

HINDCON CHEMICALS LIMITED

CIN: L24117WB1998PLC087800

Regd. Off. : 62B, Braunfeld Row, 1st Floor, Kolkata - 700027

Corporate Governance Report under Regulation 27(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

1. Name of Listed Entity:

Hindcon Chemicals Limited

Annexure I

2. Quarter ending:

30th September 2021

I. Composition of Board of Directors												
Title (Mr./Ms)	Name of the Director	PAN & DIN	Category (Chairperson/Executive/Non-Executive/independent/Nominee)	Initial Date of Appointment	Date of re-appointment	Date of Cessation	Tenure (in months)	Date of Birth	No. of Directorship in the listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity [in reference to proviso to regulation 17A(1)]	Number of memberships in the Audit/Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No. of post of Chairperson in the Audit/Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)
Mr.	Sanjay Goenka	PAN-ADWPG3366L DIN - 00848190	Chairman & Managing Director/Executive	15.12.1999	01.04.2021	-	-	24.05.1965	1	-	1	-
Mrs.	Nilima Goenka	PAN-ADUPG1640H DIN-00848225	Whole time Director/Executive	25.08.1998	01.06.2020	-	-	24.08.1969	1	-	1	-
Mr.	Ramsanatan Banerjee	PAN-ADUPB6024C DIN-05191594	Whole-time Director/Executive	04.02.2012	04.02.2020	-	-	02.10.1956	1	-	-	-
Mr.	Krishna Kumar Tantia	PAN-ABPPT9100J DIN-00315796	Independent Director/Non-Executive	08.08.2017	08.08.2017	-	49 Months	15.08.1963	1	1	2	-
Mr.	Girdhari Lal Goenka	PAN-ADZPG1962B DIN-00613725	Independent Director/Non-Executive	08.08.2017	08.08.2017	-	49 Months	06.01.1964	1	1	-	-
Mr.	Binay Kumar Agarwal	PAN-ACGPA4056Q DIN-01342065	Independent Director/Non-Executive	08.08.2017	08.08.2017	-	49 Months	30.09.1966	2	2	3	3
Whether regular chairperson appointed						Yes						
Whether Chairperson is related to managing Director or CEO						Yes						

<b>II. Composition of Committees</b>					
<b>Name of Committee</b>	<b>Whether Regular Chairperson appointed</b>	<b>Name of Committee Members</b>	<b>Category (Chairperson/Executive/Non-Executive/independent/Nominee)</b>	<b>Date of Appointment</b>	<b>Date of Cessation</b>
1. Audit Committee	Yes	Mr. Binay Kumar Agarwal	Chairman/Independent Director/Non-Executive	15.09.2017	
		Mr. Krishna KumarTantia	Member/Independent Director/Non-Executive	15.09.2017	
		Mr. Sanjay Goenka	Member/Chairman & Managing Director/Executive	15.09.2017	
2. Nomination & Remuneration Committee	Yes	Mr. Girdhari Lal Goenka	Chairman/Independent Director/Non-Executive	15.09.2017	
		Mr. Binay Kumar Agarwal	Member/Independent Director/Non-Executive	15.09.2017	
		Mr. Krishna KumarTantia	Member/Independent Director/Non-Executive	15.09.2017	
3. Risk Management Committee(if applicable)	NA	NA	NA	NA	
4. Stakeholders' Relationship Committee	Yes	Mr. Binay Kumar Agarwal	Chairman/Independent Director/Non-Executive	15.09.2017	
		Mr. Krishna KumarTantia	Member/Independent Director/Non-Executive	15.09.2017	
		Mrs. NilimaGoenka	Member- Whole Time Director /Executive	15.09.2017	
5. Corporate Social Responsibility Committee	Yes	Mr. Sanjay Goenka	Chairman/ Chairman & Managing Director/Executive	25.05.2018	
		Mr. Binay Kumar Agarwal	Member/Independent Director/Non-Executive	25.05.2018	
		Mrs. NilimaGoenka	Member- Whole Time Director /Executive	25.05.2018	

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)
	19.04.2021	-	Yes	6	3	-
	26.06.2021	-	Yes	5	2	-
	-	14.08.2021	Yes	6	3	48 days

IV	Meeting of Committees	Audit Committee				
	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)
	26.06.2021	14.08.2021	Yes	3	2	48 days

IV	Meeting of Committees	Nomination and Remuneration Committee				
	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)
	26.06.2021	-	Yes	3	3	-

IV	Meeting of Committees	Stakeholders Relationship Committee				
	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)
	26.06.2021	14.08.2021	Yes	3	2	

V	Meeting of Committees	Corporate Social Responsibility Committee				
	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)
	26.06.2021	-	Yes	3	1	-

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<b>IV</b>	<b>Related Party Transactions</b>	
	<b>Subject</b>	<b>Compliance Status (yes / No / NA)</b>
	Whether prior approval of audit committee obtained	Yes
	Whether shareholder approval obtained for material RPT	NA
	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by the Audit Committee	Yes

<b>VI.</b>	<b>Affirmation</b>
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 top 500 listed entites) - NA
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. - N.A.

**Note:** The CG report for the previous quarter was not required to be placed before the Board since the Company was listed with NSE-SME only and migrated to NSE main Board on 5th July, 2021 and has been made applicable from the second quarter of 2021-22.

*For Hindcon Chemicals Limited*

*Sd/-*

*Jaya Bajpai*

*Company Secretary & Compliance Officer*

<b>Annexure III</b>				
<b>III. Affirmations</b>				
<b>Sr</b>	<b>Particulars</b>	<b>Regulation Number</b>	<b>Compliance status (Yes/No/NA)</b>	<b>If status is “No” details of non-compliance may be given here.</b>
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	Whether “Corporate Governance Report” disclosed in Annual Report	34(3) read with para C of Schedule V	NA	
<b>Any other information to be provided</b>				

<b>Annexure III</b>		
1	Name of signatory	Jaya Bajpai
2	Designation	Company Secretary and Compliance

Additional Half yearly Disclosure			
Applicability of disclosure	Not Applicable		
Reason for Non Applicability	The Company has not given any loans, guarantees or provided any securities		
<b>I. Disclosure of Loans/ guarantees/comfort letters /securities etc.refer note below</b>			
<b>(A)Any loan or any other form of debt advanced by the listed entity directly or indirectly to</b>			
Entity	Aggregate amount advanced during six months	Balance outstanding at the end of six months	
Promoter or any other entity controlled by them	0.00	0.00	
Promoter Group or any other entity controlled by them	0.00	0.00	
Directors (including relatives) or any other entity controlled by them	0.00	0.00	
KMPs or any other entity controlled by them	0.00	0.00	
<b>(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</b>			
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	-	0.00	0.00
Promoter Group or any other entity controlled by them	-	0.00	0.00
Directors (including relatives) or any other entity controlled by them	-	0.00	0.00
KMPs or any other entity controlled by them	0	0.00	0.00
<b>(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</b>			
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	-	0.00	0.00
Promoter Group or any other entity controlled by them	-	0.00	0.00
Directors (including relatives) or any other entity controlled by them	-	0.00	0.00
KMPs or any other entity controlled by them	-	0.00	0.00
<b>(D) Additional Information</b>			
<b>II. Affirmations</b>			
Affirmations		Compliance Status	Company Remarks
All loans (or other form of debt), guarantees, comfort letters (by whatever			
Name	NA		
Designation			
Place			
Date			
<b>Name: SANJAY GOENKA</b>			
<b>Designation:Chief Executive Officer</b>			
<b>Place:KOLKATA</b>			
<b>Date:05-Oct-2021</b>			