

To,
Mr. Sambhaji Solat
Manager, Listing Compliance
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal St, Kala Ghoda, Fort,
Mumbai, Maharashtra 400001

Date: 23.11.2020

Mr. Mangalam Iyer
Manager, Listing Compliance
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal St, Kala Ghoda, Fort,
Mumbai, Maharashtra 400001

Kind Attention: Mr. Sambhaji Solat & Mr. Mangalam Iyer

Dear Sir

Sub: Waiver Letter for penalty imposed with respect to Non-Compliance with Regulation 20(2)/2A) of SEBI (LODR) Regulations, 2015.

Ref: BSE Letter through E-mail. SOP-CReview-Nov20 to Compliance Officer of Hindustan Adhesives Limited having Scrip Code-514428

This is with reference to the captioned subject and with reference to your letter received through Email dated 17.11.2020 vide SOP-CReview-Nov20 to Compliance Officer of Hindustan Adhesives Limited having Scrip Code-514428, levying fine for non-compliance of Reg. 20(2)/2A in relation to Non- Compliance with the constitution of stakeholder relationship committee of the Company.

This is to bring in your kind notice that the Board of directors of the Company is duly constituted and comprised of 6 Directors having Three Non Executive Independent Directors and Three Executive Directors of the Company. Details of the Composition of Directors are as follows:

1. Mr. Madhusudan Bagla (Executive Director,MD)
2. Mrs. Urmila Goenka (Executive Director)
3. Mr. Suresh Shridhar Ajila (Executive Director)
4. Mr. Amit Kumar (Non-Executive - Independent Director)
5. Mr. Pawan Kumar Gupta (Non-Executive - Independent Director)
6. Mr. Sudeep Pande (Non-Executive - Independent Director)

We would like to further state that the Stake holder relationship committee of the company is duly constituted and Mr. Amit Kumar (Non-executive Independent Director) of the Company is the Chairperson of Committee. There are three members in the committee.

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CIN No. L74899DL1988PLC031191

Present composition of the Stake holder relationship committee is given below.

S. No	Name of Director		Status
1	SUDEEP PANDE	Member	Non-Executive Independent Director
2	MADHUSUDAN BAGLA	Member	Executive Director
3	AMIT KUMAR	Chairperson	Non-Executive Independent Director

Stakeholder Relationship Committee Meetings are convened in regular intervals and the company can produce before the Exchange the copy of the Minutes of the Meeting of **Stakeholder Relationship Committee** if required by the Exchange.

The Stakeholder Relationship Committee is comprised of three members such as Mr. Madhusudan Bagla being the Member, Mr. Sudeep Pande, being the Member and Mr. Amit Kumar being the Chairman of the Committee as per the section 178 of the Companies Act 2013 and SEBI (LODR). The Company has been always law abiding company and has ensured good corporate Governance.

We would also like to state that our company has complied with all applicable laws and regulations as and when applicable and within due date as prescribed.

The Company due to inadvertence shown only two member(s) with respect to composition of stakeholder relationship committee even though the stakeholder relationship committee comprised of 3 members and name of one member missed out in the report filed with the exchange for the quarter ended 30th June, 2020 and 30th September, 2020. It may please be noted that due to the COVID-19 led lockdown restriction, all of our employees are working from home since April, 2020 and very minimal staff started attending office September, 2020 onwards and even after that, office was closed for sanitisation due to occurrences of few Covid cases during the month. The secretarial support staff which prepares the reports was also working from home & were affected by COVID-19.

We acknowledge the observations of the exchange and admit that the same happened due to the inadvertence on the part of the Company and Covid-19 situation. We therefore request the exchange to let us submit the revised report for the previous 2 quarters (i.e. quarters ended June and September, 2020).

We would also like to mention here that the Company has always been the most compliant in following all the SEBI (LODR) Regulations, 2015 Compliances and will always maintain the same and also not a single non-compliance has been reported on company's part till date.

Whereas the Exchange itself came with the various relaxations to stakeholders by revising the statutory Filing dates of the SEBI (LODR) Compliances such as Date of Approval of Annual Accounts, Filing of Shareholding pattern, Filing of Compliance

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Certificate, Filing of Corporate Governance and many more relaxations. The Exchange has already considered the hardship and difficulties faced by the stakeholder in order to comply with the Exchange filings that is why came with the several relaxations.

In view of the above as stated, we may kindly request the exchange to waive off the fines levied vide BSE Letter through E-mail. SOP-CReview-Nov20 to Compliance Officer of Hindustan Adhesives Limited having Scrip Code-514428 as if any discrepancies found in statutory filing was due to COVID 19 pandemic and also our company has always been compliant in respect of regulations of SEBI (LODR) compliances and Corporate Governance has always been a top priority of the management of the Company.

We may further confirm and undertake that we can provide certification from other independent person(s) like Practising Company Secretaries or from some one else as may be suggested by the exchange in order to confirm constitution of stakeholder relationship committee(s) in compliance with section 178 of companies act and applicable LODAR Regulations for the two previous quarter ended 30th June, 2020 and 30th September, 2020.

We would also like to submit that we confirm and undertake that same type of mistakes shall not occur in future and we will be more vigilant in future

For Hindustan Adhesives Limited



**(M S Bagla)
Managing Director
DIN-01425646**

Place: New Delhi

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