

<b>General information about company</b>	
Scrip code	543242
NSE Symbol	HEMIPROP
MSEI Symbol	NOTLISTED
ISIN	INE0AJG01018
Name of the entity	Hemisphere Properties India Ltd
Date of start of financial year	01-04-2020
Date of end of financial year	31-03-2021
Reporting Quarter	Yearly
Date of Report	31-03-2021
Risk management committee	Not Applicable
Market Capitalisation as per immediate previous Financial Year	Any other

## Annexure I

## Annexure I to be submitted by listed entity on quarterly basis

## I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory

Whether the listed entity has a Regular Chairperson

Yes

Whether Chairperson is related to MD or CEO

No

of or	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether special resolution passed? [Refer Reg- 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re- appointment	Date of cessation	Tenure of director (in months)	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)	No pro f
A A	ADXPT5091J	01911714	Executive Director	Chairperson	MD	03- 07- 1971	NA		18-11-2019			17	1	0	3	0	
i	APMTK3476R	06927158	Non- Executive - Non Independent Director	Not Applicable		15- 10- 1979	No		10-01-2019			27	1	0	2	0	
.	AKTPK4241Q	00024990	Non- Executive - Non Independent Director	Not Applicable		30- 05- 1970	No		17-01-2005		03-03- 2021	193	1	0	2	0	
ar al	ALEPB6952D	08953153	Non- Executive - Non Independent Director	Not Applicable		03- 01- 1974	No		12-11-2020			5	1	0	2	2	

<b>Audit Committee Details</b>							
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	08953153	Diwakar Kumar Barnwal	Non-Executive - Non Independent Director	Chairperson	04-12-2020		
2	01911714	THARA THARA	Executive Director	Member	18-02-2020		
3	06927158	Amit Kataria	Non-Executive - Non Independent Director	Member	18-02-2020		

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	08953153	Diwakar Kumar Barnwal	Non-Executive - Non Independent Director	Chairperson	04-12-2020		
2	01911714	THARA THARA	Executive Director	Member	18-02-2020		
3	06927158	Amit Kataria	Non-Executive - Non Independent Director	Member	18-02-2020		

Stakeholders Relationship Committee							
Whether the Stakeholders Relationship 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	08953153	Diwakar Kumar Barnwal	Non-Executive - Non Independent Director	Chairperson	04-12-2020		
2	01911714	THARA THARA	Executive Director	Member	18-02-2020		
3	06927158	Amit Kataria	Non-Executive - Non Independent Director	Member	18-02-2020		

Risk Management Committee							
Whether the Risk Management Committee has a Regular Chairperson							
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks

Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility Committee has a Regular Chairperson							
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks

<b>Other Committee</b>						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks



Annexure 1							
Annexure 1							
III. Meeting of Board of Directors							
Disclosure of notes on meeting of board of directors explanatory				Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Number of Directors present*	No. of Independent Directors attending the meeting*
Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)				
1	04-12-2020				Yes	3	0
2		09-02-2021	66		Yes	3	0
3		24-02-2021	14		Yes	3	0
4		17-03-2021	20		Yes	3	0

Annexure 1								
IV. Meeting of Committees								
Disclosure of notes on meeting of committees explanatory								No. of Independent Directors attending the meeting*
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)	Number of Directors present*	
1	Audit Committee	12-11-2020				Yes	02	0
2	Audit Committee	09-02-2021	88			Yes	03	0
3	Audit Committee	24-02-2021	14			Yes	03	0
4	Audit Committee	17-03-2021	20			Yes	03	0
5	Stakeholders Relationship Committee	17-03-2021				Yes	03	0

<b>Annexure 1</b>			
<b>V. Related Party Transactions</b>			
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	NA	
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	NA	

<b>Annexure 1</b>		
<b>VI. Affirmations</b>		
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	No
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	No
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	No
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	No
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 500 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

<b>Annexure 1</b>		
Sr	Subject	Compliance status
1	Name of signatory	Bhavesh Singla
2	Designation	Chief Financial Officer

<b>Annexure II</b>				
<b>Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)</b>				
<b>I. Disclosure on website in terms of Listing Regulations</b>				
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		<a href="https://www.hpil.co.in/business-services/">https://www.hpil.co.in/business-services/</a>
2	Terms and conditions of appointment of independent directors	Yes		<a href="https://www.hpil.co.in/appointment-of-independent-directors/">https://www.hpil.co.in/appointment-of-independent-directors/</a>
3	Composition of various committees of board of directors	Yes		<a href="https://www.hpil.co.in/board-of-directors/">https://www.hpil.co.in/board-of-directors/</a>
4	Code of conduct of board of directors and senior management personnel	Yes		<a href="https://www.hpil.co.in/code-of-conduct/">https://www.hpil.co.in/code-of-conduct/</a>
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		<a href="https://www.hpil.co.in/vigilance/">https://www.hpil.co.in/vigilance/</a>
6	Criteria of making payments to non-executive directors	NA		
7	Policy on dealing with related party transactions	Yes		<a href="https://www.hpil.co.in/policies/">https://www.hpil.co.in/policies/</a>
8	Policy for determining 'material' subsidiaries	Yes		<a href="https://www.hpil.co.in/policies/">https://www.hpil.co.in/policies/</a>
9	Details of familiarization programmes imparted to independent directors	NA		

<b>Annexure II</b>				
<b>Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)</b>				
<b>I. Disclosure on website in terms of Listing Regulations</b>				
Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		<a href="https://www.hpil.co.in/investor-contact/">https://www.hpil.co.in/investor-contact/</a>
11	email address for grievance redressal and other relevant details	Yes		<a href="https://www.hpil.co.in/investor-contact/">https://www.hpil.co.in/investor-contact/</a>
12	Financial results	Yes		<a href="https://www.hpil.co.in/financial-results/">https://www.hpil.co.in/financial-results/</a>
13	Shareholding pattern	Yes		<a href="https://www.hpil.co.in/shareholding-pattern/">https://www.hpil.co.in/shareholding-pattern/</a>
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		<a href="https://www.hpil.co.in/announcement-notices/">https://www.hpil.co.in/announcement-notices/</a>
18	Credit rating or revision in credit rating obtained	NA		
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		<a href="http://www.hpil.co.in">www.hpil.co.in</a>
21	Materiality Policy as per Regulation 30	Yes		<a href="https://www.hpil.co.in/policies/">https://www.hpil.co.in/policies/</a>
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		<a href="http://www.hpil.co.in">www.hpil.co.in</a>

<b>Annexure II</b>				
<b>II. Annual Affirmations</b>				
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)	NA	
2	Board composition	17(1), 17(1A) & 17(1B)	No	Since, the Company is as PSU, the appointment of Independent Directors shall be done by Department of Public Enterprises. After approval of administrative Ministry. The requisition has been forwarded to Competent Authority. The Company is constantly sending reminders for appointment of requisite number of directors to comply with the Regulation 17.
3	Meeting of Board of directors	17(2)	Yes	
4	Quorum of Board meeting	17(2A)	No	Since, the Company is as PSU, the appointment of Independent Directors shall be done by Department of Public Enterprises. After approval of administrative Ministry. The requisition has been forwarded to Competent Authority. The Company is constantly sending reminders for appointment of requisite number of directors to comply with the Regulation 17(2A).
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	



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.
11	Risk Assessment & Management	17(9)	Yes	
12	Performance Evaluation of Independent Directors	17(10)	NA	
13	Recommendation of Board	17(11)	Yes	
14	Maximum number of Directorships	17A	Yes	
15	Composition of Audit Committee	18(1)	No	Since, the Company is as PSU, the appointment of Independent Directors shall be done by Department of Public Enterprises. After approval of administrative Ministry. The requisition has been forwarded to Competent Authority. The Company is constantly sending reminders for appointment of requisite number of directors to comply with the Regulation 18.
16	Meeting of Audit Committee	18(2)	Yes	
17	Composition of nomination & remuneration committee	19(1) & (2)	No	Since, the Company is as PSU, the appointment of Independent Directors shall be done by Department of Public Enterprises. After approval of administrative Ministry. The requisition has been forwarded to Competent Authority. The Company is constantly sending reminders for appointment of requisite number of directors to comply with the Regulation 19
18	Quorum of Nomination and Remuneration Committee meeting	19(2A)	No	Since, the Company is as PSU, the appointment of Independent Directors shall be done by Department of Public Enterprises. After approval of administrative Ministry. The requisition has been forwarded to Competent Authority. The Company is constantly sending reminders for appointment of requisite number of directors to comply with the Regulation 19(2A)
19	Meeting of Nomination and Remuneration Committee	19(3A)	Yes	
20	Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	No	Since, the Company is as PSU, the appointment of Independent Directors shall be done by Department of Public Enterprises. After approval of administrative Ministry. The requisition has been forwarded to Competent Authority. The Company is constantly sending reminders for appointment of requisite number of directors to comply with the Regulation 20

<b>Annexure II</b>				
<b>II. Annual Affirmations</b>				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
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),(1A),(5), (6),(7) & (8)	Yes	
26	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	NA	
27	Approval for material related party transactions	23(4)	NA	
28	Disclosure of related party transactions on consolidated basis	23(9)	Yes	
29	Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA	
30	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	NA	

<b>Annexure II</b>				
<b>II. Annual Affirmations</b>				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
31	Annual Secretarial Compliance Report	24(A)	Yes	
32	Alternate Director to Independent Director	25(1)	NA	
33	Maximum Tenure	25(2)	NA	
34	Meeting of independent directors	25(3) & (4)	NA	
35	Familiarization of independent directors	25(7)	NA	
36	Declaration from Independent Director	25(8) & (9)	NA	
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	
	Any other information to be provided - Add Notes			

<b>Annexure II</b>		
1	Name of signatory	Bhaesh Singla
2	Designation	Chief Financial Officer

<b>Annexure II</b>		
<b>III. Affirmations</b>		
<b>Sr</b>	<b>Particulars</b>	<b>Compliance status (Yes/No/NA)</b>
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	

<b>Annexure II</b>		
1	Name of signatory	Bhavesh Singla
2	Designation	Chief Financial Officer

<b>Signatory Details</b>	
Name of signatory	BHAVESH SINGLA
Designation of person	Chief Financial Officer
Place	NEW DELHI
Date	15-04-2021

