



Bajaj Hindusthan Sugar Ltd.

Registered Office: Golagokarannath, Lakhimpur-Kheri, District Kheri, Uttar Pradesh 262802
Tel.:+91-5876-233754/5/7/8, 233403, Fax:+91-5876-233401, Website: www.bajajhindusthan.com
[Corporate Identity No.L15420UP1931PLC065243](#)

QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE

Name of the Company : **BAJAJ HINDUSTHAN SUGAR LIMITED**
Quarter ending : **30st September, 2020**

ANNEXURE – I

I. Composition of Board of Directors

Title (Mr./Ms)	Name of the Director	PAN [§] & DIN	Category (Chairperson/ Executive/ Non-Executive/Independent/Nominee) ^{&}	Initial Date of Appointment	Date of Re-appointment	Date of Cessation	Tenure*	Date of Birth	Whether special resolution passed? (Refer Reg. 17[1A] of Listing Regulation)	Date of passing special resolution	No of Directorship in listed entities including this listed entity [In reference to Regulation 17A(1)]	No of Independent Directorship in listed entities including this listed entity [in reference to proviso to regulation 17A(1)]	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)
Mr.	Kushagra Bajaj	ABBPB5704G00017575	Chairperson, Non-Executive	24.04.2007	24.04.2017	-	-	04.02.1977	N.A.	N.A.	2	0	2	Nil
Mr.	Ashok Kumar Gupta**	ABVPG9049B02608184	Executive	01.10.2012	01.10.2017	-	-	15.04.1951	N.A.	N.A.	1	0	1	Nil
Mr.	D.K. Shukla	ADAPS8214R00025409	Independent, Non-Executive	21.12.2008	01.04.2019	-	6.01 Years	01.03.1943	Yes	26.03.2019	1	1	2	2
Mr.	Atul Hasmukhrai Mehta	AFPPM0421F00112451	Independent, Non-Executive	01.01.2020	-	-	0.09 Years	30.10.1966	N.A.	N.A.	1	1	0	Nil
Mr.	Vipulkumar S. Modi	ACGPM2246N06985276	Independent, Non-Executive	07.01.2016	-	-	4.08 Years	18.03.1967	N.A.	N.A.	1	1	1	Nil

Title (Mr./Ms)	Name of the Director	PAN [§] & DIN	Category (Chairperson/ Executive/ Non-Executive/Independent/Nominee) ^{&}	Initial Date of Appointment	Date of Re-appointment	Date of Cessation	Tenure*	Date of Birth	Whether special resolution passed? (Refer Reg. 17[1A] of Listing Regulation)	Date of passing special resolution	No of Directorship in listed entities including this listed entity [In reference to Regulation 17A(1)]	No of Independent Directorship in listed entities including this listed entity [in reference to proviso to regulation 17A(1)]	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)
Ms.	Shalu Bhandari	AENPB7814G00012556	Independent, Non-Executive	17.09.2016	-	-	4.00 Years	13.04.1979	N.A.	N.A.	1	1	1	Nil
Mr.	Ashok Mukand	ADZPM9289K00324588	Nominee Director	14.09.2015	-	-	-	21.05.1949	N.A.	N.A.	1	0	Nil	Nil
Mr.	Amir Singh Yadav	AAJPY5963F08481111	Nominee Director	25.06.2019	-	-	-	11.07.1961	N.A.	N.A.	2	0	Nil	Nil

Whether Regular chairperson appointed : **Yes**

Whether Chairperson is related to managing director or CEO : **No**

§ PAN number of any director would not be displayed on the website of Stock Exchange.

& Category of directors means executive/non-executive/independent/Nominee. If a director fits into more than one category write all categories separating them with hyphen.

* to be filled only for Independent Director. Tenure would mean total period from which Independent director is serving on Board of directors of the listed entity in continuity without any cooling off period.

** A special resolution was passed by the shareholders of the Company at the 88th Annual General Meeting held on September 29, 2020 regarding re-appointment of Mr. Ashok Kumar Gupta (DIN: 02608184) as Whole-time Director, designated as Managing Director of the Company for a further period of five (5) years w.e.f. April 15, 2021 to April 14, 2026 and remuneration payable to him for the said term of period.

II. Composition of Committees

Name of Committee	Whether Regular chairperson appointed	Name of Committee members	Category (Chairperson/Executive/Non-Executive/independent/Nominee) ^{\$}	Date of Appointment	Date of Cessation
1. Audit Committee	Yes	Mr. D.K. Shukla	Chairperson (Independent Director)	25-09-2014	-
		Ms. Shalu Bhandari	Independent Director	13-11-2017	-
		Mr. Ashok Kumar Gupta	Executive Director	13-11-2019	-
2. Nomination and Remuneration Committee	Yes	Mr. D.K. Shukla	Chairperson (Independent Director)	25-09-2014	-
		Mr. Vipulkumar S. Modi	Independent Director	13-11-2019	-
		Ms. Shalu Bhandari	Independent Director	13-11-2019	-
3. Risk Management Committee (if applicable)	Yes	Mr. Kushagra Bajaj	Chairman (Non-Executive Director)	12-02-2019	-
		Mr. Ashok Kumar Gupta	Executive Director	12-02-2019	-
		Mr. Vipulkumar S. Modi	Independent Director	12-02-2019	-
		Mr. Alok Kumar Vaish	Senior Management Personnel	12-02-2019	-
4. Stakeholders' Relationship Committee	Yes	Mr. D.K. Shukla	Chairperson (Independent Director)	12-02-2019	-
		Mr. Kushagra Bajaj	Non-Executive Director	18-10-2014	-
		Mr. Vipulkumar S. Modi	Independent Director	13-11-2017	-
5. Corporate Social Responsibility Committee	Yes	Mr. Kushagra Bajaj	Chairperson (Non-Executive Director)	18-10-2014	-
		Mr. Ashok Kumar Gupta	Executive Director	18-10-2014	-
		Ms. Shalu Bhandari	Independent Director	13-11-2019	-

^{\$} Category of directors means executive/non-executive/independent/Nominee. If a director fits into more than one category write all categories separating them with hyphen

III. Meeting of Board of Directors

Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Whether requirement of Quorum met*	Number of Directors present*	Number of independent directors present*	Maximum gap between any two consecutive (in number of days)
06-05-2020		Yes	6	4	
29-05-2020		Yes	6	4	22
29-06-2020		Yes	7	4	30
	08-08-2020	Yes	6	4	39
	18-08-2020	Yes	6	4	9

* to be filled in only for the current quarter meetings

**IV. Meeting of Committees
(Audit Committee)**

Date(s) of meeting of the committee in the relevant quarter	Date(s) of meeting of the committee in the previous quarter	Whether requirement of Quorum met (details)*	Number of Directors present**	Number of independent directors present**	Maximum gap between any two consecutive meetings in number of days**
	30-04-2020	Yes	3	2	
	29-05-2020	Yes	3	2	28
	29-06-2020	Yes	3	2	30
08-08-2020		Yes	3	2	39
18-08-2020		Yes	3	2	9
<p>* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional **to be filled in only for the current quarter meetings</p>					

V. Related party Transactions

Subject	Compliance status (Yes/No/NA) refer note below
Whether prior approval of audit committee obtained	N.A.
Whether shareholder approval obtained for material RPT	N.A.
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	N.A.
<p>Note</p> <p>1. In the column “Compliance Status”, compliance or non-compliance may be indicated by Yes/No/N.A.. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words “N.A.” may be indicated.</p> <p>2. If status is “No” details of non-compliance may be given here.</p>	

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: **Yes**
 - a. Audit Committee
 - b. Nomination & remuneration committee
 - c. Stakeholders relationship committee
 - d. Risk management committee
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. This report and/or the report submitted in the previous quarter has been placed before Board of Directors: **Yes**

For Bajaj Hindusthan Sugar Limited

Sd/-

Kausik Adhikari
Company Secretary & Compliance Officer
(Membership No: ACS18556)

Note: Information at Table I and II above need to be necessarily given in 1st quarter of each financial year. However if there is no change of information in subsequent quarter(s) of that financial year, this information may not be given by Listed entity and instead a statement “same as previous quarter” may be given.

(Format to be submitted by listed entity at the end of 6 months after end of financial year along-with second quarter report of next financial year)

I Affirmations		
Broad heading	Regulation Number	Compliance status (Yes/No/NA)refer note below
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
Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes
Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes
Presence of Chairperson of the stakeholders relationship committee at the annual general meeting	20(3)	Yes
Whether “Corporate Governance Report” disclosed in Annual Report	34(3) read with para C of Schedule V	Yes
<p>Note</p> <p>1 In the column “Compliance Status”, compliance or non-compliance may be indicated by Yes/No/N.A.. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words “N.A.” may be indicated.</p> <p>2 If status is “No” details of non-compliance may be given here.</p> <p>3 If the Listed Entity would like to provide any other information the same may be indicated here.</p>		

For Bajaj Hindusthan Sugar Limited

Sd/-

Kausik Adhikari
Company Secretary & Compliance Officer
 (Membership No: ACS18556)