

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 June, 2023

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.	Sudhir Kumar Bhartia	PAN-ADUPB4014G DIN- 00644721	Independent Director/ Non-Executive	28.05.2022	-	12.07.2023	13 Months	22.10.1966	1	1	2	-
Mr.	Girdhari Lal Goenka	PAN-ADZPG1962B DIN-00613725	Independent Director/ Non-Executive	08.08.2017	08.08.2017	-	70 Months	06.01.1964	1	1	1	-
Mr.	Binay Kumar Agarwal	PAN-ACGPA4056Q DIN-01342065	Independent Director/ Non-Executive	08.08.2017	08.08.2017	-	70 Months	30.09.1966	2	2	3	3
Whether regular chairperson appointed						Yes						
Whether Chairperson is related to managing Director or CEO						Yes						

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. Binay Kumar Agarwal	Chairman/Independent Director/Non-Executive	15.09.2017	
		Mr. Sudhir Kumar Bhartia	Member/Independent Director/Non-Executive	28.05.2022	12.07.2023
		Mr. Sanjay Goenka	Member/Chairman & Managing Director/Executive	15.09.2017	
		Mr. Girdhari Lal Goenka	Member/Independent Director/Non-Executive	24.05.2023	
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. Sudhir Kumar Bhartia	Member/Independent Director/Non-Executive	28.05.2022	12.07.2023
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. Sudhir Kumar Bhartia	Member/Independent Director/Non-Executive	28.05.2022	12.07.2023
		Mrs. Nilima Goenka	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. Nilima Goenka	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)
	09.02.2023	26.05.2023	Yes	5	2	105

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)
	09.02.2023	26.05.2023	Yes	3	2	105

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)
	09.02.2023	Nil				

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)
	09.02.2023	26.05.2023	Yes	2	1	105

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)
	09.02.2023	26.05.2023	Yes	2	0	105

IV	Related Party Transactions	
	Subject	Compliance Status (yes / No / NA)
	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

VI. Affirmation	
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. - Yes

For Hindcon Chemicals Limited

Sd/-

Ankita Banerjee

Company Secretary & Compliance Officer