

<b>General information about company</b>	
Scrip code	539742
NSE Symbol	SIMBHALS
MSEI Symbol	NOTLISTED
ISIN	INE748T01016
Name of the entity	SIMBHAOLI SUGARS LIMITED
Date of start of financial year	01-04-2019
Date of end of financial year	31-03-2020
Reporting Quarter	Yearly
Date of Report	31-03-2020
Risk management committee	Not Applicable
Market Capitalisation as per immediate previous Financial Year	Any other

## 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

Yes

Whether Chairperson is related to MD or CEO

Yes

Director	PAN	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)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)
Director	AEEPM0171L	00066653	Non-Executive - Non Independent Director	Chairperson		05-11-1935	Yes	25-09-2019	18-09-2012	01-04-2019		1	0	0	0		
Director	AGSPM5391C	00642094	Executive Director	Not Applicable		20-09-1983	NA		02-08-2017	14-02-2019		1	0	0	0		
Director	AAKPS7128K	00064807	Non-Executive - Non Independent Director	Not Applicable		27-03-1960	NA		18-09-2012	18-09-2017		1	0	1	1		
Director	ABPPT7660R	00064703	Non-Executive - Non Independent Director	Not Applicable		27-06-1961	NA		09-11-2015	25-09-2019		1	1	1	0		

### I. Composition of Board of Directors

#### Disclosure of notes on composition of board of directors explanatory

#### Whether the listed entity has a Regular Chairperson

Sr	Title (Mr / Ms)	Name of the Director	PAN	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 members in Audit Stakeholder Committee including listed entities (Refer Regulation 26(1) of Listing Regulations)
5	Mr	S N Misra	ACDPM7956L	06714324	Executive Director	Not Applicable		01-07-1958	NA		18-09-2017	14-02-2019			1	0	1
6	Mr	S K Ganguli	AADPG2936L	00058198	Non-Executive - Independent Director	Not Applicable		21-12-1938	Yes	25-09-2019	11-08-2015	01-04-2019		55	1	1	2
7	Mr	C K Mahajan	AAJPM3444K	00039060	Non-Executive - Independent Director	Not Applicable		31-05-1943	Yes	25-09-2019	09-11-2015	01-04-2019		52	2	2	2
8	Mr	H P Kain	AAJPK7985M	08277248	Non-Executive - Independent Director	Not Applicable		03-08-1952	NA		14-11-2018			16	1	1	0

### I. Composition of Board of Directors

#### Disclosure of notes on composition of board of directors explanatory

#### Whether the listed entity has a Regular Chairperson

Sr	Title (Mr / Ms)	Name of the Director	PAN	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 member in Au Stakehc Commit includin listed e (Ref Regula 26(1) Listir Regulat
9	Mr	Atul Mahindru	AHTPM0851F	08624563	Non-Executive - Independent Director	Not Applicable		30-01-1963	NA		28-11-2019			4	1	1	0
10	Mr	Shyam Sunder	AFTPS8333N	08676856	Non-Executive - Independent Director	Not Applicable		12-01-1960	NA		13-02-2020			1	1	1	1

<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	08277248	H P Kain	Non-Executive - Independent Director	Chairperson	14-11-2018		
2	06714324	S N Misra	Executive Director	Member	27-05-2019		
3	00058198	S K Ganguli	Non-Executive - Independent Director	Member	09-11-2015		
4	08676856	Shyam Sunder	Non-Executive - Independent Director	Member	13-02-2020		

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	08277248	H P Kain	Non-Executive - Independent Director	Chairperson	27-05-2019		
2	00058198	S K Ganguli	Non-Executive - Independent Director	Member	09-11-2015		
3	00066653	Gurmit Singh Mann	Non-Executive - Non Independent Director	Member	09-11-2015		

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	00058198	S K Ganguli	Non-Executive - Independent Director	Member	09-11-2015		
2	08277248	H P Kain	Non-Executive - Independent Director	Chairperson	27-05-2019		
3	00064703	Sanjay Tapriya	Non-Executive - Non Independent Director	Member	09-11-2015		

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	00642094	Gursimran Kaur Mann	Executive Director	Chairperson	02-08-2017		
2	00064703	Sanjay Tapriya	Non-Executive - Non Independent Director	Member	02-08-2017		
3	06714324	S N Misra	Executive Director	Member	02-08-2017		
4	07684039	D C Popli	Member	Member	02-08-2017		

<b>Other Committee</b>						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks
1	00058198	S K Ganguli	Securities Allotment Committee	Non-Executive - Independent Director	Chairperson	
2	08277248	H P Kain	Securities Allotment Committee	Non-Executive - Independent Director	Member	
3	00064703	Sanjay Tapriya	Securities Allotment Committee	Non-Executive - Non Independent Director	Member	

Annexure 1							
Annexure 1							
III. Meeting of Board of Directors							
Disclosure of notes on meeting of board of directors explanatory				Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Number of Directors present*	No. of Independent Directors attending the meeting*
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)				
1	07-11-2019				Yes	7	3
2	14-11-2019		6		Yes	5	2
3		13-02-2020	90		Yes	9	4

Annexure 1								
IV. Meeting of Committees								
Disclosure of notes on meeting of committees explanatory							Number of Directors present*	No. of Independent Directors attending the meeting*
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)		
1	Audit Committee	14-11-2019				Yes	3	2
2	Audit Committee	13-02-2020	90			Yes	4	3
3	Stakeholders Relationship Committee	14-11-2019				Yes	3	2
4	Stakeholders Relationship Committee	13-02-2020				Yes	2	2

<b>Annexure 1</b>			
<b>V. Related Party Transactions</b>			
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	NA	
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>Annexure 1</b>		
<b>VI. Affirmations</b>		
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 500 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

<b>Annexure 1</b>		
Sr	Subject	Compliance status
1	Name of signatory	KAMAL SAMTANI
2	Designation	Company Secretary and Compliance Officer

<b>Annexure II</b>				
<b>Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)</b>				
<b>I. Disclosure on website in terms of Listing Regulations</b>				
Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
1	Details of business	Yes		www.simbhaolisugars.com
2	Terms and conditions of appointment of independent directors	Yes		www.simbhaolisugars.com
3	Composition of various committees of board of directors	Yes		www.simbhaolisugars.com
4	Code of conduct of board of directors and senior management personnel	Yes		www.simbhaolisugars.com
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		www.simbhaolisugars.com
6	Criteria of making payments to non-executive directors	NA		
7	Policy on dealing with related party transactions	Yes		www.simbhaolisugars.com
8	Policy for determining 'material' subsidiaries	Yes		www.simbhaolisugars.com
9	Details of familiarization programmes imparted to independent directors	Yes		www.simbhaolisugars.com



<b>Annexure II</b>				
<b>Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)</b>				
<b>I. Disclosure on website in terms of Listing Regulations</b>				
Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		www.simbhaolisugars.com
11	email address for grievance redressal and other relevant details	Yes		www.simbhaolisugars.com
12	Financial results	Yes		www.simbhaolisugars.com
13	Shareholding pattern	Yes		www.simbhaolisugars.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	Yes		www.simbhaolisugars.com
17	Advertisements as per regulation 47 (1)	Yes		www.simbhaolisugars.com
18	Credit rating or revision in credit rating obtained	NA		
19	Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	Yes		www.simbhaolisugars.com
20	Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes		www.simbhaolisugars.com
21	Materiality Policy as per Regulation 30	Yes		www.simbhaolisugars.com
22	Dividend Distribution policy as per Regulation 43A (as applicable)	NA		
23	It is certified that these contents on the website of the listed entity are correct	Yes		www.simbhaolisugars.com

<b>Annexure II</b>				
<b>II. Annual Affirmations</b>				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
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	

<b>Annexure II</b>				
<b>II. Annual Affirmations</b>				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
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	

<b>Annexure II</b>				
<b>II. Annual Affirmations</b>				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
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	
26	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
27	Approval for material related party transactions	23(4)	Yes	
28	Disclosure of related party transactions on consolidated basis	23(9)	Yes	
29	Composition of Board of Directors of unlisted material Subsidiary	24(1)	Yes	
30	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	Yes	

<b>Annexure II</b>				
<b>II. Annual Affirmations</b>				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
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)	No	Meeting could not be convened due to lockdown.
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	
	Any other information to be provided - Add Notes			

<b>Annexure II</b>		
1	Name of signatory	KAMAL SAMTANI
2	Designation	Company Secretary and Compliance Officer

<b>Annexure II</b>		
<b>III. Affirmations</b>		
<b>Sr</b>	<b>Particulars</b>	<b>Compliance status (Yes/No/NA)</b>
1	The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied	Yes
	Any other information to be provided	

<b>Annexure II</b>		
1	Name of signatory	KAMAL SAMTANI
2	Designation	Company Secretary and Compliance Officer



<b>Signatory Details</b>	
Name of signatory	KAMAL SAMTANI
Designation of person	Company Secretary and Compliance Officer
Place	ROORKEE
Date	20-04-2020

