



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 : **30th September, 2022**

ANNEXURE – I

I. Composition of Board of Directors

Title (Mr./Ms)	Name of the Director	PAN ^s & DIN	Category (Chairperson/ Executive/ Non-Executive/Independent/Nominee) ^{&}	Initial Date of Appointment	Date of Re-appointment	Date of Cessation	Tenure* (In months)	Date of Birth	Whether the director is disqualified	Start date of Disqualification	End date of Disqualification	Details of Disqualification	Current Status	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	No	-	-	-	Active	N.A.	N.A.	2	0	2	0
Mr.	Ajay Kumar Sharma	APJPS4212C09607745	Executive	20.05.2022	20.05.2022	-	-	02.10.1967	No	-	-	-	Active	N.A.	N.A.	1	0	1	0
Mr.	D.K. Shukla	ADAPS8214R00025409	Independent, Non-Executive	21.12.2008	01.04.2019	-	97	01.03.1943	No	-	-	-	Active	Yes	26.03.2019	1	1	2	2
Mr.	Atul Hasmukhrai Mehta	AFPPM0421F00112451	Independent, Non-Executive	01.01.2020	01.01.2020	-	33	30.10.1966	No	-	-	-	Active	N.A.	N.A.	1	1	0	0
Ms.	Shalu Bhandari	AENPB7814G00012556	Independent, Non-Executive	17.09.2016	17.09.2021	-	72	13.04.1979	No	-	-	-	Active	N.A.	N.A.	2	2	4	0
Mr.	Vinod C. Sampat	AAJPS2999B09024617	Independent, Non-Executive	21.01.2021	21.01.2021	-	21	14.12.1959	No	-	-	-	Active	N.A.	N.A.	1	1	0	0
Mr.	Ashok Mukand	ADZPM9289K00324588	Nominee Director	14.09.2015	14.09.2015	-	-	21.05.1949	No	-	-	-	Active	N.A.	N.A.	1	0	0	0
Mr.	Ramani Ranjan Mishra	AEVPM3072M09389302	Nominee Director	11.11.2021	11.11.2021	-	-	01.05.1966	No	-	-	-	Active	N.A.	N.A.	1	0	0	0

Whether Regular chairperson appointed : **Yes**

Whether Chairperson related to Promoter : **Yes**

^sPAN 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.



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 (Non-Executive Independent Director)	25-09-2014	-
		Ms. Shalu Bhandari	Member (Non-Executive Independent Director)	13-11-2017	-
		Mr. Ajay Kumar Sharma	Executive Director	20-05-2022	-
2. Nomination and Remuneration Committee	Yes	Mr. D.K. Shukla	Chairperson (Non-Executive Independent Director)	25-09-2014	-
		Ms. Shalu Bhandari	Member (Non-Executive Independent Director)	13-11-2019	-
		Mr. Atul Hasmukhrai Mehta	Member (Non-Executive Independent Director)	21-01-2021	-
3. Risk Management Committee (if applicable)	Yes	Mr. Kushagra Bajaj	Chairman (Non-Executive Non-Independent Director)	12-02-2019	-
		Mr. Vinod C. Sampat	Member (Non-Executive Independent Director)	21-01-2021	-
		Mr. Kausik Adhikari	Member (Senior Management Personnel - C.S.)	21-01-2021	-
		Mr. Sunil Kumar Ojha	Member (Senior Management Personnel - CFO)	14-08-2021	-
		Mr. Ajay Kumar Sharma	Member (Senior Management Personnel - M.D.)	20-05-2022	-
4. Stakeholders' Relationship Committee	Yes	Mr. D.K. Shukla	Chairperson (Non-Executive Independent Director)	12-02-2019	-
		Mr. Kushagra Bajaj	Member (Non-Executive Non-Independent Director)	18-10-2014	-
		Ms. Shalu Bhandari	Member (Non-Executive Independent Director)	21-01-2021	-
5. Corporate Social Responsibility Committee	Yes	Mr. Kushagra Bajaj	Chairman (Non-Executive Non-Independent Director)	18-10-2014	-
		Ms. Shalu Bhandari	Member (Non-Executive Independent Director)	13-11-2019	-
		Mr. Ajay Kumar Sharma	Executive Director	20-05-2022	-



6. Independent Directors' Committee	Yes	Mr. D.K. Shukla	Chairperson (Non-Executive Independent Director)	21-12-2008	-
		Ms. Shalu Bhandari	Member (Non-Executive Independent Director)	17-09-2016	-
		Mr. Atul Hasmukhrai Mehta	Member (Non-Executive Independent Director)	01-01-2020	-
		Mr. Vinod C. Sampat	Member (Non-Executive Independent Director)	21-01-2021	-

§ 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*	Total Number of Directors as on date of the meeting	Number of directors present* (All directors including independent directors)	Number of Independent Directors attending the meeting	Maximum gap between any two consecutive (in number of days)
20-05-2022		Yes	8	6	4	
	12-08-2022	Yes	8	7	4	83
	23-09-2022	Yes	8	7	4	41

* to be filled in only for the current quarter meetings

IV. Meeting of Committees

A) 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)*	Total Number of Directors as on date of the meeting	Number of directors present* (All directors including independent directors)	Number of Independent Directors attending the meeting	Maximum gap between any two consecutive meetings in number of days**
	20-05-2022	Yes	3	2	2	
12-08-2022		Yes	3	3	2	83
23-09-2022		Yes	3	3	2	41

* 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



B) Nomination & Remuneration 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)*	Total Number of Directors as on date of the meeting	Number of directors present* (All directors including independent directors)	Number of Independent Directors attending the meeting	Maximum gap between any two consecutive meetings in number of days**
	20-05-2022	Yes	3	3	3	-
<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>						

C) Stakeholders Relationship 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)*	Total Number of Directors as on date of the meeting	Number of directors present* (All directors including independent directors)	Number of Independent Directors attending the meeting	Maximum gap between any two consecutive meetings in number of days**
	20-05-2022	Yes	3	3	2	-
<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>						

D) Risk Management 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)*	Total Number of Directors as on date of the meeting	Number of directors present* (All directors including independent directors)	Number of Independent Directors attending the meeting	Maximum gap between any two consecutive meetings in number of days**
-	26-04-2022	Yes	3	2	1	-
12-08-2022	-	Yes	4	4	1	-
<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>						



E) Independent Directors' 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)*	Total Number of Directors as on date of the meeting	Number of directors present* (All directors including independent directors)	Number of Independent Directors attending the meeting	Maximum gap between any two consecutive meetings in number of days**
-	-	-	-	-	-	-

* 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

F) Corporate Social Responsibility 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)*	Total Number of Directors as on date of the meeting	Number of directors present* (All directors including independent directors)	Number of Independent Directors attending the meeting	Maximum gap between any two consecutive meetings in number of days**
-	-	-	-	-	-	-

* 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

V. Related party Transactions

Subject	Compliance status (Yes/No/NA) refer note below
Whether prior approval of audit committee obtained	YES
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.

Note

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.

2. If status is "No" details of non-compliance may be given here.



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
 - e. CSR 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**
6. Any comments/observations/advice of the board of directors may be mentioned here: **No comments/observations were received from the Board of Directors.**

For Bajaj Hindusthan Sugar Limited

Sd/-

Kausik Adhikari

Company Secretary &

Compliance Officer

(Membership No: ACS18556)

Mumbai

20.10.2022

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 from the close of 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)

Mumbai
 21.10.2022

Format to be submitted twice a year, on a half yearly basis by the listed entity at the end of every 6 months of the financial year

Half year ending –September 30, 2022

I. Disclosure of Loans / guarantees / comfort letters / securities etc. (refer note below)			
(A) Any loan or any other form of debt advanced by the listed entity directly or indirectly to:			
Entity	Aggregate amount advanced during six months (In Rs.)	Balance outstanding at the end of six months (In Rs.)	
Promoter or any other entity controlled by them	0.00	0.00	
Promoter Group or any other entity controlled by them	0.00	0.00	
Directors (including relatives) or any other entity controlled by them:	0.00	16,43,25,10,023	
KMPs or any other entity controlled by them	0.00	0.00	
(B) Any guarantee/ comfort letter (by whatever name called) provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by:			
Entity	Type (guarantee, comfort letter, etc.)	Aggregate amount of issuance during six months (In Rs.)	Balance outstanding at the end of six months (taking into account any invocation) (In Rs.)
Promoter or any other entity controlled by them	Nil	0.00	0.00
Promoter Group or any other entity controlled by them	Nil	0.00	0.00
Directors (including relatives) or any other entity controlled by them	Nil	0.00	0.00
KMPs or any other entity controlled by them	Nil	0.00	0.00
(C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by:			
Entity	Type of security (cash, shares, etc.)	Aggregate value of security provided during six months (In Rs.)	Balance outstanding at the end of six months (In Rs.)
Promoter or any other entity controlled by them	Nil	0.00	0.00
Promoter Group or any other entity controlled by them	The company has investment in Equity Shares of LPGCL. Security has been created by pledging the investment	0.00	661,25,24,974
Directors (including relatives) or any other entity controlled by them	Nil	0.00	0.00
KMPs or any other entity controlled by them	Nil	0.00	0.00



II. Affirmations:

All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to promoter(s), promoter group, director(s) (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them are in the economic interest of the company:

Compliance Status: **Yes**

Sd/-
Sunil Kumar Ojha
Chief Financial Officer

Lucknow
20.10.2022

Note

1. *These disclosures shall exclude any loan (or other form of debt), guarantee / comfort letter (by whatever name called) or security provided in connection with any loan or any other form of debt;*
 - a) *by a government company to/ for the Government or government company*
 - b) *by the listed entity to/for its subsidiary [and joint-venture company] whose accounts are consolidated with the listed entity.*
 - c) *by a banking company or an insurance company ; and*
 - d) *by the listed entity to its employees or directors as a part of the service conditions*
2. *If the Listed Entity would like to provide any other information, the same may be indicated as Para D in the above table..*