

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: 30th September, 2020

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/ Chairman and Managing Director	01-01-2020	-	-	NA	07-07-1963	1	Nil	Nil	Nil
Mr.	Sukhen Kumar Bandyopadhyay	PAN- ACRPB6422E DIN- 08173882	Executive/ Director (Finance)	09-07-2018	-	-	NA	19-11-1961	1	Nil	1	Nil
Mr.	Satendra Singh	PAN- AUJPS8419E DIN- 05195060	Non-Executive /Govt. Nominee Director	01-01-2020	-	07-08-2020	NA	28-08-1971	Nil	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.	Sanjeev Verma	PAN- ADMPV1173A DIN- 08836996	Non-Executive /Govt. Nominee Director	07-08-2020	-	-	NA	26-03-1979	1	Nil	Nil	Nil

Mr.	Subhash Sharma	PAN- DSIPS7218K DIN-05333124	Non- Executive/ Independent Director	18-07-2018	-	-	26 months	28-02-1978	1	1	2	Nil
Mr.	R Kalyansundaram	PAN- AHWPk2133M DIN-08518006	Non- Executive/ Independent Director	22-07-2019	-	-	14 months	06-05-1963	1	1	2	1
Mr.	Pawan Kumar Dhawan	PAN- ACWPD8193P DIN-07327568	Non- Executive/ Independent Director	22-07-2019	-	-	14 months	15-07-1964	1	1	1	1
Mr.	Balwinder Singh Canth	PAN- ABDPC4728M DIN-07239321	Non- Executive/ Independent Director	22-07-2019	-	-	14 months	26-01-1958	1	1	Nil	Nil
Whether Regular chairperson appointed: Yes												
Whether Chairperson is related to managing director or CEO: Shri Arun Kumar Shukla is the 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) §	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	
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	
3. Risk Management Committee (if applicable)	Yes	Shri Sukhen Kumar Bandyopadhyay	Chairperson/ Executive/ Director (Finance) and Addl Charge Director (Mining)	07-12-2018	
		Shri Arun Kumar Shukla	Member / Executive/ Chairman and Managing Director and Addl Charge Director (Operations)	07-12-2018	
		Shri R Kalyansundaram	Member / Non- Executive/ independent Director	15-09-2020	
		Shri Balwinder Singh Canth	Member / Non- Executive/ independent Director	15-09-2020	
		Shri Sunil Parashar	Head of M&C department	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 / Executive/ Director (Finance)	07-12-2018	
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 Sukhen Kumar Bandyopadhyay	Member / Executive/ Director (Finance)	01-06-2020	
§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)
01.06.2020	14.07.2020	Yes	7	4	14
29.06.2020	21.07.2020	Yes	7	4	6
	10.09.2020	Yes	8	4	50

* 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	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					
14.07.2020	Yes	3	3	Nil	NA
21.07.2020	Yes	3	3	Nil	6
10.09.2020	Yes	3	3	Nil	19
Corporate Social Responsibility Committee					
13.07.2020	Yes	3	2	Nil	NA
Nomination and Remuneration Committee					
Nil	NA	NA	NA	Nil	NA
Stakeholders Relationship Committee					
Nil	NA	NA	NA	Nil	NA
Risk Management Committee					
Nil	NA	NA	NA	Nil	NA

* 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. 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.

VI. Affirmations

1. The composition of Board of Directors was not in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015 due to absence of women director on the Board w.e.f. 16.11.2019
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 30.6.2020 was placed in the Board meeting held on 14.7.2020 and report for the quarter ended 30.9.2020 shall be placed in the next Board meeting.


(C S Singh)

Compliance Officer/ ED & 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.

Format to be submitted by listed entity at the end of 6 months after end of financial year along-with the second quarter's report of next financial year

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
<p>Note</p> <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> <p>3 If the Listed Entity would like to provide any other information the same may be indicated here.</p>		
<p><i>Ch Singh</i> (C S Singh) Compliance Officer/ ED & Company Secretary</p>		