

General information about company	
Scrip code	500449
NSE Symbol	N.A.
MSEI Symbol	N.A.
ISIN	INE048A01011
Name of the entity	Hindustan Organic Chemicals Ltd.
Date of start of financial year	01-04-2019
Date of end of financial year	31-03-2020
Reporting Quarter	Yearly
Date of Report	31-03-2020
Risk management committee	Not Applicable
Market Capitalisation as per immediate previous Financial Year	Any other

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 PAN	Notes for not providing DIN
1	Mr	S.B.Bhide	AARPB2680A	05323535	Executive Director	Chairperson	CEO	24-07-1961	NA		05-10-2016				2	0	7	5		
2	Mr	C. P. Bhatia	AAGPB0820R	08554234	Executive Director	Not Applicable		06-07-1961	NA		07-08-2019				2	0	4	0		
3	Mrs	Alka Tiwari	AAKPT4240R	03502306	Non-Executive - Nominee Director	Not Applicable		06-09-1965	NA		26-01-2019				3	0	3	2		
4	Mr	Samir Kumar Biswas	ACPPB5111N	01664091	Non-Executive - Nominee Director	Not Applicable		06-03-1962	NA		29-09-2016	26-09-2019			2	0	0	0		

I. Composition of Board of Directors																		
Disclosure of notes on composition of board of directors explanatory																		
Wether the listed entity has a Regular Chairperson																		
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)
5	Ms	Lata Alker	AAJPY3119K	07767534	Non-Executive - Independent Director	Not Applicable		26-09-1953	NA		21-02-2017		20-02-2020	36	1	1	4	1
6	Mr	Mukesh Pareek	ACLPP3752F	07758539	Non-Executive - Independent Director	Not Applicable		26-01-1964	NA		21-02-2017		20-02-2020	36	2	2	4	2

Annexure 1	
II. Composition of Committees	
Disclosure of notes on composition of committees explanatory	Textual Information(1)

Annexure 1 Text Block	
Textual Information(1)	<p>Note given to the BSE in the C.G.Report as on 31-12-2019 :</p> <p>Reconstitution of the Audit Committee:- [386/3]</p> <p>In In the context, considering the present requirement to ensure compliances, the Board of Directors at their meeting held on 8-11-2019 reconstituted the Audit Committee of the Board to include the two Govt. Nominee Directors viz. Mrs. Alka Tiwari, AS&FA and Mr. Samir Kumar Biswas, JS, as members of the Audit Committee. Thus w.e.f.8-11-2019, the Audit Committee of the Board comprises of:-</p> <ol style="list-style-type: none">1) Mr. Mukesh Pareek, Independent Director- Chairperson;2) Mrs. Lata Alker, Independent Director- Member;3) Mrs. Alka Tiwari, Govt. Nominee Director- Member;4) Mr. Samir Kumar Biswas, Govt. nominee Director- Member ; <p>Further, Mr. S.B.Bhide, CMD and CEO and Mr. C.P.Bhatia, DF & CFO are the invitees at the Committee Meetings and Mrs. Susheela S. Kulkarni, Company Secretary to act as Secretary to the Committee. It was further noted that all other terms and d conditions of the Audit Committee remain unchanged.</p>

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	07758539	Mukesh Pareek	Non-Executive - Independent Director	Chairperson	21-02-2017	20-02-2020	
2	07767534	Lata Alker	Non-Executive - Independent Director	Member	21-02-2017	20-02-2020	
3	03502306	Alka Tiwari	Non-Executive - Nominee Director	Member	08-11-2019		Textual Information(1)
4	01664091	Samir Kumar Biswas	Non-Executive - Nominee Director	Member	08-11-2019		Textual Information(2)

Sr Text Block	
Textual Information(1)	<p>Note given to the BSE in the C.G.Report as on 31-12-2019 :</p> <p>Reconstitution of the Audit Committee:- [386/3]</p> <p>In In the context, considering the present requirement to ensure compliances, the Board of Directors at their meeting held on 8-11-2019 reconstituted the Audit Committee of the Board to include the two Govt. Nominee Directors viz. Mrs. Alka Tiwari, AS&FA and Mr. Samir Kumar Biswas, JS, as members of the Audit Committee. Thus w.e.f.8-11-2019, the Audit Committee of the Board comprises of:-</p> <ol style="list-style-type: none"> 1) Mr. Mukesh Pareek, Independent Director- Chairperson; 2) Mrs. Lata Alker, Independent Director- Member; 3) Mrs. Alka Tiwari, Govt. Nominee Director- Member; 4) Mr. Samir Kumar Biswas, Govt. nominee Director- Member ; <p>Further, Mr. S.B.Bhide, CMD and CEO and Mr. C.P.Bhatia, DF & CFO are the invitees at the Committee Meetings and Mrs. Susheela S. Kulkarni, Company Secretary to act as Secretary to the Committee. It was further noted that all other terms and d conditions of the Audit Committee remain unchanged.</p>
Textual Information(2)	<p>Note given to the BSE in the C.G.Report as on 31-12-2019 :</p> <p>Reconstitution of the Audit Committee:- [386/3]</p> <p>In In the context, considering the present requirement to ensure compliances, the Board of Directors at their meeting held on 8-11-2019 reconstituted the Audit Committee of the Board to include the two Govt. Nominee Directors viz. Mrs. Alka Tiwari, AS&FA and Mr. Samir Kumar Biswas, JS, as members of the Audit Committee. Thus w.e.f.8-11-2019, the Audit Committee of the Board comprises of:-</p> <ol style="list-style-type: none"> 1) Mr. Mukesh Pareek, Independent Director- Chairperson; 2) Mrs. Lata Alker, Independent Director- Member; 3) Mrs. Alka Tiwari, Govt. Nominee Director- Member; 4) Mr. Samir Kumar Biswas, Govt. nominee Director- Member ; <p>Further, Mr. S.B.Bhide, CMD and CEO and Mr. C.P.Bhatia, DF & CFO are the invitees at the Committee Meetings and Mrs. Susheela S. Kulkarni, Company Secretary to act as Secretary to the Committee. It was further noted that all other terms and d conditions of the Audit Committee remain unchanged.</p>

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	07758539	Mukesh Pareek	Non-Executive - Independent Director	Chairperson	21-02-2017	20-02-2020	
2	07767534	Lata Alker	Non-Executive - Independent Director	Member	21-02-2017	20-02-2020	
3	05323535	Mr. S.B.Bhide	Executive Director	Member	05-10-2016		
4	08554234	C. P. Bhatia	Executive Director	Member	09-08-2019		

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	07758539	Mr. Mukesh Pareek	Non-Executive - Independent Director	Chairperson	13-02-2019	20-02-2020	
2	07767534	Ms. Lata Alker	Non-Executive - Independent Director	Member	13-02-2019	20-02-2020	
3	05323535	Mr. S.B.Bhide	Executive Director	Member	13-02-2019		
4	08554234	C. P. Bhatia	Executive Director	Member	09-08-2019		

Risk Management Committee							
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					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	07767534	Ms. Lata Alker	Non-Executive - Independent Director	Chairperson	21-02-2017	20-02-2020	
2	07758539	Mr. Mukesh Pareek	Non-Executive - Independent Director	Member	21-02-2017	20-02-2020	
3	05323535	Mr. S.B.Bhide	Executive Director	Member	05-10-2016		
4	08554234	C. P. Bhatia	Executive Director	Member	09-08-2019		

Other Committee						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks
1	05323535	Mr. S.B.Bhide, CMD	Shares Transfer Committee	Executive Director	Chairperson	
2	08554234	C. P. Bhatia	Shares Transfer Committee	Executive Director	Member	
3	99999999	Mrs. Susheela S. Kulkarni, CS	Shares Transfer Committee	Member	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)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Number of Directors present*	No. of Independent Directors attending the meeting*
1	08-11-2019				Yes	6	2
2		14-02-2020	97		Yes	6	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*	No. of Independent Directors attending the meeting*
1	Audit Committee	07-11-2019				Yes	5	2
2	Audit Committee	14-02-2020	98			Yes	5	2
3	Stakeholders Relationship Committee	07-11-2019				Yes	4	2
4	Stakeholders Relationship Committee	14-02-2020	98			Yes	4	2
5	Nomination and remuneration committee	14-02-2020				Yes	4	2
6	Other Committee	14-02-2020		Independent Directors Meeting		Yes	2	2

Annexure 1								
IV. Meeting of Committees								
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*	No. of Independent Directors attending the meeting*
7	Other Committee	14-10-2019		Share Transfer Committee u/r 40		Yes	3	0
8	Other Committee	09-12-2019	55	Share Transfer Committee u/r 40		Yes	3	0
9	Other Committee	17-02-2020	69	Share Transfer Committee u/r 40		Yes	3	0

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	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 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	Susheela S. Kulkarni
2	Designation	Company Secretary and Compliance Officer

Text Block	
Textual Information(1)	<p>1. The Board of Directors at their meeting held on 8-11-2019 reconstituted the Audit Committee of the Board to include the two Govt. Nominee Directors viz. Mrs. Alka Tiwari, AS&FA and Mr. Samir Kumar Biswas, JS, as members of the Audit Committee. Thus w.e.f.8-11-2019, the Audit Committee of the Board comprises of:-</p> <ol style="list-style-type: none"> 1) Mr. Mukesh Pareek, Independent Director- Chairperson; 2) Mrs. Lata Alker, Independent Director- Member; 3) Mrs. Alka Tiwari, Govt. Nominee Director- Member; 4) Mr. Samir Kumar Biswas, Govt. nominee Director- Member ; <p>Further, Mr. S.B.Bhide, CMD and CEO and Mr. C.P.Bhatia, DF & CFO are the invitees at the Committee Meetings and Mrs. Susheela S. Kulkarni, Company Secretary to act as Secretary to the Committee. It was further noted that all other terms and d conditions of the Audit Committee remain unchanged.</p> <p>2. Further tenure of Mr. Mukeesh Pareek and Mrs. Lata Alker ended on 20-02-2020 and CMD of our company viz. Mr. Subodh B. Bhide has been constantly taking up with Administrative Ministry since July, 2019 for appointment of 4/adequate no. of Independent Directors on Companies Board. Hindustan Organic Chemicals Limited being a Public Sector Enterprise authority to appoint directors in the Company vest with the Administrative Ministry viz. Ministry of Chemical & Fertilizers.</p>

Annexure II				
Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)				
I. Disclosure on website in terms of Listing Regulations				
Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
1	Details of business	Yes		www.hoclindia.com/business
2	Terms and conditions of appointment of independent directors	NA		
3	Composition of various committees of board of directors	Yes		www.hoclindia.com/board-of-directors
4	Code of conduct of board of directors and senior management personnel	Yes		www.hoclindia.com/corporate-governance
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		www.hoclindia.com/corporate-governance
6	Criteria of making payments to non-executive directors	NA		
7	Policy on dealing with related party transactions	NA		
8	Policy for determining 'material' subsidiaries	Yes		www.hoclindia.com/corporate-governance
9	Details of familiarization programmes imparted to independent directors	Yes		www.hoclindia.com/our-training-policy

Annexure II				
Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)				
I. Disclosure on website in terms of Listing Regulations				
Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		cs@hoclindia.com , corporate.cs@hoclindia.com
11	email address for grievance redressal and other relevant details	Yes		www.bigshareonline.com/contact.aspx
12	Financial results	Yes		www.hoclindia.com/financial-reports
13	Shareholding pattern	Yes		www.hoclindia.com/shareholding-pattern
14	Details of agreements entered into with the media companies and/or their associates	NA		
15	Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or institutional investors simultaneously with submission to stock exchange	NA		
16	New name and the old name of the listed entity	NA		
17	Advertisements as per regulation 47 (1)	Yes		www.hoclindia.com/announcements
18	Credit rating or revision in credit rating obtained	NA		
19	Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	Yes		www.hoclindia.com
20	Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes		www.hoclindia.com/announcements
21	Materiality Policy as per Regulation 30	Yes		www.hoclindia.com/corporate-governance
22	Dividend Distribution policy as per Regulation 43A (as applicable)	NA		
23	It is certified that these contents on the website of the listed entity are correct	Yes		www.hoclindia.ocm

Annexure II				
II. Annual Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes	
2	Board composition	17(1), 17(1A) & 17(1B)	Yes	
3	Meeting of Board of directors	17(2)	Yes	
4	Quorum of Board meeting	17(2A)	Yes	
5	Review of Compliance Reports	17(3)	Yes	
6	Plans for orderly succession for appointments	17(4)	Yes	
7	Code of Conduct	17(5)	Yes	
8	Fees/compensation	17(6)	NA	
9	Minimum Information	17(7)	Yes	
10	Compliance Certificate	17(8)	Yes	

Annexure II				
II. Annual Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
11	Risk Assessment & Management	17(9)	Yes	
12	Performance Evaluation of Independent Directors	17(10)	NA	
13	Recommendation of Board	17(11)	Yes	
14	Maximum number of Directorships	17A	Yes	
15	Composition of Audit Committee	18(1)	Yes	
16	Meeting of Audit Committee	18(2)	Yes	
17	Composition of nomination & remuneration committee	19(1) & (2)	Yes	
18	Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes	
19	Meeting of Nomination and Remuneration Committee	19(3A)	Yes	
20	Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	Yes	

Annexure II				
II. Annual Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
21	Meeting of Stakeholders Relationship Committee	20(3A)	Yes	
22	Composition and role of risk management committee	21(1),(2),(3),(4)	NA	
23	Meeting of Risk Management Committee	21(3A)	NA	
24	Vigil Mechanism	22	Yes	
25	Policy for related party Transaction	23(1),(1A),(5), (6),(7) & (8)	NA	
26	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	NA	
27	Approval for material related party transactions	23(4)	NA	
28	Disclosure of related party transactions on consolidated basis	23(9)	NA	
29	Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA	
30	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	Yes	

Annexure II				
II. Annual Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
31	Annual Secretarial Compliance Report	24(A)	Yes	
32	Alternate Director to Independent Director	25(1)	NA	
33	Maximum Tenure	25(2)	Yes	
34	Meeting of independent directors	25(3) & (4)	Yes	
35	Familiarization of independent directors	25(7)	Yes	
36	Declaration from Independent Director	25(8) & (9)	Yes	
37	D & O Insurance for Independent Directors	25(10)	NA	
38	Memberships in Committees	26(1)	Yes	
39	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
40	Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes	
41	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
	Any other information to be provided - Add Notes			

Annexure II		
1	Name of signatory	Susheela S. Kulkarni
2	Designation	Company Secretary and Compliance Officer

Annexure II		
III. Affirmations		
Sr	Particulars	Compliance status (Yes/No/NA)
1	The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied	NA
	Any other information to be provided	

Annexure II		
1	Name of signatory	Susheela S. Kulkarni
2	Designation	Company Secretary and Compliance Officer

Signatory Details	
Name of signatory	Susheela S Kulkarni
Designation of person	Company Secretary and Compliance Officer
Place	CBD Belapur
Date	13-04-2020

