

ANNEXURE I

Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity - HUDCO
2. Quarter ending - March, 2021

i. Composition Of Board Of Director

T i t l e (M r . / M s)	N a m e o f t h e D i r e c t o r	D I N	P A N	C a t e g o r y (C h a i r p e r s o n / E x e c u t i v e / N o n - E x e c u t i v e / I n d e p e n d e n t / N o m i n e e)	S u b C a t e g o r y	I n i t i a l D a t e o f A p p o i n t m e n t	D a t e o f A p p o i n t m e n t	D a t e o f c e s s a t i o n	T e n u r e	D a t e o f B i r t h	W h e t h e r s p e c i a l r e s o l u t i o n p a s s e d ?	D a t e o f p a s s i n g s p e c i a l r e s o l u t i o n	N o o f D i r e c t o r s h i p i n l i s t e d e n t i t i e s i n c l u d i n g t h i s l i s t e d e n t i t y	N o o f I n d e p e n d e n t D i r e c t o r s h i p i n l i s t e d e n t i t i e s i n c l u d i n g t h i s l i s t e d e n t i t y	N o o f m e m b e r s h i p i n A u d i t / S t a k e h o l d e r C o m m i t t e e (s) i n c l u d i n g t h i s l i s t e d e n t i t y	N o o f p o s t o f C h a i r p e r s o n i n A u d i t / S t a k e h o l d e r C o m m i t t e e h e l d i n l i s t e d e n t i t i e s i n c l u d i n g t h i s l i s t e d e n t i t y	M e m b e r s h i p i n C o m m i t t e e s o f t h e C o m p a n y	R e m a r k s
M r.	K A M R A N R I Z V I	0 1 6 5 3 5	A D U P R 5	N D, C & N E D		22- O c t - 20 20	22- O c t - 2020			2 4- O c t - 1	N A		2	0	1	1		

		0388L						966									
M r.	MU NI AP PA NA GA RAJ	05184848	A D F M 5 4 4 0 G	ED		01- Feb - 20 19	25- Sep- 2019		23- Jul- 19 6 7	NA		10		2	0	AC,SC, RC,NR C	
M r.	D GU HA N	06757569	A A F P G 9 8 0 4 P	ED		31- Dec - 20 19	30- Sep- 2020		19- M a y- 19 6 4	NA		10		1	0	SC,RC	
M r.	AM RIT AB HIJ AT	03022727	A BJ P A 4 7 9 3 L	NED, ND		01- Jun - 20 18	30- Sep- 2020		12- Jun- 19 6 8	NA		10		1	0	AC,NR C	
M r.	SH YA M SU ND ER DU BE Y	06601151	A A A P D 2 0 9 2 B	NED, ND		08- Au g- 20 19	25- Sep- 2019		27- Au g- 19 6 5	NA		20		3	2	AC,SC, RC,NR C	

Company Remarks	
Whether Permanent chairperson appointed	Yes
Whether Chairperson is related to MD or CEO	No

ii. Composition of Committees

a. Audit Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	SHYAM SUNDER DUBEY	NED,ND	Chairperson	08-Aug-2019	
2	AMRIT ABHIJAT	NED,ND	Member	01-Jun-2018	
3	MUNIAPPA NAGARAJ	ED	Member	01-Feb-2019	

Company Remarks	.Presently, HUDCO does not have any Independent Director on its Board. HUDCO being a Government Company, its directors are appointed by the President of India through Administrative Ministry, i.e., Ministry of Housing and Urban Affairs, Government of India. Matter has already been taken up with the Administrative Ministry for filling up the vacancies of Independent Directors on the Board of the Company.
Whether Permanent chairperson appointed	Yes

b. Stakeholders Relationship Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	SHYAM SUNDER DUBEY	NED,ND	Chairperson	08-Aug-2019	
2	MUNIAPPA NAGARAJ	ED	Member	01-Feb-2019	
3	D GUHAN	ED	Member	31-Dec-2019	

Company Remarks	
Whether Permanent chairperson appointed	Yes

c. Risk Management Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	SHYAM SUNDER DUBEY	NED,ND	Chairperson	08-Aug-2019	
2	MUNIAPPA NAGARAJ	ED	Member	01-Feb-2019	
3	D GUHAN	ED	Member	31-Dec-2019	

Company Remarks	
Whether Permanent chairperson appointed	Yes

d. Nomination and Remuneration Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	AMRIT ABHIJAT	NED,ND	Chairperson	01-Jun-2018	
2	SHYAM SUNDER DUBEY	NED,ND	Member	08-Aug-2019	
3	MUNIAPPA NAGARAJ	ED	Member	01-Feb-2019	

Company Remarks	
Whether Permanent chairperson appointed	Yes

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
12-Nov-2020	11-Feb-2021	No	5	0
21-Dec-2020	18-Mar-2021	No	5	0
	24-Mar-2021	No	5	0

Company Remarks	Presently, HUDCO does not have any Independent Director on its Board. HUDCO being a Government Company, its directors are appointed by the President of India through Administrative Ministry, i.e., Ministry of Housing and Urban Affairs, Government of India. Matter has already been taken up with the Administrative Ministry for filling up the vacancies of Independent Directors on the Board of the Company.
Maximum gap between any two consecutive (in number of days)	51

iv. **Meeting of Committees**

Name of the Committee	Date(s) of meeting during of the committee in the previous quarter	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Number of Directors present	Number of independent directors present
Audit Committee	12-Nov-2020		No	3	0
Audit Committee		11-Feb-2021	No	3	0
Stakeholders Relationship Committee		11-Feb-2021	Yes	3	0
Nomination & Remuneration Committee		11-Feb-2021	No	3	0

Company Remarks	Presently, HUDCO does not have any Independent Director on its Board. HUDCO being a Government Company, its directors are appointed by the President of India through Administrative Ministry, i.e., Ministry of Housing and Urban Affairs, Government of India. Matter has already been taken up with the Administrative Ministry for filling up the vacancies of Independent Directors on the Board of the Company.
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	90

v. **Related Party Transactions**

Subject	Compliance status (Yes/No/NA)	Remark
Whether prior approval of audit committee obtained	Not Applicable	
Whether shareholder approval obtained for material RPT	Not Applicable	
Whether details of RPT entered into pursuant to omnibus	Not Applicable	

approval have been reviewed by Audit Committee		
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Disclosure of notes on related party transactions and Disclosure of notes of material related party transactions	
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VI. Affirmations

1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - **No**
2. The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015
 - a. Audit Committee - **No**
 - b. Nomination & remuneration committee - **No**
 - c. Stakeholders relationship committee - **No**
 - d. Risk management committee (applicable to the top 100 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. a. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. - **Yes**
b. Any comments/observations/advice of Board of Directors may be mentioned here:

%affirmComments%

Name : %affirmName%
Designation : %affirmDesignation%

ANNEXURE II

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	Company Remark	Website
As per regulation 46(2) of the LODR:			
Details of business	Yes		https://www.hudco.org/
Terms and conditions of appointment of	Yes		https://hudco.org/writer
Composition of various committees of	Yes		https://www.hudco.org/
Code of conduct of board of directors and	Yes		https://www.hudco.org/
Details of establishment of vigil mechanism/	Yes		https://hudco.org/writer
Criteria of making payments to non-	Yes		https://hudco.org/writer
Policy on dealing with related party	Yes		https://www.hudco.org/
Policy for determining 'material' subsidiaries	Yes		https://www.hudco.org/
Details of familiarization programs imparted	Yes		https://hudco.org/writer
Email address for grievance redressal and other relevant details entity who are	Yes		https://hudco.org/writer
Contact information of the designated	Yes		https://hudco.org/writer
Financial results	Yes		https://www.hudco.org/
Shareholding pattern	Yes		https://www.hudco.org/
Details of agreements entered into with the media companies and/or their associates	Yes		https://hudco.org/writer
Schedule of analyst or institutional investor meet and presentations made by the listed	Yes		https://hudco.org//Site/FormTemplate/frmTomp
New name and the old name of the listed	Yes		https://hudco.org/writer
Advertisements as per regulation 47 (1)	Yes		https://hudco.org//Site/
Credit rating or revision in credit rating	Yes		https://hudco.org//Site/
Separate audited financial statements of	Not		
As per other regulations of the LODR:			
Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes		https://hudco.org/index.aspx
Materiality Policy as per Regulation 30	Yes		https://hudco.org/writer
Dividend Distribution policy as per	Yes		https://hudco.org//write
It is certified that these contents on the	Yes		https://hudco.org/index
II Annual Affirmations			
Particulars	Regulation Number	Compliance status	Company Remark
Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	No	Company does not have any
Board composition	17(1), 17(1A) & 17(1B)	No	Company does not have any
Meeting of Board of directors	17(2)	Yes	
Quorum of Board meeting	17(2A)	No	Company does not
Review of Compliance Reports	17(3)	Yes	
Plans for orderly succession for appointments	17(4)	Yes	
Code of Conduct	17(5)	Yes	

<i>Fees/compensation</i>	17(6)	Yes	
<i>Minimum Information</i>	17(7)	Yes	
<i>Compliance Certificate</i>	17(8)	Yes	
<i>Risk Assessment & Management</i>	17(9)	Yes	
<i>Performance Evaluation of Independent Directors</i>	17(10)	Not Applicable	
<i>Recommendation of Board</i>	17(11)	Yes	
<i>Maximum number of directorship</i>	17A	Yes	
<i>Composition of Audit Committee</i>	18(1)	No	Company does not
<i>Meeting of Audit Committee</i>	18(2)	Yes	
<i>Composition of nomination & remuneration committee</i>	19(1) & (2)	No	Company does not have any
<i>Quorum of Nomination and Remuneration Committee meeting</i>	19(2A)	No	Company does not have any
<i>Meeting of nomination & remuneration committee</i>	19(3A)	Yes	
<i>Composition of Stakeholder Relationship Committee</i>	20(1), 20(2) and 20(2A)	No	Company does not have any
<i>Meeting of stakeholder relationship committee</i>	20(3A)	Yes	
<i>Composition and role of risk management committee</i>	21(1),(2),(3),(4)	Yes	
<i>Meeting of Risk Management Committee</i>	22	No	Due to unavoidable reasons
<i>Vigil Mechanism</i>	22	Yes	
<i>Policy for related party Transaction</i>	23(1), (1A), (5), (6)	Yes	
<i>Prior or Omnibus approval of Audit Committee for all related party</i>	23(2), (3)	Not Applicable	
<i>Approval for material related party transactions</i>	23(4)	Not Applicable	
<i>Disclosure of related party transactions on consolidated basis</i>	23(9)	Yes	
<i>Composition of Board of Directors of unlisted material Subsidiary</i>	24(1)	Not Applicable	
<i>Other Corporate Governance requirements with respect to subsidiary of Annual Secretarial Compliance Report</i>	24(2),(3),(4),(5) & (6)	Not Applicable	
	24(A)	Yes	
<i>Alternate Director to Independent Director</i>	25(1)	Yes	
<i>Maximum Tenure</i>	25(2)	Yes	
<i>Meeting of independent directors</i>	25(3) & (4)	No	Company does not
<i>Familiarization of independent directors</i>	25(7)	Yes	
<i>Declaration from Independent Director</i>	25(8) & (9)	No	Company does not
<i>D & O Insurance for Independent</i>	25(10)	No	Company does not
<i>Memberships in Committees</i>	26(1)	Yes	
<i>Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel</i>	26(3)	Yes	
<i>Disclosure of Shareholding by Non-Executive Directors</i>	26(4)	Yes	

<i>Policy with respect to Obligations of directors and senior management</i>	26(2) & 26(5)	Yes	
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Other Information	
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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. - **Not Applicable**

Other Information	
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Name : Harish Kumar Sharma
Designation : Company Secretary & Compliance Officer