



HINDUSTHAN NATIONAL GLASS & INDUSTRIES LTD.

Registered Office : 2, Red Cross Place, Post Box : 2722, Kolkata - 700 001, India

Tel. : 2254 3100, Fax : (91) (33) 2254 3130

E-mail : hngkol@hngil.com, Website : www.hngil.com

CIN - L26109WB1946PLC013294



SEC/SE/324

19th April, 2023

1. The Dy. Manager (Listing)
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai 400 023.
(Scrip Code: 515145)
2. The Manager, Listing Department
National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex
Bandra (E), Mumbai 400 051
(Scrip Code: HINDNATGLS)
3. The Secretary,
The Calcutta Stock Exchange Ltd.,
7, Lyons Range, Kolkata-700 001
(Scrip Code: 10018003)

Dear Sir(s)/Madam,

Sub: Submission of Compliance Report on Corporate Governance in terms of Regulation 27(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 along with till date amendments for the quarter ended 31st March, 2023.

Please find enclosed herewith the Compliance Report on Corporate Governance for the quarter ended 31st March, 2023 under Regulation 27(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 for your information and records.

Kindly acknowledge the receipt.

Thanking you,

Yours faithfully,

For HINDUSTHAN NATIONAL GLASS & INDUSTRIES LIMITED

(Alok Taparia)

Authorised Signatory

Encl: As above



General information about company

Scrip code	515145
NSE Symbol	HINDNATGLS
MSEI Symbol	NOTLISTED
ISIN	INE952A01022
Name of the entity	HINDUSTHAN NATIONAL GLASS AND INDUSTRIES LIMITED
Date of start of financial year	01-04-2022
Date of end of financial year	31-03-2023
Reporting Quarter	Yearly
Date of Report	31-03-2023
Risk management committee	Not Applicable
Market Capitalisation as per immediate previous Financial Year	Any other



Annexure 1

II. Composition of Committees

Disclosure of notes on composition of committees explanatory

Add Notes

For this quarter kindly note the following points:
 1. Date of Appointment and Date of Cessation (if applicable) must be mandatorily filled for every Committee.
 2. Date of Appointment must be any day upto September 30, 2022.
 3. Date of Cessation must be for the current quarter only, i.e. July 1, 2022 to September 30, 2022

Note: Please enter DIN. After entering DIN, Name of Committee members and Category 1 of Directors shall be prefilled automatically

Audit Committee Details

		Whether the Audit Committee has a Regular Chairperson			Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00124625	MUKUL SOMANY	Executive Director	Member	04-05-2018		
2	00227746	RATNA KUMAR DAGA	Non-Executive - Independent Director	Chairperson	27-01-2001		
3	00443348	AMAL CHANDRA SAHA	Non-Executive - Independent Director	Member	13-08-2019		
4							
5							
6							
7							
8							
9							
10							

Note: Please enter DIN. After entering DIN, Name of Committee members and Category 1 of Directors shall be prefilled automatically

Nomination and remuneration committee

		Whether the Nomination and remuneration committee has a Regular Chairperson			Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	07106069	RITA BHIMARI	Non-Executive - Independent Director	Member	04-05-2018		
2	00227746	RATNA KUMAR DAGA	Non-Executive - Independent Director	Chairperson	13-05-2003		
3	00443348	AMAL CHANDRA SAHA	Non-Executive - Independent Director	Member	09-08-2021		
4							
5							
6							
7							
8							
9							
10							



Note: Please enter DIN. After entering DIN, Name of Committee members and Category 1 of Directors shall be pre-filled automatically.

Stakeholders Relationship Committee						
Sr	DIN Number	Name of Committee members	Whether the Stakeholders Relationship Committee has a Regular Chairperson		Date of Appointment	Remarks
			Category 1 of directors	Category 2 of directors		
1	00227746	RATNA KUNIAF DAGA	Non-Executive - Independent Director	Chairperson	27-01-2001	
2	00124625	MUKUL SOMABY	Executive Director	Member	28-05-2015	
3	00124538	SANJAY SOMABY	Executive Director	Member	28-05-2015	
4						
5						
6						
7						
8						
9						
10						

Risk Management Committee						
Sr	DIN Number	Name of Committee members	Whether the Risk Management Committee has a Regular Chairperson		Date of Appointment	Remarks
			Category 1 of directors	Category 2 of directors		
1						
2						
3						
4						
5						
6						
7						
8						
9						
10						

Note: Please enter DIN. After entering DIN, Name of Committee members and Category 1 of Directors shall be pre-filled automatically.

Corporate Social Responsibility Committee						
Sr	DIN Number	Name of Committee members	Whether the Corporate Social Responsibility Committee has a Regular Chairperson		Date of Appointment	Remarks
			Category 1 of directors	Category 2 of directors		
1						
2						
3						
4						
5						
6						
7						
8						
9						
10						



Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	07106069	RITA BHMAMI	Non-Executive - Independent Director	Chairperson	28-05-2015		
2	00124538	SANJAY SOMANY	Executive Director	Member	20-05-2014		
3	00124625	MUKUL SOMANY	Executive Director	Member	20-05-2014		
4							
5							



Annexure 1

III. Meeting of Board of Directors

Disclosure of notes on meeting of board of directors explanatory							
Add Notes							
Sr	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)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Number of Directors present* (All directors including Independent Director)	No. of Independent Directors attending the meeting*
1	11-11-2022			Yes	5	5	3
2	09-02-2023	89		Yes	5	5	3

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* to be filled in only for the current quarter meetings



Annexure 1

IV. Meeting of Committees

Disclosure of notes on meeting of committees explanatory

Add Notes

Sr	Name of 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)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
1	Audit Committee	11-11-2022				Yes	3	3	2	0
2	Audit Committee	25-12-2022	41			Yes	3	2	2	0
3	Audit Committee	09-02-2023	47			Yes	3	3	2	0
4	Audit Committee	25-03-2023	41			Yes	3	2	2	0
5	Stakeholders relationship Committee	15-11-2022				Yes	3	3	1	0
6	Stakeholders relationship Committee	09-02-2023	89			Yes	3	3	1	0
7	Nomination and remuneration committee	17-03-2023	35			Yes	3	3	3	0

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* to be filled in only for the current quarter meetings

Annexure 1

V. Related Party Transactions

Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	Yes	
2	Whether shareholder approval obtained for material RPT	NA	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	
Disclosure of notes on related party transactions			Add Notes
Disclosure of notes of material transaction with related party			Add Notes

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Annexure II

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

1. Disclosure on website in terms of Listing Regulations

Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
1	Details of business	Yes		https://www.hngil.com/
2	Terms and conditions of appointment of independent directors	Yes		https://www.hngil.com/
3	Composition of various committees of board of directors	Yes		https://www.hngil.com/
4	Code of conduct of board of directors and senior management personnel	Yes		https://www.hngil.com/
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		https://www.hngil.com/
6	Criteria of making payments to non-executive directors	Yes		https://www.hngil.com/
7	Policy on dealing with related party transactions	Yes		https://www.hngil.com/
8	Policy for determining material subsidiaries	Yes		https://www.hngil.com/
9	Details of familiarization programmes imparted to independent directors	Yes		https://www.hngil.com/
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		https://www.hngil.com/
11	email address for grievance redressal and other relevant details	Yes		https://www.hngil.com/
12	Financial results	Yes		https://www.hngil.com/
13	Shareholding pattern	Yes		https://www.hngil.com/
14	Details of agreements entered into with the media companies and/or their associates	NA		
15	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	NA		
16	New name and the old name of the listed entity	NA		
17	Advertisements as per regulation 47 (1)	Yes		https://www.hngil.com/
18	Credit rating or revision in credit rating obtained	Yes		https://www.hngil.com/
19	Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	NA		
20	Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes		https://www.hngil.com/
21	Materiality Policy as per Regulation 30	Yes		https://www.hngil.com/
22	Dividend Distribution policy as per Regulation 43A (as applicable)	NA		
23	It is certified that these contents on the website of the listed entity are correct	Yes		https://www.hngil.com/
24	Disclosure of notes on website in terms of Listing Regulations explanatory [Text Block]			

Add Notes



Annexure 1

VI. Affirmations

Sr	Subject	Compliance status (Yes/No)
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	Yes
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 1000 listed entities)	NA
6	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
7	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
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes
9	Any comments/observations/advice of Board of Directors may be mentioned here:	Add Notes

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Annexure 1

Subject

Sr	Subject	Compliance status
1	Name of signatory	MR. MUKUL SOMANY
2	Designation	Managing Director





Annexure II			
Slr	Particulars	Regulation Number	Compliance status (Yes/No/NA)
			If status is "No" details of non-compliance may be given here.
1	Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes
2	Board composition	17(1), 17(1A) & 17(1B)	Yes
3	Meeting of Board of directors	17(2)	Yes
4	Quorum of Board meeting	17(2A)	Yes
5	Review of Compliance Reports	17(3)	Yes
6	Plans for orderly succession for appointments	17(4)	Yes
7	Code of Conduct	17(5)	Yes
8	Fees/compensation	17(6)	Yes
9	Minimum Information	17(7)	Yes
10	Compliance Certificate	17(8)	Yes
11	Risk Assessment & Management	17(9)	Yes
12	Performance Evaluation of Independent Directors	17(10)	Yes
13	Recommendation of Board	17(11)	Yes
14	Maximum number of Directorships	17A	NA
15	Composition of Audit Committee	18(1)	Yes
16	Meeting of Audit Committee	18(2)	Yes
17	Composition of nomination & remuneration committee	19(1) & (2)	Yes
18	Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes
19	Meeting of Nomination and Remuneration Committee	19(3A)	Yes
20	Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	Yes
21	Meeting of Stakeholders Relationship Committee	20(3A)	Yes
22	Composition and role of risk management committee	21(1),(2),(3),(4)	NA
23	Meeting of Risk Management Committee	21(3A)	NA
24	Vigil Mechanism	22	Yes
25	Policy for related party transaction	23(1),(4A),(5),(6),(7) & (8)	Yes
26	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes
27	Approval for material related party transactions	23(4)	Yes
28	Disclosure of related party transactions on consolidated basis	23(9)	Yes
29	Composition of Board of Directors of unlisted material Subsidiary	24(1)	Yes
30	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	Yes
31	Annual Secretarial Compliance Report	24(A)	Yes
32	Alternate Director to Independent Director	25(1)	NA
33	Maximum Tenure	25(2)	Yes
34	Meeting of independent directors	25(3) & (4)	Yes
35	Familiarization of independent directors	25(7)	Yes
36	Declaration from Independent Director	25(8) & (9)	Yes
37	D & O Insurance for Independent Directors	25(10)	NA
38	Memberships in Committees	26(1)	Yes
39	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes
40	Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes
41	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes

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Annexure II	
1	Name of signatory
2	Designation

Mr. Mukul Somany
Managing Director

Annexure II		
III. Affirmations		
Sr	Particulars	Compliance status (Yes/No/NA)
1	The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied	NA
Any other information to be provided		Add Notes

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Annexure II		
1	Name of signatory	Mr. Mukul Somany
2	Designation	Managing Director



Additional Half yearly Disclosure			
Applicability of disclosure	Not Applicable		
Reason for Non Applicability	Add Notes		
The Figure should be mentioned in Actual INR only			
I. Disclosure of Loans/ guarantees/comfort letters /securities etc.refer note below			
(A) Any loan or any other form of debt advanced by the listed entity directly or indirectly to			
Entity	Aggregate amount advanced during six months	Balance outstanding at the end of six months	
Promoter or any other entity controlled by them			
Promoter Group or any other entity controlled by them			
Directors (including relatives) or any other entity controlled by them			
KMPs or any other entity controlled by them			
(B) Any guarantee / comfort letter (by whatever name called) provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by			
Entity	Type (guarantee, comfort letter etc.)	Aggregate amount of issuance during six months	Balance outstanding at the end of six months (taking into account any invocation)
Promoter or any other entity controlled by them			
Promoter Group or any other entity controlled by them			
Directors (including relatives) or any other entity controlled by them			
KMPs or any other entity controlled by them			
(C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by			
Entity	Type of security (cash, shares etc.)	Aggregate value of security provided during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them			
Promoter Group or any other entity controlled by them			
Directors (including relatives) or any other entity controlled by them			
KMPs or any other entity controlled by them			
(D) Additional Information			
Add Notes			
II. Affirmations			
Affirmations		Compliance Status	Company Remarks
All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) or other form of debt) given directly or indirectly by the listed entity to			Add Notes
Name			
Designation			
Place			
Date			



Signatory Details	
Name of signatory	Mr. Mukul Somany
Designation of person	Managing Director
Place	KOLKATA
Date	19-04-2023

