

Regulation 27: Compliance Report on Corporate Governance

ANNEXURE I

1. Name of Listed Entity: POLYPLEX CORPORATION LIMITED

2. Quarter Ending: December 31, 2020

3. ISIN- INE633B01018

1537
50.36712329

Whether 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	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	Chairman-Non Executive Non Independent Director	Chairperson		30-Dec-1958	NA		18-Oct-1984	5-Sep-2019	-	-	1	-	-	0		
2	Mr.	Pranay Kothari	Executive Director (CEO)	NA	CEO	6-Feb-1959	NA		15-Mar-1996	7-Sep-2018	-	-	1	-	2	0		
3	Mr.	Mr. Sanjiv Chadha	Non-Executive Non Independent Director	NA		3-Sep-1956	NA		17-Jun-2005	31-Aug-2020	-	-	1	-	-	0		
4	Mr.	Brij Kishore Soni	Non Executive Independent Director	NA		11-Mar-1947	YES	30-03-2019	8-Aug-1985	1-Apr-2019	-	81	1	1	2	2		
5	Mr.	Jitender Balakrishnan	Non Executive Independent Director	NA		8-May-1949	NA		20-Jul-2010	1-Apr-2019	-	81	3	3	5	1		
6	Mrs.	Pooja Haldea	Non Executive Independent Director	NA		29-Jul-1980	NA		30-Mar-2015	30-Mar-2020	-	69	1	1	2	0		
7	Mr.	Ranjit Singh	Non Executive Independent Director	NA		14-Sep-1957	NA		12-May-2016		-	56	3	3	1	0		
8	Mr.	Suresh Inderchand Surana	Non Executive Independent Director	NA		25-Sep-1962	NA		1-Apr-2014	10-Jul-2019		68	1	1	-	0		

5 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 34th AGM held on September 5, 2019.
- 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. (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. (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 was appointed as Independent Director for tenure of 5 years from May 12, 2016 to May 11, 2021. (Second tenure as Independent Director from May 12, 2021 to May 11, 2026 approved in 35th AGM held on August 31, 2020).
- 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. (First tenure as Independent Director from April 1, 2014 to June 11, 2018)

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

\$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*
20-Jul-2020		Yes	8	5
14-Aug-2020	24	Yes	8	5
30-Sep-2020	46	Yes	8	5
9-Nov-2020	39	Yes	7	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*
20-Jul-2020		Yes	3	3
14-Aug-2020	24	Yes	3	3
9-Nov-2020	86	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*
-	-			

* 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*
20-Jul-2020		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*
9-Nov-2020		Yes	3	2

* to be filled in only for current quarter meetings

E. 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*

* 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	NA
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 500 listed entities)	Not Applicable
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 & Compliance Officer**
Place : **Noida**
Date : **12-01-2021**