

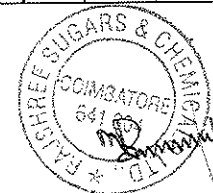
RAJSHREE SUGARS & CHEMICALS LIMITED
COMPLIANCE REPORT ON CORPORATE GOVERNANCE FOR THE QUARTER ENDED 30TH SEPTEMBER 2019

ANNEXURE I

1. Name of Listed Entity : Rajshree Sugars & Chemicals Limited
2. Quarter ending : 30th September 2019
3. BSE Scrip Code : 500354
4. NSE Symbol : RAJSREESUG
5. MSE SYMBOL : Not Listed
6. ISIN : INE562B01019

i. Composition of Board of Director

Tit le (M r./ M s)	Name of the Director	DIN	PAN	Category (Chairperson /Executive/Non- Executive/ Independent/ Nominee)	Sub Category	Initial Date of Appointment	Date of Appointment	Date of cessation	Tenur e	Date of Birth	No. of Director ship in listed entities includin g this listed entity	No of Indepen dent Director ship in listed entities includin g this listed entity	No of member ships in Audit/ Stakehol der Committ ee(s) includin g this listed entity	No of post of Chairpers on in Audit/ Stakehol der Committe e held in listed entities including this listed entity	Membe rship in Commite es of the Compa ny	Remarks
Mr.	R.C.H. REDDY	00006184		ID		30-Dec-2005	29-Aug-2017	30-Sep-2019	25	01-Jun-1935	2	2	4	1	AC,NRC	
Mr.	R VARADARAJAN	00001738		ED	CEO	05-Jun-2003	05-Jun-2017			22-Apr-1958	2	1	2	0	SC	
Mr.	G.S.V. SUBBA RAO	00001697		ID		30-Dec-2005	29-Aug-2017	30-Sep-2019	25	19-Aug-1942	1	1	1	1	AC	
Mr.	K MOHAN NAIDU	01774192		ID		17-May-2010	29-Aug-2017	30-Sep-2019	25	22-Aug-1937	1	1	0	0	NA	
Mr.	P SURULINARAYANASAMI	01468527		NED		13-Jul-1989	28-Aug-2017			15-Jan-1938	1	0	0	0	NA	
Ms.	RAJSHREE PATHY	00001614		C & NED		13-Dec-1985	16-Mar-2015			15-Apr-1956	1	0	0	0	NA	
Mr.	G.R. KARTHIKEYAN	01587747		ID		13-Jul-1989	29-Aug-2017	30-Sep-2019	25	12-Mar-1943	2	2	2	0	AC,NRC	
Mr.	RAJA MJ ABDEEN	00905319		NED		13-Jul-1989	31-Aug-2018			19-Jun-1950	1	0	2	1	AC,SC,NRC	
Mr.	SHEILENDRA BHANSALI	00595312		ID		10-Jul-2017	10-Jul-2017		60	04-Jul-1965	1	1	2	0	AC,SC	
Mr.	K.ILANGO	00124115		ID		30-Sep-2019	30-Sep-2019		60	23-Jul-1964	1	1	0	0		
Mr.	S KRISHNASWAMI	08530320		ID		30-Sep-2019	30-Sep-2019		36	02-Mar-1938	1	1	0	0		
Mr.	S VASUDEVAN	01567080		ID		30-Sep-2019	30-Sep-2019		60	15-May-1954	1	1	0	0		



Company Remarks	Nil
Whether Permanent chairperson appointed	Yes
Whether Chairperson is related to MD or CEO	No

ii. Composition of Committees

a. Audit Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	G.R. KARTHIKEYAN	ID	Member	10-Jul-2017	30-Sep-2019
2	SHEILENDRA BHANSALI	ID	Member	10-Jul-2017	
3	G.S.V. SUBBA RAO	ID	Chairperson	10-Jul-2017	30-Sep-2019
4	R.C.H. REDDY	ID	Member	10-Jul-2017	30-Sep-2019
5	RAJA MJ ABDEEN	NED	Member	10-Jul-2017	

Company Remarks	Audit Committee was 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	R VARADARAJAN	ED	Member	05-Jul-2018	
3	SHEILENDRA BHANSALI	ID	Member	05-Jul-2018	

Company Remarks	Stakeholders Relationship Committee was 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	Not Applicable
Whether Permanent chairperson appointed	

d. Nomination and Remuneration Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	R.C.H. REDDY	ID	Member	30-Jun-2006	30-Sep-2019
2	G.R. KARTHIKEYAN	ID	Chairperson	30-Jun-2006	30-Sep-2019
3	RAJA MJ ABDEEN	NED	Member	30-Jun-2006	

Company Remarks	Nomination and Remuneration Committee was 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	Whether requirement of Quorum met	Number of Directors present	Number of Independent Directors present
20-May-2019	14-Aug-2019	Yes	9	5
Company Remarks				
Maximum gap between any two consecutive (in number of days)				85

iv. Meeting of Committees

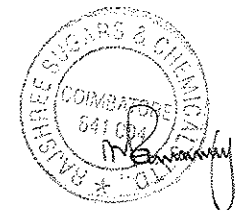
Name of the Committee	Date(s) of meeting during of the committee in the previous quarter	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Number of Directors present	Number of independent directors present
Audit Committee	20-May-2019	14-Aug-2019	Yes	5	4
Nomination & Remuneration Committee	20-May-2019	14-Aug-2019	Yes	3	2
Company Remarks					
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]				85	

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		NIL

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,


 COMPANY SECRETARY /
 ACS No. No: 29458

Name : M PONRAJ
 Designation : Company Secretary & Compliance Officer

Place: Coimbatore
 Date: 15.10.2019

ANNEXURE III

Affirmations

Broad Heading	Regulation Number	Compliance Status	Company Remark
Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	Yes	
Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes	
Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes	
Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	Yes	
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	

Note:

Nil

Name : M PONRAJ
 Designation : Company Secretary & Compliance Officer

Place: Coimbatore
 Date: 15.10.2019

