

CORPORATE GOVERNANCE REPORT

ANNEXURE I

1. Name of Listed Entity **- Dhampur Bio Organics Limited**
 2. Quarter ending **- 31-Dec-2022**

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 disqualif ied? | Current status | Whether special resolution passed? [Refer Reg. 17 (1A) of Listing Regulations] | No. of Director ship in listed entities includin g this listed entity [in referenc e to Regulation 17A (1)] | No of Independ ent Directorsh ip in listed entities including this listed entity [in reference to proviso to regulation 17A (1)] | No of member ships in Audit/ Stakeholder Committ ee(s) includin g this listed entity | No of member ships in Audit/ Stakeholder Committ ee held in listed entities including this listed entity | No of post of Chairpers on in Audit/ Stakeholder Committ ee 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 | | |

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

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

| Sr. No. | Name of the Director | Category | Chairperson/Membership | Appointment Date | Cessation Date |
|---------|----------------------|----------|------------------------|------------------|----------------|
| 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 | |

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|---|-----|
| Company Remarks | |
| Whether Permanent chairperson appointed | Yes |

b. Stakeholders Relationship Committee

| Sr. No. | Name of the Director | Category | Chairperson/Membership | Appointment Date | Cessation Date |
|---------|-----------------------|----------|------------------------|------------------|----------------|
| 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 | |

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| Company Remarks | |
| Whether Permanent chairperson appointed | Yes |

c. Risk Management Committee

| Sr. No. | Name of the Director | Category | Chairperson/Membership | Appointment Date | Cessation Date |
|---------|----------------------|----------|------------------------|------------------|----------------|
| 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 | |

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| Company Remarks | |
| Whether Permanent chairperson appointed | Yes |

d. Nomination and Remuneration Committee

| Sr. No. | Name of the Director | Category | Chairperson/Membership | Appointment Date | Cessation Date |
|---------|-----------------------|----------|------------------------|------------------|----------------|
| 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 | |

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| 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 |
|--|--|---|--|---|
| 19-Jul-2022 | Yes | 9 | 8 | 4 |
| 21-Oct-2022 | Yes | 9 | 9 | 5 |

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| 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 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 | 18-Jul-2022 | Yes | 4 | 4 | 3 | 0 |
| Nomination & Remuneration Committee | 19-Jul-2022 | Yes | 4 | 2 | 2 | 0 |
| Audit Committee | 20-Oct-2022 | Yes | 5 | 4 | 4 | 0 |
| Risk Management Committee | 20-Oct-2022 | Yes | 4 | 4 | 2 | 0 |

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| Company Remarks | |
| Maximum gap between any two consecutives (in number of days) [Only for Audit Committee] | 93 |

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 | |

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|--|--|
| 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**