



# DHP INDIA LIMITED

Corporate Identity Number (CIN) : L65921WB1991PLC051555



Registered Office : 7B Shreelekha, 7th Floor, 42A Park Street, Kolkata 700 016, India  
Tel : +91(33) 2229-5735, 2229-7995, 4600-2601, 4600-2602  
E-mail : info@dhpindia.com

Ref : 19(B)(B)/30820

01/04/2025

To

✓ The General Manager /Asst. General Manager - Deptt. Of Corporate Services,  
BSE Limited, [Securities Code : 531306]  
25, P. J. Towers, Dalal Street, Mumbai - 400 001.

Dear Sir,

Re : DHP INDIA LIMITED [ISIN - INE590D01016]

Sub : Sending of Quarterly/Annually Corporate Governance/Integrated Corporate Governance Compliance Report as per Regulation 27(2) of SEBI (LODR) Regulations, 2015 for the quarter/ annual year ended 31/03/2025.

We are sending herewith Quarterly/Annually Year ended Corporate Governance/ Integrated Governance Compliance Report-"Annexure-I" & Annexure-II" as per Regulation 27(2) of SEBI (LODR) Regulations, 2015 for the quarter/annual year ending 31/03/2025 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

1 Name of Listed Entity : DHP INDIA LIMITED

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2 Quarter Ending : 31st MARCH, 2025

## I. Composition of Board of Directors

Title  (Mr./Mrs./Ms.)	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  (Refe Regulation 25(1) of Listing Regulations)	Number of membership in Audit/Stakeholder/ Nomination/CSR Committee(s) including this listed entity  (Refe Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/Stakeholders Committee held in listed entities including this listed entity  (Refe Regulation 26(1) of Listing Regulations)
Mr.	Asheesh Dabriwal	PAN-ACWPD6237E DIN-00044783	Executive Director Managing Director	Latest Appointment 30-04-2024	5 Years till 29-04-2029	1	2	Nil
Mr.	Janak Bhardwaj	PAN-AEXPB2776H DIN-00047641	Executive Director	First Appointment 25-06-1998	N.A.	1	Nil	Nil
Mrs.	Anjum Dhandhan	PAN-ADIPD6459P DIN-00058506	Non-Executive Director	First Appointment 31-01-2003	N.A.	1	2	Nil
Mr.	Buddhadeb Basu	PAN-ADDPB6922G DIN-00061771	Independent Director Resigned on 27-01-2025	Latest Appointment 30-04-2024	5 Years till 29-04-2029			
Dr.	Subrata Halder	PAN-AASPH2686P DIN-00089655	Independent Director	Latest Appointment 30-04-2024	5 Years till 29-04-2029	1	1	Nil
Mr.	Surajit Raha [See Note]	PAN-AAEPR2844M DIN-07019436	Independent Director Retired on 31-03-2025	Retired on 31-03-2025	5 Years till 31-03-2025			
Mr.	Rajat Banerjee	PAN-ADCPB7569G DIN-06473127	Independent Director	First Appointment 10-08-2023	5 Years till 09-08-2028	1	2	Nil
Mrs.	Aditi Bagchi	PAN-AZTPB4737F DIN-09840440	Independent Director	First Appointment 10-08-2023	5 Years till 09-08-2028	1	2	Nil

## II. Composition of Committees

Name of Committee	Name of Committee members	Category (Chairperson/Executive/Non-Executive/Independent/Nominee)
1 Audit Committee  [See Note]	Mr. Rajat Banerjee [DIN-06473127] Dr. Subrata Halder [DIN-00089655] Mr. Buddhadeb Basu [DIN-00061771] Mr. Surajit Raha [DIN-07019436]	Non-Executive & Independent Director-Chairperson of the Committee Non-Executive & Independent Director Non-Executive & Independent Director - Resigned on 27/01/2025 Non-Executive & Independent Director-Retired on 31/03/2025
2 Nomination & Remuneration Committee [See Note]	Mr. Rajat Banerjee [DIN-06473127] Mr. Surajit Raha [DIN-07019436] Mr. Buddhadeb Basu [DIN-00061771] Mrs. Anjum Dhandhan [DIN-00058506]	Non-Executive & Independent Director-Chairperson of the Committee Non-Executive & Independent Director-Retired on 31/03/2025 Non-Executive & Independent Director - Resigned on 27/01/2025 Non-Executive & Independent Director
3 Stakeholders Committee	Mrs. Aditi Bagchi [DIN-09840440] Mrs. Anjum Dhandhan [DIN-00058506] Mr. Buddhadeb Basu [DIN-00061771] Mr. Asheesh Dabriwal [DIN-00044783]	Non-Executive & Independent Director-Chairperson of the Committee Non-Executive & Women Director Non-Executive & Independent Director - Resigned on 27/01/2025 Executive Director (Managing Director)

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Name of Committee		Name of Committee members	Category (Chairperson/Executive/Non-Executive/Independent/Nominee)
4	Corporate & Social Responsibility Committee [See Note]	Mrs. Aditi Bagchi [DIN-09840440]	Independent Director - Chairperson of the Committee
		Mr. Surajit Raha [DIN-07019436]	Non-Executive & Independent Director-Retired on 31/03/2025
		Mr. Buddhadeb Basu [DIN-00061771]	Non-Executive & Independent Director - Resigned on 27/01/2025
		Mr. Asheesh Dabrial [DIN-00044783]	Executive Director (Managing Director)

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)
11-11-2024	27-01-2025	76 days

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	27-01-2025	All member Present	11-11-2024	76 days

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.

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) Stakeholders 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 : <div style="text-align: center;">----- NIL -----</div>

*asheesh*  
[ASHEESH DABRIWAL - MANAGING DIRECTOR, DIN-00044783]  
Name & Designation Dt. 01/04/2025



*Note : The again Appointment of Mr.Surajit Raha as Independent Director as well as Members of the aforesaid Committees will be made in forthcoming Board Meeting as well as AGM/EGM.*

# DHP INDIA LIMITED

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ANNEXURE II

**Format to be submitted by listed entity at the end of the financial year as Corporate Governance/Integrated Governance Report (for the whole of financial Year) Financial Year Ended : 31/03/2025**

## I. Disclosure on website in terms of Listing Regulations

Item	Compliance status (Yes/No/NA) refer note below
Details of business	Yes – {Manufacturing}
Terms and conditions of appointment of independent directors	Yes
Composition of various committees of board of directors	Yes
Code of conduct of board of directors and senior management personnel	Yes
Details of establishment of vigil mechanism/Whistle Blower policy	Yes
Criteria of making payments to non-executive directors	Yes
Policy on dealing with related party transactions	Yes
Policy for determining 'material' subsidiaries	N.A.
Details of familiarization programmes imparted to independent directors	Yes
Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes
Email address for grievance redressal and other relevant details	Yes
Financial results	Yes
Shareholding pattern	Yes
Details of agreements entered into with the media companies and/or their associates	N.A.
New name and the old name of the listed entity	Yes – {DHP INDIA LIMITED}

## II Annual Affirmations

Particulars	Regulation Number	Compliance status (Yes/No/NA) refer note below
Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes
Board composition	17(1)	Yes
Meeting of Board of Directors	17(2)	Yes
Review of Compliance Reports	17(3)	Yes
Plans for orderly succession for appointments	17(4)	Yes
Code of Conduct	17(5)	Yes
Fees/compensation	17(6)	Yes
Minimum Information	17(7)	Yes
Compliance Certificate	17(8)	Yes
Risk Assessment & management	17(9)	Yes
Performance Evaluation of Independent Directors	17(10)	Yes
Composition of Audit Committee	18(1)	Yes
Meeting of Audit Committee	18(2)	Yes
Composition of nomination & remuneration committee	19(1) & (2)	Yes
Composition of stakeholder relationship committee	20(1) & (2)	Yes
Composition and role of risk management committee	21(1),(2),(3),(4)	Yes
Vigil Mechanism	22	Yes
Policy for related party Transaction	23(1),(5),(6),(7) & (8)	Yes
Prior or Omnibus approval of Audit Committee for all related party transactions	23(2),(3)	Yes
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*



**[ASHEESH DABRIWAL]  
MANAGING DIRECTOR [DIN-00044783]**

Name & Designation

Dated : 01/04/2025

Managing Director / CEO