

COMPLIANCE REPORT ON CORPORATE GOVERNANCE

[Under Regulation 27(2) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015]

1. Name of Entity: **GREENPANEL INDUSTRIES LIMITED**
2. Quarter ending: **SEPTEMBER 30, 2022**

I. Composition of Board of Directors

Title (Mr./Ms.)	Name of the Director	PAN [§] & DIN	Category (Chairperson /Executive/ Non-Executive/ Independent/ Nominee) &	Initial Date of Appointment	Date of Reappointment	Date of Cessation	Tenure* (in months)	Date of Birth	No. of Directorship in listed entities including this listed entity (in reference to Regulation 17A (1))	No. of Independent Directorship in listed entities including this listed entity (in reference to proviso to Regulation 17A(1))	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)
MR.	SHIV PRAKASH MITTAL	PAN: AEAPM0196F DIN: 00237242	Chairperson related to promoter-Executive Director	13-12-2017	19-07-2019	-	-	07-04-1949	2	0	3	1
MR.	SHOBHAN MITTAL	PAN: AGTPM0891N DIN: 00347517	Executive Director	13-12-2017	19-07-2019	-	-	19-08-1980	1	0	1	0
MR.	SALIL KUMAR BHANDARI	PAN: AAAPB5902A DIN: 00017566	Non-Executive Independent Director	06-08-2018	28-08-2018	-	50	28-11-1957	2	2	3	3
MR.	MAHESH KUMAR JIWRAJKA	PAN: AAHPJ6105G DIN: 07657748	Non-Executive Independent Director	06-08-2018	28-08-2018	-	50	03-06-1955	1	1	2	1
MR.	ARUN KUMAR SARAF	PAN: AJJPS7800E DIN: 00087063	Non-Executive Independent Director	14-08-2019	28-09-2019	-	38	30-09-1959	1	1	1	0
MS.	SHIVPRIYA NANDA	PAN: AABPN9006E DIN: 01313356	Non-Executive Independent Director	06-07-2022	05-09-2022	-	3	04-05-1963	2	2	2	0

Whether Regular chairperson appointed: Yes

Whether Chairperson is related to Managing Director or CEO: Yes

[§] 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.

[#] No. of Membership also includes Chairmanship



II. Composition of Committees

Name of Committee	Whether Regular Chairperson Appointed	Name of Committee members	Date of Appointment	Date of Cessation	Category (Chairperson/ Executive/Non-Executive/independent/ Nominee) &
1. Audit Committee	Yes	Mr. Salil Kumar Bhandari	19-07-2019	-	Chairman – Non-Executive-Independent
		Mr. Mahesh Kumar Jiwrajka	19-07-2019	-	Non-Executive-Independent
		Mr. Shiv Prakash Mittal	19-07-2019	-	Executive
		Mr. Arun Kumar Saraf	05-02-2020	-	Non-Executive-Independent
		Ms. Shivpriya Nanda	22-07-2022	-	Non-Executive-Independent
2. Nomination & Remuneration Committee	Yes	Mr. Salil Kumar Bhandari	19-07-2019	-	Chairman – Non-Executive-Independent
		Mr. Mahesh Kumar Jiwrajka	19-07-2019	-	Non-Executive-Independent
		Mr. Arun Kumar Saraf	22-07-2022	-	Non-Executive-Independent
3. Risk Management Committee	Yes	Mr. Shiv Prakash Mittal	28-07-2021	-	Chairman- Executive
		Mr. Shobhan Mittal	28-07-2021	-	Executive
		Mr. Arun Kumar Saraf	28-07-2021	-	Non-Executive-Independent
4. Stakeholders Relationship Committee	Yes	Mr. Mahesh Kumar Jiwrajka	19-07-2019	-	Chairman – Non-Executive-Independent
		Mr. Shiv Prakash Mittal	19-07-2019	-	Executive
		Mr. Shobhan Mittal	19-07-2019	-	Executive
5. Corporate Social Responsibility Committee	Yes	Mr. Mahesh Kumar Jiwrajka	06-05-2022	-	Chairman – Non-Executive-Independent
		Mr. Shiv Prakash Mittal	19-07-2019	-	Executive
		Mr. Shobhan Mittal	19-07-2019	-	Executive
6. Operational Committee	Yes	Mr. Shiv Prakash Mittal	19-07-2019	-	Chairman- Executive
		Mr. Shobhan Mittal	19-07-2019	-	Executive
		Mr. Arun Kumar Saraf	14-08-2019	-	Non-Executive-Independent

& 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.

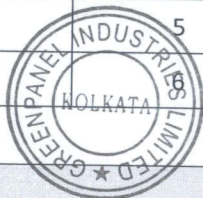
III. Meeting of Board of Directors

Date(s) of 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) *
06-05-2022	06-07-2022	Yes	5	3	60 days (excluding date of meetings)
	22-07-2022	Yes		4	15 days (excluding date of meetings)

* to be filed only for current quarter meetings

IV. Meeting of Committees

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**
AUDIT COMMITTEE:					



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22-07-2022	Yes	4	3	06-05-2022	76 days (excluding date of meetings)
NOINATION & REMUNERATION COMMITTEE					
06-07-2022	Yes	2	2	06-05-2022	60 days (excluding date of meetings)
22-07-2022	Yes	2	2		15 days (excluding date of meetings)
CORPORATE & SOCIAL RESPONSIBILITY COMMITTEE					
15-09-2022	Yes	3	1	06-05-2022	131 days (excluding date of meetings)
OPERATIONAL COMMITTEE:					
12-07-2022	Yes	2	N.A.	04-04-2022	N.A.
09-08-2022	Yes	2		29-04-2022	
29-09-2022	Yes	2		15-06-2022	

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

** to be filed only for current quarter meetings.

V. Related Party Transactions

Subject	Compliance status (Yes/No/NA) refer note below
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	YES

Note:

- 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.
- If status is "No" details of non-compliance may be given here.

VI. Affirmations

- The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.: Yes
- The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015:
 - Audit Committee: Yes
 - Nomination & remuneration committee: Yes *
 - Stakeholders relationship committee: Yes
 - Risk management committee (applicable to the top 1000 listed entities): Yes
- 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
- 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
- This report and/or the report submitted in the previous quarter has been placed before Board of Directors.: Yes
Any comments/observations/advice of Board of Directors may be mentioned here: NIL

* The composition of NRC committee is two Independent Directors due to resignation of Ms. Sushmita Singha w.e.f. 07/04/2022. Committee was reconstituted in Board Meeting held on 22/07/2022

FOR GREENPANEL INDUSTRIES LIMITED

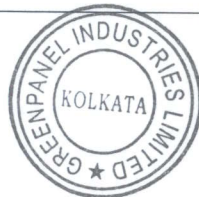
Lawkush Prasad

Lawkush Prasad

Company Secretary & Compliance Officer

Place: Kolkata

Date: 20.10.2022



COMPLIANCE REPORT ON CORPORATE GOVERNANCE

[Under Regulation 27(2) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015]

1. Name of Entity: **GREENPANEL INDUSTRIES LIMITED**
2. BSE Scrip Code: **542857** & NSE Symbol: **GREENPANEL**
3. Quarter ending: **SEPTEMBER 30, 2022**

Affirmations		
Broad heading	Regulation Number	Compliance status (Yes/No/NA) refer note below
Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	Yes
Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes
Presence of Chairperson of the Nomination and Remuneration Committee at the Annual General Meeting	19(3)	Yes
Presence of Chairperson of the Stakeholder Relationship Committee at the Annual General Meeting	20(3)	Yes
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para-C of Schedule V	Yes

Note

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.

2 If status is "No" details of non-compliance may be given here.

3 If the Listed Entity would like to provide any other information the same may be indicated here.

FOR GREENPANEL INDUSTRIES LIMITED


LAWKUSH PRASAD
COMPANY SECRETARY &
COMPLIANCE OFFICER



Place: Kolkata
Date: 20.10.2022

COMPLIANCE REPORT ON CORPORATE GOVERNANCE

[Under Regulation 27(2) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015]

1. Name of Entity: **GREENPANEL INDUSTRIES LIMITED**
2. BSE Scrip Code: **542857** & NSE Symbol: **GREENPANEL**
3. Half year ending: **SEPTEMBER 30, 2022**

I. Disclosure of Loans / guarantees / comfort letters / securities etc. refer note below

(A) Any loan or any other form of debt advanced by the listed entity directly or indirectly to:

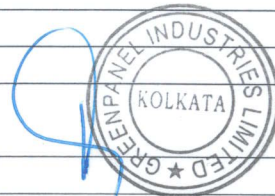
Entity	Aggregate amount advanced during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them	0.00	0.00
Promoter Group or any other entity controlled by them	0.00	0.00
Directors (including relatives) or any other entity controlled by them	0.00	0.00
KMPs or any other entity controlled by them	0.00	0.00

(B) Any guarantee/ comfort letter (by whatever name called) provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by:

Entity	Type (Guarantee, comfort letter etc.)	Aggregate amount advanced during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them	NA	0.00	0.00
Promoter Group or any other entity controlled by them	NA	0.00	0.00
Directors (including relatives) or any other entity controlled by them	NA	0.00	0.00
KMPs or any other entity controlled by them	NA	0.00	0.00

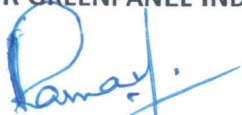
(C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by:

Entity	Type of security (cash, shares etc.)	Aggregate amount advanced during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them	NA	0.00	0.00
Promoter Group or any other entity controlled by them	NA	0.00	0.00
Directors (including relatives) or any other entity controlled by them	NA	0.00	0.00
KMPs or any other entity controlled by them	NA	0.00	0.00



II. Affirmations:

All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to promoter(s), promoter group, director(s) (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them are in the economic interest of the company: Yes

FOR GREENPANEL INDUSTRIES LIMITED

VISHWANATHAN VENKATRAMANI
CHIEF FINANCIAL OFFICER



Place: Kolkata

Date: 20.10.2022

Note

1. *These disclosures shall exclude any loan (or other form of debt), guarantee / comfort letter (by whatever name called) or security provided in connection with any loan or any other form of debt;*
 - a) *by a government company to/ for the Government or government company*
 - b) *by the listed entity to/for its subsidiary [and joint-venture company] whose accounts are consolidated with the listed entity.*
 - c) *by a banking company or an insurance company ; and*
 - d) *by the listed entity to its employees or directors as a part of the service conditions*
2. *If the Listed Entity would like to provide any other information, the same may be indicated as Para D in the above table.*