

**RAJSHREE SUGARS & CHEMICALS LIMITED**

**ANNEXURE I**

**CORPORATE GOVERNANCE REPORT**

1. Name of Listed Entity - Rajshree Sugars & Chemicals Limited
2. Quarter ending - 30-Sep-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	AC, SC, NRC	
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**

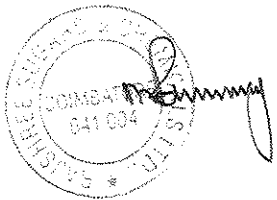
Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	S.VASUDEVAN	ID	Chairperson	30-Oct-2019	
2	SHEILENDRA BHANSALI	ID	Member	30-Oct-2019	
3	RAJSHREE PATHY	C.NED	Member	30-Oct-2019	

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
26-Jun-2020	14-Aug-2020	Yes	8	4

Company Remarks			48	
Maximum gap between any two consecutive (in number of days)				



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	26-Jun-2020		Yes	4	3
Audit Committee		14-Aug-2020	Yes	4	3
Nomination & Remuneration Committee	26-Jun-2020		Yes	3	2
Nomination & Remuneration Committee		14-Aug-2020	Yes	3	2
Company Remarks				48	
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]					

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

- The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. **Yes**
- The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015
  - Audit Committee - **Yes**
  - Nomination & remuneration committee - **Yes**
  - Stakeholders relationship committee - **Yes**
  - Risk management committee (applicable to the top 100 listed entities) - **Not applicable**
- 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**
- 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**
  - This report and/or the report submitted in the previous quarter has been placed before Board of Directors. - **Yes**
  - Any comments/observations/advice of Board of Directors may be mentioned here:

NIL

Name : M PONRAJ  
 Designation : Company Secretary & Compliance Officer  
  
 Place : Coimbatore  
 Date : 4<sup>th</sup> November 2020



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)	No	AS PER THE GENERAL ORDER OF THE REGISTRAR OF COMPANIES, COIMBATORE, THE ANNUAL GENERAL MEETING OF THE Company (AGM) CAN BE CONDUCTED ON OR BEFORE 31-12-2020. HENCE, THE ANNUAL REPORT WILL BE PLACED AT THE WEBSITE OF THE COMPANY AT THE TIME OF DESPATCH TO THE SHAREHOLDERS.
Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	No	THE COMPANY IS YET TO FIX THE DATE FOR THE AGM
Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	No	THE COMPANY IS YET TO FIX THE DATE FOR THE AGM
Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	No	THE COMPANY IS YET TO FIX THE DATE FOR THE AGM
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	THE COMPANY IS YET TO FIX THE DATE FOR THE AGM

Note:

Nil

Name : M PONRAJ  
 Designation : Company Secretary & Compliance Officer

Place : Coimbatore  
 Date : 4<sup>th</sup> November 2020

