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General information about company	
Scrip code	542857
NSE Symbol	GREENPANEL
MSEI Symbol	NOTLISTED
ISIN	INE08ZM01014
Name of the entity	GREENPANEL INDUSTRIES LIMITED
Date of start of financial year	01-04-2023
Date of end of financial year	31-03-2024
Reporting Quarter	Yearly
Date of Report	31-03-2024
Risk management committee	Applicable
Market Capitalisation as per immediate previous Financial Year	Top 1000 listed entities

Enter the quarter ended date only

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COMPLIANCE REPORT ON CORPORATE GOVERNANCE

[Under Regulation 27(2) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015]

1. Name of Entity: **GREENPANEL INDUSTRIES LIMITED**

2. Quarter ending: **DECEMBER 31, 2023**

I. Composition of Board of Directors

Title (Mr./Ms.)	Name of the Director	DIN	Category (Chairperson /Executive/ Non-Executive/ Independent/ Nominee)	Initial Date of Appointment	Date of Reappointment	Date of Cessation	Tenure (in months)	Date of Birth	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(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.	SHIV PRAKASH MITTAL	DIN: 00237242	Chairperson related to promoter-Executive Director	13-12-2017	19-07-2019	-	-	07-04-1949	2	0	3	1
MR.	SHOBHAN MITTAL	DIN: 00347517	Executive Director	13-12-2017	19-07-2019	-	-	19-08-1980	1	0	1	0
MR.	SALIL KUMAR BHANDARI	DIN: 00017566	Non-Executive Independent Director	06-08-2018	27-06-2023	-	68	28-11-1957	2	2	4	4
MR.	MAHESH KUMAR JIWRAJKA	DIN: 07657748	Non-Executive Independent Director	06-08-2018	27-06-2023	-	68	03-06-1955	1	1	2	1
MR.	ARUN KUMAR SARAF	DIN: 00087063	Non-Executive Independent Director	14-08-2019	28-09-2019	-	56	30-09-1959	1	1	1	0
MS.	SHIVPRIYA NANDA	DIN: 01313356	Non-Executive Independent Director	06-07-2022	05-09-2022	-	21	04-05-1963	2	2	3	0

Whether Regular chairperson appointed: Yes

Whether Chairperson is related to Managing Director or CEO: Yes

[#] No. of Membership also includes Chairmanship

II. Composition of Committees					
Name of Committee	Whether Regular Chairperson Appointed	Name of Committee members	Date of Appointment	Date of Cessation	Category (Chairperson/ Executive/Non-Executive/independent/ Nominee) &
1. Audit Committee	Yes	Mr. Salil Kumar Bhandari	19-07-2019	-	Chairman – Non-Executive-Independent
		Mr. Mahesh Kumar Jiwrajka	19-07-2019	-	Non-Executive-Independent
		Mr. Shiv Prakash Mittal	19-07-2019	-	Executive
		Mr. Arun Kumar Saraf	05-02-2020	-	Non-Executive-Independent
		Ms. Shivpriya Nanda	22-07-2022	-	Non-Executive-Independent
2. Nomination & Remuneration Committee	Yes	Mr. Salil Kumar Bhandari	19-07-2019	-	Chairman – Non-Executive-Independent
		Mr. Mahesh Kumar Jiwrajka	19-07-2019	-	Non-Executive-Independent
		Mr. Arun Kumar Saraf	22-07-2022	-	Non-Executive-Independent
3. Risk Management Committee	Yes	Mr. Shiv Prakash Mittal	28-07-2021	-	Chairman- Executive
		Mr. Shobhan Mittal	28-07-2021	-	Executive
		Mr. Arun Kumar Saraf	28-07-2021	-	Non-Executive-Independent
4. Stakeholders Relationship Committee	Yes	Mr. Mahesh Kumar Jiwrajka	19-07-2019	-	Chairman – Non-Executive-Independent
		Mr. Shiv Prakash Mittal	19-07-2019	-	Executive
		Mr. Shobhan Mittal	19-07-2019	-	Executive
5. Corporate Social Responsibility Committee	Yes	Mr. Mahesh Kumar Jiwrajka	06-05-2022	-	Chairman – Non-Executive-Independent
		Mr. Shiv Prakash Mittal	19-07-2019	-	Executive
		Mr. Shobhan Mittal	19-07-2019	-	Executive
6. Operational Committee	Yes	Mr. Shiv Prakash Mittal	19-07-2019	-	Chairman- Executive
		Mr. Shobhan Mittal	19-07-2019	-	Executive
		Mr. Arun Kumar Saraf	14-08-2019	-	Non-Executive-Independent
& 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	Whether requirement of quorum met*	Number of Directors Present*	Number of Independent Directors Present*	Maximum gap between any two consecutive meetings (in number of days) *
01-11-2023	31-01-2024	Yes	6	4	
* to be filed only for current quarter meetings					

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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)
Add Delete										
1	Audit Committee	01-11-2023				Yes	5	5	4	0
2	Audit Committee	31-01-2024	90			Yes	5	5	4	0
3	Nomination and remuneration committee	01-11-2023				Yes	3	3	3	0
4	Nomination and remuneration committee	31-01-2024	90			Yes	3	3	3	0
5	Stakeholders Relationship Committee	05-01-2024				Yes	3	2	1	0
6	Risk Management Committee	10-01-2024	4			Yes	3	3	1	0
7	Corporate social responsibility Committee	01-11-2023				Yes	3	3	1	0
8	Corporate social responsibility Committee	04-01-2024	63			Yes	3	2	1	0
9	Corporate social responsibility Committee	22-03-2024	77			Yes	3	2	1	0
10	Other Committee	30-10-2023		Operational Committee		Yes	3	2	1	0
11	Other Committee	30-11-2023	30	Operational Committee		Yes	3	2	1	0
12	Other Committee	14-12-2023	13	Operational Committee		Yes	3	2	1	0
13	Other Committee	10-01-2024	26	Operational Committee		Yes	3	2	1	0
14	Other Committee	10-02-2024	30	Operational Committee		Yes	3	3	1	0
15	Other Committee	27-03-2024	45	Operational Committee		Yes	3	2	1	0

* to be filled in only for the current quarter meetings

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Details of Cyber security incidence

Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter

No

Other details of cyber security incidence or breaches or loss of data event

Add Notes

Number of cyber security incidence or breaches or loss of data event occurred during the quarter

Sr.

Date of the event

Brief details of the event

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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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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)	Yes
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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Sr	Subject	Compliance status
1	Name of signatory	Lawkush Prasad
2	Designation	Company Secretary and Compliance Officer

Annexure II

Annexure II 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

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		www.greenpanel.com/about
2	Terms and conditions of appointment of independent directors	Yes		https://www.greenpanel.com/wp-content/uploads/2022/07/Appointment-Letters-of-Independent-Directors.pdf
3	Composition of various committees of board of directors	Yes		https://www.greenpanel.com/wp-content/uploads/2022/08/Board-of-Directors-and-Composition-of-Board.pdf
4	Code of conduct of board of directors and senior management personnel	Yes		https://www.greenpanel.com/wp-content/uploads/2020/05/Code-of-Conduct-of-BOD-Senior-Mngt-Personnel.pdf
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		https://www.greenpanel.com/wp-content/uploads/2021/04/Vigil-Mechanism-Policy.pdf
6	Criteria of making payments to non-executive directors	Yes		https://www.greenpanel.com/wp-content/uploads/2020/05/Criteria-for-making-payment-to-Non-Executive-Directors.pdf
7	Policy on dealing with related party transactions	Yes		https://www.greenpanel.com/wp-content/uploads/2022/07/Related-Party-Transactions-Policy.pdf
8	Policy for determining 'material' subsidiaries	Yes		https://www.greenpanel.com/wp-content/uploads/2021/04/Policy-for-determining-Material-Subsidiaries.pdf
9	Details of familiarization programmes imparted to independent directors	Yes		https://www.greenpanel.com/wp-content/uploads/2023/02/Familiarisation_Programme_impacted_to_IDs_2022-23.pdf
10	Email address for grievance redressal and other relevant details	Yes		https://www.greenpanel.com/wp-content/uploads/2023/02/Investor-Contact-Details.pdf
11	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		https://www.greenpanel.com/wp-content/uploads/2023/02/Investor-Contact-Details.pdf
12	Financial results	Yes		https://www.greenpanel.com/financial-results/
13	Shareholding pattern	Yes		https://www.greenpanel.com/corporate-governance/
14	Details of agreements entered into with the media companies and/or their associates	NA		
15.1	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	Yes		https://www.greenpanel.com/investor-updates/
15.2	Audio or video recordings and transcripts of post earnings/quarterly calls	Yes		https://www.greenpanel.com/investor-conference-call-transcript/
16	New name and the old name of the listed entity	NA		
17	Advertisements as per regulation 47 (1)	Yes		https://www.greenpanel.com/investor-updates/
18	Credit rating or revision in credit rating obtained	Yes		https://www.greenpanel.com/investor-updates/
19	Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	Yes		https://www.greenpanel.com/financial-results-of-subsidiaries/
20	Secretarial Compliance Report	Yes		https://www.greenpanel.com/corporate-governance/
21	Materiality Policy as per Regulation 30 (4)	Yes		https://www.greenpanel.com/wp-content/uploads/2021/04/Policy-on-determination-of-materiality.pdf
22	Disclosure of contact details of KMP who are authorized for the purpose of determining materiality as required under regulation 30(5)	Yes		https://www.greenpanel.com/wp-content/uploads/2021/04/Policy-on-determination-of-materiality.pdf
23	Disclosures under regulation 30(8)	Yes		https://www.greenpanel.com/investor-updates/
24	Statements of deviation(s) or variations(s) as specified in regulation 32	NA		
25	Dividend Distribution policy as per Regulation 43A(1)	Yes		https://www.greenpanel.com/wp-content/uploads/2021/04/Dividend-Distribution-Policy.pdf
26	Annual return as provided under section 92 of the Companies Act, 2013	Yes		https://www.greenpanel.com/annual-report/
27	Confirmation that the above disclosures are in a separate section as specified in regulation 46(2)	Yes		https://www.greenpanel.com/investor-relations/
28	Compliance with regulation 46(3) with respect to accuracy of disclosures on the website and timely updating	Yes		https://www.greenpanel.com/investor-relations/
29	Disclosure of notes on website in terms of Listing Regulations explanatory [Text Block]		Add Notes	

Annexure II

II. Annual Affirmations				
Sr	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(1C), 17(1D) & 17(1E)	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	Yes	
15	Composition of Audit Committee	18(1)	Yes	
16	Meeting of Audit Committee	18(2)	Yes	
17	Role of Audit Committee and information to be reviewed by the audit committee	18(3)	Yes	
18	Composition of nomination & remuneration committee	19(1) & (2)	Yes	
19	Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes	
20	Meeting of Nomination and Remuneration Committee	19(3A)	Yes	
21	Role of Nomination and Remuneration Committee	19(4)	Yes	
22	Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	Yes	
23	Meeting of Stakeholders Relationship Committee	20(3A)	Yes	
24	Role of Stakeholders Relationship Committee	20(4)	Yes	
25	Composition and role of risk management committee	21(1)(1), (3), (4)	Yes	
26	Meeting of Risk Management Committee	21(3A)	Yes	
27	Quorum of Risk Management Committee meeting	21(3B)	Yes	
28	Gap between the meetings of the Risk Management Committee	21(3C)	Yes	
29	Vigil Mechanism	22	Yes	
30	Policy for related party Transaction	23(1), (1A), (5), (6), & (8)	Yes	
31	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
32	Approval for material related party transactions	23(4)	NA	
33	Disclosure of related party transactions on consolidated basis	24(9)	Yes	
34	Composition of board of directors of unlisted material subsidiary	24(1)	NA	
35	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2), (3), (4), (5) & (6)	Yes	
36	Alternate Director to Independent Director	25(1)	NA	
37	Maximum Tenure	25(2)	Yes	
38	Appointment, Re-appointment or removal of an Independent Director through special resolution or the alternate mechanism	25(2A)	Yes	
39	Meeting of independent directors	25(3) & (4)	Yes	
40	Familiarization of independent directors	25(7)	Yes	
41	Declaration From Independent Director	25(8) & (9)	Yes	
42	Directors and Officers insurance	25(10)	Yes	
43	Confirmation with respect to appointment of Independent Directors who resigned from the listed entity	25(11)	NA	
44	Memberships in Committees	26(1)	Yes	
45	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
46	Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes	
47	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
48	Approval of the Board and shareholders for compensation or profit sharing in connection with dealings in the securities of the listed entity	26(6)	Yes	
49	Vacancies in respect Key Managerial Personnel	26A(1) & 26A(2)	NA	
Any other information to be provided				Add Notes

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1	Name of signatory	Isakush Prasad
2	Designation	Company Secretary and Compliance Officer

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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	Yes
Any other information to be provided		Add Notes

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1	Name of signatory	Lawkush Prasad
2	Designation	Company Secretary and Compliance Officer

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Additional Half yearly Disclosure			
Applicability of disclosure	Applicable		
Reason for Non Applicability	Add Notes		
I. Disclosure of Loans/ guarantees/comfort letters /securities etc.refer note below		The Figure should be mentioned in Actual INR only	
(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	0.00	0.00	
Promoter Group or any other entity controlled by them	0.00	0.00	
Directors (including relatives) or any other entity controlled by them	0.00	0.00	
KMPs or any other entity controlled by them	0.00	0.00	
(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	0	0.00	0.00
Promoter Group or any other entity controlled by them	0	0.00	0.00
Directors (including relatives) or any other entity controlled by them	0	0.00	0.00
KMPs or any other entity controlled by them	0	0.00	0.00
(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	0	0.00	0.00
Promoter Group or any other entity controlled by them	0	0.00	0.00
Directors (including relatives) or any other entity controlled by them	0	0.00	0.00
KMPs or any other entity controlled by them	0	0.00	0.00
(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 promoter(s),		Yes	Add Notes
Name	Vishwanathan Venkatramani		
Designation	CFO		
Place	KOLKATA		
Date	10-04-2024		

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Signatory Details	
Name of signatory	Lawkush Prasad
Designation of person	Company Secretary and Compliance Officer
Place	Gurugram
Date	10-04-2024

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