

REPORT ON CORPORATE GOVERNANCE

1. Name of Listed Entity - **HLV LIMITED**
 2. Quarter ending - **31-Dec-2021**

i. Composition Of Board Of Director

Title (Mr./Ms)	Name of the Director	DIN	PAN	Category (Chairperson /Executive/Non-Executive/Independent/Nominee)	Sub Category	Initial Date of Appointment	Date of Appointment	Date of Cessation	Term	Date of Birth	Whether special resolution passed?	Date of passing special resolution	No. of Directorship in listed entities including this listed entity	No of Independent Directorship in listed entities including this listed entity	No of memberships in Audit / Stakeholder Committee(s) including this listed entity	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity	Membership in Committees of the Company	Remarks
Mr.	Vinay Kapadia	078301	ABKP1244K	C & NED		07-Oct-2017	07-Oct-2017		60	19-Nov-1956	No		1	1	2	2	AC,SC,R C,NRC	Chairman & Independent Director.
Mr.	Vijay Sharma	001352	ANUP3458F	ID		09-May-2018	09-May-2018		60	08-Aug-1954	No		1	1	2	0	AC,SC,R C,NRC	
Ms.	Saija Nair	03623949	ADKP3441K	ID		30-May-2018	30-May-2018		60	08-Dec-1972	No		1	1	2	0	AC,SC,NRC	
Mrs.	Madhu Nair	001223	AACP4316Q	NED		10-Feb-2020	21-Sep-2020			01-Nov-1961	No		1	0	0	0		Not a member of any Committee.

Mr.	Ashok Girdhar Rajani	00267748	AAB PR8 408 A	ID		30-Mar-2021	30-Mar-2021		60	30-Jun-1948	Yes	18-Aug-2021	1	1	0	0		Not a member of any Committee.
Ms.	Amruda Nair	06716791	ACP PN3 621F	NED		30-Mar-2021	18-Aug-2021			17-Oct-1982	No		2	1	3	0	AC,SC,RC,NRC	

Company Remarks	
Whether Regular 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	Vinay Kapadia	C & NED	Chairperson	07-Oct-2017	
2	Vijay Sharma	ID	Member	09-May-2018	
3	Saija Nair	ID	Member	30-May-2018	
4	Amruda Nair	NED	Member	30-Mar-2021	

Company Remarks	Mr. Vinay Kapadia is an Independent Director.
Whether Permanent chairperson appointed	Yes

b. Stakeholders Relationship Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Vinay Kapadia	C & NED	Chairperson	07-Oct-2017	
2	Vijay Sharma	ID	Member	09-May-2018	
3	Saija Nair	ID	Member	30-May-2018	
4	Amruda Nair	NED	Member	30-Mar-2021	

Company Remarks	Mr. Vinay Kapadia is an Independent Director.
Whether Permanent chairperson appointed	Yes

c. Risk Management Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Vijay Sharma	ID	Chairperson	12-Nov-2021	
2	Vinay Kapadia	C & NED	Member	12-Nov-2021	
3	Amruda Nair	NED	Member	12-Nov-2021	
4	Umesh Dombe	8	Member	12-Nov-2021	

Company Remarks	Mr. Vinay Kapadia is an Independent Director.
Whether Permanent chairperson appointed	Yes

d. Nomination and Remuneration Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Vinay Kapadia	C & NED	Member	07-Oct-2017	
2	Vijay Sharma	ID	Chairperson	09-May-2018	
3	Saija Nair	ID	Member	30-May-2018	
4	Amruda Nair	NED	Member	30-Mar-2021	

Company Remarks	Mr. Vinay Kapadia is an Independent Director.
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
13-Aug-2021	12-Nov-2021	Yes	4	3

Company Remarks	
Maximum gap between any two consecutive (in number of days)	90

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	13-Aug-2021	12-Nov-2021	Yes	2	2

Company Remarks	
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	Yes	
Whether shareholder approval obtained for material RPT	Yes	
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	The material related party transactions are unsecured loans received from promoter group companies.
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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) - **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:

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Name : Savitri Yadav
Designation : Company Secretary & Compliance Officer