



## 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](http://www.bajajhindusthan.com)  
[Corporate Identity No.LI5420UP1931PLC065243](#)

### QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE

Name of the Company : **BAJAJ HINDUSTHAN SUGAR LIMITED**  
 Quarter ending : **31<sup>st</sup> December, 2019**

ANNEXURE – I

#### 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>	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.	D.K. Shukla	ADAPS8214R00025409	Independent, Non-Executive	21.12.2008	01.04.2019	-	5.04 Years	01.03.1943	Yes	26.03.2019	1	1	2	2
Mr.	Alok Krishna Agarwal	AAJPA7100N00127273	Independent, Non-Executive	24.04.2007	01.04.2019	03/10/2019	5.04 Years	03.02.1964	N.A.	N.A.	2	1	3	Nil
Mr.	Vipulkumar S. Modi	ACGPM2246N06985276	Independent, Non-Executive	07.01.2016	-	-	3.11 Years	18.03.1967	N.A.	N.A.	1	1	1	Nil

Title (Mr./Ms)	Name of the Director	PAN <sup>§</sup> & DIN	Category (Chairperson/ Executive/ Non-Executive/Independent/ Nominee) <sup>&amp;</sup>	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 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	-	-	3.03 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.	1	0	Nil	Nil
Mr.	Ashok Kumar Gupta	ABVPG9049B02608184	Executive	01.10.2012	01.10.2017	-	-	15.04.1951	N.A.	N.A.	1	0	1	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.



## II. Composition of Committees

Name of Committee	Whether Regular chairperson appointed	Name of Committee members	Category (Chairperson/Executive/Non-Executive/independent/Nominee) <sup>§</sup>	Date of Appointment	Date of Cessation
1. Audit Committee	Yes	Mr. D.K. Shukla	Chairperson (Independent Director)	21-12-2008	-
		Mr. Alok Krishna Agarwal	Independent Director	24-04-2007	03-10-2019
		Ms. Shalu Bhandari	Independent Director	17-09-2016	-
		Mr. Ashok Kumar Gupta (w.e.f. 13.11.2019)	Executive Director	01-10-2012	-
2. Nomination and Remuneration Committee	Yes	Mr. D.K. Shukla	Chairperson (Independent Director)	21-12-2008	-
		Mr. Alok Krishna Agarwal	Independent Director	24-04-2007	03-10-2019
		Mr. Vipulkumar S. Modi (w.e.f. 13.11.2019)	Independent Director	07-01-2016	-
		Ms. Shalu Bhandari (w.e.f. 13.11.2019)	Independent Director	17-09-2016	-
3. Risk Management Committee (if applicable)	Yes	Mr. Kushagra Bajaj	Chairman (Non-Executive Director)	24-04-2007	-
		Mr. Ashok Kumar Gupta	Executive Director	01-10-2012	-
		Mr. Vipulkumar S. Modi	Independent Director	07-01-2016	-
		Mr. Pradeep Parakh	Senior Management Personnel	16-04-2001	-
		Mr. Alok Kumar Vaish	Senior Management Personnel	09-08-2018	-
4. Stakeholders' Relationship Committee	Yes	Mr. D.K. Shukla	Chairperson (Independent Director)	21-12-2008	-
		Mr. Kushagra Bajaj	Non-Executive Director	24-04-2007	-
		Mr. Vipulkumar S. Modi	Independent Director	07-01-2016	-
5. Corporate Social Responsibility Committee	Yes	Mr. Kushagra Bajaj	Chairperson (Non-Executive Director)	24-04-2007	-
		Mr. Alok Krishna Agarwal	Independent Director	24-04-2007	03-10-2019
		Mr. Ashok Kumar Gupta	Executive Director	01-10-2012	-
		Ms. Shalu Bhandari (w.e.f. 13.11.2019)	Independent Director	17-09-2016	-

<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	Whether requirement of Quorum met*	Number of Directors present*	Number of independent directors present*	Maximum gap between any two consecutive (in number of days)
13.08.2019		Yes	7	4	
25.09.2019		Yes	5	3	42
	08.11-2019	Yes	5	3	43
	13.11.2019	Yes	6	3	4
	20.11.2019	Yes	3	3	6

\* 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**
	13.08.2019	Yes	3	3	
	25.09.2019	Yes	3	2	42
08.11.2019		Yes	2	2	43
13.11.2019		Yes	2	2	4
<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	YES
Whether shareholder approval obtained for material RPT	YES
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	N.A.
<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>	



## 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: **No comments/observations were received from the Board of Directors.**

### For Bajaj Hindusthan Sugar Limited

Sd/-  
Kausik Adhikari  
**Deputy Company Secretary**  
(Membership No: ACS18556)  
**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.