

# ABHA PROPERTY PROJECT LIMITED

29, GANESH CHANDRA AVENUE, 4<sup>TH</sup> FLOOR, ROOM NO 407,  
KOLKATA- 700013

October 18, 2024

To,  
The Secretary  
The Calcutta Stock Exchange Ltd.  
7, Lyons Range  
Kolkata - 700 001  
Script Code: 11594

**Sub: Compliance Report on Corporate Governance for the quarter ended 30<sup>th</sup>  
September, 2024**

Dear Sir/Madam,

In terms of Regulation 27(2) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with the Circular No. SEBI/HO/CFD/CMD-2/P/CIR/2021/567 dated 31<sup>st</sup> May, 2021, issued by SEBI, a Compliance Report on Corporate Governance for the quarter ended on 30<sup>th</sup> September, 2024 is enclosed and marked as **Annexure I**.

Please acknowledge receipt.

Thanking you,

Yours faithfully,

For **ABHA PROPERTY PROJECT LIMITED**

Santanu Kumar Hazra  
**Company Secretary**

Encl: As above

## Compliance Report on Corporate Governance

1. Name of Listed Entity: Abha Property Project Limited  
 2. Quarter ending: 30th September, 2024

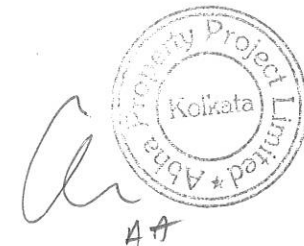
### I. Composition of Board of Directors

Title (Mr./Ms.)	Name of the Director	PAN & DIN	Category (Chairperson/Executive/Non-Executive/Independent/Non minee)	Initial Date of Appointment	Date of Re-appointment	Date of Cessation	Tenure	Date of Birth	Whether special resolution Passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	No. Of directorship in listed entities including this listed entity [in reference to Regulation 17A(1)]	No of Independent Directorship in listed entities including this listed entity [in reference to proviso to regulation 17A(1)]	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)
Mr.	Vishal Agarwalla	PAN:ACMPA9306 M DIN: 00129040	Chairperson-Non-Executive	14-04-2003	-	-	256	16-09-1971	NA	-	1	0	1	1
Mr.	Amit Agarwalla	PAN:ACMPA9303 Q DIN: 00338081	Executive	14-08-2017	01-06-2024	-	84	27-08-1971	NA	-	1	0	1	0
Mr.	Sumit Agarwalla	PAN: ACMPA9292J DIN: 00336064	Non-Executive	14-07-2003	-	-	253	06-12-1972	NA	-	1	0	0	0
Mr.	Aditya Agarwalla	PAN: ACMPA9304K DIN: 00140683	Executive	14-08-2017	-	-	84	28-12-1974	NA	-	1	0	1	0
Ms.	Mandeep Kaur Jaiswal	PAN: BWHPK8912P DIN: 10077160	Non-Executive-Independent	29-05-2023	-	-	17	26-05-1990	NA	-	4	4	2	1
Ms.	Ayushi Khaitan	PAN: GHGPK4103M DIN: 10171829	Non-Executive-Independent	29-05-2023	-	-	17	06-09-1993	NA	-	2	2	2	0

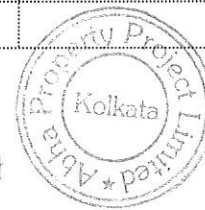
Whether Regular chairperson appointed : No

Whether Chairperson is related to managing director or CEO : No

Notes:

  
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II. Composition of Committees					
Name of Committee	Whether Regular chairperson appointed	Name of Committee Members	Category (Chairperson/ Executive / Non-Executive/ Independent/ Nominee)	Date of Appointment	Date of Cessation
1. Audit Committee	Yes	Mandeep Kaur Jaiswal	Chairperson-Non-Executive-Independent	29-05-2023	-
		Ayushi Khaitan	Non-Executive-Independent	29-05-2023	-
		Aditya Agarwalla	Executive	14-08-2017	-
2. Nomination & Remuneration Committee	Yes	Mandeep Kaur Jaiswal	Chairperson-Non-Executive-Independent	29-05-2023	-
		Ayushi Khaitan	Non-Executive-Independent	29-05-2023	-
		Sumit Agarwalla	Non-Executive	31-03-2015	-
		Vishal Agarwalla	Non-Executive	31-03-2015	-
3. Risk Management Committee	NA	Not Applicable			
4. Stakeholders Relationship Committee	Yes	Vishal Agarwalla	Chairman-Non-Executive	29-06-2021	
		Amit Agarwalla	Executive	29-06-2021	-
		Mandeep Kaur Jaiswal	Non-Executive-Independent	29-05-2023	-
5. Corporate Social Responsibility Committee	NA	Not Applicable			
6. Rights Issue Committee	NA	Amit Agarwalla	Managing Director	29-05-2023	
		Aditya Agarwalla	Director & CFO	29-05-2023	-
		Santanu Kumar Hazra	Company Secretary	29-05-2023	-
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	Whether requirement of Quorum met	Number of Directors present	Number of independent directors present	Maximum gap between any two consecutive meetings (in number of days)
18-04-2024	05-07-2024	Yes	6	2	77
18-04-2024	08-08-2024	Yes	6	2	111
18-04-2024	13-08-2024	Yes	6	2	116
18-04-2024	16-09-2024	Yes	6	2	150
29-05-2024	05-07-2024	Yes	6	2	36
29-05-2024	08-08-2024	Yes	6	2	70
29-05-2024	13-08-2024	Yes	6	2	75
29-05-2024	16-09-2024	Yes	6	2	109



**IV. Meeting of Committees**

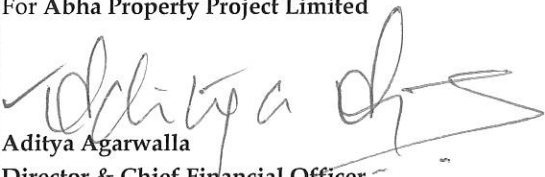
Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details) <sup>#</sup>	Number of Directors present	Number of independent directors present	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days
<b>Audit Committee</b>					
05-07-2024	Yes	3	2	29-05-2024	36
13-08-2024	Yes	3	2	29-05-2024	75
<b>Stakeholders Relationship Committee</b>					
29-05-2024	Yes	3	1	-	NA
<b>Nomonation and Remuneration Committee</b>					
29-05-2024	Yes	4	2	-	NA
<b>Corporate Social Responsibility Committee</b>					
-	NA				NA
<b>Risk Management Committee</b>					
-	NA				NA
<b>Rights Issue Committee</b>					
14-08-2024	NA	2	-	-	NA
14-08-2024	NA	2	-	-	NA
Note: In pursance of the Board of Directors meeting held on 29th May, 2023, a rights issue committee of the Board comprises with 3 members out of which 2 Executive Directors & 1 Company Secretary (KMP) were formed to look after the routine responsibilities w.r.t. the proposed rights issue the equity shares by the Company. This is an non-statutory committee.					
<b>V. Related Party Transactions</b>					
<b>Subject</b>				<b>Compliance status (Yes/No/NA)</b>	
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	



## VI. Affirmations

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.
  - a. Audit Committee
  - b. Nomination & Remuneration Committee
  - c. Stakeholders Relationship Committee
  - d. Risk Management Committee (Not applicable)
  - e. Corporate Social Responsibility Committee (Not applicable)
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. The report submitted for the quarter ended June 30, 2024 has been placed before Board of Directors in its meeting held on 13th August, 2024.
6. This report will be placed before the Board of Directors in the upcoming Board Meeting.

For Abha Property Project Limited



Aditya Agarwalla  
Director & Chief Financial Officer

DIN: 00140683

Date: 17th October, 2024

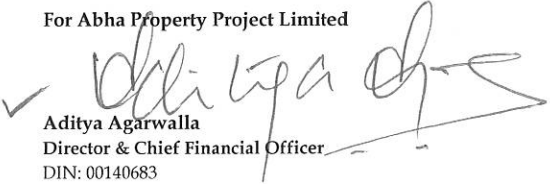
Place: Kolkata

## ANNEXURE II

Compliance Report on Corporate Governance at the end of 6 months ended 30th September, 2024.

I Affirmations	Regulation Number	Compliance Status (Yes/No/NA)
<b>Broad Heading</b>		
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
Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes
Presence of Chairperson of the Nomination and Remuneration Committee at the Annual General Meeting	19(3)	Yes
Presence of Chairperson of the Stakeholder Relationship Committee at the Annual General Meeting	20(3)	Yes
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes

For Abha Property Project Limited



Aditya Agarwalla  
Director & Chief Financial Officer

DIN: 00140683

Date: 17th October, 2024

Place: Kolkata

**Compliance Report on Corporate Governance on half year basis i.e. for the second half of the FY 24-25.**

Half year ending - 30th September, 2024.

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

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

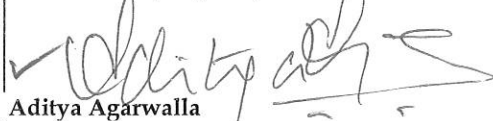
**(C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by:**

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

**II. Affirmations:**

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.

For Abha Property Project Limited



Aditya Agarwalla

Director &amp; Chief Financial Officer

Note:: These disclosures excludes any loan (or other form of debt), guarantee / comfort letter (by whatever name called) or security provided in connection with any loan or any other form of debt:

- by the Company to/for its subsidiary [and joint-venture company] whose accounts are consolidated with the Company.
- by the Company to its employees or directors as a part of the service conditions.