

Format to be submitted by listed entity on quarterly basis

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

I. Composition of Board of Directors								
Title (Mr. / Ms)	Name of the Director	PAN * & DIN	Category (Chairperson/Executive/Non-Executive/independent/Nominee) **	Date of Appointment in the current term /cessation	Tenure***	No of Directorship in listed entities including this listed entity (Refer Regulation 25(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)
Mr.	Santosh Sharma	PAN- AKCPS2255D DIN- 07431945	Executive/ Chairman and Managing Director	01/09/2017	NA	One	Nil	Nil
Mr.	Anupam Anand	PAN- ACWPA5259P DIN- 02752767	Executive/ Director (Personnel)	05/08/2009	NA	One	Nil	Nil
Mr.	Sanjay Kumar Bhattacharya	PAN- ADBPB6460F DIN- 07276836	Executive/ Director (Mining)	15/09/2015	NA	One	Nil	Nil
Mr.	Sukhen Kumar Bandyopadhyay	PAN- ACRPB6422E DIN- 08173882	Executive/ Director (Finance)	09/07/2018	NA	One	One	Nil
Mr.	Arun Kumar Shukla	PAN- ADAPS1096H DIN- 03324672	Executive/ Director (Operations)	01/10/2018	NA	One	Nil	Nil
Mr.	Niranjan Kumar Singh	PAN- ABEPN9588M DIN- 03361541	Non-Executive /Govt. Nominee Director	15/3/2017	NA	One	Nil	Nil
Mr.	Alok Chandra	PAN- AACPC7353A DIN- 06929789	Non-Executive /Govt. Nominee	22/06/2018	NA	One	Nil	Nil

			Director					
Mrs.	Simantini Jena	PAN- ACRPJ6937E DIN- 07346980	Non- Executive/ Independent Director	17/11/2015	48 months	One	Nil	Nil
Mr.	Hemant Mehtani	PAN- ACVPM3453C DIN- 02875561	Non- Executive/ Independent Director	17/11/2015	48 months	One	One	One
Mr.	Dileep Raj Singh Chaudhary	PAN- AAVPC7061J DIN- 00269508	Non- Executive/ Independent Director	01/12/2015	48 months	One	Three	Nil
Mr.	Subhash Sharma	PAN- DSIPS7218K DIN-05333124	Non- Executive/ Independent Director	18/07/2018	36 months	One	One	One

* 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.

II. Composition of Committees		
Name of Committee	Name of Committee members	Category (Chairperson/Executive/Non-Executive/independent/Nominee) *
1. Audit Committee	Shri Hemant Mehtani- Chairman	Non- Executive/ Independent Director
	Shri Dileep Raj Singh Chaudhary - Member	Non- Executive/ Independent Director
	Shri Subhash Sharma- Member	Non- Executive/ Independent Director
2. Nomination & Remuneration Committee	Shri Dileep Raj Singh Chaudhary - Chairman	Non- Executive/ Independent Director
	Smt. Simantini Jena - Member	Non- Executive/ Independent Director
	Shri Subhash Sharma- Member	Non- Executive/ Independent Director
3. Risk Management Committee(if applicable)	NA	NA

4. Stakeholders Relationship Committee	Shri Subhash Sharma- Chairman	Non- Executive/ Independent Director
	Shri Hemant Mehtani - Member	Non- Executive/ Independent Director
	Shri Sukhen Kumar Bandyopadhyay - Member	Executive/ Director (Finance)
* 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	Maximum gap between any two consecutive (in number of days)
27.10.2018 and 13.11.2018	11.2.2019 and 28.3.2019	89 days

IV. Meeting of Committees			
Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days*
Audit Committee: 11.2.2019	Yes (three out of three)	13.11.2018	89 days
* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional			

V. Related Party Transactions	
Subject	Compliance status (Yes/No/NA) refer note below
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	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 is not in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015

since number of Independent directors is less than 50% of total strength of the Board. Three post of Independent Directors are lying vacant. The Company has requested the Ministry of Mines, Govt. of India to fill up the vacant post. The matter is under consideration of the Government.

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 100 listed entities)- NA
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 Board of Directors may be mentioned here: Report for the previous quarter ended 31.12.2018 was placed in the Board meeting held on 11.2.2019 and report for the quarter ended 31.3.2019 shall be placed in the next Board meeting.


(C S Singhi)

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.

Format to be submitted by listed entity at the end of the financial year (for the whole of financial year)

I. Disclosure on website in terms of Listing Regulations	
Item	Compliance status (Yes/No/NA) refer note below
Details of business	Yes
Terms and conditions of appointment of independent directors	Yes
Composition of various committees of board of directors	Yes
Code of conduct of board of directors and senior management personnel	Yes
Details of establishment of vigil mechanism/ Whistle Blower policy	Yes
Criteria of making payments to non-executive directors	Yes
Policy on dealing with related party transactions	Yes
Policy for determining 'material' subsidiaries	NA
Details of familiarization programmes imparted to independent directors	Yes
Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes
Email address for grievance redressal and other relevant details	Yes
Financial results	Yes
Shareholding pattern	Yes
Details of agreements entered into with the media companies and/or their associates	NA
New name and the old name of the listed entity	NA

II Annual Affirmations		
Particulars	Regulation Number	Compliance status (Yes/No/NA) refer note below
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)	No (Total strength of the Board as on 31.3.2019 is 11 directors comprising of 5 functional, 2 Govt. Nominee and 4 Independent Directors. The post of three Independent Director are laying vacant which is to be filled up by the administrative Ministry.)
Meeting of Board of directors	17(2)	Yes
Review of Compliance Reports	17(3)	Yes

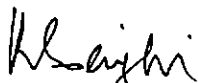
Plans for orderly succession for appointments	17(4)	Yes
Code of Conduct	17(5)	Yes
Fees/compensation	17(6)	Yes
Minimum Information	17(7)	Yes
Compliance Certificate	17(8)	Yes
Risk Assessment & Management	17(9)	Yes
Performance Evaluation of Independent Directors	17(10)	Yes
Composition of Audit Committee	18(1)	Yes
Meeting of Audit Committee	18(2)	Yes
Composition of nomination & remuneration committee	19(1) & (2)	Yes
Composition of Stakeholder Relationship Committee	20(1) & (2)	Yes
Composition and role of risk management committee	21(1),(2),(3),(4)	NA
Vigil Mechanism	22	Yes
Policy for related party Transaction	23(1),(5),(6),(7) & (8)	Yes
Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	NA
Approval for material related party transactions	23(4)	NA
Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA
Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	Yes
Maximum Directorship & Tenure	25(1) & (2)	Yes
Meeting of independent directors	25(3) & (4)	Yes
Familiarization of independent directors	25(7)	Yes
Memberships 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

Note

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2. If status is "No" details of non-compliance may be given here.
3. If the Listed Entity would like to provide any other information the same may be indicated here.

III Affirmations:

The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied. NA


(C S Singh)

Compliance Officer/ GM & Co Secretary