



To,
The Listing Department
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Samachar Marg,
Mumbai – 400001, India.

Respected Sir/ Madam,

Sub.: Compliance with Corporate Governance by Hemant Surgical Industries Limited

We hereby certify and confirm that the Hemant Surgical Industries Limited (“Company”) has complied with the conditions of Corporate Governance as stipulated in Companies Act, 2013 in the following manner :-

Compliance with Corporate Governance

In addition to the applicable provisions of the Companies Act, 2013, provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended and SEBI (ICDR) Regulations, 2018 in respect of Corporate Governance will be applicable to the Company immediately upon the listing of the Company’s Equity Shares on the SME Platform of BSE. The requirements pertaining to constitution of the committees such as the Audit Committee, Nomination and Remuneration Committees and Stakeholders Relationship Committee have been complied with.

The Board has been constituted in compliance with the Companies Act and the SEBI Listing Regulations and in accordance with the best practices in corporate governance. The Board functions either as a full board or through various committees constituted to oversee specific operational areas. The executive management provides our Board detailed reports on its performance periodically.

The Board of Directors consist of Six (6) directors of which two (2) are Independent Directors, and we have One (1) women director on the Board. The constitution of our Board is in compliance with Section 149 of the Companies Act, 2013.

The Company has constituted the following committees:

➤ **Audit Committee**

The Company has constituted an Audit Committee, vide Board Resolution dated January 04, 2023 as per the applicable provisions of the Section 177 of the Companies Act, 2013 read with rule 6 of the companies (Meeting of board and its power) rules, 2014 and Regulation 18 of SEBI Listing Regulations. The Audit Committee comprises following members:

Name of the Director	Status in Committee	Nature of Directorship
Sourabh Ajmera	Chairman	Independent Director
Pooja K Kothari	Member	Independent Director
Kaushik Hanskumar Shah	Member	Whole-Time Director

➤ **Nomination and Remuneration Committee**

The Company has constituted Nomination and Remuneration Committee, vide Board Resolution dated January 04, 2023 as per the applicable provisions of the Section 178 of the Companies Act, 2013 read with rule 6 of the companies (Meeting of board and its power) rules, 2014 and Regulation 19 of SEBI Listing Regulations. The Nomination and Remuneration Committee comprises following members:

Name of the Director	Status in Committee	Nature of Directorship
Sourabh Ajmera	Chairman	Independent Director
Pooja K Kothari	Member	Independent Director
Nehal Babu Karelia	Member	Non-Executive Director

➤ **Stakeholders Relationship Committee**

The Company has constituted Nomination and Remuneration Committee, vide Board Resolution dated January 04, 2023 as per the applicable provisions of the Section 178(5) of the Companies Act, 2013 read with rule 6 of the companies (Meeting of board and its power) rules, 2014 and Regulation 20 of SEBI Listing Regulations. The Nomination and Remuneration Committee comprises following members:

Name of the Director	Status in Committee	Nature of Directorship
Pooja K Kothari	Chairman	Independent Director
Sourabh Ajmera	Member	Independent Director
Kaushik Hanskumar Shah	Member	Whole-Time Director

For M/s. A D V & Associates
Chartered Accountants
Firm Registration Number:128045W



Pratik Kabra
Partner
Membership No: 611401
UDIN: 23611401BGUOFF7671
Place: Mumbai
Date: 09/05/2023