

Integrated Governance

Lypsa Gems & Jewellery Limited

General information about company

Scrip code	534532	
NSE Symbol	LYPSAGEMS	
MSEI Symbol	NOTLISTED	
ISIN	INE142K01011	
Date of start of financial year	01-04-2025	
Date of end of financial year	31-03-2026	
Reporting Quarter Type	Half Yearly	
Date of Quarter Ending	30-09-2025	
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	Company has not acquired any shares or voting rights in unlisted company during reporting period.
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?	true	
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?	true	
Whether Annexure I (Part F) of the SEBI Circular dated December 31, 2024 related to Disclosure Of Loans / Guarantees / Comfort Letters / Securities Etc. is Applicable to the entity?	false	Company has not provided or loan or guarantees during period.
Risk management committee	false	
Market Capitalisation as per immediate previous Financial Year	Any other	
Is SCORE ID Available ?	true	
SCORE Registration ID	m00700	
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																								
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 for not providing PAN	Notes for not providing DIN
1	Mr	DIPANKUMAR BABULAL PATWA	02579405	Executive Director	Chairperson related to Promoter	MD	false				Active	NA		20-03-2009	30-09-2024			1	0	0	0			
2	Mr	MANISH JAYSUKHLAL JANANI	02579381	Executive Director	Not Applicable	MD	false				Active	NA		20-03-2009	20-03-2009			1	0	0	0			
3	Mr	JEEYAN DIPAN PATWA	02579469	Executive Director	Not Applicable		false				Active	NA		23-06-2009	23-06-2009			1	0	0	0			
4	Ms	SONAL DIPAN PATWA	02579452	Executive Director	Not Applicable		false				Active	NA		26-03-2015	26-03-2015			1	0	0	0			
5	Mr	DEEPAK CHHAGANLAL RATHOD	07646938	Non-Executive - Independent Director	Not Applicable		false				Active	NA		11-11-2016	20-09-2017		103	1	1	0	0			
6	Mr	RAKESH BHANUCHANDRA VAKHARIA	07582247	Non-Executive - Independent Director	Not Applicable		false				Active	NA		12-08-2016	12-08-2016		106	1	1	2	1			
7	Mr	RAVINDRA CHANDULAL SANGHAVI	02579509	Non-Executive - Independent Director	Not Applicable		false				Active	NA		23-06-2009	29-09-2016		105.27	1	1	2	1			
8	Mr	Rajesh Pravinchandra Rajyagor	10855102	Non-Executive - Independent Director	Not Applicable		false				Active	NA		29-05-2025			1	1	1	1	0			

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	07582247	RAKESH BHANUCHANDRA VAKHARIA	Non-Executive - Independent Director	Chairperson	12-08-2016		
2	02579509	RAVINDRA CHANDULAL SANGHAVI	Non-Executive - Independent Director	Member	23-06-2009		
3	10855102	Rajesh Pravinchandra Rajyagor	Non-Executive - Independent Director	Member	29-05-2025		

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	07582247	RAKESH BHANUCHANDRA VAKHARIA	Non-Executive - Independent Director	Member	12-08-2016		
2	02579509	RAVINDRA CHANDULAL SANGHAVI	Non-Executive - Independent Director	Member	23-06-2009		
3	10855102	Rajesh Pravinchandra Rajyagor	Non-Executive - Independent Director	Chairperson	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	07582247	RAKESH BHANUCHANDRA VAKHARIA	Non-Executive - Independent Director	Member	12-08-2016		
2	02579509	RAVINDRA CHANDULAL SANGHAVI	Non-Executive - Independent Director	Chairperson	23-06-2009		
3	10855102	Rajesh Pravinchandra Rajyagor	Non-Executive - Independent Director	Member	29-05-2025		

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
No records available							

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	29-05-2025			true	8	8	4
2	13-08-2025	75		true	8	8	4
3	06-09-2025	23		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	Reson 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	29-05-2025				true	3	3	3	0
2	Audit Committee	13-08-2025	75			true	3	3	3	0
3	Stakeholders Relationship Committee	21-04-2025				true	3	3	3	0
4	Stakeholders Relationship Committee	28-07-2025	97			true	3	3	3	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)	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.	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:	

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Sr	Subject	Compliance status
1	Name of signatory	JEEYAN DIPAN PATWA
2	Designation	Director

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	

Affirmations on Compliance Requirements for AGM (applicable only for the first half-year filing i.e., 2nd quarter)

III. Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is 'No' details of non-compliance may be given here.
1	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	
2	Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes	
3	Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes	
4	Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	Yes	
5	Disclosure of the Secretarial Audit Report of the listed entity and the material subsidiaries in the Annual Report	24A(1)	Yes	
6	Compliance with the conditions laid down for Secretarial Auditor or the person signing the Secretarial Compliance Report	24A(1A), 24A(1B), 24A(1C)	Yes	
7	Submission of Annual Secretarial Compliance Report	24A(2)	Yes	
8	Whether 'Corporate Governance Report' disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	
Any other information to be provided				

Annexure III

1	Name of signatory	JEEYAN DIPAN PATWA
2	Designation	Director

Signatory Details

Name of signatory	JEEYAN DIPAN PATWA
Designation of person	Director
Place	Banaskantha
Date	30-10-2025

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
1	Income Tax Circle TDS, Surat	Intimation of Outstanding Demand	15-03-2025	Late Filing Fees Interest on Late Payment	Demand of Rs. 4,69,110/- Lypsa Gems & Jewellery Limited is also requesting to Income Tax Circle TDS, Surat for waiver of Demand on dated 01/04/2025.

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
1	Income Tax Department, CPC	30-03-2019	Response Submitted on 09/05/2023	No further Communication from CPC
2	Asst. CIT, Circle Gandhinagar	29-03-2025	In the process of filing Appeal	Appeal is filed and first submission of the appeal is done
3	Asst. CIT, Circle Gandhinagar	30-03-2025	Quantum Appeal Process going on, so request to be made to be kept under abeyance	Quantum Appeal Process going on, so request to be made to be kept under abeyance
4	Asst. CIT, Circle Gandhinagar	31-03-2025	Return to be filed within due date as per the notice till 29.3.2025	Return is filed u/s 148
5	Income Tax Department/National Faceless Appeal Centre(NFAC)	25-04-2024	Notice for hearing awaited from the department	Appeal is filed and first submission of the appeal is done
6	Asst. CIT, Circle Gandhinagar	14-05-2025	Return u/s 148 Filed on 03/05/2025	No further Communication from Department