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General information about company

Scrip code	541352
NSE Symbol	MEGASTAR
MSEI Symbol	NA
ISIN	INE00EM01016
Name of the entity	Megastar Foods Ltd
Date of start of financial year	01-04-2023
Date of end of financial year	31-03-2024
Reporting Quarter	Quarterly
Date of Report	30-06-2023
Risk management committee	Not Applicable
Market Capitalisation as per immediate previous Financial Year	Any other

Enter the quarter ended date only

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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
1	Mr	Vikas Goel	AATPG9478K	05122585	Executive Director	Chairperson	MD	10-01-1972	No				Active	NA		28-11-2011	04-04-2023			1	0	2	0		
2	Mr	Vikas Gupta	ABTPG0907A	05123386	Executive Director	Not Applicable		30-01-1976	No				Active	NA		28-11-2011	04-04-2023			1	0	0	0		
3	Mr	Mudit Goyal	BICPG3072H	08099543	Executive Director	Not Applicable		05-12-1993	No				Active	NA		31-03-2018	04-04-2023			1	0	0	0		
4	Mr	Amit Mittal	AKUPM9977G	08099502	Non-Executive - Independent Director	Not Applicable		21-07-1975	No				Inactive	NA		04-04-2018	04-04-2018	03-04-2023	60.00	0	0	0	0		
5	Mr	Prabhat Kumar	ACSPK5829R	08099531	Non-Executive - Independent Director	Not Applicable		25-10-1956	No				Active	NA		04-04-2018	04-04-2023		3.00	1	1	1	0		
6	Mrs	Savita Bansal	AEUPB4591D	08099629	Non-Executive - Independent Director	Not Applicable		30-07-1975	No				Active	NA		04-04-2018	04-04-2023		3.00	1	1	2	2		
7	Mr	Rajiv Kathuria	ABEPK4292K	10060062	Non-Executive - Independent Director	Not Applicable		15-07-1962	No				Active	NA		03-04-2023	03-04-2023		3.00	1	1	1	0		

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Annexure 1

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 prefilled 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	10060062	Rajiv Kathuria	Non-Executive - Independent Director	Member	03-04-2023		
2	08099629	Savita Bansal	Non-Executive - Independent Director	Chairperson	03-04-2023		10
3	05122585	Vikas Goel	Executive Director	Member	22-05-2018		
4	08099502	Amit Mittal	Non-Executive - Independent Director	Chairperson	22-05-2018	03-04-2023	2
5	08099531	Prabhat Kumar	Non-Executive - Independent Director	Member	22-05-2018	03-04-2023	7
6							
7							
8							
9							
10							

Note: Please enter DIN. After entering DIN, Name of Committee members and Category 1 of Directors shall be prefilled 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	10060062	Rajiv Kathuria	Non-Executive - Independent Director	Member	03-04-2023		
2	08099531	Prabhat Kumar	Non-Executive - Independent Director	Member	22-05-2018		

3	08099629	Savita Bansal	Non-Executive - Independent Director	Chairperson	03-04-2023		9
4	08099502	Amit Mittal	Non-Executive - Independent Director	Chairperson	22-05-2018	03-04-2023	3
5							
6							
7							
8							
9							
10							

Note: Please enter DIN. After entering DIN, Name of Committee members and Category 1 of Directors shall be prefilled 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	08099531	Prabhat Kumar	Non-Executive - Independent Director	Member	22-05-2018		
2	08099629	Savita Bansal	Non-Executive - Independent Director	Chairperson	03-04-2023		11
3	05122585	Vikas Goel	Executive Director	Member	22-05-2018		
4	08099502	Amit Mittal	Non-Executive - Independent Director	Chairperson	22-05-2018	03-04-2023	4
5							
6							
7							
8							
9							
10							

Risk Management Committee		
Whether the Risk Management 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							
2							
3							
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 prefilled 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	10060062	Rajiv Kathuria	Non-Executive - Independent Director	Member	03-04-2023		14
2	08099629	Savita Bansal	Non-Executive - Independent Director	Chairperson	03-04-2023		13
3	05122585	Vikas Goel	Executive Director	Member	22-05-2018		
4	08099502	Amit Mittal	Non-Executive - Independent Director	Chairperson	22-05-2018	03-04-2023	
5	08099531	Prabhat Kumar	Non-Executive - Independent Director	Member	22-05-2018	03-04-2023	8
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	05122585	Vikas Goel	FINANCE AND INVESTMENT COMMITTEE	Executive Director	Chairperson	
2	05123386	Vikas Gupta	FINANCE AND INVESTMENT COMMITTEE	Executive Director	Member	
3	10060062	Rajiv Kathuria	FINANCE AND INVESTMENT COMMITTEE	Non-Executive - Independent Director	Member	
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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*
	Add	Delete					
1	14-02-2023			Yes	6	6	3
2	16-05-2023	90		Yes	6	6	3
3	30-05-2023	13		Yes	6	6	3
4	30-06-2023	30		Yes	6	6	3

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* to be filled in only for the current quarter meetings

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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)
Add Delete										
1	Audit Committee	14-02-2023				Yes	3	3	2	0
2	Audit Committee	16-05-2023	90			Yes	3	3	2	0

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* to be filled in only for the current quarter meetings

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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	Yes	
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		https://www.megastarfoods.com/
2	Terms and conditions of appointment of independent directors	Yes		https://www.megastarfoods.com/terms-conditions-of-appointment-of-independent-directors
3	Composition of various committees of board of directors	Yes		https://www.megastarfoods.com/committees-of-board-of-director
4	Code of conduct of board of directors and senior management personnel	Yes		https://www.megastarfoods.com/policies-code-related-documents
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		https://www.megastarfoods.com/policies-code-related-documents
6	Criteria of making payments to non-executive directors	Yes		https://www.megastarfoods.com/policies-code-related-documents
7	Policy on dealing with related party transactions	Yes		https://www.megastarfoods.com/policies-code-related-documents
8	Policy for determining 'material' subsidiaries	Yes		https://www.megastarfoods.com/policies-code-related-documents
9	Details of familiarization programmes imparted to independent directors	Yes		https://www.megastarfoods.com/policies-code-related-documents
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		https://www.megastarfoods.com/shareholders-services
11	email address for grievance redressal and other relevant details	Yes		https://www.megastarfoods.com/shareholders-services
12	Financial results	Yes		https://www.megastarfoods.com/quarterly-financial-result
13	Shareholding pattern	Yes		https://www.megastarfoods.com/shareholding-pattern
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.megastarfoods.com/newspaper-publication
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.megastarfoods.com/subsidiary-companies
20	Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes		https://www.megastarfoods.com/policies-code-related-documents
21	Materiality Policy as per Regulation 30	Yes		https://www.megastarfoods.com/policies-code-related-documents
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.megastarfoods.com/

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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
9	Any comments/observations/advice of Board of Directors may be mentioned here:	Add Notes

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Annexure 1		
Sr	Subject	Compliance status
1	Name of signatory	Vikas Goel
2	Designation	Managing Director

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)	NA	
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)	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)	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)	NA	

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)	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

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Annexure II

1	Name of signatory	Vikas Goel
2	Designation	Managing Director

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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	NA
Any other information to be provided		Add Notes

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Annexure II		
1	Name of signatory	Vikas Goel
2	Designation	Managing Director

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Signatory Details	
Name of signatory	Vikas Goel
Designation of person	Managing Director
Place	Chandigarh
Date	21-07-2023

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