



## Dhampur Sugar Mills Limited

241, Okhla Industrial Estate Phase-III New Delhi- 110020

Regd. Offc: Dhampur, District Bijnor (U.P.) 246761

Tel: 01344-220006, Fax: 01344-220662

Email: investordesk@dhampur.com, CIN NO. L15249UP1933PLC000511

### Compliance Report on Corporate Governance on Quarterly Basis Quarter ending on: 30<sup>th</sup> September, 2018

I. Composition of Board of Directors										
Title (Mr./Ms)	Name of the Director	DIN	PAN	Category (Chairperson /Executive/Non-Executive / Independent/ Nominee)	Date of Appointment	Date of Cessation	Tenure	No of Directorship in listed entities including this listed entity	No of memberships in Audit/ Stakeholder Committee(s) including this listed entity	No of post of Chairpersons on in Audit/ Stakeholder Committee held in listed entities including this listed entity
Mr.	Vijay Kumar Goel	00075317	AAUPG6819M	C & ED	01-Apr-2017	31-Mar-2020	36	2	0	0
Mr.	Ashok Kumar Goel	00076553	AGYPG1248E	ED	01-Apr-2017	31-Mar-2020	36	1	0	0
Mr.	Gaurav Goel	00076111	ADYPG0561H	ED	01-Apr-2017	31-Mar-2020	36	2	2	1
Mr.	Gautam Goel	00076326	ADYPG0564C	ED	01-Apr-2017	31-Mar-2020	36	1	0	0
Mr.	Mahesh Prasad Mehrotra	00016768	AAAPM2948M	ID	26-Sep-2014	25-Sep-2019	60	4	1	3
Mr.	Priya Brat	00041859	AAGPB3123K	ID	26-Sep-2014	25-Sep-2019	60	3	2	2

Mr.	Ashwani Kumar Gupta	00108678	ACDPG9749B	ID	26-Sep-2014	25-Sep-2019	60	2	2	1
Mr.	Harish Saluja	01233800	AOOPS8621K	ID	26-Sep-2014	25-Sep-2019	60	1	1	0
Mr.	Rahul Bedi	02573535	AADPB0091K	ID	26-Sep-2014	25-Sep-2019	60	1	0	0
Ms.	Nandita Chaturvedi	07015079	AMKPC4747Q	ID	12-Nov-2014	11-Nov-2019	60	1	0	0
Mr.	Sandeep Kumar Sharma	06906510	ANYPS0675G	ED	01-Apr-2017	31-Mar-2020	36	1	0	0
Mr.	Mahendar	08190074	ABFPM0343M	NED,ND	07-Aug-2018			1	0	0

## II. Composition of Committees

<b>Audit Committee</b>			
<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>
1	Priya Brat	ID	Member
2	Ashwani Kumar Gupta	ID	Member
3	Gaurav Goel	ED	Member
4	Mahesh Prasad Mehrotra	ID	Chairperson

<b>Stakeholders Relationship Committee</b>			
<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>
1	Priya Brat	ID	Member
2	Ashwani Kumar Gupta	ID	Chairperson
3	Harish Saluja	ID	Member

<b>Risk Management Committee (Not applicable, but voluntarily formed)</b>			
<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>
1	Mr. Gaurav Goel	ED	Chairperson
2	Mr. Ashwani Kumar Gupta	ID	Member
3	Mr. Sandeep Sharma	ED	Member

<b>Nomination and Remuneration Committee</b>				
<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>	
1	Priya Brat	ID	Member	
2	Ashwani Kumar Gupta	ID	Member	
3	Harish Saluja	ID	Member	
4	Mahesh Prasad Mehrotra	ID	Chairperson	
<b>III. Meeting of Board of Directors</b>				
<i>Date(s) of Meeting (if any) in the previous quarter</i>		<i>Date(s) of Meeting (if any) in the relevant quarter</i>		<i>Maximum gap between any two consecutive (in number of days)</i>
09-May-2018		07-Aug-2018		89
<b>IV. Meeting of Committees</b>				
<i>Name of the committee</i>	<i>Date(s) of meeting of the committee in the relevant quarter</i>	<i>Whether requirement of Quorum met (details)</i>	<i>Date(s) of meeting of the committee in the previous quarter</i>	<i>Maximum gap between any two consecutive (in number of days)</i>
Audit Committee	07-Aug-2018	4	09-May-2018	89
Stakeholders Relationship Committee	07-Aug-2018	3	09-May-2018	
Nomination & Remuneration Committee	07-Aug-2018			
<b>V. Related Party Transactions</b>				
<i>Subject</i>		<i>Compliance status (Yes/No/NA)</i>		
Whether prior approval of audit committee obtained		Yes		
Whether shareholder approval obtained for material RPT		Not Applicable		
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee		Not Applicable		

## 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
  - a. Audit Committee - **Yes**
  - b. Nomination & remuneration committee - **Yes**
  - c. Stakeholders relationship committee - **Yes**
  - 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. - **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.
  - a. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. - **Yes**
  - b. Any comments/observations/advice of Board of Directors may be mentioned here:

## Affirmations

<b>Broad Heading</b>	<b>Regulation Number</b>	<b>Compliance Status</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)	Yes
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

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.
3. If the Listed Entity would like to provide any other information the same may be indicated here.

**For Dhampur Sugar Mills Limited**

**Aparna Goel  
Company Secretary**