

**Corporate Governance Format to be submitted by listed entity on quarterly basis**

1. Name of Listed Entity: **Hamilton Poles Manufacturing Co. Ltd.**

2. Quarter ending: **31/03/2023**

**Annexure 1**

**Composition of Board of Directors**

<b>Title</b>	<b>Name of the Director</b>	<b>Category</b>	<b>Initial Date of Appointment</b>	<b>Date of Appointment in Current Term (Date of Re-appointment)</b>	<b>Date of Cessation</b>	<b>Tenure of Director (in months)</b>	<b>No of Directorship in listed entities including this listed entity</b>	<b>Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity</b>	<b>No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity</b>
Mrs.	PRIYANKA JHA	Executive Director, Chairperson	09/11/2020			0	1	0	0
Mr.	SAHAJADDIN KHAN	Executive Director, Not Applicable	27/05/2022			0	1	2	0
Mrs.	APARNA SHARMA	Non-Executive - Independent Director, Not Applicable	12/11/2014			39	2	3	1
Mrs.	CHANDRA KANTA KAREL	Non-Executive - Independent Director, Not Applicable	09/08/2019			40	1	1	0
Mr.	SWAPAN SARDAR	Non-Executive - Independent Director, Not Applicable	09/08/2019			40	1	2	1

## Composition of Committees

<b>Audit Committee</b>			
<b>Name of Committee members</b>	<b>Category</b>	<b>Date of Appointment</b>	<b>Date of Cessation</b>
SAHAJADDIN KHAN	Executive Director, Member	27/05/2022	
SWAPAN SARDAR	Non-Executive -Independent Director, Chairperson	09/08/2019	
CHANDRA KANTA KAREL	Non-Executive -Independent Director, Member	09/08/2019	

<b>Nomination &amp; Remuneration Committee</b>			
<b>Name of Committee members</b>	<b>Category</b>	<b>Date of Appointment</b>	<b>Cessation</b>
CHANDRA KANTA KAREL	Non-Executive -Independent Director, Member	09/08/2019	
APARNA SHARMA	Non-Executive -Independent Director, Member	12/11/2014	
SWAPAN SARDAR	Non-Executive -Independent Director, Chairperson	09/08/2019	

<b>Stakeholders Relationship Committee</b>			
<b>Name of Committee members</b>	<b>Category</b>	<b>Date of Appointment</b>	<b>Cessation</b>
SAHAJADDIN KHAN	Executive Director, Member	27/05/2022	
APARNA SHARMA	Non-Executive -Independent Director, Chairperson	12/11/2014	
SWAPAN SARDAR	Non-Executive -Independent Director, Member	09/08/2019	

<b>Risk Management Committee</b>			
<b>Name of Committee members</b>	<b>Category</b>	<b>Date of Appointment</b>	<b>Cessation</b>

<b>Corporate Social Responsibility Committee</b>			
<b>Name of Committee members</b>	<b>Category</b>	<b>Date of Appointment</b>	<b>Cessation</b>

<b>Other Committee</b>		
<b>Name of Committee members</b>	<b>Name of other Committee</b>	<b>Category</b>

#### Meeting of Board of Directors

<b>Dates of Meeting</b>	<b>Maximum gap between any two consecutives in number of days</b>	<b>Whether Quorum requirement met (Yes/No)</b>	<b>No of Directors Present</b>	<b>No of Independent Director</b>
10/11/2022	0	Yes	5	3
11/02/2023	92	Yes	5	3

#### Meeting of Committees

<b>Committee Name</b>	<b>Dates of Meeting</b>	<b>Maximum gap between any two consecutives in number of days</b>	<b>Name of other Committee</b>	<b>Whether Quorum requirement met (Yes/No)</b>	<b>No of Directors Present</b>	<b>No of Independent Director</b>
Audit Committee	10/11/2022	0	0	Yes	3	2
Audit Committee	11/02/2023	92	0	Yes	3	2

## Related Party Transactions

Subject	Compliance status (Yes/No/NA)	If status is "No" details of Non-compliance
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	

## Affirmations

Subject	Compliance Status (Yes/No)
The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	Yes
The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 b. Nomination & remuneration committee	Yes
The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 c. Stakeholders relationship committee	Yes
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 100 listed entities)	No
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
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
This report and/or the report submitted in the previous quarter have been placed before Board of Directors	Yes

<b>Annexure I Signatory Details</b>	
<b>NAME</b>	SHILPI AGARWAL
<b>DESIGNATION</b>	COMPANY SECRETARY AND COMPLIANCE OFFICER

## Annexure 2

### Website Affirmations

Item	Compliance status	Details of non compliance	Web address
Details of business	Yes		<a href="http://www.hamiltonpoles.in">www.hamiltonpoles.in</a>
Terms and conditions of appointment of independent directors	Yes		<a href="http://www.hamiltonpoles.in">www.hamiltonpoles.in</a>
Composition of various committees of board of directors	Yes		<a href="http://www.hamiltonpoles.in">www.hamiltonpoles.in</a>
Code of conduct of board of directors and senior management personnel	Yes		<a href="http://www.hamiltonpoles.in">www.hamiltonpoles.in</a>
Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		<a href="http://www.hamiltonpoles.in">www.hamiltonpoles.in</a>
Criteria of making payments to non-executive directors	Yes		<a href="http://www.hamiltonpoles.in">www.hamiltonpoles.in</a>
Policy on dealing with related party transactions	Yes		<a href="http://www.hamiltonpoles.in">www.hamiltonpoles.in</a>
Policy for determining 'material' subsidiaries	Yes		<a href="http://www.hamiltonpoles.in">www.hamiltonpoles.in</a>
Details of Familiarization programmes imparted to independent directors	Yes		<a href="http://www.hamiltonpoles.in">www.hamiltonpoles.in</a>
Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		<a href="http://www.hamiltonpoles.in">www.hamiltonpoles.in</a>

email address for grievance redressal and other relevant details	Yes		<a href="http://www.hamiltonpoles.in">www.hamiltonpoles.in</a>
Financial results	Yes		<a href="http://www.hamiltonpoles.in">www.hamiltonpoles.in</a>
Shareholding pattern	Yes		<a href="http://www.hamiltonpoles.in">www.hamiltonpoles.in</a>
Details of agreements entered into with the media companies and/or their associates	NA		
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		
New name and the old name of the listed entity	NA		
Advertisements as per regulation 47(1)	Yes		<a href="http://www.arcfinance.in/">http://www.arcfinance.in/</a>
Credit rating or revision in credit rating obtained	NA		
Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	NA		
Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes		<a href="http://www.arcfinance.in/">http://www.arcfinance.in/</a>
Materiality Policy as per Regulation 30	Yes		<a href="http://www.arcfinance.in/">http://www.arcfinance.in/</a>
Dividend Distribution policy as per Regulation 43A (as applicable)	NA		
It is certified that these contents on the website of the listed entity are correct	Yes		<a href="http://www.arcfinance.in/">http://www.arcfinance.in/</a>

<b>Annexure II Signatory Details</b>	
<b>NAME</b>	SHILPI AGARWAL
<b>DESIGNATION</b>	COMPANY SECRETARY AND COMPLIANCE OFFICER