

RAJSHREE SUGARS & CHEMICALS LIMITED
CORPORATE GOVERNANCE REPORT FOR THE QUARTER / HALF YEAR ENDED 30TH SEPTEMBER 2023

General information about company	
BSE 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	01-04-2023
Date of end of financial year	31-03-2024
Reporting Quarter	Half Yearly
Date of Report	30-09-2023
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																		Nil			
Whether the listed entity has a Regular Chairperson																		Yes			
Whether Chairperson is related to MD or CEO																		No			
																		Disqualification of Directors under section 164 of the Companies act, 2013			
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 the Director is Disqualified?	Current Status	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 Chairpersons 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	No	Active	NA		13-12-1985	30-08-2023			1	0	0	0		
2	Mr	S.VASUDEVAN	01567080	Non-Executive - Independent Director	Not Applicable		15-05-1954	No	Active	NA		30-09-2019	30-09-2019		48	2	2	3	0		
3	Mr	S.KRISHNASWAMI	08530320	Non-Executive - Independent Director	Not Applicable		02-03-1938	No	Active	Yes	28-09-2022	30-09-2019	30-09-2022		48	1	1	1	0		
4	Mr	SHEILENDRA BHANSALI	00595312	Non-Executive - Independent Director	Not Applicable		04-07-1965	No	Active	NA		10-07-2017	10-07-2022		75	1	1	2	2		
5	Mr	K. ILANGO	00124115	Non-Executive - Independent Director	Not Applicable		23-07-1964	No	Active	NA		30-09-2019	30-09-2019		48	2	2	1	0		
6	Mr	R VARADARAJAN	00001738	Executive Director	Not Applicable	CEO	22-04-1958	No	Active	NA		05-06-2003	05-06-2023			2	1	3	0		

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Annexure 1							
II. Composition of Committees							
Disclosure of notes on composition of committees explanatory							
Audit Committee Details							
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		

Nomination and remuneration committee							
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		

Stakeholders' Relationship Committee							
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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Risk Management Committee							
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
-	-	-	-	-	-	-	-

Corporate Social Responsibility Committee							
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		

Other Committees							
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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Annexure 1								
III. Meeting of Board of Directors								
Disclosure of notes on meeting of board of directors explanatory				-				
Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the Meeting	Number of Directors present (All directors including Independent Directors)	No. of Independent Directors attending the meeting*
1	15-05-2023				Yes	6	6	4
2		07-08-2023	83		Yes	6	5	3
		16-09-2023	39		Yes	6	5	3

IV. Meeting of Committees										
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)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors present (All directors including Independent Directors)	No. of Independent Directors attending the meeting*	Number of members attending the Meeting (Other than Board of Directors)
1	Audit Committee	15-05-2023				Yes	4	4	3	0
2	Audit Committee	07-08-2023	83			Yes	4	3	2	0
3	Nomination and remuneration Committee	12-05-2023				Yes	3	3	2	0
4	Nomination and remuneration Committee	16-09-2023	126			Yes	3	3	2	0

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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	
Disclosure of notes on related party transactions			-
Disclosure of notes of material transaction with related party			-

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 a. Audit Committee	Yes
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 1000 listed entities)	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
8	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:		-

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Annexure 1		
Sr	Subject	Compliance status
1	Name of signatory	M Ponraj
2	Designation	Company Secretary and Compliance Officer

Annexure III				
III. Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	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	
2	Presence of Chairperson of Audit Committee at the Annual General Meeting.	18(1)(d)	Yes	
3	Presence of Chairperson of the nomination and remuneration committee at the annual general meeting.	19(3)	Yes	
4	Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting.	20(3)	Yes	
5	Disclosure of the Secretarial Audit Report of the listed entity and the material subsidiaries in the Annual Report.	24A(1)	Yes	
6	Submission of Annual Secretarial Compliance Report.	24A(2)	Yes	
7	Whether "Corporate Governance Report" disclosed in Annual Report.	34(3) read with para C of Schedule V	Yes	
Any other information to be provided				

Annexure III		
1	Name of signatory	M Ponraj
2	Designation	Company Secretary and Compliance Officer

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Additional Half yearly Disclosure	
Applicability of disclosure	Not Applicable
Reason for Non Applicability	Textual Information(1)

Text Block	
Textual Information(1)	The Company has not given any loans or any other form of debt advanced by the listed entity directly or indirectly to Promoter or promoter group

Details of Cyber security incidence	
Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter	No

Signatory Details	
Name of signatory	M Ponraj
Designation of person	Company Secretary and Compliance Officer
Place	Coimbatore
Date	13-10-2023