

RAJSHREE SUGARS & CHEMICALS LIMITED

ANNEXURE I

CORPORATE GOVERNANCE REPORT

1. Name of Listed Entity - Rajshree Sugars & Chemicals Limited
2. Quarter ending - 30-Jun-2020

i. Composition of Board of Directors

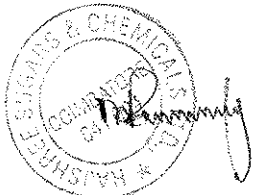
Title (Mr./Ms)	Name of the Director	DIN	Category (Chairperson /Executive/ Non-Executive/ Independent/ Nominee)	Sub Category	Initial Date of Appointment	Date of Appointment	Date of Cessation	Tenure	Date of Birth	Whether special resolution passed?	Date of passing special resolution	No. of Directorship in listed entities including this listed entity	No. of Independent Directorship in listed entities including this listed entity	No. of memberships in Audit/ Stakeholder Committee(s) including this listed entity	No. of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity	Membership in Committees of the Company	Remarks
Mr.	R.VARADARAJAN	00001738	ED	CEO	05-Jun-2003	05-Jun-2020			22-Apr-1958	NA		2	1	3	0	AC, SC	
Ms.	RAJSHREE PATHY	00001614	C.NED		13-Dec-1985	16-Mar-2015			15-Apr-1956	No		1	0	0	0	NRC	
Mr.	P.SURULINARAYAN ASAMI	01468527	NED		13-Jul-1989	28-Sep-2017			15-Jan-1938	Yes	31-Aug-2018	1	0	0	0		
Mr.	RAJA MJ ABDEEN	00905319	NED		13-Jul-1989	31-Aug-2018			19-Jun-1950	No		1	0	0	0		
Mr.	SHEILENDRA BHANSALI	00595312	ID		10-Jul-2017	10-Jul-2017		60	04-Jul-1965	No		1	1	2	2	AC, SC, NRC	
Mr.	K.ILANGO	00124115	ID		30-Sep-2019	30-Sep-2019		60	23-Jul-1964	No		2	2	1	0	AC	
Mr.	S.KRISHNASWAMI	08530320	ID		30-Sep-2019	30-Sep-2019		36	02-Mar-1938	Yes	30-Sep-2019	1	1	1	0	SC	
Mr.	S.VASUDEVAN	01567080	ID		30-Sep-2019	30-Sep-2019		60	15-May-1954	No		1	1	1	0	AC, NRC	
Company Remarks																	
Whether Regular 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	SHEILENDRA BHANSALI	ID	Chairperson	10-Jul-2017	
2	S.VASUDEVAN	ID	Member	30-Oct-2019	
3	K.ILANGO	ID	Member	30-Oct-2019	
4	R.VARADARAJAN	ED	Member	30-Oct-2019	

Company Remarks	
Whether Permanent chairperson appointed	Yes



**b. Stakeholders Relationship Committee**

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	SHEILENDRA BHANSALI	ID	Chairperson	11-Aug-2018	
2	S.KRISHNASWAMI	ID	Member	30-Oct-2019	
3	R.VARADARAJAN	ED	Member	30-Oct-2019	

Company Remarks	
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	S.VASUDEVAN	ID	Chairperson	30-Oct-2019	
2	SHEILENDRA BHANSALI	ID	Member	30-Oct-2019	
3	RAJSHREE PATHY	C,NED	Member	30-Oct-2019	

Company Remarks	
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
14-Feb-2020	27-May-2020	Yes	8	4
	26-Jun-2020	Yes	8	4

Company Remarks	
Maximum gap between any two consecutive (in number of days)	102



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	14-Feb-2020		Yes	4	3
Audit Committee		27-May-2020	Yes	4	3
Audit Committee		26-Jun-2020	Yes	4	3
Stakeholders Relationship Committee	14-Feb-2020		Yes	3	2
Nomination & Remuneration Committee	14-Feb-2020		Yes	2	2
Nomination & Remuneration Committee		27-May-2020	Yes	3	2
Nomination & Remuneration Committee		26-Jun-2020	Yes	3	2
Company Remarks					
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]				102	

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	Due to COVID-19 lockdown from 24th March 2020 and inability to access our offices to carry out normal functions, the Audit Committee has approved one related party transactions (modification in the terms of leave and licensing of a property) with retrospective effect from 1st April 2020, at its meeting held on 27th May 2020, considering Covid-19 lockdown as a force majeure event.
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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

Name : M PONRAJ  
 Designation : Company Secretary & Compliance Officer

Place: Coimbatore  
 Date: 15.7.2020

