

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](http://www.bajajhindusthan.com)  
[Corporate Identity No.L15420UP1931PLC065243](#)

**QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE**

ANNEXURE – I

(Format to be submitted by listed entity on quarterly basis)

Name of the Company : **BAJAJ HINDUSTHAN SUGAR LIMITED**  
 Quarter ending on : **30<sup>th</sup> September, 2016**

**I. Composition of Board of Directors**

Title (Mr./Ms)	Name of the Director	PAN <sup>§</sup> & DIN	Category (Chairperson/ Executive/ Non-Executive/Independent/Nominee) <sup>&amp;</sup>	Date of Appointment in the current term/cessation	Tenure*	No of Directorship in listed entities including this listed entity (Refer Regulation 25(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)
Mr.	Kushagra Bajaj	ABBPB5704G00017575	Chairperson, Executive	24.04.2012	-	2	2	Nil
Mr.	Madhav L. Apte	ADCPA3191M00003656	Independent, Non-Executive	12.08.2014	2.01 Year	7	9	1
Mr.	R.V. Ruia	AABPR6608N00035853	Independent, Non-Executive	12.08.2014	2.01 Year	2	2	2
Mr.	D.K. Shukla	ADAPS8214R00025409	Independent, Non-Executive	12.08.2014	2.01 Year	1	1	Nil
Mr.	Alok Krishna Agarwal	AAJPA7100N00127273	Independent, Non-Executive	12.08.2014	2.01 Year	5	2	Nil
Mr.	Vipulkumar S. Modi	ACGPM2246N06985276	Independent, Non-Executive	07.01.2016	0.9 Year	1	Nil	Nil
Mr.	Ashok Mukand	ADZPM9289K01235804	Nominee Director	14.09.2015	-	1	Nil	Nil
Mr.	Binod Kumar	AAYPK3336R07361689	Nominee Director	07.01.2016	-	2	Nil	Nil
Mr.	Ashok Kumar Gupta	ABVPG9049B02608184	Executive	01.10.2012	-	1	Nil	Nil
Ms.	Shalu Bhandari <sup>#</sup>	AENPB7814G00012556	Independent, Non-Executive	17.09.2016	0.1 Year	1	Nil	Nil

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

<sup>&</sup> 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.

<sup>#</sup> Ms. Shalu Bhandari has appointed as an Additional Director w.e.f. September 17, 2016 under Section 149 of the Companies Act, 2013.

## II. Composition of Committees

Name of Committee	Name of Committee members	Category (Chairperson/Executive/Non-Executive/independent/Nominee) <sup>§</sup>
1. Audit Committee	Mr. R.V. Ruia Mr. D.K. Shukla Mr. Alok Krishna Agarwal	Chairperson (Independent Director) Independent Director Independent Director
2. Nomination and Remuneration Committee	Mr. D.K. Shukla Mr. Madhav L. Apte Mr. R.V. Ruia Mr. Alok Krishna Agarwal	Chairperson (Independent Director) Independent Director Independent Director Independent Director
3. Risk Management Committee (if applicable)	Not Applicable	Not Applicable
4. Stakeholders Relationship Committee	Mr. R.V. Ruia Mr. Madhav L. Apte Mr. Kushagra Bajaj	Chairperson (Independent Director) Independent Director Executive Director

<sup>§</sup> 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	Maximum gap between any two consecutive (in number of days)
25.04.2016, 30.05.2016	12.09.2016	104

## IV. Meeting of Committees (Audit Committee)

Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days*
12.09.2016	Yes	25.04.2016, 30.05.2016	104

\* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional

## 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

- 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.
- 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.
2. The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015: <ol style="list-style-type: none"> <li>Audit Committee</li> </ol>

- b. Nomination and Remuneration Committee
  - c. Stakeholders Relationship Committee
  - 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.
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.
5. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. No comments/observations were received from the Board of Directors.

**For Bajaj Hindusthan Sugar Limited**

Sd/-  
Kausik Adhikari  
**Deputy Company Secretary**  
**(Compliance Officer)**

**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.

**ANNEXURE –III**

**(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)**

<b>I Affirmations</b>		
<b>Broad heading</b>	<b>Regulation Number</b>	<b>Compliance status (Yes/No/NA)refer note below</b>
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)	No (Audit Committee Member attended the Annual General Meeting of the Company as per authority given by the Chairman of the Audit Committee)
Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes
Whether “Corporate Governance Report” disclosed in Annual Report	34(3) read with para C of Schedule V	Yes
<p><b>Note</b></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  
**Deputy Company Secretary**  
**(Compliance Officer)**