

**General information about company**

|                                 |                             |
|---------------------------------|-----------------------------|
| Scrip code                      | 514428                      |
| Name of the entity              | HINDUSTAN ADHESIVES LIMITED |
| Date of start of financial year | 01-04-2017                  |
| Date of end of financial year   | 31-03-2018                  |
| Reporting Quarter               | Quarterly                   |
| Date of Report                  | 31-12-2017                  |
| Risk management committee       | Not Applicable              |

## 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

Is there any change in information of board of directors compare to previous quarter

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 appointment in the current term | Date of cessation | Tenure of director (in months) | No of Directorship in listed entities including this listed entity (Refer Regulation 25(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 |
|----|-----------------|----------------------|------------|----------|--|-------------------------|-------------------------|---|-------------------|--------------------------------|--|--|---|-------|
| 1  | Mr              | MADHUSUDAN BAGLA     | AAAPB6327M | 01425646 | Executive Director                       | Not Applicable          | MD                      | 01-04-2016                              |                   |                                | 1  | 1  | 0   |       |
| 2  | Mr              | LALIT KUMAR BAGLA    | AAAPB6325K | 01596548 | Non-Executive - Non Independent Director | Chairperson             |                         | 25-04-1988                              |                   |                                | 1  | 1  | 1   |       |
| 3  | Mrs             | URMILA GOENKA        | ADZPG2950P | 01165727 | Executive Director                       | Not Applicable          |                         | 30-09-2017                              |                   |                                | 1  | 0  | 0   |       |
| 4  | Mr              | SURESH SHRIDAR AJILA | AFVPA7853D | 03203748 | Executive Director                       | Not Applicable          |                         | 30-09-2017                              |                   |                                | 1  | 0  | 0   |       |

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#### I. Composition of Board of Directors

| Sr | Title (Mr / Ms) | Name of the Director        | PAN        | DIN      | Category 1 of directors              | Category 2 of directors | Category 3 of directors | Date of appointment in the current term | Date of cessation | Tenure of director (in months) | No of Directorship in listed entities including this listed entity (Refer Regulation 25(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 |
|----|-----------------|-----------------------------|------------|----------|--------------------------------------|-------------------------|-------------------------|---|-------------------|--------------------------------|--|---|--|-------|
| 5  | Mr              | AMIT KUMAR                  | CBCPK7448F | 06902856 | Non-Executive - Independent Director | Not Applicable          |                         | 12-07-2014                              |                   | 60                             | 1  | 1   | 0  |       |
| 6  | Mr              | PAWAN KUMAR GEETARAM SHARMA | AOYPS8884E | 01660557 | Non-Executive - Independent Director | Not Applicable          |                         | 12-09-2014                              |                   | 60                             | 1  | 1   | 0  |       |
| 7  | Mr              | SHREE KISHAN MITTAL         | AAGPM9688Q | 00810155 | Non-Executive - Independent Director | Not Applicable          |                         | 21-08-2017                              |                   | 60                             | 1  | 1   | 1  |       |

**Annexure 1****II. Composition of Committees**

Disclosure of notes on composition of committees explanatory

Is there any change in information of committees compare to previous quarter

Yes

| Sr | Name Of Committee                     | Name of Committee members      | Category 1 of directors                  | Category 2 of directors | Name of other committee |
|----|---------------------------------------|--------------------------------|--|-------------------------|-------------------------|
| 1  | Audit Committee                       | SHREE KISHAN MITTAL            | Non-Executive - Independent Director     | Chairperson             |                         |
| 2  | Audit Committee                       | PAWAN KUMAR<br>GEETARAM SHARMA | Non-Executive - Independent Director     | Member                  |                         |
| 3  | Audit Committee                       | AMIT KUMAR                     | Non-Executive - Independent Director     | Member                  |                         |
| 4  | Nomination and remuneration committee | SHREE KISHAN MITTAL            | Non-Executive - Independent Director     | Member                  |                         |
| 5  | Nomination and remuneration committee | PAWAN KUMAR<br>GEETARAM SHARMA | Non-Executive - Independent Director     | Chairperson             |                         |
| 6  | Nomination and remuneration committee | AMIT KUMAR                     | Non-Executive - Independent Director     | Member                  |                         |
| 7  | Stakeholders Relationship Committee   | LALIT KUMAR BAGLA              | Non-Executive - Non Independent Director | Chairperson             |                         |
| 8  | Stakeholders Relationship Committee   | MADHUSUDAN BAGLA               | Executive Director                       | Member                  |                         |

**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) |
| 1  | 21-08-2017  |  |   |
| 2  |   | 11-11-2017   | 81  |

**Annexure 1****IV. Meeting of Committees**

Disclosure of notes on meeting of committees explanatory

| Sr | Name of Committee                   | Date(s) of meeting of the committee in the relevant quarter | Whether requirement of Quorum met (Yes/No) | 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) | Name of other committee |
|----|-------------------------------------|---|--|---|---|--|-------------------------|
| 1  | Audit Committee                     | 11-11-2017  | Yes  | SHREE KISHAN MITTAL, AMIT KUMAR, PAWAN SHARMA | 21-08-2017  | 81   |                         |
| 2  | Stakeholders Relationship Committee | 11-11-2017  | Yes  | MADHUSUDAN BAGLA, LALIT KUMAR BAGLA           | 21-08-2017  | 81   |                         |

**Annexure 1**

**V. Related Party Transactions**

| Sr | Subject  | Compliance status (Yes/No/NA) | If status is <b>No</b> 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  | Yes                        |
| 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 100 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                        |



**Signatory Details**

|                       |                   |
|-----------------------|-------------------|
| Name of signatory     | MADHUSUDAN BAGLA  |
| Designation of person | Managing Director |
| Place                 | NEW DELHI         |
| Date                  | 13-01-2018        |

