

CORPORATE GOVERNANCE REPORT

1. Name of Listed Entity - **Dhampur Bio Organics Limited**
 2. Quarter ending - **31-Mar-2023**

i. Composition Of Board Of Director

Title (Mr./Ms)	Name of the Director	DIN	PAN	Category	Sub Category	Initial Date of Appointment	Date of Appointment	Date of cessation	Tenure	Date of Birth	Whether the director is disqualified?	Current status	Whether special resolution passed? [Refer Reg. 17 (1A) of Listing Regulations]	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 provision to regulation 17A (1)]	No of memberships in Audit/ Stakeholder Committee(s) including this listed entity	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity	Membership in Committees of the Company	Remarks
Mr.	Vijay Kumar Goel	00075317	AAUPG6819M	C & ED		08-Apr-2021	05-May-2022		36	09-Nov-1940	No	Active	NA	2	1	1	0		
Mr.	Ashwani Kumar Gupta	00108678	ACDPG9749B	ID		19-Apr-2022	19-Apr-2022		36	25-Aug-1954	No	Active	NA	1	1	1	1	AC, SC, RC, NRC	
Mr.	Gautam Goel	00076326	ADYPG0564C	ED	MD	24-Apr-2021	05-May-2022		36	15-Feb-1974	No	Active	NA	1	0	1	0	AC, RC	
Mr.	Sandeep Kumar Sharma	06906510	ANYPS0675G	ED		19-Apr-2022	05-May-2022		24	08-Jun-1958	No	Active	NA	1	0	0	0	RMC	
Mrs.	Bindu Vashist Goel	09591778	AMRPG7188E	NED		04-May-2022	04-May-2022			05-Mar-1970	No	Active	NA	1	0	1	0	SC	
Mrs.	Ruchika Mehra Kothari	09151323	AABPM0069J	ID		19-Apr-2022	19-Apr-2022		36	16-Jul-1972	No	Active	NA	1	1	1	0	SC, NRC	
Mr.	Vishal Saluja	07145715	AOTPS9746L	ID		19-Apr-2022	19-Apr-2022		36	21-Jan-1967	No	Active	NA	1	1	1	0	AC, RC	
Mr.	Samir Thukral	00203124	AACPT6095J	ID		19-Apr-2022	19-Apr-2022		36	06-Dec-1959	No	Active	NA	1	1	1	0	AC, NRC	
Mr.	Kishor Shah	00193288	AJAPS3285Q	ID		19-Apr-2022	19-Apr-2022		36	06-Feb-1964	No	Active	NA	3	3	2	2	AC, SC, NRC	

Company Remarks	
Whether Permanent chairperson appointed	Yes
Whether Chairperson is related to MD or CEO	Yes

ii. Composition of Committees**a. Audit Committee**

<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>	<i>Appointment Date</i>	<i>Cessation Date</i>
1	Kishor Shah	ID	Chairperson	30-May-2022	
2	Ashwani Kumar Gupta	ID	Member	30-May-2022	
3	Gautam Goel	ED	Member	30-May-2022	
4	Samir Thukral	ID	Member	30-May-2022	
5	Vishal Saluja	ID	Member	19-Jul-2022	

Company Remarks	
Whether Permanent chairperson appointed	Yes

b. Stakeholders Relationship Committee

<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>	<i>Appointment Date</i>	<i>Cessation Date</i>
1	Ashwani Kumar Gupta	ID	Chairperson	30-May-2022	
2	Bindu Vashist Goel	NED	Member	30-May-2022	
3	Kishor Shah	ID	Member	30-May-2022	
4	Ruchika Mehra Kothari	ID	Member	30-May-2022	

Company Remarks	
Whether Permanent chairperson appointed	Yes

c. Risk Management Committee

<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>	<i>Appointment Date</i>	<i>Cessation Date</i>
1	Ashwani Kumar Gupta	ID	Chairperson	30-May-2022	
2	Gautam Goel	ED	Member	30-May-2022	
3	Vishal Saluja	ID	Member	30-May-2022	
4	Sandeep Kumar Sharma	ED	Member	30-May-2022	

Company Remarks	
Whether Permanent chairperson appointed	Yes

d. Nomination and Remuneration Committee

<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>	<i>Appointment Date</i>	<i>Cessation Date</i>
1	Samir Thukral	ID	Chairperson	30-May-2022	
2	Ashwani Kumar Gupta	ID	Member	30-May-2022	
3	Kishor Shah	ID	Member	30-May-2022	
4	Ruchika Mehra Kothari	ID	Member	30-May-2022	

Company Remarks	
Whether Permanent chairperson appointed	Yes

iii. Meeting of Board of Directors

Date(s) of meeting of the committee(s) in the previous quarter and in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Number of Directors present (All directors including Independent Director)	Number of Independent Directors present
21-Oct-2022	Yes	9	9	5
23-Jan-2023	Yes	9	9	5

Company Remarks	
Maximum gap between any two consecutives (in number of days)	93

iv. Meeting of Committees

Name of the Committee	Date(s) of meeting of the committee(s) in the previous quarter and in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Total Number of Directors attended the meeting (All directors including Independent Director)	Number of Independent directors attending the meeting	Number of Members attending the Meeting (Other than Board of Directors)
Audit Committee	20-Oct-2022	Yes	5	5	4	0
Audit Committee	23-Jan-2023	Yes	5	5	4	0
Nomination & Remuneration Committee	31-Mar-2023	Yes	4	4	4	0
Stakeholders Relationship Committee	23-Jan-2023	Yes	4	3	2	0
Risk Management Committee	20-Oct-2022	Yes	4	4	2	0
Corporate Social Responsibility Committee	17-Oct-2022	Yes	3	3	1	0

Company Remarks	
Maximum gap between any two consecutives (in number of days) [Only for Audit Committee]	94

v. **Related Party Transactions**

Subject	Compliance status (Yes/No/NA)	Remark
Whether prior approval of audit committee obtained	Yes	
Whether shareholder approval obtained for material RPT	Not Applicable	
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Not Applicable	

Disclosure of notes on related party transactions and Disclosure of notes of material related party transactions	
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VI. Affirmations

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 (applicable to the top 100 listed entities) - **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**
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 and/or the report submitted in the previous quarter has been placed before Board of Directors. - **Yes**
 - b. Any comments/observations/advice of Board of Directors may be mentioned here:

The Company is not required to constitute Risk Management Committee but has voluntarily constituted such committee.

Name : Ashu Rawat
Designation : Company Secretary & Compliance Officer