

SANGRAHALAYA TIMBER AND CRAFTS LTD

CIN : L20101NL1985PLC002284

Corporate Office : 5, Gorky Terrace , 2nd Floor, Kolkata - 700 017

Phone : 033 6613 3300, E - mail : sangtcl17@gmail.com

Website : www.sangrahalaya.in

April 17, 2025

The Metropolitan Stock Exchange of India Ltd.

205(A), 2nd Floor,

Piramal Agastya Corporate Park,

LBS Road, Kurla (West), Mumbai-400070

Scrip Code / Symbol: STCL

Dear Sir / Madam,

Sub: Submission of Corporate Governance report pursuant to Regulation 27(2) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 "Listing Regulations" for the quarter ended March 31, 2025

Please find enclosed herewith the Corporate Governance report of the Company for the quarter ended March 31, 2025 in accordance with Regulation 27(2) of the "Listing Regulations".

We request you to take the same on record.

Thanking You,

Yours faithfully,

For Sangrahalaya Timber and Crafts Limited


Tarak Nath Dey
Managing Director
DIN: 00343396



Encl. As Above

General information about company	
Script code	000000
NSE Symbol	
MSEI Symbol	STCL
ISIN	INE932E01018
Name of the entity	SANGRAHALAYA TIMBER AND CRAFTS LTD
Date of start of financial year	01-04-2024
Date of end of financial year	31-03-2025
Reporting Quarter	Yearly
Date of Report	31-03-2025
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							
Disclosure of notes on composition of board of directors explanatory						Whether the listed entity has a Regular Chairperson	
						Yes	No
Whether Chairperson is related to MD or CEO							
Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors
1	Mr	BINOD KUMAR BHIANI	AKHPB7263K	02471328	Non-Executive - Independent Director	Chairperson	
2	Mr	TARAK NATH DEY	AIVPD7009D	00343396	Executive Director	Not Applicable	MD
3	Mr	CHAND RATAN MODI	ADMPPM4506E	00343685	Non-Executive - Non Independent Director	Not Applicable	
4	Ms	TRIPTY MODI	BFCPWM8562H	07203672	Non-Executive - Non Independent Director	Not Applicable	
5	Mr	JAYANTA CHOWDHURY	AFEPC7267G	10597724	Non-Executive - Independent Director	Not Applicable	

I. Composition of Board of Directors					
Disqualification of Directors under section 164 of the Companies Act, 2013					
Sr	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status
1	No				Active
2	No				Active
3	No				Active
4	No				Active
5	No				Active

I. Composition of Board of Directors										
Sr	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 Directorships in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Directorships in listed entities including this listed entity (with reference to proviso to regulation 17A(1) & 17A(2))	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)
1	NA		01-04-2019			72	4	4	3	2
2	NA		22-08-1997	30-06-2021			2	0	0	0
3	NA		19-06-1997				6	0	5	1
4	NA		27-08-2016	30-06-2021			5	0	5	1
5	NA		25-06-2024			10	6	6	8	2

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
1	02471328	BINOD KUMAR BHIANI	Non-Executive - Independent Director	Chairperson	01-04-2019	
2	10597724	JAYANTA CHOWDHURY	Non-Executive - Independent Director	Member	25-06-2024	
3	00343685	CHAND RATAN MODI	Non-Executive - Non Independent Director	Member	01-04-2019	

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
1	10597724	JAYANTA CHOWDHURY	Non-Executive - Independent Director	Chairperson	25-06-2024	
2	07203672	TRIPTY MODI	Non-Executive - Non Independent Director	Member	01-07-2018	
3	02471328	BINOD KUMAR BHIANI	Non-Executive - Independent Director	Member	29-09-2020	

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
1	07203672	TRIPTY MODI	Non-Executive - Non Independent Director	Chairperson	29-09-2020	
2	00343685	CHAND RATAN MODI	Non-Executive - Non Independent Director	Member	01-07-2018	
3	10597724	JAYANTA CHOWDHURY	Non-Executive - Independent Director	Member	25-06-2024	

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

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

Other Committee					
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors

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*	No. of Independent Directors attending the meeting*
1	12-11-2024				Yes	5	5	2	
2		05-02-2025	84		Yes	5	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* (other than Board of Directors)
1	Audit Committee	12-11-2024				Yes	3	3	2
2	Audit Committee	05-02-2025	84			Yes	3	3	2

Annexure 1			
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	NA	

Annexure 1		
Sr	Subject	Compliance status (Yes/No)
1	Name of signature	SNEHA GOURISARIA
2	Designation	Company Secretary and Compliance Officer

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.
1	Details of business	Yes	www.sangrahalaya.in
2	Terms and conditions of appointment of independent directors	Yes	www.sangrahalaya.in
3	Composition of various committees of board of directors	Yes	www.sangrahalaya.in
4	Code of conduct of board of directors and senior management personnel	Yes	www.sangrahalaya.in
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes	www.sangrahalaya.in
6	Criteria of making payments to non-executive directors	Yes	www.sangrahalaya.in
7	Policy on dealing with related party transactions	Yes	www.sangrahalaya.in
8	Policy for determining fraternal/subsidiaries	Yes	www.sangrahalaya.in
9	Details of familiarization programmes imparted to independent directors	Yes	www.sangrahalaya.in
10	Email address for grievance redressal and other relevant details	Yes	www.sangrahalaya.in
11	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes	www.sangrahalaya.in
12	Financial results	Yes	www.sangrahalaya.in
13	Shareholding pattern	Yes	www.sangrahalaya.in
14	Details of agreements entered into with the media companies and/or their associates	NA	

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.
15.1	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	
15.2	Audio or video recordings and transcripts of post earnings/quarterly calls	NA	
16	New name and the old name of the listed entity	NA	
17	Advertisements as per regulation 47 (1)	Yes	www.sangrahalaya.in
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	NA	
20	Secretarial Compliance Report	Yes	www.sangrahalaya.in
21	Materiality Policy as per Regulation 30 (4)	Yes	www.sangrahalaya.in
22	Disclosure of contact details of KMP who are authorized for the purpose of determining materiality as required under regulation 30(5)	Yes	www.sangrahalaya.in
23	Disclosures under regulation 30(8)	Yes	www.sangrahalaya.in
24	Statements of deviation(s) or variations(s) as specified in regulation 32	Yes	www.sangrahalaya.in
25	Dividend Distribution policy as per Regulation 43A(1)	NA	
26	Annual return as provided under section 92 of the Companies Act, 2013	Yes	www.sangrahalaya.in
27	Confirmation that the above disclosures are in a separate section as specified in regulation 46(2)	Yes	www.sangrahalaya.in
28	Compliance with regulation 46(3) with respect to accuracy of disclosures on the website and timely updating	Yes	www.sangrahalaya.in

Annexure II			
II. Annual Affirmations			
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)
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(1C), 17(1D) & 17(1E)	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)
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	Role of Audit Committee and information to be reviewed by the audit committee	18(3)	Yes
18	Composition of nomination & remuneration committee	19(1) & (2)	Yes
19	Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes
20	Meeting of Nomination and Remuneration Committee	19(3A)	Yes

Annexure II			
II. Annual Affirmations			
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)
21	Role of Nomination and Remuneration Committee	19(4)	Yes
22	Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	Yes
23	Meeting of Stakeholders Relationship Committee	20(3A)	Yes
24	Role of Stakeholders Relationship Committee	20(4)	Yes
25	Composition and role of risk management committee	21(1),(2),(3),(4)	NA
26	Meeting of Risk Management Committee	21(3A)	NA
27	Quorum of Risk Management Committee meeting	21(3B)	NA
28	Gap between the meetings of the Risk Management Committee	21(3C)	NA
29	Vigil Mechanism	22	Yes
30	Policy for related party Transaction	23(1), (1A), (5), (6), & (8)	Yes

Annexure II			
II. Annual Affirmations			
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)
31	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes
32	Approval for material related party transactions	23(4)	NA
33	Disclosure of related party transactions on consolidated basis	23(9)	Yes
34	Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA
35	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4), (5) & (6)	NA
36	Alternate Director to Independent Director	25(1)	NA
37	Maximum Tenure	25(2)	Yes
38	Appointment, Re-appointment or removal of an Independent Director through special resolution or the alternate mechanism	25(2A)	Yes
39	Meeting of independent directors	25(3) & (4)	Yes
40	Familiarization of independent directors	25(7)	Yes

Annexure II			
II. Annual Affirmations			
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)
41	Declaration from Independent Director	25(8) & (9)	Yes
42	Directors and Officers insurance	25(10)	NA
43	Confirmation with respect to appointment of Independent Directors who resigned from the listed entity	25(11)	Yes
44	Memberships in Committees	26(1)	Yes
45	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes
46	Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes
47	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes
48	Approval of the Board and shareholders for compensation or profit sharing in connection with dealings in the securities of the listed entity	26(6)	Yes
49	Vacancies in respect Key Managerial Personnel	26A(1) & 26A(2)	NA
Any other information to be provided - Add Notes			

Annexure II	
1	Name of signatory
2	Designation

Annexure II	
III. Affirmations	
Sr	Particulars
1	The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to Subsidiary of Listed Entity have been complied
Any other information to be provided	

Annexure II	
1	Name of signatory
2	Designation

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

Text Block	
Textual Information(1)	The Company has not advanced any Loans/guarantees/securities/comfort letters to any Promoter or Promoter Group, Directors or KMPs.

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	No

Signatory Details	
Name of signatory	SNEHA GOURISARIA
Designation of person	Company Secretary and Compliance Officer
Place	KOLKATA
Date	17-04-2025