

Corporate Governance Report for the Quarter ended 31.12.2021

General information about company	
Scrip code	543433
NSE Symbol	HPAL
MSEI Symbol	NA
ISIN	INE0GSL01016
Name of the entity	HP Adhesives Limited
Date of start of financial year	01-04-2021
Date of end of financial year	31-03-2022
Reporting Quarter	Quarterly
Date of Report	31-12-2021
Risk management committee	Not Applicable
Market Capitalisation as per immediate previous Financial Year	Top 2000 listed entities



Annexure I

Annexure I to be submitted by listed entity on quarterly basis

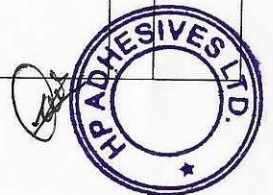
I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory

Whether the listed entity has a Regular Chairperson Yes

Whether Chairperson is related to MD or CEO Yes

Sr	Title (Mr/Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Notes for not providing DIN
1	Ms	Anjana Hareesh Motwani	AANP M5804B	02650184	Executive Director	Chairperson		15-03-1956	NA		07-05-2019				1	0	0	0	



2	M	Karan Hareh Motwani	ANHP M5141Q	0265 0089	Executive Director	Not Applicable	MD	09-09-1985	NA		07-05-2019	01-05-2021			1	0	1	0		
3	M	Rajendra Kumar Jain	ACYPJ6 614P	0014 4095	Non-Executive - Independent Director	Not Applicable		05-07-1966	NA		05-07-2021	06-07-2021		6	2	2	3	0		
4	M	Surendra Kumar Mehta	ADKP M7813L	0921 1358	Non-Executive - Independent Director	Not Applicable		06-10-1963	NA		23-06-2021	23-06-2021		6	1	1	0	2		
5	M	Ajeet Anant Walekar	AAWP W7074L	0922 6644	Non-Executive - Independent Director	Not Applicable		26-02-1956	NA		05-07-2021	06-07-2021		6	1	1	1	0		



Audit Committee Details

Whether the Audit Committee has a Regular Chairperson							
Yes							
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	09211358	Surendra Kumar Mehta	Non-Executive - Independent Director	Chairperson	07-07-2021		
2	00144095	Rajendra Kumar Jain	Non-Executive - Independent Director	Member	07-07-2021		
3	02650089	Karan Haresh Motwani	Executive Director	Member	07-07-2021		

Nomination and remuneration committee

Whether the Nomination and remuneration committee has a Regular Chairperson							
Yes							
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	09211358	Surendra Kumar Mehta	Non-Executive - Independent Director	Chairperson	07-07-2021		
2	00144095	Rajendra Kumar Jain	Non-Executive - Independent Director	Member	07-07-2021		
3	09226644	Ajeet Anant Walavalkar	Non-Executive - Independent Director	Member	07-07-2021		

Stakeholders Relationship Committee

Whether the Stakeholders Relationship Committee has a Regular Chairperson							
Yes							
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	09211358	Surendra Kumar Mehta	Non-Executive - Independent Director	Chairperson	07-07-2021		
2	00144095	Rajendra Kumar Jain	Non-Executive - Independent Director	Member	07-07-2021		
3	09226644	Ajeet Anant Walavalkar	Non-Executive - Independent Director	Member	07-07-2021		



Risk Management Committee- Not Applicable

Whether the Risk Management Committee has a Regular Chairperson							
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks

Corporate Social Responsibility Committee

Whether the Corporate Social Responsibility Committee has a Regular Chairperson							
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	02650184	Anjana Haresh Motwani	Executive Director	Chairperson	03-12-2021		
2	02650089	Karan Haresh Motwani	Executive Director	Member	03-12-2021		
3	09226644	Ajeet Anant Walavalkar	Non-Executive - Independent Director	Member	03-12-2021		

Annexure 1

Annexure 1

III. Meeting of Board of Directors

Disclosure of notes on meeting of board of directors explanatory							
Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Number of Directors present* (All directors including Independent Director)	No. of Independent Directors attending the meeting*
1	05-07-2021				Yes	2	0
2	07-07-2021		1		Yes	5	3
3	14-07-2021		6		Yes	5	3
4	16-07-2021		1		Yes	4	2
5	27-08-2021		41		Yes	5	3



6		15-11-2021	79		Yes	5	3
7		27-11-2021	11		Yes	5	3
8		03-12-2021	5		Yes	4	2
9		22-12-2021	18		Yes	4	2

Annexure 1

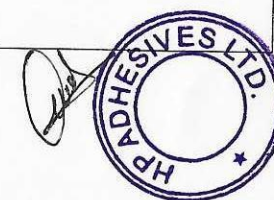
IV. Meeting of Committees

Disclosure of notes on meeting of committees explanatory								
Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Number of Directors present* (All directors including Independent Director)	No. of Independent Directors attending the meeting*
1	Audit Committee	14-07-2021				Yes	3	2
2	Audit Committee	27-08-2021	43			Yes	3	2
3	Audit Committee	15-11-2021	79			Yes	3	2
4	Audit Committee	27-11-2021	11			Yes	3	2

Annexure 1

V. Related Party Transactions

Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	NA	
2	Whether shareholder approval obtained for material RPT	NA	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	NA	



Annexure 1

VI. Affirmations

Sr	Subject	Compliance status (Yes/No)
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	No
2	The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	Yes
3	The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 500 listed entities)	NA
6	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
7	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
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes
9	Any comments/observations/advice of Board of Directors may be mentioned here:	Textual Information(1)

Annexure 1

Sr	Subject	Compliance status
1	Name of signatory	Karan Motwani
2	Designation	Managing Director



Text Block

Textual Information(1)

"The Composition of the Board of the Company with regards to the minimum number of Directors on the Board is not as per the provision of Regulation 17(1)(c), however, the Company is in the process of identifying the suitable candidate to fulfill the compliance requirement"

Signatory Details

Name of signatory

Karan Motwani

Designation of person

Managing Director

Place

Mumbai

Date

21-01-2022

