

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

1 Name of Listed Entity : Bannari Amman Sugars Limited  
2 Quarter ending : 31-Mar-21  
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 Birth	Whether Special Resolution passed ? (SEBI Regulatorin 17(1A)) - Date of Resolution	Date of Initial Appointment	Date of Appointment in the Current Term	Date of cessation	Tenure in Months	No of Directorship in listed entities including this listed entity	No of member-ships 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	00002405	ABEPB2072Q	C & ED	04-Feb-40	NA	01-Dec-83	27-May-20			1	1	0
Mr.	B SARAVANAN	00002927	ADQPS5940J	ED	22-Nov-72	NA	27-Jan-99	27-May-20			1	0	0
Mr.	E P MUTHUKUMAR	00003740	AGTPM5288K	NED,ID	22-May-48	12-Sep-19	06-Feb-84	12-Sep-19		79	1	1	0
Mr.	A K PERUMALSAMY	00313769	AJIPP6203F	NED,ID	27-Mar-40	12-Sep-19	18-May-84	12-Sep-19		79	1	1	0
Mr.	T GUNDAN	00624804	AFUPG3998J	NED,ID	12-Oct-41	12-Sep-19	23-Jun-08	12-Sep-19		79	1	2	1
Mr.	M P VIJAYAKUMAR	05103089	ACBPV9502B	NED,ID	11-Jul-48	12-Sep-19	14-Nov-11	12-Sep-19		79	1	2	1
Ms.	RADHA RAMANI	07083381	ACIPR7380J	NED,ID	23-Feb-49	02-Sep-20	11-Feb-15	02-Sep-20		66	1	0	0

Whether Permanent chairperson appointed : Yes

**II Composition of Committees**

Audit Committee					
S.No.	Name of the Director	Category	Chairperson/Membership	Date of Appointment	Date of Appointment as Chairman
1	M P VIJAYAKUMAR	NED,ID	Chairperson	12-Aug-13	12-Nov-13
2	E P MUTHUKUMAR	NED,ID	Member	28-Mar-01	NA
3	T GUNDAN	NED,ID	Member	29-Oct-08	NA

Whether Permanent chairperson appointed : Yes



### Stakeholders Relationship Committee

S.No.	Name of the Director	Category	Chairperson/Membership	Date of Appointment	Date of Appointment as Chairman
1	S V BALASUBRAMANIAM	C & ED	Member	30-May-14	NA
2	M P VIJAYAKUMAR	NED,ID	Member	05-Sep-13	NA
3	A K PERUMALSAMY	NED,ID	Member	30-May-14	NA
4	T GUNDAN	NED,ID	Chairperson	30-May-14	30-Jul-14

Whether Permanent chairperson appointed : Yes

### Risk Management Committee

S.No.	Name of the Director	Category	Chairperson/Membership	Date of Appointment

### Nomination and Remuneration Committee

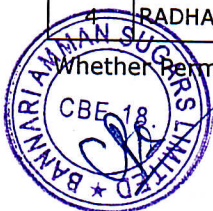
S.No.	Name of the Director	Category	Chairperson/Membership	Date of Appointment	Date of Appointment as Chairman
1	M P VIJAYAKUMAR	NED,ID	Chairperson	30-May-14	12-Nov-14
2	E P MUTHUKUMAR	NED,ID	Member	28-Mar-02	NA
3	T GUNDAN	NED,ID	Member	30-May-14	NA

Whether Permanent chairperson appointed : Yes

### Corporate Social Responsibility Committee

S.No.	Name of the Director	Category	Chairperson/Membership	Date of Appointment	Date of Appointment as Chairman
1	M P VIJAYAKUMAR	NED,ID	Chairperson	30-May-14	12-Nov-14
2	S V BALASUBRAMANIAM	C & ED	Member	30-May-14	NA
3	T GUNDAN	NED,ID	Member	30-May-14	NA
4	RADHA RAMANI	NED,ID	Member	11-Feb-15	NA

Whether Permanent chairperson appointed : Yes



### III Meeting of Board of Directors

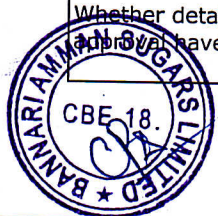
<i>Date(s) of Meeting (if any) in the previous quarter</i>	<i>Date(s) of Meeting (if any) in the relevant quarter</i>	<i>Maximum gap between any two consecutive (in number of days)</i>	<i>Whether requirement of Quorum met</i>	<i>Number of Directors present</i>	<i>Number of Independent Directors present</i>
04/11/2020	27/01/2021	83	Yes	7	5

### IV Meeting of Committees

<i>Name of the committee</i>	<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>	<i>Whether requirement of Quorum met</i>	<i>Number of Directors present</i>	<i>Number of Independent Directors present</i>
Audit Committee	04/11/2020	27/01/2021	83	Yes	3	3
Stakeholders Committee	04/11/2020	27/01/2021	83	Yes	4	3

### V Related Party Transactions

<i>Subject</i>	<i>Compliance status (Yes/No/NA)</i>
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 500 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

:

For BANNARI AMMAN SUGARS LTD

Designation

:

  
(C. PALANISWAMY)  
COMPANY SECRETARY  
ACS No : 12580

Place

:

Coimbatore

Date

:

03.04.2021

## ANNEXURE-II

### I Disclosure on website in terms of Listing Regulations

S.No.	Item	Compliance status (Yes/No/NA)	Web Address
1	Details of business	Yes	www.bannari.com
2	Terms and conditions of appointment of independent directors	Yes	www.bannari.com
3	Composition of various committees of board of directors	Yes	www.bannari.com
4	Code of conduct of board of directors and senior management personnel	Yes	www.bannari.com
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes	www.bannari.com
6	Criteria of making payments to non-executive directors	NA	
7	Policy on dealing with related party transactions	Yes	www.bannari.com
8	Policy for determining 'material' subsidiaries	NA	
9	Details of familiarization programmes imparted to independent directors	Yes	www.bannari.com
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes	www.bannari.com
11	Email address for grievance redressal and other relevant details	Yes	www.bannari.com
12	Financial results	Yes	www.bannari.com
13	Shareholding pattern	Yes	www.bannari.com
14	Details of agreements entered into with the media companies and/or their associates	NA	
15	Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or institutional investors simultaneously with submission to stock exchange	NA	
16	New name and the old name of the listed entity	NA	
17	Advertisements as per regulation 47 (1)	Yes	www.bannari.com
18	Credit rating or revision in credit rating obtained	Yes	www.bannari.com
19	Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year.	NA	
20	Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes	www.bannari.com
21	Materiality Policy as per Regulation 30	Yes	www.bannari.com
22	Dividend Distribution policy as per Regulation 43A (as applicable)	Yes	www.bannari.com
23	It is certified that these contents on the website of the listed entity are correct	Yes	www.bannari.com





## II Annual Affirmations

S.No.	Particulars	Regulation Number	Compliance Status (Yes/No/NA)
1	Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes
2	Board composition	17(1), 17(1A) & 17(1B)	Yes
3	Meeting of Board of directors	17(2)	Yes
4	Quorum of Board meeting	17(2A)	Yes
5	Review of Compliance Reports	17(3)	Yes
6	Plans for orderly succession for appointments	17(4)	Yes
7	Code of Conduct	17(5)	Yes
8	Fees/compensation	17(6)	Yes
9	Minimum Information	17(7)	Yes
10	Compliance Certificate	17(8)	Yes
11	Risk Assessment & Management	17(9)	Yes
12	Performance Evaluation of Independent Directors	17(10)	Yes
13	Recommendation of Board	17(11)	Yes
14	Maximum number of Directorships	17A	Yes
15	Composition of Audit Committee	18(1)	Yes
16	Meeting of Audit Committee	18(2)	Yes
17	Composition of nomination & remuneration committee	19(1) & (2)	Yes
18	Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes
19	Meeting of Nomination and Remuneration Committee	19(3A)	Yes
20	Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	Yes
21	Meeting of Stakeholders Relationship Committee	20(3A)	Yes
22	Composition and role of risk management committee	21(1),(2),(3),(4)	NA
23	Meeting of Risk Management Committee	21(3A)	NA
24	Vigil Mechanism	22	Yes
25	Policy for related party Transaction	23(1),(1A),(5),(6), (7) & (8)	Yes
	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes



S.No.	Particulars	Regulation Number	Compliance Status (Yes/No/NA)
27	Approval for material related party transactions		
28	Disclosure of related party transactions on consolidated basis	23(4)	NA
29	Composition of Board of Directors of unlisted material Subsidiary	23(9)	Yes
		24(1)	NA
30	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	NA
31	Annual Secretarial Compliance Report	24(A)	Yes
32	Alternate Director to Independent Director	25(1)	NA
33	Maximum Tenure	25(2)	Yes
34	Meeting of independent directors	25(3) & (4)	Yes
35	Familiarization of independent directors	25(7)	Yes
36	Declaration from Independent Director	25(8) & (9)	Yes
37	D & O Insurance for Independent Directors	25(10)	NA
38	Memberships in Committees	26(1)	Yes
39	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes
40	Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes
41	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 BANNARI AMMAN SUGARS LTD

Name :

Designation :

  
(C. PALANISWAMY)  
COMPANY SECRETARY  
ACS No : 12580

Place : Coimbatore

Date : 03.04.2021