

COMPLIANCE REPORT ON CORPORATE GOVERNANCE

Quarter ending : 31st March 2023

Name of Listed Entity : **DEEPAK INDUSTRIES LIMITED**

1. Composition of Board of Directors

Sr. No.	Title (Mr. / Ms.)	Name of the Director	PAN & DIN	Category (Chairperson /Executive / Non-Executive / Independent / Nominee)	Initial Date of Appointment	Date of reappointment	Date of cessation	Tenure*	Date of Birth	Number of Directors hips in Listed entities including this listed entity [In reference to Reg. 17A(1)]	No. of Independent directorsh ip in listed entities including this listed entity [In reference to proviso to reg. 17A(1)]	Number of Membe rships in Audit / Stakeholder Commit tee(s) includin g this Listed Entity (Refer Reg. 26(1) of Listing Regulatio ns)	Number of post of Chairpers on in Audit / Stakehold er Committe e(s) held in Listed entity including this Listed Entity (Refer Reg. 26(1) of Listing Regulatio ns)
1.	Mr.	Pradip Kumar Daga	AGAPD8547R & 00040692	Chairman- Managing Director- Executive Director	16-12-2008			N.A.	24-04-1937	3	0	1	0
2.	Mr.	Yashwant Kumar Daga	AFYPD7477F & 00040632	Managing Director- Executive Director	15-11-2014			N.A.	07-03-1961	6	3	10	1
3.	Mr.	Anand Prasad Agarwalla	ACGPA1603B & 00312652	Non-Executive- Independent	01-10-2014	01-10-2019		102 months	05-11-1951	2	2	4	2
4.	Mr.	Sujit Chakravorti	ABWPC0051C & 00066344	Non-Executive- Independent	01-10-2014	01-10-2019		102 months	13-09-1943	3	3	5	4
5	Mrs.	Meera Dokania	ADYPD3050A & 07094376	Non-Executiv-/ Non- Independen	01-04-2015	23-05-2022 (change in designation from Independent director to			14-06-1953	1	0	1	1



						Non-Independent Director							
6.	Mr.	Ganapathy Anantha Narayanan	ABGPN0309J & 09491346	Non-Executive/Independent	12-02-2022			13 months	10-01-1962	1	1	1	0
		Whether Regular Chairperson appointed				Yes							
		Whether Chairperson is related to Managing Director or CEO				Yes							

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 Anand Prasad Agarwalla	Chairperson – Non-Executive - Independent	30-05-2014	--
		Shri Yashwant Kumar Daga	Member – Executive-Non Independent	16-02-2015	--
		Shri Ganapathy Anantha Narayanan	Member – Non-Executive - Independent	23-05-2022	--
2. Nomination & Remuneration Committee	Yes	Shri Anand Prasad Agarwalla	Chairperson – Non-Executive - Independent	30-05-2014	--
		Shri Sujit Chakravorti	Member – Non-Executive-Independent	30-05-2014	--
		Smt. Meera Dokania	Member– Non-Executive-Non Independent	29-09-2016	
3. Stakeholders Relationship Committee	Yes	Smt. Meera Dokania	Chairperson – Non-Executive-Non Independent	29-09-2016	--
		Shri Sujit Chakravorti	Member – Non-Executive-Independent	30-05-2014	--
		Shri Anand Prasad Agarwalla	Member – Non-Executive-Independent	30-05-2014	--



4. Corporate Social Responsibility Committee	Yes	Shri Pradip Kumar Daga	Chairperson – Executive-Non Independent	30-05-2014	--
		Shri Yashwant Kumar Daga	Member –Executive-Non Independent	12-02-2021	--
		Shri Anand Prasad Agarwalla	Member – Non-Executive-Independent	30-05-2014	--
		Shri Sujit Chakravorti	Member – Non-Executive-Independent	16-02-2015	--

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 meetings (in number of days)
11.11.2022		Yes	6	3	
	13-02-2023	Yes	6	3	93

- To be filled in only for the current quarter meetings

III. Meeting of Committees

Date(s) of Meeting of the Committees 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 Meeting –					
	Yes	3	2	10-11-2022	
13-02-2023	Yes	3	2		94
Stakeholders Relationship Committee-					
11-02-2023	Yes	2	1		



Corporate Social Responsibility Committee- 11-02-2023	Yes	3	1		
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*This information has to be mandatorily given for audit committee, for rest of the committees giving this information is optional.

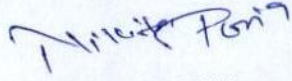
V. Related Party Transactions	Subject	Compliance Status (Yes/ No/N.A.)
Whether prior approval of Audit Committee obtained		Yes
Whether shareholder approval obtained for material RPT		N.A.
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee		Yes

Disclosure of notes on related party transactions: Details of RPT entered into from 01.01.2023 to 31.03.2023 pursuant to omnibus approval will be reviewed by the Audit Committee in the ensuing Audit Committee Meeting. Preceding Quarter transactions i.e. from 01.10.2022 to 31.12.2022 were reviewed by the Committee at their Meeting held on 10.11.2022.

VI. Affirmations

- The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
- The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015
 - Audit Committee
 - Nomination & Remuneration committee
 - Stakeholders Relationship committee
- The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
- 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.
- This report shall be placed before Board of Directors. The report submitted in the previous quarter has been placed before the Board of Directors. Yes, Board noted and there were no comments / observations / advice.

For DEEPAK INDUSTRIES LIMITED


(NIKITA PURIA)
COMPANY SECRETARY
& COMPLIANCE OFFICER



Date : 19-04-2023

CORPORATE GOVERNANCE REPORT FOR THE FINANCIAL YEAR ENDED ON 31.3.2023

NAME OF THE COMPANY : DEEPAK INDUSTRIES LIMITED

I. Disclosure on website in terms of Listing Regulations		
Item	Compliance Status (Yes / No / NA)	If Yes provide link to website. If No / NA provide reasons
As per regulation 46(2) of the LODR:		
a) Details of business	Yes	www.dil-india.com
b) Terms and conditions of appointment of Independent Directors	Yes	www.dil-india.com
c) Composition of various committees of Board of Directors	Yes	www.dil-india.com
d) Code of conduct of Board of Directors and Senior Management Personnel	Yes	www.dil-india.com
e) Details of establishment of vigil mechanism / Whistle Blower Policy	Yes	www.dil-india.com
f) Criteria of making payments to Non-Executive Directors	Yes	www.dil-india.com
g) Policy on dealing with related party transactions	Yes	www.dil-india.com
h) Policy for determining 'material subsidiaries'	N.A.	-
i) Details of familiarization programmes imparted to Independent Directors	Yes	www.dil-india.com
j) E-mail address for grievance redressal and other relevant details	Yes	www.dil-india.com
k) Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes	www.dil-india.com
l) Financial results	Yes	www.dil-india.com
m) Shareholding Pattern	Yes	www.dil-india.com
n) Details of agreements entered into with the media companies and / or their associates	N.A.	-
o) Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or institutional investors simultaneously with submission to stock exchange	N.A.	-
p) New name and the old name of the listed entity	N.A.	-
q) Advertisements as per regulation 47 (1)	Yes	www.dil-india.com
r) Credit rating or revision in credit rating obtained by the entity for all its outstanding instruments	Yes	www.dil-india.com
s) Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	N.A.	-
As per other regulations of the LODR :		
a) Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes	www.dil-india.com
b) Materiality Policy as per Regulation 30	Yes	www.dil-india.com
c) Dividend Distribution policy as per Regulation 43A (as applicable)	N.A.	-
<i>It is certified that these contents on the website of the listed entity are correct.</i>		



II. Annual Affirmations		
Particulars	Regulation Number	Compliance Status (Yes / No / NA)
Independent Director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'.	16(1)(b) & 25(6)	Yes
Board Composition	17(1), 17(1A) & 17 (1B)	Yes
Meeting of Board of Directors	17(2)	Yes
Quorum of Board Meeting	17(2A)	Yes
Review of Compliance Reports	17(3)	Yes
Plans for orderly succession for appointments	17(4)	Yes
Code of Conduct	17(5)	Yes
Fees / compensation	17(6)	Yes
Minimum information	17(7)	Yes
Compliance Certificate	17(8)	Yes
Risk Assessment and Management	17(9)	Yes
Performance evaluation of Independent Directors	17(10)	Yes
Recommendation of Board	17(11)	Yes
Maximum number of directorships	17A	Yes
Composition of Audit Committee	18(1)	Yes
Meeting of Audit Committee	18(2)	Yes
Composition of Nomination & Remuneration Committee	19(1) & (2)	Yes
Quorum of Nomination & Remuneration Committee meeting	19(2A)	Yes
Meeting of Nomination & Remuneration Committee	19(3A)	Yes
Composition of Stakeholder Relationship Committee	20(1), 20(2) and 20(2A)	Yes
Meeting of Stakeholder Relationship Committee	20 (3A)	Yes
Composition and role of Risk Management Committee	21(1), (2),(3),(4)	N.A.
Meeting of Risk Management Committee	21(3A)	N.A.
Vigil Mechanism	22	Yes
Policy for Related Party Transactions	23(1), (1A), (5), (6), (7) &(8)	Yes
Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes
Approval for material related party transactions	23(4)	N.A.
Disclosure of related party transactions on consolidated basis	23(9)	Yes
Composition of Board of Directors of unlisted material subsidiary	24(1)	N.A.
Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2), (3), (4), (5) & (6)	N.A.
Annual Secretarial Compliance Report	24(A)	Yes
Alternate Director to Independent Director	25(1)	N.A.
Maximum Tenure	25(2)	Yes
Meeting of Independent Directors	25(3) & (4)	Yes



Familiarization of Independent Directors	25(7)	Yes
Declaration from Independent Director	25(8) & (9)	Yes
Directors and Officers insurance	25(10)	N.A.
Membership in Committees	26(1)	Yes
Affirmation with compliance to Code of Conduct from members of Board of Directors and Senior Management Personnel	26(3)	Yes
Disclosure of shareholding by Non-Executive Directors	26(4)	Yes
Policy with respect to Obligations of Directors and Senior Management	26(2) & 26(5)	Yes

III Affirmations :

The Listed Entity has approved the Material Subsidiary Policy and the Corporate Governance requirements with respect to the subsidiary of Listed Entity have been complied- N.A. (The Listed Entity does not have any subsidiary)

For Deepak Industries Limited

Nikita Puria

(Nikita Puria)

Company Secretary &
Compliance Officer



Date : 19.04.2023