

Date : 14th October, 2024
Ref. : BSE/NSE/CSE/47/2024-2025.

To,
Dept. of Corporate Services,
Bombay Stock Exchange Ltd,
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai – 400 001.
Company Code: 514300
Company ISIN: INE156C01018

To,
The Listing Department,
National Stock Exchange of India Ltd,
Exchange Plaza, Bandra Kurla Complex,
Bandra (East), Mumbai- 400051.
Company Code: PIONEEREMB
Company ISIN: INE156C01018

To,
The Listing Department,
Calcutta Stock Exchange Ltd,
7, Lyons Range, 4th Floor,
Kolkata – 700 001.
Company Code: 26033
Company ISIN: INE156C01018

Dear Sir/Madam,

Sub. : Quarterly Compliance Certificate on Corporate Governance for the Quarter Ended 30th September, 2024

Pursuant to the provision Regulation 27(2) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing herewith a Quarterly Compliance Certificate on Corporate Governance for the Quarter Ended 30th September, 2024. Please take note of the same

Kindly acknowledge receipt of the same.

Thanking You,

Yours faithfully,

For Pioneer Embroideries Limited

Ami Samir Digitally signed by
Thakkar Ami Samir Thakkar
Date: 2024.10.14
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(AMI THAKKAR)

Company Secretary & Compliance Officer

Membership No.: FCS 9196

Encl: As Above

PIONEER EMBROIDERIES LIMITED

Regd. Office: Unit No. 101B, 1st Floor, Abhishek Premises, Plot No. C5-6, Dalia Industrial Estate, Off New Link Road, Andheri (West), Mumbai -400058. Website: www.pelhakoba.com, E-mail: mumbai@pelhakoba.com

Corporate Office: Unit No 21 to 25, 2nd Floor, Orient House, 3A Udyog Nagar, Off S.V. Road, Goregaon (West), Mumbai – 400 062. Maharashtra (India), Tel: +91-22-4223 2323 Fax: +91-22- 4223 2313.

CIN: L17291MH1991PLC063752

ANNEXURE I

Name of Listed Entity :- PIONEER EMBROIDERIES LIMITED

Quarter ending :- 30th September, 2024

I. Composition of Board of Directors												
Title (Mr./Ms)	Name of the Directors	PAN\$ & DIN	Category (Chairperson /Executive/ Non Executive/ Independent/ Nominee) &	Initial Date of Appointment	Date of Re-Appointment	Date of Cessation	Tenure*	Date of Birth	No of Directors hip in listed entities Including this listed entity [in reference to Regulation 17A(1)]	No of Independent Directors hip 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.	Raj Kumar Sekhani	AABPS8065N00102843	Chairman/ Executive Director	25/10/1991	29/08/2020	--	--	06/06/1959	1	0	1	0
Mr.	Harsh Vardhan Bassi	AFEPB9443D00102941	Managing Director/ Executive Director	10/12/2003	29/10/2021	--	--	09/01/1974	1	0	2	0
Mr.	Saurabh Maheshwari	AFJPM3428E00283903	Executive Director	18/05/2021	--	--	3.04 years	27/11/1977	1	0	0	0
Mrs.	Sushama Sunil Bhatt	AEAPB4084P009168896	Non- Executive Independent Director	18/05/2021	--	--	3.04 years	12/09/1962	1	1	1	1

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Mr.	Mahesh Kumar Gupta	AGHPG7468H01821446	Non-Executive Independent Director	28/08/2023	--	--	1.01 year	30-11-1959	1	1	1	0
Mr.	Varun Kathuria	AGKPK7627B00027987	Non-Executive Independent Director	28/08/2023	--	--	1.01 year	13-03-1966	1	1	1	1
Whether regular chairperson appointed – Yes												
Whether chairperson is related to managing director or CEO - No												
SPAN number of any director would not be displayed on the website of Stock Exchange &Category of directors means executive /non-executive/independent/Nominee, if a director fits into more than one category write all categories separating them with hyphen. *to be filled only for Independent Director. Tenure would mean total period from which Independent director is serving on Board of directors of the listed entity in continuity without any cooling off period.												

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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	Mr. Varun Kathuria	Chairman /Non-Executive Independent Director	10/11/2023	N.A
		Mr. Mahesh Kumar Gupta	Non-Executive Independent Director	10/11/2023	N.A
		Mr. Harsh Vardhan Bassi	Executive Director	31/01/2009	N.A
2. Nomination & Remuneration Committee	YES	Mr. Mahesh Kumar Gupta	Chairman /Non-Executive Independent Director	10/11/2023	N.A.
		Mr. Varun Kathuria	Non-Executive Independent Director	10/11/2023	N.A.
		Mrs. Sushama Sunil Bhatt	Non-Executive Independent Director	18/05/2021	N.A.
3. Risk Management Committee (if applicable)	N.A.	N.A.	N.A.	N.A.	N.A.
4. Stakeholders Relationship Committee	YES	Mrs. Sushma Sunil Bhatt	Chairman /Non-Executive Independent Director	10/11/2023	N.A.
		Mr. Raj Kumar Sekhani	Executive Director	21/05/2015	N.A
		Mr. Harsh Vardhan Bassi	Executive Director	21/05/2015	N.A
5. Corporate Social Responsibility Committee	YES	Mrs. Sushma Sunil Bhatt	Chairman /Non-Executive Independent Director	18/05/2021	N.A.
		Mr. Raj Kumar Sekhani	Executive Director	10/08/2016	N.A.

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		Mr. Harsh Vardhan Bassi	Executive Director	10/08/2016	N.A.
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& Category of directors means executive/non-executive/independent/Nominee, if a director fits into more than one category write all categories separating them with hyphen

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 (in number of days)
12 th August, 2024	27 th May, 2024	Yes	6	3	76 Days

*to be filled in only for the current quarter meetings

IV. Meeting of Committees

Date(s) of Meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)*	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*
Audit Committee					
12 th August, 2024	Yes	3	2	27 th May, 2024	76Days
Nomination and Remuneration Committee					
12 th August, 2024	Yes	3	3	27 th May, 2024	76 Days
Stakeholders Relationship Committee					
12 th August, 2024	Yes	3	1	27 th May, 2024	76 Days
Corporate Social Responsibility Committee					
N.A.	N.A.	N.A.	N.A.	N.A.	N.A.

*This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional

** to be filled in only for current quarter meeting

V. Cyber Security Incidences

Subject	Compliance status (Yes/No/NA) refer note below
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

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Other details of cyber security incidence or breaches or loss of data event	NA
Number of cyber security incidence or breaches or loss of data event occurred during the quarter	NA
VI. Related Party Transactions	
Subject	Compliance status (Yes/No/NA) refer note below
Whether prior approval of audit committee obtained	YES
Whether shareholder approval obtained for material RPT	N.A.
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	YES
<p>Note In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated. If status is "No" details of non-compliance may be given here.</p>	
VII. Affirmations	
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 b) Nomination & remuneration committee-Yes c.) Stakeholders relationship committee-Yes d.) Risk management committee (applicable to the top 100 listed entities) –N.A 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. -Yes 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. -Yes 5.) This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Yes 6.) Any comments/observations/advice of Board of Directors may be mentioned here. –Yes	
	For PIONEER EMBROIDERIES LIMITED Digitally signed by Ami Samir Thakkar Date: 2024.10.14 15:19:54 +05'30' (AMI THAKKAR)
Place: Mumbai	Company Secretary & Compliance Officer
Dated: 14 th October, 2024	Membership No.: FCS 9196

Note: Information at Table I and II above need to be necessarily given in quarter of each financial year. However if there is no change of information in subsequent quarter(s) of that financial year, this information may not be given by Listed entity and instead a statement "same as previous quarter" may be given.



Annexure II				
III. Affirmations				
Sr. No.	Particulars	Regulations 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.	Submission of Annual Secretarial Compliance Report	24A(2)	Yes	
7.	Whether "Corporate Governance Report" disclosed in Annual Report.	34(3) read with para C of Schedule V	Yes	
Annexure III				
1.	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		
1.	Name of signatory			AMI THAKKAR
			Ami Samir Thakkar	Digitally signed by Ami Samir Thakkar Date: 2024.10.14 15:20:12 +05'30'
2.	Designation			Company Secretary and Compliance Officer



Additional Half yearly Disclosure			
Applicability of disclosure	Not Applicable		
Reason for Non Applicability			
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			
Promoter Group or any other entity controlled by them			
Directors (including relatives) or any other entity controlled by them			
KMPs or any other entity controlled by them			
(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			
Promoter Group or any other entity controlled by them			
Directors (including relatives) or any other entity controlled by them			
KMPs or any other entity controlled by them			

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(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			
Promoter Group or any other entity controlled by them			
Directors (including relatives) or any other entity controlled by them			
KMPs or any other entity controlled by them			
(D) Additional Information			
II. Affirmations		Compliance Status	Company Remarks
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.			
Name		DEEPAK SIPANI	
		Sd/-	
Designation		Chief Finance Officer	
Place		Mumbai	
Date		14 th October, 2024	

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