

ANNEXURE I

Format of report on Corporate Governance to be submitted by a listed entity on quarterly basis

1. Name of Listed Entity: Hindustan Copper Ltd
2. Quarter ending: 31st December, 2019

I. Composition of Board of Directors												
Title (Mr./Ms)	Name of the Director	PANs & DIN	Category (Chairperson /Executive/ Non-Executive/ independent / Nominee)&	Initial Date of Appointment	Date of Re-appointment	Date of Cessation	Tenure*	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.	Arun Kumar Shukla	PAN- ADAPS1096H DIN- 03324672	Executive/ Director (Operations)	01-10-2018	-	-	NA	07-07-1963	1	Nil	Nil	Nil
Mr.	Sukhen Kumar Bandyopadhyay	PAN- ACRP86422E DIN- 08173882	Executive/ Director (Finance)	09-07-2018	-	-	NA	19-11-1961	1	Nil	1	Nil
Mr.	Santosh Sharma	PAN- AKCPS2255D DIN- 07431945	Executive/ Chairman and Managing Director	01-09-2017	-	31-12-2019	NA	01-01-1960	NA	NA	NA	NA
Mr.	Sanjay Kumar Bhattacharya	PAN- ADBPB6460F DIN- 07276836	Executive/ Director (Mining)	15-09-2015	-	31-12-2019	NA	03-12-1959	NA	NA	NA	NA
Mr.	Alok Chandra	PAN- AACPC7353A DIN- 06929789	Non-Executive /Govt. Nominee Director	22-06-2018	-	-	NA	24-04-1968	1	Nil	Nil	Nil
Mr.	Niranjan Kumar Singh	PAN- ABEPN9588M DIN- 03361541	Non-Executive /Govt. Nominee Director	15-03-2017	-	14-10-2019	NA	01-01-1962	NA	NA	NA	NA
Mr.	Subhash Sharma	PAN- DSIPS7218K DIN-05333124	Non- Executive/ Independent Director	18-07-2018	-	-	36 months	28-02-1978	1	1	2	Nil

Mr.	R Kalyansundaram	PAN- AHWPk2133M DIN-08518006	Non- Executive/ Independent Director	22-07-2019	-	-	36 months	06-05-1963	1	1	1	1
Mr.	Pawan Kumar Dhawan	PAN- ACWPD8193P DIN-07327568	Non- Executive/ Independent Director	22-07-2019	-	-	36 months	15-07-1964	1	1	NIL	1
Mr.	Balwinder Singh Canth	PAN- ABDPC4728M DIN-07239321	Non- Executive/ Independent Director	22-07-2019	-	-	36 months	26-01-1958	1	1	NIL	NIL
Mrs.	Simantini Jena	PAN- ACRPJ6937E DIN- 07346980	Non- Executive/ Independent Director	17-11-2015	17-11-2018	16-11-2019	48 months	11-02-1965	NA	NA	NA	NA
Mr.	Hemant Mehtani	PAN- ACVPM3453C DIN- 02875561	Non- Executive/ Independent Director	17-11-2015	17-11-2018	16-11-2019	48 months	11-11-1960	NA	NA	NA	NA
Mr.	Dileep Raj Singh Chaudhary	PAN- AAVPC7061J DIN- 00269508	Non- Executive/ Independent Director	01-12-2015	01-12-2018	30-11-2019	48 months	12-08-1953	NA	NA	NA	NA
Whether Regular chairperson appointed: Yes												
Whether Chairperson is related to managing director or CEO: Shri Santosh Sharma was holding the post of Chairman and Managing Director, Hindustan Copper Ltd up to 31.12.2019. Shri Arun Kumar Shukla assumed charge of Chairman and Managing Director, Hindustan Copper Ltd with effect from 1.1.2020.												
§ PAN 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.												

II. Composition of Committees					
Name of Committee	Whether Regular chairperson appointed	Name of Committee members	Category (Chairperson/ Executive/ Non- Executive/ independent/ Nominee) 5	Date of Appointment	Date of Cessation
1. Audit Committee	Yes	Shri Pawan Kumar Dhawan	Chairperson/ Non- Executive/ independent Director	15-11-2019	
		Shri Subhash Sharma	Member / Non- Executive/ independent Director	07-12-2018	
		Shri R Kalyansundaram	Member / Non- Executive/ independent Director	15-11-2019	
		Shri Hemant Mehtani	Chairperson/ Non- Executive/ independent Director	15-01-2016	15-11-2019
		Shri Dileep Raj Singh Chaudhary	Member / Non- Executive/ independent Director	07-12-2018	15-11-2019
2. Nomination & Remuneration Committee	Yes	Shri Subhash Sharma	Chairperson/ Non- Executive/ independent Director	07-12-2018	
		Shri R Kalyansundaram	Member / Non- Executive/ independent Director	15-11-2019	
		Shri Balwinder Singh Canth	Member / Non- Executive/ independent Director	15-11-2019	
		Shri Dileep Raj Singh Chaudhary	Chairperson/ Non- Executive/ independent Director	29-03-2018	15-11-2019
		Smt Simantini Jena	Member / Non- Executive/ Independent Director	15-01-2016	15-11-2019
3. Risk Management Committee(if applicable)	Yes	Shri Arun Kumar Shukla	Chairperson/ Executive/ Chairman and Managing Director	07-12-2018	
		Shri Sukhen Kumar Bandyopadhyay	Member / Executive/ Director (Finance)	07-12-2018	
		Shri Sunil Parashar	Head of M&C department	31-12-2019	
		Shri Sanjay Kumar Bhattacharya	Member / Executive/ Director (Mining)	07-12-2018	31-12-2019
		Shri Dilip Kumar Mahajan	Head of M&C department	07-12-2018	31-12-2019
4. Stakeholders Relationship Committee'	Yes	Shri R Kalyansundaram	Chairperson/ Non- Executive/ independent Director	15.11.2019	
		Shri Subhash Sharma	Member/ Non- Executive/ Independent Director	07-12-2018	
		Shri Sukhen Kumar Bandyopadhyay	Member / Non- Executive/ independent Director	07-12-2018	
		Shri Hemant Mehtani	Member / Non- Executive/ independent Director	02-08-2017	15.11.2019
5. Corporate Social Responsibility Committee	Yes	Shri Balwinder Singh Canth	Chairman / Non- Executive/ independent Director	15-11-2019	
		Shri Pawan Kumar Dhawan	Member/ Non- Executive/ independent Director	15-11-2019	
		Shri Arun Kumar Shukla	Member / Executive/ Chairman and Managing Director	15-11-2019	

5 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 (in number of days)
20.7.2019	16.10.2019	Yes	12	7	29
10.8.2019	14.11.2019	Yes	12	7	28
16.9.2019	27.12.2019	Yes	9	4	42

* to be filled in only for the current quarter meetings

IV. Meetings of Committees					
Date(s) of meeting of the committee in the relevant quarter (Audit Committee)	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*
14.11.2019	Yes (Three out of three)	3	3	10.8.2019	58
27.12.2019	Yes (Three out of three)	3	3	16.9.2019	42

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

**to be filled in only for the current quarter meetings

V. Meetings of Committees					
Date(s) of meeting of the committee in the relevant quarter (Corporate Social Responsibility Committee)	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*
27.12.2019	Yes (Three out of three)	3	2		

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

**to be filled in only for the current quarter meetings

VI. Related Party Transactions	
Subject	Compliance status (Yes/No/NA)
Whether prior approval of audit committee obtained	NA
Whether shareholder approval obtained for material RPT	NA
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by the Audit Committee	NA

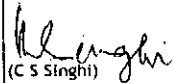
Note:

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.

VII. Affirmations

1. The composition of Board of Directors during the quarter was not as per SEBI (Listing obligations and disclosure requirements) Regulations, 2015 due to reduction in number of Independent directors to less than 50% of total strength including absence of women director on the Board w.e.f. 16.11.2019. However, upon superannuation of two whole time Directors namely, Shri Santosh Sharma, CMD and Shri Sanjay Kumar Bhattacharya, Director (Mining) on 31.12.2019, the number of Independent directors becomes 50% of total strength of the Board. The present composition consist of two whole time Directors, two Government Nominee Directors and four Independent Directors but there is no women Director on the Board.
2. The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015
 - a. Audit Committee
 - b. Nomination & Remuneration Committee
 - c. Stakeholders Relationship Committee
 - d. Risk management committee (applicable to the top 500 listed entities)
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.
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.
5. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of the board of directors may be mentioned here: Report for the previous quarter ended 30.9.2019 was placed in the Board meeting held on 14.11.2019 and report for the quarter ended 31.12.2019 shall be placed in the next Board meeting.



(C S Singh)

Compliance Officer/ GM & Company Secretary

Note:

Information at Table I and II above need to be necessarily given in 1st quarter of each financial year. However if there is no change of information in subsequent quarter(s) of that financial year, this information may not be given by Listed entity and instead a statement "same as previous quarter" may be given.