

# Harvatex Engineering and Processing Co. Ltd.

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January 17, 2025

**Calcutta Stock Exchange  
(CSE)**

7, Lyons Range, Dalhousie,  
Kolkata-700001

**CSE Scrip Code: 18099**

Dear Sir / Madam,

**Sub: Compliance Report on Corporate Governance for the quarter ended on  
December 31, 2024**

Pursuant to Regulation 27(2) of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 read with SEBI Circular SEBI/HO/CFD/CMD-2/CIR/P/2021/567 dated May 31, 2021, SEBI Circular SEBI/LAD-NRO/GN/2023/131 dated June 14, 2023 and other applicable provisions, if any, please find enclosed herewith compliance report on Corporate Governance for the quarter ended on December 31, 2024.

You are requested to kindly take note of the same.

In case you require any further information/ clarification, please do let us know.

Thanking you

Yours faithfully

**For HARVATEX ENGINEERING AND PROCESSING COMPANY LIMITED**

For Harvatex Engineering and Processing Co. Ltd.



**Mohanan Thrayil  
Director**

Director/Authorized Signatory

Compliance Report on Corporate Governance as per Reg. 27(2) of the Listing Regulations, 2015 by Harvatex Engineering and Processing Co. Ltd. for the quarter ended December 31, 2024

| 1  | Name of Listed Entity | Harvatex Engineering and Processing Co. Ltd. |          |   |                             |  |                   |                     |               |                                    |                                    |   |  |   |   |
|--|-----------------------|--|----------|---|-----------------------------|--|-------------------|---------------------|---------------|------------------------------------|------------------------------------|---|--|---|---|
| 2  | Quarter ending        | December 31, 2024                            |          |   |                             |  |                   |                     |               |                                    |                                    |   |  |   |   |
| <b>I Composition of Board of Directors</b> |                       |  |          |   |                             |  |                   |                     |               |                                    |                                    |   |  |   |   |
| Title (Mr./Ms)                             | Name of the Director  | PAN <sup>5</sup>                             | DIN      | Category (Chairperson / Executive / Non-Executive / Independent / Nominee) <sup>6</sup> | Initial Date of Appointment | Date of Re-appointment in the current term / cessation | Date of Cessation | Tenure <sup>4</sup> | Date of Birth | Whether special resolution passed? | Date of passing special resolution | No. of Directorship in listed entities including this listed entity [in reference to Regulation 17A(1)] | No. of Independent Directors in listed entities including this listed entity [in reference to Regulation 17A(1)] | Number of membership in Audit / Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of the Listing Regulations) | No. of post of Chairperson in Audit / Stakeholder Committee(s) held in listed entities including this listed entity (Refer Regulation 26(1) of the Listing Regulations) |
| Ms.  | Uma Jain              | AGUPJ0119M                                   | 08784837 | Non Executive Director  | 10-07-2020                  | 30-09-2020   | N/A               | N/A                 | 16-07-1971    | N/A                                | N/A                                | 3   | 0  | 4   | 0   |
| Mr.  | Krishnan Swaminathan  | ABDPS4948M                                   | 08784845 | Executive Director & CFO  | 10-07-2020                  | 11-02-2021   | N/A               | N/A                 | 31-07-1959    | N/A                                | N/A                                | 3   | 2  | 4   | 4   |
| Mr.  | Mohanan Thrayil       | ADWPT4142P                                   | 08310232 | Managing Director   | 30-06-2020                  | 11-02-2021   | N/A               | N/A                 | 14-08-1960    | N/A                                | N/A                                | 2   | 3  | 1   | 0   |
| Mr.  | Rajender Soni         | AASPS7995Q                                   | 00418933 | Independent Director  | 10-02-2022                  | 27-06-2022   | N/A               | 34.5 months         | 15-07-1960    | N/A                                | N/A                                | 3   | 2  | 3   | 0   |

<sup>5</sup> PAN number of any director would not be displayed on the website of Stock Exchange.

<sup>6</sup> Category of directors means executive/non-executive/independent/Nominee. If a director fits into more than one category write all categories separating with hyphen.

\* To be filled only for Independent Director. Tenure would mean total period from which independent director is serving on Board of directors of the listed entity in continuity without any cooling off period.

For Harvatex Engineering and Processing Co. Ltd.

  
Director/Authorized Signatory

**Compliance Report on Corporate Governance as per Reg. 27(2) of the Listing Regulations, 2015 by Harvatex Engineering and Processing Co. Ltd. for the quarter ended December 31, 2024**

|   |                |  |
|---|----------------|--|
| 1 | Name of Listed | Harvatex Engineering and Processing Co. Ltd. |
| 2 | Quarter ending | December 31, 2024                            |

**II Composition of Committees\***

| Name of Committee | Name of Committee members   | Category (Chairperson / Executive / Non-Executive / Independent / Nominee)& | Date of Appointment    | Date of Cessation | Name of Committee  | Name of Committee members           | Category (Chairperson / Executive / Non-Executive / Independent / Nominee)\$ | Date of Appointment    | Date of Cessation |
|-------------------|---|---|------------------------|-------------------|--|-------------------------------------|--|------------------------|-------------------|
| 1                 | Audit Committee   | Mr. Rajender Soni - Chairman of the Committee                               | Independent            | 26-05-2022        | 2  | Nomination & Remuneration Committee | Mr. Rajender Soni - Chairman of the Committee                                | Independent            | 26-05-2022        |
|                   |   | Mr. Mohanan Thrayil   | Executive Director     | 20-08-2020        |  |                                     | Mr. Mohanan Thrayil  | Executive Director     | 20-08-2020        |
|                   |   | Mrs. Uma Jain   | Non Executive Director | 20-08-2020        |  |                                     | Mrs. Uma Jain  | Non Executive Director | 20-08-2020        |
| 3                 | Risk Management Committee (not applicable, however constituted voluntary on March 06, 2023) | NA  |                        |                   | 4  | Stakeholders Relationship Committee | Mr. Rajender Soni - Chairman of the Committee                                | Independent            | 12-11-2024        |
|                   |   |   |                        |                   |  |                                     | Mr. Mohanan Thrayil  | Executive Director     | 12-11-2024        |
|                   |   |   |                        |                   |  |                                     | Mrs. Uma Jain  | Non Executive Director | 12-11-2024        |
| 5                 | Corporate Social Responsibility Committee   | NA  |                        |                   | For Harvatex Engineering and Processing Co. Ltd.<br><br>Director/Authorized Signatory |                                     |  |                        |                   |
|                   |   |   |                        |                   |  |                                     |  |                        |                   |
|                   |   |   |                        |                   |  |                                     |  |                        |                   |

| <b>III Meeting of Board of Directors</b>   |  |  |   |  |   |
|--|--|--|---|--|---|
| Date(s) of Meeting (if any) in the previous quarter  | Whether requirement of Quorum met (details)  | Date(s) of Meeting (if any) in the current quarter                       | Maximum gap between any two consecutive meeting (in number of days) | No. of Directors Present (All Directors including Independent Directors) | No. of Independent Directors present in the meeting |
| 12-08-2024   | Yes  | 12-11-24   | 91  | 4  | 1   |
| <b>IV</b>  |  |  |   |  |   |
| Date(s) of meeting of the Audit Committee in the relevant quarter                                      | Whether requirement of Quorum met (details)  | Date of meeting of the committee in the previous quarter                 | Maximum gap between any two consecutive meeting in number of days*  |  |   |
| 12-11-2024   | Yes  | 12-08-2024   | 91  | 3  | 1   |
|  | All three (3) members of the Audit Committee (i.e. Mr. Mohanan Thrayil, Mrs. Uma Jain & Mr. Rajender Soni) attended the meeting held on 12-11-2024 |  |   |  |   |
| <b>V Meeting of Committees (i.e. Stakeholders' Relationship Committee)</b>                             |  |  |   |  |   |
| Date(s) of meeting of the Stakeholders relationship Committee in the relevant quarter                  | Whether requirement of Quorum met (details)  | Date of meeting of the committee in the previous quarter                 | Maximum gap between any two consecutive meeting in number of days*  |  |   |
| NA   | NA   | NA   | NA  |  |   |
| <b>VI Meeting of Committees (i.e. Risk Management Committee)</b>                                       |  |  |   |  |   |
| Date(s) of meeting of the Risk Management Committee in the relevant quarter                            | Whether requirement of Quorum met (details)  | Date of meeting of the committee in the previous quarter                 | Maximum gap between any two consecutive meeting in number of days*  |  |   |
| No Meeting   | NA   | No Meeting   | NA  |  |   |
| <b>VII Meeting of Committees (i.e. Nomination and Remuneration Committee (NRC) )</b>                   |  |  |   |  |   |
| Date(s) of meeting of the Nomination and   | Whether requirement of Quorum met (details)  | Date of meeting of the   | Maximum gap between any two   |  |   |
| No Meeting   | NA   | No Meeting   | NA  |  |   |
| <b>VIII Related Party Transactions</b>   |  |  |   |  |   |
| <b>Subject</b>   |  | <b>Compliance status (Yes / No / NA)</b> <small>refer note below</small> |   |  |   |
| Whether prior approval of audit committee obtained   |  | Yes  |   |  |   |
| Whether shareholder approval obtained for material RPT   |  | NA   |   |  |   |
| Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee |  | Yes  |   |  |   |

For Harvatex Engineering and Processing Co. Ltd.  
Yes

Director/Authorized Signatory

| Note |  |
|------|--|
| 1    | In the column "Compliance Status," compliance or non-compliance may be indicated by Yes/No/N.A. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated. |
| 2    | If status is "No" details of non-compliance may be given here.   |

For Harvatex Engineering and Processing Co. Ltd.



Authorized Signatory

|                        |   |
|------------------------|---|
| <b>IX Affirmations</b> |   |
| 1                      | The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.- <b>Yes</b>  |
| 2                      | The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015   |
| a.                     | Audit Committee - <b>Yes</b>  |
| b.                     | Nomination & remuneration committee - <b>Yes</b>  |
| c.                     | Stakeholders relationship committee - <b>NA</b>   |
| d.                     | Risk management committee (applicable to the top 1000 listed entities) - <b>NA</b>  |
| 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.- <b>Yes</b>                               |
| 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 - <b>Yes</b>                   |
| 5                      | a. The report and / or the report submitted in the previous quarter has been placed before Board of Directors. <b>Yes</b><br>b. Any comments / observations/advice of Board of Directors may be mentioned here: <b>NA</b> |
| Name & Designation     | <b>For Harvatex Engineering and Processing Co. Ltd.</b>   |
|                        | <b>Mohan Thrayil</b><br><b>Director</b>   |
| Date:                  | 17-Jan-25   |

For Harvatex Engineering and Processing Co. Ltd.

*Mes*  
Director/Authorized Signatory