

General information about company	
Scrip code	519126
NSE Symbol	NA
MSEI Symbol	NA
ISIN	INE254N01026
Name of the entity	HINDUSTAN FOODS LIMITED
Date of start of financial year	01-04-2022
Date of end of financial year	31-03-2023
Reporting Quarter	Yearly
Date of Report	31-03-2023
Risk management committee	Applicable
Market Capitalisation as per immediate previous Financial Year	Top 1000 listed entities

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																	
								Disqualification of Directors under section 164 of the Companies Act, 2013																	
Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status	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)	Notes for not providing PAN	Notes for not providing DIN
1	Mr	SHASHI KUMAR KALATHIL	AAVPS9318N	02829333	Non-Executive - Independent Director	Chairperson		12-08-1959	No				Active	NA		09-11-2015	24-09-2021		88.22	1	1	1	1		
2	Mr	SHRINIVAS VASUDEVA DEMPO	ABTPD0741M	00043413	Non-Executive - Non Independent Director	Not Applicable		02-02-1969	No				Active	NA		25-09-1999	29-09-2000			4	2	2	1		
3	Mr	SAMEER RAMANLAL KOTHARI	AACPK1273F	01361343	Executive Director	Not Applicable	CEO-MD	23-08-1973	No				Active	NA		22-05-2017	22-05-2022			1	0	1	0		
4	Mr	NIKHIL VORA	AAXPV2953N	05014606	Non-Executive - Non Independent Director	Not Applicable		24-10-1971	No				Active	NA		22-05-2017	27-09-2017			3	1	1	1		

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory

Whether the listed entity has a Regular Chairperson

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status	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)	Notes for not providing PAN	Notes for not providing DIN
5	Ms	HONEY HIRANAND VAZIRANI	AAEPV8462B	07508803	Non-Executive - Independent Director	Not Applicable		21-06-1966	No				Active	NA		22-05-2017	23-09-2022		70.1	1	1	2	0		
6	Mr	GANESH TUKARAM ARGEKAR	ADXPA5921C	06865379	Executive Director	Not Applicable		01-03-1972	No				Active	NA		19-05-2014	19-05-2020			1	0	0	0		
7	Mr	NEERAJ CHANDRA	ACRPC1250H	00444694	Non-Executive - Independent Director	Not Applicable		13-09-1958	No				Active	NA		25-01-2019	25-01-2019		50.07	1	1	1	1		
8	Mr	SARVJIT SINGH BEDI	AALPB4646C	07710419	Non-Executive - Non Independent Director	Not Applicable		12-03-1978	No				Active	NA		18-04-2019	26-09-2019			2	0	2	0		

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory

Whether the listed entity has a Regular Chairperson

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status	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)	Notes for not providing PAN	Notes for not providing DIN
9	Mr	SANDEEP RAJNIKANT MEHTA	AALPM9653Q	00031380	Non-Executive - Independent Director	Not Applicable		27-03-1970	No				Active	NA		09-08-2019	09-08-2019		43.23	1	1	2	0		
10	Mr	HARSHA RAGHAVAN	AAHPR5185N	01761512	Non-Executive - Non Independent Director	Not Applicable		10-10-1971	No				Active	NA		11-11-2019	18-09-2020			4	0	3	0		

Audit Committee Details							
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	02829333	SHASHI KUMAR KALATHIL	Non-Executive - Independent Director	Chairperson	09-11-2015		
2	07508803	HONEY HIRANAND VAZIRANI	Non-Executive - Independent Director	Member	22-05-2017		
3	07710419	SARVJIT SINGH BEDI	Non-Executive - Non Independent Director	Member	18-04-2019		
4	00031380	SANDEEP RAJNIKANT MEHTA	Non-Executive - Independent Director	Member	09-08-2019		

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	07508803	HONEY HIRANAND VAZIRANI	Non-Executive - Independent Director	Chairperson	22-05-2017		
2	02829333	SHASHI KUMAR KALATHIL	Non-Executive - Independent Director	Member	09-11-2015		
3	07710419	SARVJIT SINGH BEDI	Non-Executive - Non Independent Director	Member	22-05-2019		

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	00444694	NEERAJ CHANDRA	Non-Executive - Independent Director	Chairperson	22-05-2019		
2	00043413	SHRINIVAS VASUDEVA DEMPO	Non-Executive - Non Independent Director	Member	25-09-1999		
3	07508803	HONEY HIRANAND VAZIRANI	Non-Executive - Independent Director	Member	22-05-2019		
4	01361343	SAMEER RAMANLAL KOTHARI	Executive Director	Member	22-05-2019		

Risk Management Committee							
Whether the Risk Management 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	01361343	SAMEER RAMANLAL KOTHARI	Executive Director	Chairperson	26-06-2020		
2	06865379	GANESH TUKARAM ARGEKAR	Executive Director	Member	26-06-2020		
3	02829333	SHASHI KUMAR KALATHIL	Non-Executive - Independent Director	Member	26-06-2020		
4	07508803	HONEY HIRANAND VAZIRANI	Non-Executive - Independent Director	Member	26-06-2020		
5	99999999	MAYANK SAMDANI	GROUP CHIEF FINANCIAL OFFICER	Member	26-06-2020		Textual Information(1)
6	99999999	BANKIM DILIP PUROHIT	COMPANY SECRETARY AND COMPLIANCE OFFICER	Member	26-06-2020		Textual Information(2)

Sr Text Block	
Textual Information(1)	Mr. Mayank Samdani is Group Chief Financial Officer of the Company and therefore, he is Non-Board Member and do not hold any DIN number.
Textual Information(2)	Mr. Bankim Purohit is Company Secretary and Compliance Officer of the Company and therefore, he is Non-Board Member and do not hold any DIN number.

Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility 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	01361343	SAMEER RAMANLAL KOTHARI	Executive Director	Chairperson	24-05-2018		
2	06865379	GANESH TUKARAM ARGEKAR	Executive Director	Member	24-05-2018		
3	02829333	SHASHI KUMAR KALATHIL	Non-Executive - Independent Director	Member	24-05-2018		

Other Committee						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks
1	01361343	SAMEER RAMANLAL KOTHARI	Selection Committee	Executive Director	Member	
2	02829333	SHASHI KUMAR KALATHIL	Selection Committee	Non-Executive - Independent Director	Member	
3	00444694	NEERAJ CHANDRA	Selection Committee	Non-Executive - Independent Director	Member	
4	07508803	HONEY HIRANAND VAZIRANI	Selection Committee	Non-Executive - Independent Director	Member	
5	02829333	SHASHI KUMAR KALATHIL	Share Allotment Committee	Non-Executive - Independent Director	Chairperson	
6	01361343	SAMEER RAMANLAL KOTHARI	Share Allotment Committee	Executive Director	Member	
7	06865379	GANESH TUKARAM ARGEKAR	Share Allotment Committee	Executive Director	Member	

Annexure 1**Annexure 1****III. Meeting of Board of Directors**

Disclosure of notes on meeting of board of directors explanatory								
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)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Number of Directors present* (All directors including Independent Director)	No. of Independent Directors attending the meeting*
1	08-11-2022				Yes	10	9	3
2		08-02-2023	91		Yes	10	7	2

Annexure 1

IV. Meeting of Committees

Disclosure of notes on meeting of committees explanatory										
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)
1	Audit Committee	08-11-2022				Yes	4	3	2	0
2	Audit Committee	08-02-2023	91			Yes	4	3	2	0
3	Nomination and remuneration committee	08-02-2023				Yes	3	3	2	0
4	Stakeholders Relationship Committee	08-02-2023				Yes	4	4	2	0
5	Risk Management Committee	08-02-2023				Yes	4	4	2	2
6	Corporate Social Responsibility Committee	08-02-2023				Yes	3	3	1	0

Annexure 1

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	

Annexure 1

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:	Textual Information(1)

Annexure 1

Sr	Subject	Compliance status
1	Name of signatory	Mr. Bankim Purohit
2	Designation	Company Secretary and Compliance Officer

Text Block	
Textual Information(1)	The Corporate Governance Report for the quarter ended December 31, 2022, was placed before the Board in their Meeting held on February 8, 2023. No comments/observations were made.

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		https://www.hindustanfoodslimited.com/
2	Terms and conditions of appointment of independent directors	Yes		https://www.hindustanfoodslimited.com/
3	Composition of various committees of board of directors	Yes		https://www.hindustanfoodslimited.com/
4	Code of conduct of board of directors and senior management personnel	Yes		https://www.hindustanfoodslimited.com/
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		https://www.hindustanfoodslimited.com/
6	Criteria of making payments to non-executive directors	Yes		https://www.hindustanfoodslimited.com/
7	Policy on dealing with related party transactions	Yes		https://www.hindustanfoodslimited.com/
8	Policy for determining 'material' subsidiaries	Yes		https://www.hindustanfoodslimited.com/
9	Details of familiarization programmes imparted to independent directors	Yes		https://www.hindustanfoodslimited.com/

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
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		https://www.hindustanfoodslimited.com/
11	email address for grievance redressal and other relevant details	Yes		https://www.hindustanfoodslimited.com/
12	Financial results	Yes		https://www.hindustanfoodslimited.com/
13	Shareholding pattern	Yes		https://www.hindustanfoodslimited.com/
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	Yes		https://www.hindustanfoodslimited.com/
16	New name and the old name of the listed entity	NA		
17	Advertisements as per regulation 47 (1)	Yes		https://www.hindustanfoodslimited.com/
18	Credit rating or revision in credit rating obtained	Yes		https://www.hindustanfoodslimited.com/
19	Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	Yes		https://www.hindustanfoodslimited.com/
20	Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes		https://www.hindustanfoodslimited.com/
21	Materiality Policy as per Regulation 30	Yes		https://www.hindustanfoodslimited.com/
22	Dividend Distribution policy as per Regulation 43A (as applicable)	Yes		https://www.hindustanfoodslimited.com/
23	It is certified that these contents on the website of the listed entity are correct	Yes		https://www.hindustanfoodslimited.com/

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(1B)	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	

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)	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	Composition of nomination & remuneration committee	19(1) & (2)	Yes	
18	Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes	
19	Meeting of Nomination and Remuneration Committee	19(3A)	Yes	
20	Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	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.
21	Meeting of Stakeholders Relationship Committee	20(3A)	Yes	
22	Composition and role of risk management committee	21(1),(2),(3),(4)	Yes	
23	Meeting of Risk Management Committee	21(3A)	Yes	
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)	Yes	
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)	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.
31	Annual Secretarial Compliance Report	24(A)	Yes	
32	Alternate Director to Independent Director	25(1)	NA	
33	Maximum Tenure	25(2)	Yes	
34	Meeting of independent directors	25(3) & (4)	Yes	
35	Familiarization of independent directors	25(7)	Yes	
36	Declaration from Independent Director	25(8) & (9)	Yes	
37	D & O Insurance for Independent Directors	25(10)	Yes	
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			

Annexure II

1	Name of signatory	Mr. Bankim Purohit
2	Designation	Company Secretary and Compliance Officer

Annexure II

III. Affirmations

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	

Annexure II

1	Name of signatory	Mr. Bankim Purohit
2	Designation	Company Secretary and Compliance Officer

Additional Half yearly Disclosure		
Applicability of disclosure	Not Applicable	
Reason for Non Applicability	Textual Information(1)	

Text Block

Textual Information(1)

During the period from 01-10-2022 to 31-03-2023, none of the entities other than the Subsidiaries Company whose Financial Statements are consolidated on quarterly basis with the Company, had availed any loan or security from Hindustan Foods Limited nor Hindustan Foods Limited had given such loan/advances/security/guarantee to any other entity and hence not applicable.

Signatory Details	
Name of signatory	Mr. Bankim Purohit
Designation of person	Company Secretary and Compliance Officer
Place	Mumbai
Date	14-04-2023

