

**RAJSHREE SUGARS & CHEMICALS LIMITED**  
**CORPORATE GOVERNANCE REPORT FOR THE QUARTER ENDED 30<sup>TH</sup> JUNE 2022**

<b>General information about company</b>	
Scrip code	500354
NSE Symbol	RAJSREESUG
MSEI Symbol	NOT LISTED
ISIN	INE562B01019
Name of the entity	RAJSHREE SUGARS & CHEMICALS LIMITED
Date of start of financial year	01-04-2022
Date of end of financial year	31-03-2023
Reporting Quarter	Quarterly
Date of Report	30-06-2022
Risk management committee	Not Applicable
Market Capitalization as per immediate previous Financial Year	Top 2000 listed entities

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Annexure I																			
Annexure I to be submitted by listed entity on quarterly basis																			
I. Composition of Board of Directors																			
Disclosure of notes on composition of board of directors explanatory																			
Whether the listed entity has a Regular Chairperson																			
Whether Chairperson is related to MD or CEO																			
Sr	Title (Mr / Ms)	Name of the Director	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Notes for not providing PAN	Notes for not providing DIN
1	Ms	RAJSHREE PATHY	00001614	Non-Executive - Non Independent Director	Chairperson related to Promoter		15-04-1956	NA		13-12-1985	16-03-2015			1	0	0	0		
2	Mr	P.SURULINARAYANASAMI	01468527	Non-Executive - Non Independent Director	Not Applicable		15-01-1938	Yes	28-12-2020	13-07-1989	28-12-2020			1	0	0	0		
3	Mr	S.VASUDEVAN	01567080	Non-Executive - Independent Director	Not Applicable		15-05-1954	NA		30-09-2019	30-09-2019		33	2	2	3	0		
4	Mr	S.KRISHNASWAMI	08530320	Non-Executive - Independent Director	Not Applicable		02-03-1938	Yes	30-09-2019	30-09-2019	30-09-2019		33	1	1	1	0		
5	Mr	SHEILENDRA BHANSALI	00595312	Non-Executive - Independent Director	Not Applicable		04-07-1965	NA		10-07-2017	10-07-2017		59	1	1	2	2		
6	Mr	K. ILANGO	00124115	Non-Executive - Independent Director	Not Applicable		23-07-1964	NA		30-09-2019	30-09-2019		33	2	2	1	0		
7	Mr	R VARADARAJAN	00001738	Executive Director	Not Applicable	CEO	22-04-1958	NA		05-06-2003	05-06-2020			2	1	3	0		

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<b>Annexure 1</b>							
<b>II. Composition of Committees</b>							
Disclosure of notes on composition of committees explanatory							
<b>Audit Committee Details</b>							
Whether the Audit Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00595312	SHEILENDRA BHANSALI	Non-Executive - Independent Director	Chairperson	10-07-2017		
2	01567080	S.VASUDEVAN	Non-Executive - Independent Director	Member	30-10-2019		
3	00124115	K. ILANGO	Non-Executive - Independent Director	Member	30-10-2019		
4	00001738	R VARADARAJAN	Executive Director	Member	30-10-2019		

<b>Nomination and remuneration committee</b>							
Whether the Nomination and remuneration committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	01567080	S.VASUDEVAN	Non-Executive - Independent Director	Chairperson	30-10-2019		
2	00595312	SHEILENDRA BHANSALI	Non-Executive - Independent Director	Member	30-10-2019		
3	00001614	RAJSHREE PATHY	Non-Executive - Non-Independent Director	Member	30-10-2019		

<b>Stakeholders' Relationship Committee</b>							
Whether the Stakeholders' Relationship Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00595312	SHEILENDRA BHANSALI	Non-Executive - Independent Director	Chairperson	11-08-2018		
2	08530320	S.KRISHNASWAMI	Non-Executive - Independent Director	Member	30-10-2019		
3	00001738	R VARADARAJAN	Executive Director	Member	30-10-2019		

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<b>Risk Management Committee</b>							
Whether the Risk Management Committee has a Regular Chairperson					-		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
-	-	-	-	-	-	-	-

<b>Corporate Social Responsibility Committee</b>							
Whether the Corporate Social Responsibility Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	08530320	S.KRISHNASWAMI	Non-Executive - Independent Director	Chairperson	30-10-2019		
2	00124115	K. ILANGO	Non-Executive - Independent Director	Member	30-10-2019		
3	00001738	R VARADARAJAN	Executive Director	Member	30-10-2019		

<b>Other Committees</b>							
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks	
1	00001738	R VARADARAJAN	SHARE TRANSFER COMMITTEE	Executive Director	Chairperson		
2	00595312	SHEILENDRA BHANSALI	SHARE TRANSFER COMMITTEE	Non-Executive - Independent Director	Member		
3	08530320	S.KRISHNASWAMI	SHARE TRANSFER COMMITTEE	Non-Executive - Independent Director	Member		
4	00124115	K. ILANGO	SHARE TRANSFER COMMITTEE	Non-Executive - Independent Director	Member		
5	01567080	S.VASUDEVAN	COMPENSATION COMMITTEE	Non-Executive - Independent Director	Chairperson		
6	00124115	K. ILANGO	COMPENSATION COMMITTEE	Non-Executive - Independent Director	Member		
7	08530320	S.KRISHNASWAMI	COMPENSATION COMMITTEE	Non-Executive - Independent Director	Member		
8	00001614	RAJSHREE PATHY	COMPENSATION COMMITTEE	Non-Executive - Non Independent Director	Member		

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<b>Annexure 1</b>						
<b>III. Meeting of Board of Directors</b>						
Disclosure of notes on meeting of board of directors explanatory				-		
Sr	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Number of Directors present	No. of Independent Directors attending the meeting*
1	10-02-2021			Yes	7	4
2	17-05-2022	95		Yes	7	4

<b>IV. Meeting of Committees</b>								
Disclosure of notes on meeting of committees explanatory								
Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Number of Directors present*	No. of Independent Directors attending the meeting*
1	Audit Committee	10-02-2022				Yes	4	3
2	Audit Committee	18-04-2022	66			Yes	4	3
3	Audit Committee	17-05-2022	28			Yes	4	3
4	Nomination and remuneration committee	09-02-2022				Yes	3	2
5	Nomination and remuneration committee	17-05-2022	96			Yes	3	2

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Annexure 1			
V. Related Party Transactions			
Sr	Subject	Compliance status (Yes/No/NA)	If status is “No” details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	Yes	
2	Whether shareholder approval obtained for material RPT	NA	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	
<b>Disclosure of notes on related party transactions</b>			-
<b>Disclosure of notes of material transaction with related party</b>			-

Annexure 1		
VI. Affirmations		
Sr	Subject	Compliance status (Yes/No)
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 <b>a. Audit Committee</b>	Yes
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. <b>b. Nomination &amp; remuneration committee</b>	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. <b>c. Stakeholders relationship committee</b>	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. <b>d. Risk management committee (applicable to the top 500 listed entities)</b>	NA
6	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
7	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

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8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes
9	<b>Any comments/observations/advice of Board of Directors may be mentioned here:</b>	-

<b>Signatory Details</b>	
Name of signatory	M PONRAJ
Designation of person	Company Secretary and Compliance Officer
Place	COIMBATORE
Date	19-07-2022