

CORPORATE GOVERNANCE REPORT
FOR THE QUARTER ENDED 31.12.2018

1. Name of Listed Entity - **Rajshree Sugars & Chemicals Limited**
2. Quarter ending - **31-Dec-2018**

i. Composition of Board of Directors										
Title (Mr./Ms)	Name of the Director	DIN	PAN	Category (Chairperson /Executive/Non-Executive/ Independent/ Nominee)	Date of Appointment	Date of cessation	Tenure	No of Directorship in listed entities including this listed entity	No of memberships in Audit/ Stakeholder Committee(s) including this listed entity	No of post of Chairpersons on in Audit/ Stakeholder Committee held in listed entities including this listed entity
Mr.	R.C.H. REDDY	00006184	AALP R4959A	ID	29-Aug-2017		24##	2	5	1
Mr.	R VARADA RAJAN	00001738	AAH PV6371Q	ED	05-Jun-2017			2	2	0
Mr.	G.S.V. SUBBARAO	00001697	ABO PS5917K	ID	29-Aug-2017		24##	1	1	1
Mr.	K MOHAN NAIDU	01774192	AFCP M6491A	ID	29-Aug-2017		24##	1	0	0
Mr.	P SURULI NARAYANASAMI	01468527	ARLP S8287K	NED	28-Aug-2017			1	0	0
Ms.	RAJSHREE PATHY	00001614	AFOP P2845K	C & NED	16-Mar-2015			2	1	0
Mr.	G.R. KARTHIKEYAN	01587747	ACGP K8985J	ID	29-Aug-2017		24##	2	2	0
Mr.	RAJA MJ ABDEEN	00905319	AHW PR5426N	NED	31-Aug-2018			1	1	1



Mr.	SHEILEN DRA BHANSALI	0059 5312	ACSP B389 OM	ID	10-Jul- 2017		60	1	2	0
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Company Remarks	For Independent Directors, the tenure is 2 years from the date of appointment and extending upto 28th August 2019 or the date of 33rd Annual General Meeting to be held in the year 2019, whichever is later.
Whether Permanent chairperson appointed	Yes

ii. Composition of Committees

a. Audit Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	RAJA MJ ABDEEN	NED	Member	10-Jul-2017	
2	R.C.H. REDDY	ID	Member	10-Jul-2017	
3	G.S.V. SUBBA RAO	ID	Chairperson	10-Jul-2017	
4	G.R. KARTHIKEYAN	ID	Member	10-Jul-2017	
5	SHEILENDRA BHANSALI	ID	Member	10-Jul-2017	

Company Remarks	Reconstituted on 10th July 2017
Whether Permanent chairperson appointed	Yes

b. Stakeholders Relationship Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	RAJA MJ ABDEEN	NED	Chairperson	05-Jul-2018	
2	SHEILENDRA BHANSALI	ID	Member	05-Jul-2018	
3	R VARADARAJAN	ED	Member	05-Jul-2018	

Company Remarks	Reconstituted on 5th July 2018
Whether Permanent chairperson appointed	Yes

c. Risk Management Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
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Company Remarks	
Whether Permanent chairperson appointed	



d. Nomination and Remuneration Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	G.R. KARTHIKEYAN	ID	Chairperson	30-Jun-2006	
2	R.C.H. REDDY	ID	Member	30-Jun-2006	
3	RAJA MJ ABDEEN	NED	Member	30-Jun-2006	

Company Remarks	Reconstituted on 30th June 2006
Whether Permanent chairperson appointed	Yes

iii. Meeting of Board of Directors

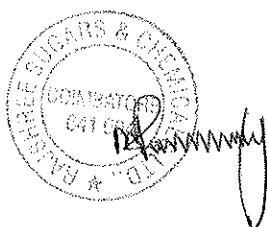
Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter
11-Aug-2018	03-Nov-2018

Company Remarks	
Maximum gap between any two consecutive (in number of days)	83

iv. Meeting of Committees

Name of the Committee	Date(s) of meeting during of the committee in the previous quarter	Date(s) of meeting of the committee in the relevant quarter	Requirement of Quorum met (details)	Whether requirement of Quorum met (Yes/No)
Audit Committee	11-Aug-2018	03-Nov-2018	5	Yes

Company Remarks	
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	83



v. **Related Party Transactions**

Subject	Compliance status (Yes/No/NA)	Remark
Whether prior approval of audit committee obtained	Yes	
Whether shareholder approval obtained for material RPT	Not Applicable	
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	

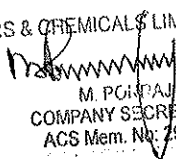
Disclosure of notes on related party transactions and Disclosure of notes of material related party transactions	
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VI. Affirmations

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**
 - b. Nomination & remuneration committee - **Yes**
 - c. Stakeholders relationship committee - **Yes**
 - d. Risk management committee (applicable to the top 100 listed entities) - **Not applicable**
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. - **Yes**
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.- **Yes**
5. a. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. - **Yes**
b. Any comments/observations/advice of Board of Directors may be mentioned here:

Nil

For RAJSHREE SUGARS & CHEMICALS LIMITED.


M. PONRAJ
COMPANY SECRETARY
ACS Mem. No. 29858

Name : **M PONRAJ**
Designation : **Company Secretary & Compliance Officer**

Place: Coimbatore
Date: 10.1.2019

