

General information about company

Scrip code	522017
NSE Symbol	
MSEI Symbol	
ISIN	INE459C01016
Name of the entity	Fluidomat 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	Not Applicable
Market Capitalisation as per immediate previous Financial Year	Any other

Annexure I

Annexure I to be submitted by listed entity on quarterly basis

I. Composition of Board of Directors

Composition of board of directors explanatory																			
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														
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)
00007813	Executive Director	Chairperson related to Promoter	MD	05-01-1949	No				Active	NA		01-07-2005	01-07-2019		0	1	0	0	0
01475424	Executive Director	Not Applicable		27-04-1982	No				Active	NA		01-05-2007	01-05-2018		0	1	0	0	0
06811597	Executive Director	Not Applicable		14-09-1979	No				Active	NA		10-02-2014	10-02-2020		0	1	0	0	0
00007916	Non-Executive - Independent Director	Not Applicable		08-01-1943	No				Active	Yes	26-09-2018	01-04-2014	01-04-2019		108	1	1	2	0

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory

Whether the listed entity has a Regular Chairperson

	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)
369K	00014556	Non-Executive - Independent Director	Not Applicable		17-08-1958	No				Active	NA		01-04-2014	01-04-2019		108	1	1	1	2
174Q	00366398	Non-Executive - Independent Director	Not Applicable		21-04-1948	No				Active	Yes	26-09-2022	01-04-2014	01-04-2019		108	1	1	2	0

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	00014556	Mahendra Kumar Shah	Non-Executive - Independent Director	Chairperson	01-04-2014		
2	00007916	Khushal Chandra Jain	Non-Executive - Independent Director	Member	01-04-2014		
3	00366398	Praful Ratilal Turakhia	Non-Executive - Independent Director	Member	01-04-2014		

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	00007916	Khushal Chandra Jain	Non-Executive - Independent Director	Chairperson	01-04-2014		
2	00014556	Mahendra Kumar Shah	Non-Executive - Independent Director	Member	01-04-2014		
3	00366398	Praful Ratilal Turakhia	Non-Executive - Independent Director	Member	01-04-2014		

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	00014556	Mahendra Kumar Shah	Non-Executive - Independent Director	Chairperson	01-04-2014		
2	00007916	Khushal Chandra Jain	Non-Executive - Independent Director	Member	01-04-2014		
3	00366398	Praful Ratilal Turakhia	Non-Executive - Independent Director	Member	01-04-2014		

Other Committee						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks
1	00007916	Khushal Chandra Jain	Corporate Compliance Committee	Non-Executive - Independent Director	Chairperson	
2	00014556	Mahendra Kumar Shah	Corporate Compliance Committee	Non-Executive - Independent Director	Member	
3	00366398	Praful Ratilal Turakhia	Corporate Compliance Committee	Non-Executive - Independent Director	Member	

Annexure 1**Annexure 1****III. Meeting of Board of Directors**

Disclosure of notes on meeting of board of directors explanatory								
Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	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	12-11-2022				Yes	6	6	3
2		11-02-2023	90		Yes	6	5	2

Annexure 1

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	Stakeholders Relationship Committee	23-01-2023				Yes	3	3	3	0
2	Stakeholders Relationship Committee	11-02-2023	18			Yes	3	2	2	0
3	Stakeholders Relationship Committee	27-03-2023	43			Yes	3	3	3	0
4	Audit Committee	12-11-2022				Yes	3	3	3	0
5	Audit Committee	11-02-2023	90			Yes	3	2	2	0
6	Other Committee	12-11-2022		Corporate Compliance Committee		Yes	3	3	3	0

Annexure 1**IV. Meeting of Committees**

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)
7	Other Committee	11-02-2023	90	Corporate Compliance Committee		Yes	3	2	2	0

Annexure 1

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			Textual Information(1)

Text Block

Textual Information(1)

Fluidomat Limited

Statement of Related Party Transactions under section 188 of the Companies Act, 2013 for the Quarter & Year ended on 31.03.2023

S. No.	Name of the Related Party	Directors/ KMPs Relates	Nature of Relation with the Directors/ KMP	Nature of contract or arrangement or transaction	Transactions during the previous Quarters 31.12.2022 (Rs.)	during the current Quarter 31.03.2023 (Rs.)	Cumulative amount till the end of the quarter ended 31.03.2023 (Rs.)	Reference for the approval of the ACM/BM/ GM if any
1	Shri Ashok Jain	Shri Kunal Jain	Father	Appointed as Chairman & Managing Director	56,97,477	20,79,915	77,77,392	General Meeting
		Mrs Radhica Sharma	Father					
		Mrs Monica Jain	Father					
2	Shri Kunal Jain	Shri Ashok Jain	Son	Appointed as Whole Time Director	38,43,510	15,31,878	53,75,388	General Meeting
	Rent of Registered Office	Mrs Radhica Sharma	Brother		1,62,000	75,600	2,37,600	ACM and BM
		MRs Monica Jain	Brother					
3	Mrs Radhica Sharma	Shri Ashok Jain	Daughter	Appointed as Whole Time Director	38,75,400	12,91,800	51,67,200	General Meeting
		Shri Kunal Jain	Sister					
		MRs Monica Jain	Sister					
4	Mrs Monica Jain	Shri Ashok Jain	Daughter	u/s 188 (1) (f)	11,20,695	3,91,713	15,12,408	ACM and BM
		Shri Kunal Jain	Sister					
		MRs Radhica	Sister					

		Sharma						
5	Mrs Pramila Jain	Shri Ashok Jain	Wife	u/s 188 (1) (f)	13,02,660	5,52,030	18,54,690	ACM and BM
		Shri Kunal Jain	Mother					
		Mrs Radhica Sharma	Mother					
		Mrs Monica Jain	Mother					
6	Mrs Sunaina Jain	Shri Ashok Jain	Daughter in Law	u/s 188 (1) (f)	8,01,237	3,30,777	11,32,014	ACM and BM
		Shri Kunal Jain	Wife					
		Mrs Radhica Sharma	Sister I Law					
		Mrs Monica Jain	Sister I Law					
7	Shri Sundeep Sharma	Shri Ashok Jain	Son in Law	u/s 188 (1) (f)	14,25,480	6,24,420	20,49,900	ACM and BM
		Mrs Radhica Sharma	Husband					
8	Focus Eye Technocraft Pvt Ltd	Shri Ashok Jain	Son in Law	u/s 188 (1) (d)	86,022	0	86,022	ACM and BM
	(Mr. Sundeep Sharma is Director)	Mrs Radhica Sharma	Husband					

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)	NA
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

Annexure 1

Sr	Subject	Compliance status
1	Name of signatory	Devendra Kumar Sahu
2	Designation	Company Secretary and Compliance Officer

Text Block

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		https://www.fluidomat.com/index.html
2	Terms and conditions of appointment of independent directors	Yes		https://www.fluidomat.com/InvestorRelation.html
3	Composition of various committees of board of directors	Yes		https://www.fluidomat.com/InvestorRelation.html
4	Code of conduct of board of directors and senior management personnel	Yes		https://www.fluidomat.com/InvestorRelation.html
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		https://www.fluidomat.com/InvestorRelation.html
6	Criteria of making payments to non-executive directors	Yes		https://www.fluidomat.com/InvestorRelation.html
7	Policy on dealing with related party transactions	Yes		https://www.fluidomat.com/InvestorRelation.html
8	Policy for determining 'material' subsidiaries	Yes		https://www.fluidomat.com/InvestorRelation.html
9	Details of familiarization programmes imparted to independent directors	Yes		https://www.fluidomat.com/InvestorRelation.html

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
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		https://www.fluidomat.com/InvestorRelation.html
11	email address for grievance redressal and other relevant details	Yes		https://www.fluidomat.com/InvestorRelation.html
12	Financial results	Yes		https://www.fluidomat.com/InvestorRelation.html
13	Shareholding pattern	Yes		https://www.fluidomat.com/InvestorRelation.html
14	Details of agreements entered into with the media companies and/or their associates	NA		
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	NA		
16	New name and the old name of the listed entity	NA		
17	Advertisements as per regulation 47 (1)	Yes		https://www.fluidomat.com/InvestorRelation.html
18	Credit rating or revision in credit rating obtained	NA		
19	Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	Yes		https://www.fluidomat.com/InvestorRelation.html
20	Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes		https://www.fluidomat.com/InvestorRelation.html
21	Materiality Policy as per Regulation 30	Yes		https://www.fluidomat.com/InvestorRelation.html
22	Dividend Distribution policy as per Regulation 43A (as applicable)	NA		
23	It is certified that these contents on the website of the listed entity are correct	Yes		https://www.fluidomat.com/InvestorRelation.html

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	

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.
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	

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.
21	Meeting of Stakeholders Relationship Committee	20(3A)	Yes	
22	Composition and role of risk management committee	21(1),(2),(3),(4)	NA	
23	Meeting of Risk Management Committee	21(3A)	NA	
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)	NA	
28	Disclosure of related party transactions on consolidated basis	23(9)	Yes	
29	Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA	
30	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	Yes	

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.
31	Annual Secretarial Compliance Report	24(A)	Yes	
32	Alternate Director to Independent Director	25(1)	NA	
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)	NA	
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)	NA	
41	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
	Any other information to be provided - Add Notes			

Annexure II

Annexure II		
1	Name of signatory	Devendra Kumar Sahu
2	Designation	Company Secretary and Compliance Officer

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	

Annexure II

Annexure II		
1	Name of signatory	Devendra Kumar Sahu
2	Designation	Company Secretary and Compliance Officer

Additional Half yearly Disclosure		
Applicability of disclosure	Not Applicable	
Reason for Non Applicability	Textual Information(1)	

Text Block

Textual Information(1)

Company did not provide any Loans/ Guarantees/ Comfort letters/ Securties refered in note of this report A, B, C and D as on the half year ended 31st March, 2023.

Signatory Details

Name of signatory	Devendra Kumar Sahu
Designation of person	Company Secretary and Compliance Officer
Place	Dewas
Date	17-04-2023

