

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: **DECEMBER 31, 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	-	53	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	-	53	03-06-1955	1	1	2	1
MR.	ARUN KUMAR SARAF	PAN: AJPS7800E DIN: 00087063	Non-Executive Independent Director	14-08-2019	28-09-2019	-	41	30-09-1959	1	1	1	0
MS.	SHIVPRIYA NANDA	PAN: AABPN9006E DIN: 01313356	Non-Executive Independent Director	06-07-2022	05-09-2022	-	6	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) *
06-07-2022	08-11-2022	Yes	6	4	108 days (excluding date of meetings)
22-07-2022					

* 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:					
08-11-2022	Yes	5	4	22-07-2022	108 days (excluding date of meetings)

NOMINATION & REMUNERATION COMMITTEE					
-	-	-	-	06-07-2022	-
				22-07-2022	
RISK MANAGEMENT COMMITTEE					
-	-	-	-	21-07-2022	-
CORPORATE & SOCIAL RESPONSIBILITY COMMITTEE					
31-10-2022	Yes			15-09-2022	45 days (excluding date of meetings)
13-12-2022					42 days (excluding date of meetings)
OPERATIONAL COMMITTEE:					
28-10-2022	Yes	2	N.A.	12-07-2022	N.A.
24-11-2022	Yes	2		09-08-2022	
29-12-2022	Yes	2		29-09-2022	
<p>* This information has to be mandatorily given for audit committee, for rest of the committees giving this information is optional.</p> <p>** to be filed only for current quarter meetings.</p>					
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:					
<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>					
VI. Affirmations					
<p>1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.: Yes</p> <p>2. The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015:</p> <p style="margin-left: 20px;">a. Audit Committee: Yes</p> <p style="margin-left: 20px;">b. Nomination & remuneration committee: Yes</p> <p style="margin-left: 20px;">c. Stakeholders relationship committee: Yes</p> <p style="margin-left: 20px;">d. Risk management committee (applicable to the top 1000 listed entities): Yes</p> <p>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</p> <p>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</p> <p>5. This report and/or the report submitted in the previous quarter has been placed before Board of Directors.: Yes</p> <p>Any comments/observations/advice of Board of Directors may be mentioned here: NIL</p>					
FOR GREENPANEL INDUSTRIES LIMITED					
 Lawkush Prasad Company Secretary & Compliance Officer Place: Kolkata Date: 20.01.2023		