



Dhanuka Agritech Limited

AN ISO 9001 : 2008 COMPANY

Online

Date: January 10, 2020

**Listing Department
National Stock Exchange of India Limited
Exchange Plaza,
Plot No. C/1, G. Block,
Bandra- Kurla Complex,
Bandra East, Mumbai-400 051**

**Corporate Relationship Department
Bombay Stock Exchange of India Ltd.
1st Floor New Trading, Rotunda Building,
P J Towers, Dalal Street Fort,
Mumbai- 400 001**

Scrip Code: 507717

Ref: Symbol- DHANUKA

Sub: Corporate Governance Report for the quarter ended 31st December, 2019

Dear Sir,

In terms of Regulation 27(2) of SEBI (Listing Obligation and Disclosures Requirements) Regulations, 2015, please find enclosed Corporate Governance Report for the quarter ended 31st December, 2019.

We hope you will find same in order.

Thanking You,
Yours faithfully,

For Dhanuka Agritech Limited

**VK Bansal
CFO/ Compliance Officer**



Encl: a/a

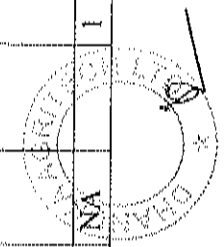
ANNEXURE I

Format to be submitted by listed entity on quarterly basis

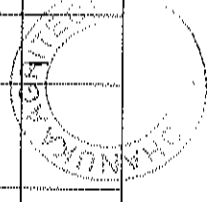
1. Name of Listed Entity - Dhanuka Agritech Limited
2. Quarter ending - 31-Dec-2019

i. Composition Of Board Of Director

Title (Mr./Ms)	Name of the Director	DIN	PAN	Category (Chairpersons /Executive/ Non-Executive/ Independent/ Nominnee)	Sub Category	Initial Date of Appointment	Date of Appointment	Date of Birth	Whether special resolution passed?	Date of passing special resolution	No. of Directorship in listed entities including this entity	No of Independent Directors in listed entities including this entity	No of memberships in Audit/ Stakeholder Committee held in listed entities including this entity	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this entity	Membership in Committees of the Company	Remarks
Mr.	Ram Gopal Agarwal	00627386	AAAPA0605M	C & ED		10-Mar-1992	01-Nov-2017	30-Jul-1949	NA		1	0	0	0		
Mr.	Mahendr	0062	AADPD9	ED	MD	13-Feb-	14-Aug-	02-Jan-	NA		1	0	1	0		AC



	a Kumar Dhanuka	8039	888L						1954											
Mr.	Arun Kumar Dhanuka	0062 7425	AAPPD36 85B	ED	23-May-2007	01-Aug-2018	17	14-May-1957	NA	Yes	20-Dec-2018	3	3	2	2	0	0	0	0	AC, NR C
Mr.	Rahul Dhanuka	0015 0140	AADPD2 150P	ED	28-Jan-2002	01-May-2017	32	04-Apr-1975	NA	Yes	20-Dec-2018	1	0	1	0	0	0	0	0	SC
Mr.	Mridul Dhanuka	0019 9441	AFEPD91 67L	ED	23-May-2011	24-May-2016	42	20-Oct-1980	NA	Yes	20-Dec-2018	1	0	0	0	0	0	0	0	
Mr.	Priya Brat	0004 1859	AAGPB3 123K	ID	28-Oct-2002	20-May-2019	7	26-Aug-1935	Yes	Yes	20-Dec-2018	3	3	2	2	0	0	0	0	AC, NR C
Mr.	Indresh Narain	0050 1297	AAEPN13 11K	ID	23-May-2007	20-May-2019	7	09-Nov-1944	Yes	Yes	20-Dec-2018	1	1	1	1	0	0	0	0	AC, SC
Mr.	Sachin Kumar Bhartiya	0212 2147	AEZPB49 77L	ID	09-Feb-2016	09-Feb-2016	47	01-Mar-1978	NA	Yes	20-Dec-2018	2	2	1	1	0	0	0	0	AC, NR C
Mr.	Vinod Kumar Jain	0118 5937	AAAPJ19 84G	ID	24-Mar-2005	20-May-2019	7	02-Aug-1949	NA	Yes	20-Dec-2018	1	1	1	1	0	0	0	0	AC
Mr.	Ashish Saraf	0776 7324	AAXPS22 38M	ED	24-Mar-2017	24-Mar-2017	33	19-Jun-1970	NA	Yes	20-Dec-2018	1	0	0	0	0	0	0	0	
Mr.	Sanjay Saxena	0125 7965	AASPS90 43B	ID	22-May-2018	22-May-2018	19	06-Feb-1966	NA	Yes	20-Dec-2018	1	1	1	1	0	0	0	0	SC, NR C
Mr.	Bajrang Lal Bajaj	0004 1909	ABJPB96 30P	ID	21-May-2019	21-May-2019	7	15-Sep-1965	NA	Yes	20-Dec-2018	1	1	1	0	0	0	0	0	
Mr.	Harsh Dhanuka	0019 9516	AFBPD63 72C	ED	21-May-2019	21-May-2019	7	13-Apr-1983	NA	Yes	20-Dec-2018	1	0	0	0	0	0	0	0	
Mrs.	Namrata Gupta	0835 8673	AEVPG85 46C	ID	21-May-2019	21-May-2019	7	12-May-1971	NA	Yes	20-Dec-2018	1	0	0	0	0	0	0	0	



Company Remarks	
Whether Regular chairperson appointed	Yes
Whether Chairperson is related to MD or CEO	Yes

ii. Composition of Committees

a. Audit Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Priya Brat	ID	Chairperson	20-May-2014	
2	Mahendra Kumar Dhanuka	ED	Member	24-May-2016	
3	Sachin Kumar Bhartiya	ID	Member	09-Feb-2016	
4	Vinod Kumar Jain	ID	Member	20-May-2014	
5	Indresh Narain	ID	Member	30-Jul-2014	

Company Remarks	
Whether Permanent chairperson appointed	Yes

b. Stakeholders Relationship Committee

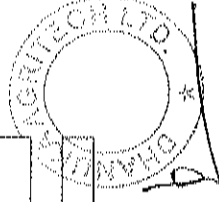
Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Indresh Narain	ID	Chairperson	20-May-2014	
2	Rahul Dhanuka	ED	Member	20-May-2014	
3	Sanjay Saxena	ID	Member	10-Aug-2018	

Company Remarks	
Whether Permanent chairperson appointed	Yes

c. Risk Management Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
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Company Remarks	
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Whether Permanent chairperson appointed	
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d. Nomination and Remuneration Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Priya Brat	ID	Chairperson	20-May-2014	
2	Sachin Kumar Bhartiya	ID	Member	09-Feb-2016	
3	Sanjay Saxena	ID	Member	12-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
19-Jul-2019	08-Nov-2019	Yes	10	4

Company Remarks	
Maximum gap between any two consecutive (in number of days)	111

iv. Meeting of Committees

Name of the Committee	Date(s) of meeting during 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	19-Jul-2019		Yes	3	2
Audit Committee		08-Nov-2019	Yes	4	3

Company Remarks	
Maximum gap between any two consecutive (in number of days)	111



days) [Only for Audit Committee]	
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v. Related Party Transactions

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

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. - **Yes**
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 100 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. 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:



Name : **VK Bansal**
 Designation : **Chief Financial Officer**

