



National Stock Exchange Of India Limited

Date of

15-Apr-2019

NSE Acknowledgement

Symbol:-	HSCL
Name of the Company: -	Himadri Speciality Chemical Limited
Submission Type:-	Corporate Governance
Quarter/Period Ended: -	31-Mar-2019
Date of Submission:-	2019-04-15 14:04:17
NEAPS App. No:-	53167

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BSE LTD
ACKNOWLEDGEMENT

Acknowledgement No	: 1504201901574327	Date & Time	: 15/04/2019 01:57:43 PM
Scrip Code	: 500184		
Entity Name	: Himadri Speciality Chemical Ltd		
Compliance Type	: Regulation 27(2)- Corporate Governance		
Quarter / Period	: 31/03/2019		
Mode	: E-Filing		

Compliance Report on Corporate Governance

1. Name of Listed Entity: **HIMADRI SPECIALITY CHEMICAL LTD**
(Formerly Known as Himadri Chemicals & Industries Limited)
2. Quarter ending: **March 31, 2019** Listed at BSE/NSE

1. Composition of Board of Directors									
Title (Mr/Ms)		PAN \$& DIN	Category (Chairperson / Executive/ Non-executive/ Independent / Nominee)&	Date of Appointment in current term	Date of Cessation	Tenure of director* (in months)	No. of Directorship in listed entities (including this entity)	Membership in Audit / Stakeholders Committee (including this entity)	No of Chairpersons in Audit/ Stakeholders Committee (including this entity)
Mr.	Bankey Lal Choudhary	ACAPC5678C /00173792	Executive	01.04.2016	-	N.A.	2	0	0
Mr.	Shyam Sundar Choudhary	ACJPC4648K /00173732	Executive	01.04.2015	-	N.A.	1	1	0
Mr.	Vijay Kumar Choudhary	ACAPC5679D /00173858	Executive	01.04.2017	-	N.A.	1	0	0
Mrs.	Rita Bhattacharya	AGHPB5365N /03157199	Nominee (LIC)	22-04-2014	-	N.A.	1	0	0
Mr.	Sakti Kumar Banerjee*	AAOPB0550E /00631772	Independent	01.04.2014	31.03.2024	60	1	2	0
Mr.	Hardip Singh Mann*	ABUPM8414D /00104948	Independent	01.04.2014	31.03.2024	60	1	0	0
Mr.	Santimoy Dey	AGNPD1312R /06875452	Independent	24.09.2014	23.09.2019	54	1	2	1
Mr.	Hanuman Mal Choraria	ACRPC7640P /00018375	Independent	24.09.2014	23.09.2019	54	1	1	1
Mr.	Santosh Kumar Agrawala	ACDPA9254F /00364962	Independent	14.11.2016	13.11.2021	29	2	1	1
Mr.	Suryakant Balkrishna Mainak	ACOPM4530H /02531129	Independent	03.08.2017	02.08.2022	20	5	8	3

\$PAN number of any director would not be displayed on the website of Stock Exchange& Category of directors means executive/non-executive/independent/Nominee. if a director fits into more than one category write all categories separating them with hyphen*to be filled only for Independent Director. Tenure would mean total period from which Independent director is serving on Board of directors of the listed entity in continuity without any cooling off period.

*Mr Sakti Kumar Banerjee has been re-appointed as Independent Director by the Shareholders at the AGM held on 04.09.2018 for the second term of five consecutive year w.e.f 01.04.2019 upto 31.03.2024

**Mr Hardip Singh Mann has been re-appointed as Independent Director by the Shareholders at the AGM held on 04.09.2018 for the second term of five consecutive year w.e.f 01.04.2019 upto 31.03.2024



II. Composition of Committees

Name of Committee	Name of Committee members	Category (Chairperson/ Executive/ Non-executive/ Independent/ Nominee) &	Date of Appointment
1. Audit Committee	1.Mr. Hanuman Mal Choraria 2.Mr. Santimoy Dey 3.Mr. Sakti Kumar Banerjee	Chairman- Independent	11.08.2014
		Member- Independent	11.08.2014
		Member- Independent	11.08.2014
2.Nomination & Remuneration Committee	1.Mr. Santimoy Dey 2.Mr. Sakti Kumar Banerjee 3.Mr. Hanuman Mal Choraria	Chairman- Independent	11.08.2014
		Member- Independent	11.08.2014
		Member- Independent	11.08.2014
3.Risk Management Committee	1.Mr. Shyam Sundar Choudhary 2.Mr. Santimoy Dey 3. Mr. Bankey Lal Choudhary 4. Mr. Anurag Choudhary 5. Kamlesh Kumar Agarwal	Chairman	11.08.2014
		Member- Independent	11.08.2014
		Member- Executive	11.08.2014
		Member- CEO	11.08.2014
		Member- CFO	11.08.2014
4.Stakeholders Relationship Committee	1.Mr. Santimoy Dey 2.Mr. Sakti Kumar Banerjee 3.Mr. Shyam Sundar Choudhary	Chairman- Independent	11.08.2014
		Member - Independent	11.08.2014
		Member- Executive	11.08.2014
5. Corporate Social Responsibility Committee	1.Mr. Santimoy Dey 2.Mr. Sakti Kumar Banerjee 3.Mr. Shyam Sundar Choudhary	Chairman- Independent	27.05.2014
		Member - Independent	27.05.2014
		Member- Executive	27.05.2014

& Category of directors means executive/non-executive/independent/nominee, if a director fits into more than one category write all categories separating them with hyphen

III. Meeting of Board of Directors

Date(s) of Meetings (if any) in previous quarter	Date(s) of Meetings (if any) in the relevant quarter	Maximum gap between any two consecutive (in number of days)
12.11.2018 18.12.2018	29.01.2019	41 days

IV. Meeting of Committees (Audit 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 meeting in number of days *
29.01.2019	Yes (All members of the Committee were present)	12.11.2018 18.12.2018	41days



* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional

V. Related Party Transactions	
Subject	Compliance Status (Yes/ No/NA) refer note below
Whether prior approval of Audit Committee obtained	Yes
Whether shareholders' approval obtained for material RPT	NA
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes
<p>Note</p> <p>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.</p> <p>2 If status is "No" details of non-compliance may be given here.</p>	
VI. Affirmations	
<p>1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. Yes</p> <p>2. The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.</p> <p>a. Audit Committee;- Yes</p> <p>b. Nomination & remuneration committee;- Yes</p> <p>c. Stakeholders relationship committee;- Yes</p> <p>d. Risk management committee (applicable to the top 100 listed entities) N. A.</p> <p>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</p> <p>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</p> <p>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:</p> <p><i>The report of the Corporate Governance for the previous quarter i.e. 31.12.2018 was placed at the Meeting of Board of Directors held on 29.01.2019</i></p>	

For Himadri Speciality Chemical Ltd.

Company Secretary

Name: Bajrang Lal Sharma

Designation: Company Secretary (FCS: 8148)

Date: 15-04-2019

Place: Kolkata

Note:

Information at Table I and II above need to be necessarily given in 1st quarter of each financial year. However if there is no change of information in subsequent quarter(s) of that financial year, this information may not be given by Listed entity and instead a statement "same as previous quarter" may be given.

