



Regd. Office :
Bengal Eco Intelligent Park, Tower-1
Block - EM, Plot No. 3, Salt Lake City
Sector - V, 3rd & 4th Floor
Kolkata - 700 091, W.B.
TEL. : 71122334, 71122445
WEBSITE : www.haldiapetrochemicals.com
CIN : U24100WB2015PLC205383
GSTIN : 19AAGCB2001F1Z9

21st April, 2023

The Secretary
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street,
Mumbai - 400 001

Dear Sir / Madam,

Sub: Quarterly Compliance Report on Corporate Governance for the Quarter ended on 31st March, 2023

Pursuant to Regulation 27(2) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SEBI Circular bearing reference no. SEBI/HO/DDHS/DDHS_Div1/P/CIR/2022/0000000103 dated July 29, 2022, please find enclosed herewith the Compliance Report on Corporate Governance for the Quarter ended on 31st March, 2023.

Please arrange to bring the same to the Notice of all concerned.

Thanking you,

Yours Sincerely,

For Haldia Petrochemicals Limited

Sarbani Mitra
Company Secretary
ACS 14906

Encl: as above

Quarterly Compliance Report on Corporate Governance

1. Name of Listed Entity: HALDIA PETROCHEMICALS LIMITED

2. Quarter ending: 31ST MARCH, 2023

Title (Mr./Ms.)	Name of the Director	DIN	Category (Chairperson /Executive/ Non-Executive/ independent/ Nominee) ⁽²⁾	Initial Date of Appointment	Date of Re-appointment	Date of Cessation	Tenure ⁽³⁾	Date of Birth	No. of Directorship in listed entities including this listed entity (in reference to Regulation 17A(1) of Listing Regulations) ⁽⁴⁾	No. of Independent Directorship in listed entities including this listed entity (in reference to Regulation 17A(1) of Listing Regulations) ⁽⁴⁾	No. of memberships in Audit/ Stakeholder Committee (s) including this listed entity (Refer Regulation 26(1) of Listing Regulations) ⁽⁵⁾	No. of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations) ⁽⁵⁾
Dr.	Purnendu Chatterjee	00415297	Chairman – Non-Executive	23/02/2015	-	-	-	09/01/1950	Nil	Nil	Nil	Nil
Mr.	Subhasendu Chatterjee	00153459	Vice Chairman-Non Executive	23/02/2015	01/11/2022	-	-	13/07/1947	Nil	Nil	Nil	Nil
Mr.	Navanit Narayan	08280314	Whole-time Director & Chief Executive Officer	01/11/2022	-	-	-	06/02/1965	Nil	Nil	Nil	Nil
Ms.	Shanta Ghosh	01560559	Non-Executive & Independent	05/09/2016	05/09/2021	-	5 Years (04/09/2026)	10/10/1953	Nil	Nil	Nil	Nil
Mr.	Rudra Chatterjee	01504650	Non-Executive & Independent	05/09/2016	05/09/2021	-	5 Years (04/09/2026)	10/06/1977	Nil	Nil	Nil	Nil
Mr.	Arun Balakrishnan	00130241	Non-Executive & Independent	12/08/2020	-	-	5 Years (15/10/2025)	25/07/1950	1	1	Audit Committee - 1	Stakeholder committee - 1
Whether regular Chairperson appointed – Yes												

Whether Chairperson is related to Managing Director or CEO – No.

Notes:

- (1) PAN number of any director would not be displayed on the website of Stock Exchange. Dr Purnendu Chatterjee is a US citizen and hence his PAN details are not available.
- (2) 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.
- (3) 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.
- (4) Pursuant to the provisions of Regulation 17A(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), while calculating the directorships in listed entities, only directorships in equity listed companies have been considered.
- (5) Pursuant to the provisions of Regulation 26(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, while calculating the committee positions of the Directors, both listed and unlisted public companies, excluding public companies which are high value debt listed entities, have been considered.
- (6) Mr. Vijay Krishna Chaudhury, Mr. Paratha Sarathi Bhattacharyya, Mr. Sabyasachi Bhattacharya ceased to be the Director of the Company w.e.f. 13th February, 2023.

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					
2. Nomination & Remuneration Committee (NRC)					
3. Stakeholders Relationship Committee (SRC)					
4. Risk Management Committee (RMC)					
As per Annexure A					
^{&} 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 [§] Apart from the above, there are other Committees which include Corporate Social Responsibility Committee, Health Safety and Environment Committee, Allotment Committee and Investment Committee.					

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 meetings (in number of days)
11/11/2022	13/02/2023	Yes	5	3	93 days

*to be filled in only for the current quarter meetings

Note: During the quarter, few resolutions were passed through circulation by the Board of Directors of the Company.

IV. Meetings of Committees⁵					
A. Audit Committee					
Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)*	Number of Directors present*	Number of independent directors present*	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings (in number of days)*
13/02/2023	Yes	3	3	10/11/2023	94 days

B. Nomination & Remuneration Committee					
Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)*	Number of Directors present*	Number of independent directors present	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings (in number of days)*

C. Risk Management Committee**					
Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)*	Number of Directors present*	Number of independent directors present	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings (in number of days)*
27/03/2023	Yes	3	2	-	-

D. Stakeholders Relationship Committee**

Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)*	Number of Directors present*	Number of independent directors present*	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings (in number of days)*
-					

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

§Apart from the above, there are other Committees which include Corporate Social Responsibility Committee, Health Safety and Environment Committee, Allotment Committee and Investment Committee.

V. Related Party Transactions	
<i>Subject</i>	<i>Compliance status (Yes/No/NA)^{refer note below}</i>
Whether prior approval of audit committee obtained	Yes
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 ₍₃₎
Note	
<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> <p>3. The Company being High Value Debt Listed Entity, the provisions from Regulation 15 to Regulation 27 is under 'Comply or explain' basis till 31st March, 2024 and shall become mandatorily applicable on the Company w.e.f. 1st April, 2024 onwards. The Company shall place the details of all RPT executed during the quarter at the forthcoming Audit Committee Meeting.</p>	

VI. Affirmations

	Affirmations	Compliance status (Yes/No/NA) [If status is "No", reasons for non-compliance to be explained]
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	Yes
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 (in reference to existing Committees).
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	(a) This report has been placed before Board of Directors. Any comments/observations/advice of the board of directors may be mentioned here.	No. The Report for the quarter ended 31st March, 2023 shall be placed before the Board at the forthcoming Board Meeting of the Company. Further, any comments/observations/advice of the Board on this Report shall be mentioned in the Report for the quarter ended 30th June, 2023.
	(b) The report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of the board of directors may be mentioned here.	Compliance Report on Corporate Governance for the Quarter ended on 31st December, 2022 has been placed before Board of Directors at the Board Meeting held on 13th February, 2023. Further, no comments/observations/advice of the board of directors were received by the Board.

For Haldia Petrochemicals Limited

Sarbani Mitra
Company Secretary
ACS 14906

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

Annexure – A

COMPOSITION OF COMMITTEES							
Sl. No.	Name of the Committee	Whether Regular chairperson appointed	Name of the Committee members	Category(Chairperson/ Executive/ Non Executive/ Independent/ Nominee)	Chairperson / Membership	Date of Appointment	Date of Cessation
1	Audit Committee	Yes	Ms. Shanta Ghosh	Independent Director	Chairperson	26/10/2017	-
			Mr. Partha Sarathi Bhattacharyya ⁽²⁾	Non-Executive Director	Membership	26/10/2017	13/02/2023
			Mr. Rudra Chatterjee	Independent Director	Membership	26/10/2017	-
			Mr. Arun Balakrishnan	Independent Director	Membership	12/08/2020	-
			Mr. Subhasendu Chatterjee	Vice Chairman (Non-Executive)	Membership	26/10/2017	-
2	Nomination and Remuneration Committee	Yes	Ms. Shanta Ghosh	Independent Director	Chairperson	26/10/2017	-
			Mr. Rudra Chatterjee	Independent Director	Membership	26/10/2017	-
			Dr. Purnendu Chatterjee	Chairperson	Membership	26/10/2017	-
			Mr. Subhasendu Chatterjee ⁽³⁾	Vice Chairman (Non-Executive)	Membership	26/10/2017	13/02/2023
3	Stakeholders Relationship Committee	Yes	Mr. Arun Balakrishnan	Independent Director	Chairperson	13/02/2023	-
			Mr. Rudra Chatterjee	Independent Director	Membership	13/02/2023	-
			Mr. Navanit Narayan	Whole-time Director & Chief Executive officer	Membership	13/02/2023	-
4	Risk Management Committee	Yes	Mr. Arun Balakrishnan	Independent Director	Chairperson	13/02/2023	-
			Mr. Rudra Chatterjee	Independent Director	Membership	13/02/2023	-
			Mr. Navanit Narayan	Whole-time Director & Chief Executive officer	Membership	13/02/2023	-

⁽¹⁾The Company Secretary of the Company is the Secretary to the above Committees. However, he/she is not a member. Ms. Sarbani Mitra has been appointed as the Company Secretary of the Company w.e.f. 1st April, 2023.

⁽²⁾ Mr. Partha Sarathi Bhattacharyya ceased to be the member of the Audit Committee w.e.f. 13th February, 2023.

⁽³⁾ Mr. Subhasendu Chatterjee ceased to be the member of the Nomination and Remuneration Committee w.e.f. 13th February, 2023.