

## General information about company

Scrip code	533192
NSE Symbol	KCPSUGIND
MSEI Symbol	NOTLISTED
ISIN	INE790B01024
Name of the entity	K.C.P SUGAR AND INDUSTRIES CORPORATION LIMITED
Date of start of financial year	01-04-2018
Date of end of financial year	31-03-2019
Reporting Quarter	Yearly
Date of Report	31-03-2019
Risk management committee	Not Applicable

## 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

Sr	Title (Mr/ Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of appointment in the current term	Date of cessation	Tenure of director (in months)	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)	Notes for not providing PAN	Notes for not providing DIN
1	Mrs	IRMGARD VELAGAPUDI M RAO	AAFPI6691A	00091370	Executive Director	Not Applicable	MD	11-09-2000			1	1	0		
2	Mr	VINOD R SETHI	BESPS5774Q	00106598	Executive Director	Chairperson		26-05-2005			3	3	0		
3	Mrs	V KIRAN RAO	AFDPK2995G	00091466	Executive Director	Not Applicable		29-07-2002			1	1	0		
4	Mr	VITHAL RAJAN	ABMPR8539A	00021571	Non-Executive - Independent Director	Not Applicable		11-09-2014		55	1	1	0		

## 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

Sr	Title (Mr/Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of appointment in the current term	Date of cessation	Tenure of director (in months)	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)	Notes for not providing PAN	Notes for not providing DIN
5	Mr	M S V M RAO	AFOPM9785K	00432640	Non-Executive - Independent Director	Not Applicable		11-09-2004		55	1	1	1		
6	Mr	PRATAP K MOTURI	AAIPM6535E	00020630	Non-Executive - Independent Director	Not Applicable		11-09-2004		55	1	1	0		
7	Mr	K R ADIVARAHAN	ADOPA8601L	00019844	Non-Executive - Independent Director	Not Applicable		21-09-2016		55	1	2	0		

### Audit Committee Details

		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	00432640	M S V M RAO	Non-Executive - Independent Director	Chairperson	11-09-2014		
2	00106598	VINOD R SETHI	Executive Director	Member	26-05-2005		

3	00021571	VITHAL RAJAN	Non-Executive - Independent Director	Member	11-09-2014
4	00019844	K R ADIVARAHAN	Non-Executive - Independent Director	Member	21-09-2016
5	00020630	PRATAP K MOTURI	Non-Executive - Independent Director	Member	11-09-2014

### 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	00021571	VITHAL RAJAN	Non-Executive - Independent Director	Chairperson	11-09-2014		
2	00106598	VINOD R SETHI	Executive Director	Member	26-05-2005		
3	00019844	K R ADIVARAHAN	Non-Executive - Independent Director	Member	21-09-2016		

### 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	00019844	K R ADIVARAHAN	Non-Executive - Independent Director	Chairperson	21-09-2016		

2	00091370	IRMGARD VELAGAPUDI M RAO	Executive Director	Member	11-09-2000
3	00091466	V KIRAN RAO	Executive Director	Member	29-07-2002

### 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
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### 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	00091370	IRMGARD VELAGAPUDI M RAO	Executive Director	Chairperson	11-09-2000		
2	00106598	VINOD R SETHI	Executive Director	Member	26-05-2005		
3	00432640	M S V M RAO	Non-Executive - Independent Director	Member	11-09-2014		
4	00019844	K R ADIVARAHAN	Non-Executive - Independent Director	Member	21-09-2016		

### Other Committee

Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks
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## Annexure 1

### Annexure 1

#### III. Meeting of Board of Directors

Disclosure of notes on meeting of board of directors explanatory

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)	Notes for not providing Date
1	14-11-2018			
2		08-02-2019	85	

## Annexure 1

#### IV. Meeting of Committees

Disclosure of notes on meeting of committees explanatory

Sr	Name of Committee	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum of met (Yes/No)	Requirement of Quorum met	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings (in number of days)	Name of other committee	Reason for not providing date
1	Audit Committee	08-02-2019	Yes	5	14-11-2018	85		
2	Nomination and remuneration committee	08-02-2019	Yes	3		619		No Meeting was conducted in the previous quarter
3	Stakeholders Relationship Committee	25-01-2019	Yes	3	21-12-2018	34		

4	Stakeholders Relationship Committee	25-02-2019	Yes	3	21-12-2018	65
5	Stakeholders Relationship Committee	18-03-2019	Yes	3	21-12-2018	86
6	Stakeholders Relationship Committee	30-03-2019	Yes	3	21-12-2018	98

### Annexure 1

#### V. Related Party Transactions

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	Yes	
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	NA	

### Annexure 1

#### VI. Affirmations

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 100 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

### Annexure 1

Sr	Subject	Compliance status
1	Name of signatory	S CHIDAMBARAM
2	Designation	Company Secretary and Compliance Officer

### Annexure II

#### Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)

#### I. Disclosure on website in terms of Listing Regulations

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.kcpsugar.com
2	Terms and conditions of appointment of independent directors	Yes		www.kcpsugar.com

3	Composition of various committees of board of directors	Yes		www.kcpsugar.com
4	Code of conduct of board of directors and senior management personnel	Yes		www.kcpsugar.com
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		www.kcpsugar.com
6	Criteria of making payments to non-executive directors	Yes		www.kcpsugar.com
7	Policy on dealing with related party transactions	Yes		www.kcpsugar.com
8	Policy for determining 'material' subsidiaries	NA		
9	Details of familiarization programmes imparted to independent directors	Yes		www.kcpsugar.com

## Annexure II

### Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)

#### I. Disclosure on website in terms of Listing Regulations

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.kcpsugar.com
11	email address for grievance redressal and other relevant details	Yes		www.kcpsugar.com
12	Financial results	Yes		www.kcpsugar.com
13	Shareholding pattern	Yes		www.kcpsugar.com

14	Details of agreements entered into with the media companies and/or their associates	No	No agreement was entered with media companies/their associates	
15	New name and the old name of the listed entity	NA		

## Annexure II

### II. Annual Affirmations

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)	Yes	
3	Meeting of Board of directors	17(2)	Yes	
4	Review of Compliance Reports	17(3)	Yes	
5	Plans for orderly succession for appointments	17(4)	Yes	
6	Code of Conduct	17(5)	Yes	
7	Fees/compensation	17(6)	Yes	
8	Minimum Information	17(7)	Yes	
9	Compliance Certificate	17(8)	Yes	
10	Risk Assessment & Management	17(9)	NA	

## Annexure II

### II. Annual Affirmations

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
11	Performance Evaluation of Independent Directors	17(10)	Yes	
12	Composition of Audit Committee	18(1)	Yes	
13	Meeting of Audit Committee	18(2)	Yes	
14	Composition of nomination & remuneration committee	19(1) & (2)	Yes	
15	Composition of Stakeholder Relationship Committee	20(1) & (2)	Yes	
16	Composition and role of risk management committee	21(1),(2),(3),(4)	NA	
17	Vigil Mechanism	22	Yes	
18	Policy for related party Transaction	23(1),(5),(6),(7) & (8)	Yes	
19	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
20	Approval for material related party transactions	23(4)	Yes	

## Annexure II

<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	Composition of Board of Directors of unlisted material Subsidiary	24(1)	Yes	
22	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	Yes	

23	Maximum Directorship & Tenure	25(1) & (2)	Yes	
24	Meeting of independent directors	25(3) & (4)	Yes	
25	Familiarization of independent directors	25(7)	Yes	
26	Memberships in Committees	26(1)	Yes	
27	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
28	Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes	
29	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
	Any other information to be provided - Add Notes			

### Annexure II

1	Name of signatory	S CHIDAMBARAM
2	Designation	Company Secretary and Compliance Officer

### Annexure II

III. Affirmations		
Sr	Particulars	Compliance status (Yes/No/NA)
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	

## Annexure II

1	Name of signatory	S CHIDAMBARAM
2	Designation	Company Secretary and Compliance Officer

## Signatory Details

Name of signatory	S CHIDAMBARAM
Designation of person	Company Secretary and Compliance Officer
Place	CHENNAI
Date	12-04-2019