisation as per immediate previous Financial Year	Top 1000 listed entities	
Is SCORE ID Available ?	true	
SCORE Registration ID	COMZ00379	
Reason For No SCORE ID		
Type of Submission	Original	
Remarks (website dissemination)		

Annexure I

Annexure I to be submitted by listed entity on quarterly basis

I. Composition of Board of Directors

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																							
Whether the listed entity has a Regular Chairperson						true																	
Whether Chairperson is related to MD or CEO						true																	
						Disqualification of Directors under section 164 of the Companies Act, 2013																	
Sr no.	Title(Mr/Ms)	Name of the Director	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	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)	Reason for Cessation	Notes fo providi PAN
1	Mr	Tarang Jain	00027505	Executive Director	Chairperson	MD	false				Active	NA		11-05-1988	29-05-2025			2	1	4	0		
2	Mr	Arjun Jain	07228175	Executive Director	Not Applicable		false				Active	NA		07-08-2018	29-05-2025			1	0	1	0		
3	Mr	Vinish Kathuria	01951771	Non-Executive - Independent Director	Not Applicable		false				Active	NA		06-02-2018	06-02-2023		94.25	1	1	0	3		
4	Mr	Dhruv Jain	09710448	Executive Director	Not Applicable		false				Active	NA		01-09-2022	29-05-2025			1	0	1	0		
5	Mrs	Liselott Kilaas	10953529	Non-Executive - Independent Director	Not Applicable		false				Active	NA		27-03-2025			9.04	1	1	2	0		Textu: Informati
6	Mr	Akshaykumar Chudasama	00010630	Non-Executive - Independent Director	Not Applicable		false				Active	NA		29-05-2025			7.02	4	4	5	0		
7	Mr	Padmanabh Sinha	00101379	Non-Executive - Independent Director	Not Applicable		false				Active	NA		18-07-2025			5.13	1	1	0	0		
8	Mr	Avinash Chintawar	07817177	Executive Director	Not Applicable		false				Active	NA		12-11-2025				1	0	0	0		

Text Block

Textual Information(1)

PAN not applicable for Foreign Director.

Annexure I

II. Composition of Committees

Disclosure of notes on composition of committees explanatory

Audit Committee Details

Whether the Audit Committee has a Regular Chairperson						true	
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	01951771	Vinish Kathuria	Non-Executive - Independent Director	Chairperson	13-11-2018		Textual Information(1)
2	10953529	Liselott Kilaas	Non-Executive - Independent Director	Member	29-05-2025		
3	00010630	Akshaykumar Chudasama	Non-Executive - Independent Director	Member	29-05-2025		
4	00027505	Tarang Jain	Executive Director	Member	06-02-2018		

Text Block

Textual Information(1)	Mr. Vinish Kathuria was appointed as a Member of the Audit Committee on November 13, 2018. During the financial year, the Board reconstituted the Committee and appointed Mr. Vinish Kathuria as the Chairperson of the Audit Committee with effect from May 29, 2025.
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Nomination and remuneration committee

Whether the Nomination and remuneration committee has a Regular Chairperson						true	
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	01951771	Vinish Kathuria	Non-Executive - Independent Director	Chairperson	29-05-2025		
2	10953529	Liselott Kilaas	Non-Executive - Independent Director	Member	29-05-2025		
3	00010630	Akshaykumar Chudasama	Non-Executive - Independent Director	Member	29-05-2025		

Stakeholders Relationship Committee

Whether the Stakeholders Relationship Committee has a Regular Chairperson							true
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	01951771	Vinish Kathuria	Non-Executive - Independent Director	Chairperson	14-08-2020		Textual Information(1)
2	00010630	Akshaykumar Chudasama	Non-Executive - Independent Director	Member	29-05-2025		
3	07228175	Arjun Jain	Executive Director	Member	14-08-2020		
4	09710448	Dhruv Jain	Executive Director	Member	29-05-2025		

Text Block

Textual Information(1)	Mr. Vinish Kathuria was appointed as a Member of the Stakeholders Relationship Committee on August 08, 2020. During the financial year, the Board reconstituted the Committee and appointed Mr. Vinish Kathuria as the Chairperson of the Stakeholders Relationship Committee with effect from May 29, 2025.
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Risk Management Committee

Whether the Risk Management Committee has a Regular Chairperson						true	
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	10953529	Liselott Kilaas	Non-Executive - Independent Director	Chairperson	29-05-2025		
2	01951771	Vinish Kathuria	Non-Executive - Independent Director	Member	03-04-2019		
3	00027505	Tarang Jain	Executive Director	Member	03-04-2019		
4	07228175	Arjun Jain	Executive Director	Member	29-04-2020		
5	09710448	Dhruv Jain	Executive Director	Member	29-05-2025		
6	99999999	K Mahendrakumar	Member	Member	14-11-2022		Textual Information(1)
7	99999999	Manoj Dhar	Member	Member	09-08-2023		Textual Information(2)

Text Block

Textual Information(1)	DIN not applicable Group CFO is Member of Committee.
Textual Information(2)	DIN not applicable Chief Internal Auditor is Member of Committee.

Corporate Social Responsibility Committee

Whether the Corporate Social Responsibility Committee has a Regular Chairperson							
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00027505	Tarang Jain	Executive Director	Chairperson	07-04-2014		
2	07228175	Arjun Jain	Executive Director	Member	29-04-2020		
3	09710448	Dhruv Jain	Executive Director	Member	29-05-2025		
4	10953529	Liselott Kilaas	Non-Executive - Independent Director	Member	29-05-2025		

Other Committee

Whether the Corporate Social Responsibility Committee has a Regular Chairperson						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks
1	00027505	Tarang Jain	Environmental, Social and Governance (ESG) Steering Committee	Executive Director	Chairperson	
2	07228175	Arjun Jain	Environmental, Social and Governance (ESG) Steering Committee	Executive Director	Member	
3	10953529	Liselott Kilaas	Environmental, Social and Governance (ESG) Steering Committee	Non-Executive - Independent Director	Member	
4	09710448	Dhruv Jain	Environmental, Social and Governance (ESG) Steering Committee	Executive Director	Member	

Annexure I

III. Meeting of Board of Directors

Disclosure of notes on meeting of board of directors explanatory

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*
1	18-07-2025			true	10	9	7
2	07-08-2025	19		true	7	7	4
3	12-11-2025	96		true	8	8	4

Annexure I

IV. Meeting of Committees

Disclosure of notes on meeting of committees explanatory										
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	07-08-2025				true	4	4	3	0
2	Audit Committee	12-11-2025	96			true	4	4	3	0
3	Nomination and remuneration committee	18-07-2025				true	3	3	3	0
4	Nomination and remuneration committee	12-11-2025	116			true	3	3	3	0
5	Risk Management Committee	12-11-2025				true	5	5	2	2
6	Corporate Social Responsibility Committee	12-11-2025				true	4	4	1	0

Annexure I**V. 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	true
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	true
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	true
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c.Stakeholders relationship committee	true
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable 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.	true
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.	true
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	true
9	Any comments/observations/advice of Board of Directors may be mentioned here:	

Annexure I

Sr	Subject	Compliance status
1	Name of signatory	Anil Ghatiya
2	Designation	Company Secretary and Compliance Officer

Details of Cyber security incidence

Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter	false
Other details of cyber security incidence or breaches or loss of data event	
Number of cyber security incidence or breaches or loss of data event occurred during the quarter	
No records available	

Signatory Details

Name of signatory	Anil Ghatiya
Designation of person	Company Secretary and Compliance Officer
Place	Chhatrapati Sambhajinagar (Erstwhile Aurangabad)
Date	06-01-2026

Investor Grievance Details

No. of investor complaints pending at the beginning of Quarter	0
No. of investor complaints received during the Quarter	0
No. of investor complaints disposed off during the Quarter	0
No. of investor complaints those remaining unresolved at the end of the Quarter	0

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:

Any Other Information for Disclosure of Acquisition of Shares or Voting Rights in Unlisted Companies					
Sr.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
No records available					

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:

Any Other Information for Disclosure of Imposition of Fine or Penalty					
Sr.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
No records available					

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:

Any Other Information for Disclosure of Updates to Ongoing Tax Litigations or Disputes				
Sr.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
No records available				