

Corporate Governance

Committed to Transparency and Accountability

Our corporate governance framework ensures our operations consistently reflect our core values. Our Board actively shapes and monitors the implementation of our governance practices, ensuring accountability and protecting the interests of all stakeholders.

We have established robust processes and systems that strengthen organisational capabilities, drive operational excellence, and support long-term sustainable growth. This reaffirms our dedication in upholding the highest standards of integrity, ethics, and openness, ensuring the trust and confidence of our employees, customers, suppliers, communities, and other key stakeholders.

Our Board of Directors

Leading the Company’s Pursuit of Excellence

At the cornerstone of our governance structure are our Board of Directors. They offer strategic guidance to ensure the delivery of long-term value to all stakeholders. Our Board of Directors consists of Executive, Independent, and Non-Executive & Non-Independent Directors, appointed in compliance with the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Our Board constitutes 60% independent directors which includes two independent women directors, thereby reinforcing Board diversity, balanced leadership and independent oversight. The composition of the Board is guided by our Board Diversity Policy, which is part of our Nomination, Appointment and Remuneration Policy. Further, our Board brings together a broad spectrum of expertise and experience, enabling effective decision-making and the execution of long-term sustainable business

strategies. (Refer Corporate Governance Report for skills/expertise/competencies of the Board)

Majority of our Board-level Committees include Independent Directors contributing their strategic leadership to guide the Company forward. Moreover, our Audit Committee, Stakeholders Relationship Committee and Nomination and Remuneration Committee is Chaired by an Independent Director.

We have adopted a single-tiered approach to governance, undertaking comprehensive evaluations of critical business functions, addressing emerging risks, and advising on strategic opportunities to ensure that all business activities remain aligned with the Company’s long-term objectives.

Arun Bharat Ram Chairman Emeritus <div></div>	Ashish Bharat Ram Chairman & Managing Director <div>M C M</div>	Kartik Bharat Ram Joint Managing Director <div>M C M M</div>	Vellayan Subbiah Non-Executive, Non-Independent Director <div></div>
Vineet Aggarwal Independent Director <div>M</div>	Ira Gupta Independent Director <div>M M</div>	Bharti Gupta Ramola Independent Director <div>C M</div>	Puneet Yadu Dalmia Independent Director <div>C</div>
Yash Gupta Independent Director <div>M M</div>	Raj Kumar Jain Independent Director <div>M C</div>	Pramod G. Gujarathi Director (Safety & Environment) and Occupier <div>M</div>	

Board Committees

Driving Effective Governance

At SRF, we uphold the highest standards of governance through six Board-level committees, each entrusted with distinct roles and responsibilities. These committees serve as essential pillars of oversight, ensuring transparency, accountability, and strategic guidance in all areas of corporate governance.

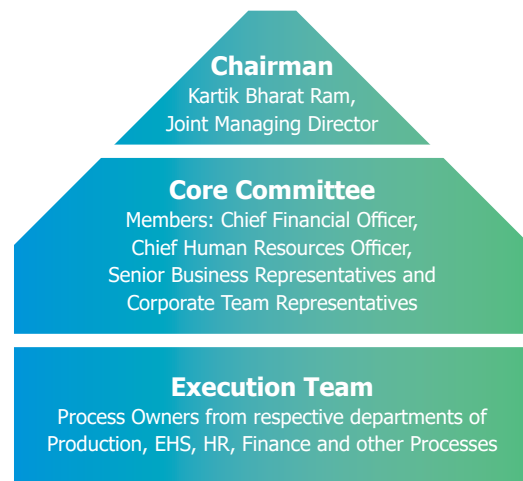


Sustainability Governance Framework

Operationalising ESG

Our sustainability governance framework serves as the foundation for integrating environmental responsibility, social commitment, and ethics in our operations. We operate under a three-tier sustainability governance framework and remain guided by our ESG Committee. The Committee's composition remains robust, led by our Joint Managing Director, along with members including our Chief Financial Officer (CFO), Chief Human Resources Officer (CHRO), Company Secretary (CS), Corporate Controller and Senior Business Representatives.

Structure of the ESG Committee



The ESG Committee plays a vital role in supporting our Corporate Leadership Team (CLT) and Board in advancing our ESG aspirations. The key responsibilities of the ESG Committee include:

- Developing strategies to drive ESG implementation.
- Embedding ESG principles into our core business operations
- Evaluating proposals related to ESG initiatives and overseeing their execution through a monitoring and evaluation (M&E) framework
- Aligning key initiatives with our ESG objectives and targets

Ethics and Compliance

Our commitment to the highest standards of ethical practices remains firm as we navigate the complexities of the business landscape. We are dedicated towards ensuring full compliance with all applicable legal and regulatory requirements.

At the centre of our organisational values lies Integrity and Excellence. These values are embedded in every facet of our business interactions and activities. We believe that upholding them is paramount to fostering trust with our stakeholders and ensuring sustainable long-term success.

Code of Conduct

Our Code of Conduct embodies our commitment to conducting business with integrity, accountability, and ethical responsibility. It establishes clear guidelines for ethical behaviour and compliance with internal business standards, covering critical areas such as regulatory adherence, fair employment practices, environmental stewardship, health and safety, conflict of interest management, and the protection of Company assets. Strengthened by our Whistleblower Policy, the Code of Conduct reinforces our core values (RINEW) and nurtures a culture of ethical conduct, transparency, and openness across all business operations.



The salient features of our Code of Conduct includes:



Upholding the features of our code of conduct is a shared responsibility, with Board members and senior executives leading by example. Additionally, we have robust mechanisms in place for identifying, reporting and investigation of breaches of our code of conduct. The same are available on our website and as part of our Whistleblower Policy.

No cases of conflict of interest and disciplinary action was taken against our Company or any of our internal stakeholders, i.e. Directors / KMPs / Employees / Workers, by any law enforcement agency for the charges of bribery/corruption during the reporting period.

SRF Policies and Codes

We prioritise the integration of Environmental, Social, and Governance (ESG) considerations into our decision-making by implementing robust policies and frameworks. Continuously refining our strategies allows us to stay ahead in a dynamic business landscape and respond effectively to evolving customer needs.

Our policies serve as a strong foundation for ethical conduct, outlining clear expectations to ensure that every employee upholds our core values and maintains the highest standards of integrity. While compliance with these policies is mandatory for all employees, we actively promote and support their adoption among our wider stakeholder community.

Environmental Management Policy	Equal opportunity policy as per the Rights of Persons with Disabilities Act, 2016	Policy to promote inclusive growth and equitable development	Policy to promote respect and well-being of employees and value chain partners
Human Rights Policy	Policy respecting the interests of stakeholders	Policy on responsible engagement with consumers	Policy on provision of sustainable and safe provision of goods and services
Code of Conduct	Supplier Code of Conduct	Board Diversity Policy	Privacy Policy
Information Security/ Cybersecurity Policy	Anti-Corruption and Bribery Policy/ Whistle-blower Policy	Ethical, Transparent and Accountable Policy	Tax Policy & Governance
Policy on responsibility and transparency when engaging in influencing public and regulatory	Business Responsibility Policy	POSH Policy	Occupational Health and Safety Policy

Regulatory Compliance

Regulatory compliance is a top priority for us. To ensure we meet all legal and regulatory requirements, we have implemented “Compliance Manager” – an internal compliance management tool. This tool helps us track and manage regulatory obligations, allowing us to maintain high compliance standards and promptly address any potential issues.

We remained fully compliant with environmental and social laws and regulations during the reporting period, ensuring zero penalties and sanctions.

Industry Associations

In order to contribute to the overall industry growth and ensure long-term sustainability in a rapidly evolving business environment, we engage with various trade and industry associations to participate in cross-sectoral discussions that shape the future of our industry. By collaborating with these esteemed associations, we gain valuable industry insights such as emerging trends, technological advancements, sustainable business practices and evolving regulatory frameworks.

Through these collective efforts, we drive best practices, address sector-specific challenges, and contribute to projects that benefit both the industry and the broader community.

Confederation of Indian Industry	Refrigerant Gases Manufacture Association	Indian Chemical Council	CHEMEXCIL
National Safety Council	Centre for Chemical Process Safety	Manmade and Technical Textiles Export Promotion Council (MATEXIL)	Indian Technical Textile Association (ITTA)
Association of Synthetic Fibre Industry	Indian Society for Quality	Quality Circle Forum of India	Association of Chloromethanes Manufacturers
Petcore Europe	Polyester Film Industry Association	Polyester Textile Apparel Industry Association (PTAIA)	Electronic Industries Association of India