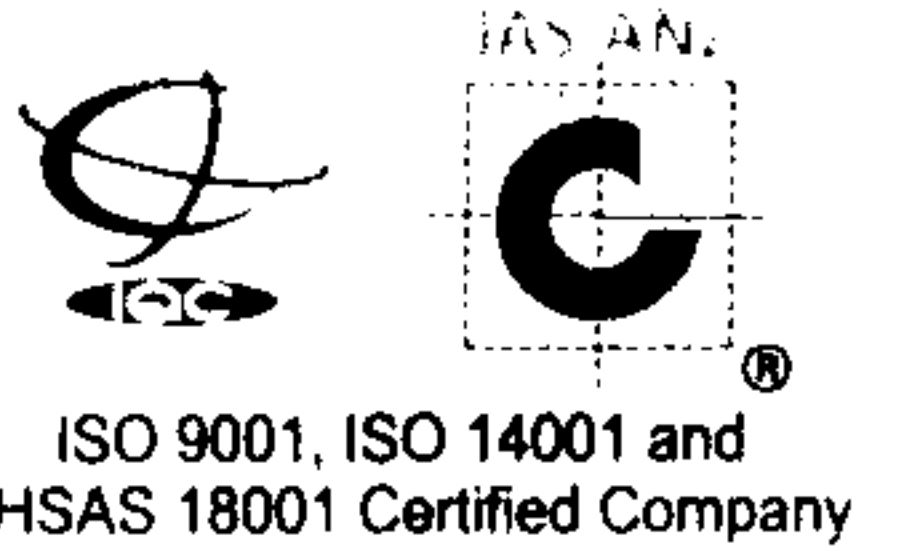




# DHP INDIA LIMITED

Corporate Identity Number (CIN) : L65921WB1991PLC051555



Registered Office : 10 Middleton Row, Kolkata 700 071, India  
Tel : +91(33) 2229-5735, 2229-7995, 2229-7929, 2229-9626  
Fax : +91(33) 2217-2751, E-mail : info@dhpindia.com

Ref : 19(B)(C)/28905

19/05/2020

To

- 1) The Secretary  
The Calcutta Stock Exchange Ltd. [Securities Code : 14058]  
7, Lyons Range, Kolkata - 700 001.
- 2) The General Manager /Asst. General Manager - Deptt. Of Corporate Services,  
Bombay Stock Exchange Ltd., [Securities Code : 531306]  
25, P. J. Towers, Dalal Street, Mumbai - 400 001.

Dear Sir,

Re : DHP INDIA LIMITED

Sub : Sending of Quarterly Corporate Governance Compliance Report as per Regulation 27(2) of SEBI (LODR) Regulations, 2015 for the quarter ending 31/03/2020 AND Year ending 31/03/2020.

Please note that due to COVID-19 pandemic situation and all over India Lockdown our Regd. Office totally closed from 23/03/2020 to 17/05/2020. Our Regd. Office opened from 18/05/2019 with very limited employee strength.

We are sending herewith Quarterly Corporate Governance Compliance Report - "Annexure-I" and Annually Year Ended Corporate Governance Compliance Report - "Annexure-II" as per Regulation 27(2) of SEBI (LODR) Regulations, 2015 for the quarter ending and Annual Year ending 31/03/2020 duly signed by Mr. Asheesh Dabriwal, Managing Director of the Company.

Kindly acknowledge the same & do the needful.

Thanking You,

Yours Faithfully,  
FOR DHP INDIA LIMITED

  
(CA Ashok Kumar Singh)  
Chief Financial Officer

Enclosed : As Stated

## FORMAT OF COMPLIANCE OF QUARTERLY CORPORATE GOVERNANCE AS PER REGULATION 27(2) OF SEBI (LODR) REGULATIONS, 2015

1 Name of Listed Entity : DHP INDIA LIMITED

2 Quarter Ending : 31ST MARCH, 2020

Page 1 of 2

## I. Composition of Board of Directors

(Mr./Mrs./Ms.)	Title	Name of the Director	PAN's & DIN	Category (Chairperson/Executive/Non-executive/Independent/Nominee)	Date of Appointment in the current term/cessation	Tenure	No. of Directorship in listed entities including this listed entity (Refere Regulation 25(1) of Listing Regulations)	Number of membership in Audit/Stakeholder Committee(s) including this listed entity (Refere Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/Stakeholders Committee held in listed entities including this listed entity (Refere Regulation 26(1) of Listing Regulations)
Mr.	Asheesh Dabirwal		PAN-ACWPPD6237E DIN-00044783	Executive Director Managing Director	Latest Appointment 01/04/2019	5 Years till 31/03/2024	1	2	Nil
Mr.	Janak Bhardwaj		PAN-AEXPB2776H DIN-00047641	Executive Director	First Appointment 25/06/1998	N.A.	1	Nil	Nil
Mrs.	Anjum Dhandhania		PAN-ADIPD6459P DIN-00058506	Non-Executive Director	First Appointment 31/01/2013	N.A.	1	2	Nil
Mr.	Buddhaddeb Basu		PAN-ADDPB6922G DIN-00061771	Independent Director	Latest Appointment 19/09/2014	5 Years till 31/03/2024	1	4	4
Dr.	Subrata Haldar		PAN-AASPH2686P DIN-00089655	Independent Director	Latest Appointment 19/09/2014	5 Years till 31/03/2024	1	1	Nil
Mr.	Surajit Raha		PAN-AAEPPR2844M DIN-07019436	Independent Director	Latest Appointment 27/09/2015	5 Years till 27/09/2020	1	3	Nil


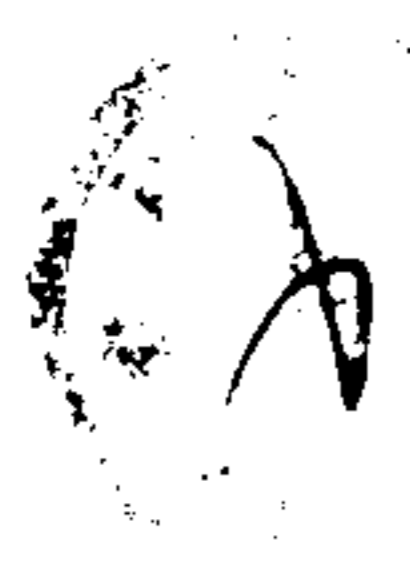
## II. Composition of Committees

Name of Committee		Name of Committee members		Category (Chairperson/Executive/Non-Executive/Independent/Nominee)	
1	Audit Committee	Mr. Buddhaddeb Basu Dr. Subrata Haldar Mr. Surajit Raha	Independent Director - Chairperson of the Committee Independent Director Independent Director		
2	Nomination & Remuneration Committee	Mr. Buddhaddeb Basu Mr. Surajit Raha Mrs. Anjum Dhandhania	Independent Director - Chairperson of the Committee Independent Director Non-Executive & Women Director		
3	Shareholders/Investor Grievance Committee	Mr. Buddhaddeb Basu Mrs. Anjum Dhandhania Mr. Asheesh Dabirwal	Independent Director - Chairperson of the Committee Non-Executive & Women Director Executive Director (Managing Director)		

## FORMAT OF COMPLIANCE OF QUARTERLY CORPORATE GOVERNANCE AS PER REGULATION 27(2) OF SEBI (LODR) REGULATIONS, 2015

Name of Listed Entity : DHP INDIA LIMITED

Page 2 of 2

II. Composition of Committees					
Name of Committee	Name of Committee members	Category (Chairperson/Executive/Non-Executive/Independent/Nominee)			
4 Corporate & Social Responsibility Committee	Mr. Buddhadeb Basu Mr. Surajit Raha Mr. Ashesh Dabriwal	Independent Director - Chairperson of the Committee Independent Director Executive Director (Managing Director)			
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	Maximum gap between any two consecutive (in number of days)			
11/11/2019	11/02/2020	91 days			
IV. Meeting of Committee					
Name of Committee	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days	
1 Audit Committee	11/02/2020	All member Present	11/11/2019	91 days	
V. Related Party Transactions					
Subject	Compliance status (Yeas/No/N.A.)				
Whether prior approval of audit committee obtained	N. A.				
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	N. A.				
VI. Affirmations					
1 The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.					
2 The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015 :- a) Audit Committee. b) Nomination and Remuneration Committee. c) Shareholders/Investor Grievance Committee. d) Corporate & Social Responsibility Committee.					
3 The committee members have been made aware of there powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.					
4 The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligation and disclosure requirements) Regulations, 2015.					
5 This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of Board of Directors may be mentioned here : ----- NIL -----					
 					
[ASHESH DABRIWAL - DIN : 00044783, MANAGING DIRECTOR]					
Name & Designation Dt. 19/05/2020					

# DHP INDIA LIMITED

Reg. Off : 10, Middleton Row, Kolkata-700 071, Phone : +91(33) 2229-5735/7995/9626/7929, Fax No : +91(33) 2217-2751

Corporate Identity Number [CIN] : L65921WB1991PLC051555

## ANNEXURE II

**Format to be submitted by listed entity at the end of the financial year (for the whole of financial Year) Financial Year Ended : 31/03/2020**

<b>I. Disclosure on website in terms of Listing Regulations</b>		
<i>Item</i>	<i>Compliance status (Yes/No/NA) refer note below</i>	
Details of business	<b>Yes – {Manufacturing}</b>	
Terms and conditions of appointment of independent directors	<b>Yes</b>	
Composition of various committees of board of directors	<b>Yes</b>	
Code of conduct of board of directors and senior management personnel	<b>Yes</b>	
Details of establishment of vigil mechanism/Whistle Blower policy	<b>Yes</b>	
Criteria of making payments to non-executive directors	<b>Yes</b>	
Policy on dealing with related party transactions	<b>Yes</b>	
Policy for determining 'material' subsidiaries	<b>N.A.</b>	
Details of familiarization programmes imparted to independent directors	<b>Yes</b>	
Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	<b>Yes</b>	
Email address for grievance redressal and other relevant details	<b>Yes</b>	
Financial results	<b>Yes</b>	
Shareholding pattern	<b>Yes</b>	
Details of agreements entered into with the media companies and/or their associates	<b>N.A.</b>	
New name and the old name of the listed entity	<b>Yes – {DHP INDIA LIMITED}</b>	
<b>II Annual Affirmations</b>		
<i>Particulars</i>	<i>Regulation Number</i>	<i>Compliance status (Yes/No/NA) refer note below</i>
<i>Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'</i>	<i>16(1)(b) &amp; 25(6)</i>	<b>Yes</b>
<i>Board composition</i>	<i>17(1)</i>	<b>Yes</b>
<i>Meeting of Board of Directors</i>	<i>17(2)</i>	<b>Yes</b>
<i>Review of Compliance Reports</i>	<i>17(3)</i>	<b>Yes</b>
<i>Plans for orderly succession for appointments</i>	<i>17(4)</i>	<b>Yes</b>
<i>Code of Conduct</i>	<i>17(5)</i>	<b>Yes</b>
<i>Fees/compensation</i>	<i>17(6)</i>	<b>Yes</b>
<i>Minimum Information</i>	<i>17(7)</i>	<b>Yes</b>
<i>Compliance Certificate</i>	<i>17(8)</i>	<b>Yes</b>
<i>Risk Assessment &amp; management</i>	<i>17(9)</i>	<b>Yes</b>
<i>Performance Evaluation of Independent Directors</i>	<i>17(10)</i>	<b>Yes</b>
<i>Composition of Audit Committee</i>	<i>18(1)</i>	<b>Yes</b>
<i>Meeting of Audit Committee</i>	<i>18(2)</i>	<b>Yes</b>
<i>Composition of nomination &amp; remuneration committee</i>	<i>19(1) &amp; (2)</i>	<b>Yes</b>
<i>Composition of stakeholder relationship committee</i>	<i>20(1) &amp; (2)</i>	<b>Yes</b>
<i>Composition and role of risk management committee</i>	<i>21(1),(2),(3),(4)</i>	<b>Yes</b>
<i>Vigil Mechanism</i>	<i>22</i>	<b>Yes</b>
<i>Policy for related party Transaction</i>	<i>23(1),(5),(6),(7) &amp; (8)</i>	<b>Yes</b>
<i>Prior or Omnibus approval of Audit Committee for all related party transactions</i>	<i>23(2),(3)</i>	<b>Yes</b>



Approval for material related party Transactions	23(4)	Yes
Composition of Board of Directors of unlisted material Subsidiary	24(1)	N.A.
Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	N.A.
Maximum Directorship & Tenure	25(1) & (2)	N.A.
Meeting of independent directors	25(3) & (4)	Yes
Familiarization of independent directors	25(7)	Yes
Membership in Committees	26(1)	Yes
Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes
Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes
Policy with respect to Obligations of directors and Senior management	26(2) & 26(5)	Yes

**Note**

- 1 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.
- 2 If status is "No" details of non-compliance may be given here.
- 3 If the Listed Entity would like to provide any other information the same may be indicated here.

**III Affirmations:**

The Listed Entity has approved Material Subsidiary policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied.

**FOR DHP INDIA LIMITED**



**[ASHEESH DABRIWAL]  
MANAGING DIRECTOR & C.E.O.**

Name & Designation

Dated : 19/05/2020

Company Secretary / Compliance officer / Managing Director / CEO