

BANNARI AMMAN SUGARS LIMITED
QUARTERLY COMPLIANCES REPORT ON CORPORATE GOVERNANCE
ANNEXURE-I

Format to be Submitted by listed entity on Quarterly Basis

1 Name of Listed Entity : Bannari Amman Sugars Limited
 2 Quarter ending : 31-Mar-2019
 3 BSE Code : 500041
 4 NSE Code : BANARISUG
 5 ISIN No. : INE459A01010

I Composition of Board of Directors

Title (Mr/Ms)	Name of the Director	DIN	PAN	Category (Chairperson /Executive/ Non-Executive/ Independent /Nominee)	Date of Appointment in the Current Term	Date of cessation	Tenure	No of 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
Mr.	S V BALASUBRAMANIAM	2405	ABEPB2072Q	C & ED	02-Jun-15					
Mr.	B SARAVANAN	2927	ADQPS5940J	ED	02-Jun-15			1	1	0
Mr.	E P MUTHUKUMAR	3740	AGTPM5288K	NED,ID	15-Sep-14		5	1	0	0
Mr.	A K PERUMALSAMY	313769	AJIPP6203F	NED,ID	15-Sep-14		5	1	1	0
Mr.	T GUNDAN	624804	AFUPG3998J	NED,ID	15-Sep-14		5	1	1	0
Mr.	M P VIJAYAKUMAR	5103089	ACBPV9502B	NED,ID	15-Sep-14		5	1	2	1
Ms.	RADHA RAMANI	7083381	ACIPR7380J	NED,ID	23-Sep-15		5	1	2	1
							5	1	0	0

Whether Permanent chairperson appointed : Yes

II Composition of Committees

Audit Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Date of Appointment
1	M P VIJAYAKUMAR	NED,ID	Chairperson	15-Sep-14
2	E P MUTHUKUMAR	NED,ID	Member	15-Sep-14
3	T GUNDAN	NED,ID	Member	15-Sep-14



Stakeholders Relationship Committee				
<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>	<i>Date of Appointment</i>
1	S V BALASUBRAMANIAM	C & ED	Member	02-Jun-15
2	M P VIJAYAKUMAR	NED,ID	Member	15-Sep-14
3	A K PERUMALSAMY	NED,ID	Member	15-Sep-14
4	T GUNDAN	NED,ID	Chairperson	15-Sep-14

Risk Management Committee				
<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>	<i>Date of Appointment</i>

Nomination and Remuneration Committee				
<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>	<i>Date of Appointment</i>
1	M P VIJAYAKUMAR	NED,ID	Chairperson	15-Sep-14
2	E P MUTHUKUMAR	NED,ID	Member	15-Sep-14
3	T GUNDAN	NED,ID	Member	15-Sep-14

III Meeting of Board of Directors

<i>Date(s) of Meeting (if any) in the previous quarter</i>	<i>Date(s) of Meeting (if any) in the relevant quarter</i>	<i>Maximum gap between any two consecutive (in number of days)</i>
14.11.2018	06.02.2019	83

IV Meeting of Committees

<i>Name of the committee</i>	<i>Date(s) of meeting of the committee in the relevant quarter</i>	<i>Whether requirement of Quorum met (details)</i>	<i>Date(s) of meeting of the committee in the previous quarter</i>	<i>Maximum gap between any two consecutive (in number of days)</i>
Audit Committee	06.02.2019	Yes	14-11-2018	83
Stakeholders Committee	06.02.2019	Yes	14-11-2018	83



V Related Party Transactions

Subject	Compliance status (Yes/No/NA)
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

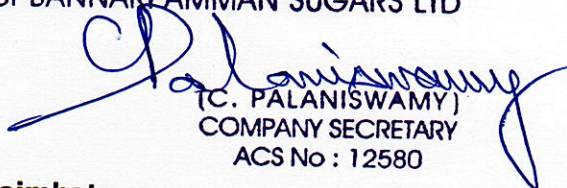
VI. Affirmations

- 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:

No comments

Name
Designation

For BANNARLAMMAN SUGARS LTD


(C. PALANISWAMY)
COMPANY SECRETARY
ACS No : 12580

Place
Date

Coimbatore
03-04-2019

ANNEXURE II

Format to be submitted by listed entity at the end of the financial year (for the

I. Disclosure on website in terms of Listing Regulations		
Item	Compliance status (Yes/No/NA)	
Details of business	Yes	
Terms and conditions of appointment of independent directors	Yes	
Composition of various committees of board of directors	Yes	
Code of conduct of board of directors and senior management	Yes	
Details of establishment of vigil mechanism/ Whistle Blower policy	Yes	
Criteria of making payments to non-executive directors	Yes	
Policy on dealing with related party transactions	Yes	
Policy for determining 'material' subsidiaries	Not Applicable	
Details of familiarization programmes imparted to independent directors	Yes	
Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes	
email address for grievance redressal and other relevant details	Yes	
Financial results	Yes	
Shareholding pattern	Yes	
Details of agreements entered into with the media companies and/or their associates	Not Applicable	
New name and the old name of the listed entity	Not Applicable	
II Annual Affirmations		
Particulars	Regulation Number	Compliance status (Yes/No/NA)
Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes
Board composition	17(1)	Yes
Meeting of Board of directors	17(2)	Yes
Review of Compliance Reports	17(3)	Yes
Plans for orderly succession for appointments	17(4)	Yes
Code of Conduct	17(5)	Yes
Fees/compensation	17(6)	Yes
Minimum Information	17(7)	Yes
Compliance Certificate	17(8)	Yes
Risk Assessment & Management	17(9)	Yes
Performance Evaluation of Independent Directors	17(10)	Yes
Composition of Audit Committee	18(1)	Yes
Meeting of Audit Committee	18(2)	Yes
Composition of nomination & remuneration committee	19(1) & (2)	Yes
Composition of Stakeholder Relationship Committee	20(1) & (2)	Yes
Composition and role of risk management committee	21(1),(2),(3),(4)	Not Applicable
Vigil Mechanism	22	Yes
Policy for related party Transaction	23(1),(5),(6),(7) & (8)	Yes



Particulars	Regulation Number	Compliance status (Yes/No/NA)
Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes
Approval for material related party transactions	23(4)	Not Applicable
Composition of Board of Directors of unlisted material Subsidiary	24(1)	Not Applicable
Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	Not Applicable
Maximum Directorship & Tenure	25(1) & (2)	Yes
Meeting of independent directors	25(3) & (4)	Yes
Familiarization of independent directors	25(7)	Yes
Memberships in Committees	26(1)	Yes
Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes
Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes
Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes

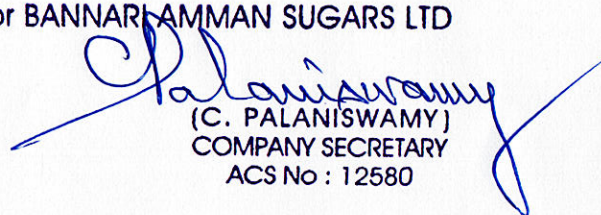
III Affirmations:

The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied. - **Yes**

For BANNARJAMMAN SUGARS LTD

Name
Designation

:
:


(C. PALANISWAMY)
COMPANY SECRETARY
ACS No : 12580

Place
Date

: Coimbatore
: 03-04-2019