

Regulation 27: Compliance Report on Corporate Governance

ANNEXURE I

1. Name of Listed Entity: **POLYPLEX CORPORATION LIMITED**

2. Quarter Ending: **December 31, 2021**

3. ISIN- **INE633B01018**

I. Composition of Board of Directors

		Wether the listed entity has a Regular Chairperson				YES													
		Whether Chairperson is related to MD or CEO				NO													
Sr	Title (Mr / Ms)	Name of the Director	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution under Reg. 17(1A) of Listing Regulations	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations)	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)	Notes for not providing PAN	Notes for not providing DIN
1	Mr.	Sanjiv Saraf	00003998	Chairman-Non Executive Non Independent Director	Chairperson		30-Dec-1958	NA		18-Oct-1984	29-Sep-2021	-	-	1	-	-	-		
2	Mr.	Pranay Kothari	00004003	Executive Director (CEO)	NA	CEO	6-Feb-1959	NA		15-Mar-1996	7-Sep-2021	-	-	1	-	3	-		
3	Mr.	Mr. Sanjiv Chadha	00356187	Non-Executive Non Independent Director	NA		3-Sep-1956	NA		17-Jun-2005	31-Aug-2020	-	-	1	-	-	-		
4	Mr.	Brij Kishore Soni	00183432	Non Executive Independent Director	NA		11-Mar-1947	YES	30-03-2019	8-Aug-1985	1-Apr-2019	-	93	1	1	2	2		
5	Mr.	Jitender Balakrishnan	00028320	Non Executive Independent Director	NA		8-May-1949	NA		20-Jul-2010	1-Apr-2019	-	93	3	3	5	1		
6	Mrs.	Pooja Haldea	07123158	Non Executive Independent Director	NA		29-Jul-1980	NA		30-Mar-2015	30-Mar-2020	-	81	1	1	2	-		
7	Mr.	Ranjit Singh	01651357	Non Executive Independent Director	NA		14-Sep-1957	NA		12-May-2016	12-May-2021	-	68	3	3	3	1		
8	Mr.	Suresh Inderchand Surana	00009757	Non Executive Independent Director	NA		25-Sep-1962	NA		1-Apr-2014	10-Jul-2019	-	80	1	1	-	-		

§ 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.

Notes on appointment:

- 1) Mr. Sanjiv Saraf re-appointed as a Director of the Company, liable to retire by rotation on 36th AGM held on September 29, 2021.
- 2) Mr. Pranay Kothari was appointed as Director of the Company w.e.f. 15.03.1996. His present appointment as Whole Time Director is for a tenure of 3 years from September 7, 2021 to September 6, 2024.
- 3) Mr. Sanjiv Chadha re-appointed as a Director of the Company, liable to retire by rotation on 35th AGM held on August 31, 2020.
- 4) Mr. Brij Kishore Soni has been re-appointed as Independent Director for second tenure of 5 years from April 1, 2019 to March 31, 2024. in EGM held on March 30, 2019 (First tenure as Independent Director from April 1, 2014 to March 31, 2019 as per Companies Act, 2013)
- 5) Mr. Jitender Balakrishnan has been re-appointed as Independent Director for second tenure of 5 years from April 1, 2019 to March 31, 2024 in EGM held on March 30, 2019. (First tenure as Independent Director from April 1, 2014 to March 31, 2019 as per Companies Act, 2013).
- 6) Ms. Pooja Haldea has been re-appointed as Independent Director for second tenure of 5 years from March 30, 2020 to March 29, 2025 in AGM held on September 5, 2019. (First tenure as Independent Director from March 30, 2015 to March 29, 2020 as per companies Act, 2013).
- 7) Mr. Ranjit Singh has been re-appointed as Independent Director for second tenure of 5 years from May 12, 2021 to May 11, 2026 in AGM held on August 31, 2020. (First tenure as Independent Director from May 12, 2016 to May 11, 2021) as per companies Act, 2013.
- 8) Mr. Suresh Inderchand Surana has been re-appointed as Independent Director for second tenure of 5 years from July 10, 2019 to July 9, 2024 in AGM held on September 5, 2019. (First tenure as Independent Director from April 1, 2014 to June 11, 2018 as per companies Act, 2013).

II. Composition of Committees						
Name of Committee		DIN	Name of Committee Members	Category(Chairperson/ Executive/ Non Executive / independent/ Nominee)§	Date of Appointment	Date of Cessation
1	Audit Committee	00183432	Mr. Brij Kishore Soni	Chairman-Non Executive Independent Director	19-02-2001	-
		07123158	Ms. Pooja Haldea	Member- Non Executive Independent Director	30-03-2015	-
		00028320	Mr. Jitender Balakrishnan	Member- Non Executive Independent Director	15-12-2016	-
2	Nomination & Remuneration Committee	00028320	Mr. Jitender Balakrishnan	Chairman-Non Executive Independent Director	30-05-2013	-
		00183432	Mr. Brij Kishore Soni	Member - Non Executive Independent Director	31-07-2003	-
		00003998	Mr. Sanjiv Saraf	Member - Non-Executive Non Independent Director	31-07-2003	-
3	Stakeholders Relationship Committee	00183432	Mr. Brij Kishore Soni	Chairman-Non Executive Independent Director	02-05-1988	-
		00004003	Mr. Pranay Kothari	Member - Executive Director	11-03-1997	-
		07123158	Ms. Pooja Haldea	Member- Non Executive Independent Director	01-04-2019	-
4	Corporate Social Responsibility	00003998	Mr. Sanjiv Saraf	Chairman-Non Executive Non Independent Director	01-10-2014	-
		00183432	Mr. Brij Kishore Soni	Member - Non Executive Independent Director	01-10-2014	-
		01651357	Mr. Ranjit Singh	Member - Non Executive Independent Director	01-04-2019	-
5	Finance Committee	00003998	Mr. Sanjiv Saraf	Chairman-Non Executive Non Independent Director	NA	-
		00183432	Mr. Brij Kishore Soni	Member - Non Executive Independent Director	NA	-
		00004003	Mr. Pranay Kothari	Member - Executive Director	NA	-
6	Risk Management Committee	00028320	Mr. Jitender Balakrishnan	Chairman-Non Executive Independent Director	25-05-2021	-
		00009757	Mr.Suresh Inderchand Surana	Member - Non Executive Independent Director	25-05-2021	-
		00004003	Mr. Pranay Kothari	Member - Non-Executive Non Independent Director	25-05-2021	-

§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 (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Whether requirement of Quorum met (details)	Number of Directors Present*	No. of Independent Directors attending the meeting*
14-Aug-2021		Yes	8	5
14-Nov-2021	91	Yes	8	5

* to be filled in only for current quarter meetings

IV. Meeting of the Committees				
A. AUDIT COMMITTEE				
Date(s) of Meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Whether requirement of Quorum met (details)	Number of Directors Present*	No. of Independent Directors attending the meeting*
14-Aug-2021		Yes	3	3
14-Nov-2021	91	Yes	3	3

* to be filled in only for current quarter meetings

B. STAKEHOLDERS RELATIONSHIP COMMITTEE				
Date(s) of Meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Whether requirement of Quorum met(details)	Number of Directors Present*	No. of Independent Directors attending the meeting*
Nil	-	-	-	-

* to be filled in only for current quarter meetings

C. NOMINATION & REMUNERATION COMMITTEE				
Date(s) of Meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Whether requirement of Quorum met(details)	Number of Directors Present*	No. of Independent Directors attending the meeting*
17-Jul-2021		Yes	3	2

D. CORPORATE SOCIAL RESPONSIBILITY COMMITTEE				
Date(s) of Meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Whether requirement of Quorum met(details)	Number of Directors Present*	No. of Independent Directors attending the meeting*
14-Aug-2021		Yes	3	2
14-Nov-2021	91	Yes	3	2

* to be filled in only for current quarter meetings

E. RISK MANAGEMENT COMMITTEE				
Date(s) of Meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Whether requirement of Quorum met(details)	Number of Directors Present*	No. of Independent Directors attending the meeting*
14-Aug-2021		Yes	3	2
14-Nov-2021	91	Yes	3	2

* to be filled in only for current quarter meetings

F. Finance Committee				
Date(s) of Meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Whether requirement of Quorum met(details)	Number of Directors Present*	No. of Independent Directors attending the meeting*
Nil				

* to be filled in only for current quarter meetings

V. Related Party Transactions (RPT)	
Subject	Compliance Status(Yes/ No/ NA)
Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material RPT	NA
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	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 requirementst of Listing regulations, "Yes" may be indicated. Similarly, in case of 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		Remarks
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 1000 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	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes
6	Any comments/observations/advice of Board of Directors may be mentioned here	Nil

Name of signatory : **ASHOK KUMAR GURNANI**
Designation of person : **Company Secretary and Compliance Officer**
Place : **NOIDA**
Date : **07-01-2022**