



Dhampur Sugar Mills Limited

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

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

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Compliance Report on Corporate Governance on Quarterly Basis for Quarter ending 30th September, 2019

i. Composition of Board of Director

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 Independent Directorship in listed entities including this listed entity	No of memberships in Audit/ Stakeholder Committee(s) including this listed entity	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity	Membership in Committees of the Company
Mr.	Vijay Kumar Goel	00075317	AAUPG6819M	C & ED	01-Apr-2017	31-Mar-2020	36	2	1	0	0	

Mr.	Ashok Kumar Goel	00076553	AGYPG1248E	ED	01-Apr-2017	31-Mar-2020		1	0	0	0	
Mr.	Gaurav Goel	00076111	ADYPG0561H	ED	01-Apr-2017	31-Mar-2020	36	2	1	3	0	AC RMC
Mr.	Gautam Goel	00076326	ADYPG0564C	ED	01-Apr-2017	31-Mar-2020	36	1	0	0	0	
Mr.	Mahesh Prasad Mehrotra	00016768	AAAPM2948M	ID	02-Sep-2019	01-Sep-2024	60	4	2	2	2	AC,NRC
Mr.	Priya Brat	00041859	AAGPB3123K	ID	02-Sep-2019	01-Sep-2021	24	3	3	2	2	AC, SC, NRC
Mr.	Ashwani Kumar Gupta	00108678	ACDPG9749B	ID	02-Sep-2019	01-Sep-2024	60	2	2	2	1	AC, SC, RMC NRC
Mr.	Harish Saluja	01233800	AOOPS8621K	ID	02-Sep-2019	01-Sep-2020	12	1	1	1	0	SC, NRC

Mr.	Rahul Bedi	02573535	AADPB0091K	ID	02-Sep-2019	01-Sep-2020	12	1	1	0	0	
Mr.	Sandeep Kumar Sharma	06906510	ANYPS0675G	ED	01-Apr-2017	31-Mar-2020	36	1	0	1	0	SC, RMC
Ms.	Nandita Chaturvedi	07015079	AMKPC4747Q	ID	11-Nov-2015	11-Nov-2019	60	1	1	0	0	
Mr.	Mahendar	08190074	ABFPM0343N	NED, N D	07-Aug-2018			1	0	0	0	

Company Remarks	
Whether Permanent chairperson appointed	Yes
Whether Chairperson is related to MD or CEO	Yes

ii. Composition of Committees

a. Audit Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Mahesh Prasad Mehrotra	ID	Chairperson	29-Dec-2000	
2	Gaurav Goel	ED	Member	27-May-2015	
3	Priya Brat	ID	Member	31-Jul-2008	
4	Ashwani Kumar Gupta	ID	Member	31-Dec-2001	

Company Remarks	
Whether Permanent chairperson appointed	Yes

b. Stakeholders Relationship Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
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1	Sandeep Kumar Sharma	ED	Member	31-Oct-2018	
2	Ashwani Kumar Gupta	NED, ID	Chairperson	13-Dec-2001	
3	Harish Saluja	NED, ID	Member	13-Dec-2001	
4	Priya Brat	NED, ID	Member	31-Jul-2008	

Company Remarks	
Whether Permanent chairperson appointed	Yes

c. Risk Management Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Gaurav Goel	ED	Chairperson	12-Nov-2014	
2	Ashwani Kumar Gupta	ID	Member	12-Nov-2014	
3	Sandeep Kumar Sharma	ED	Member	12-Nov-2014	

Company Remarks	
Whether Permanent chairperson appointed	Yes

d. Nomination and Remuneration Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Mahesh Prasad Mehrotra	ID	Chairperson	31-Dec-2001	
2	Priya Brat	ID	Member	31-Jul-2008	
3	Ashwani Kumar Gupta	ID	Member	31-Dec-2001	
4	Harish Saluja	ID	Member	31-Dec-2001	

Company Remarks	
Whether Permanent chairperson appointed	Yes

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
20-May-2019	01-Aug-2019	Yes	10	4

Company Remarks	
Maximum gap between any two consecutive (in number of days)	72

iv. Meeting of Committees

Name of the Committee	Date(s) of meeting during of the committee in the previous quarter	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Number of Directors present	Number of independent directors present

Audit Committee	20-May-2019	01-Aug-2019	Yes	4	3
Stakeholders Relationship Committee	20-May-2019	01-Aug-2019	Yes	4	3

Company Remarks	
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	72

v. **Related Party Transactions**

Subject	Compliance status (Yes/No/NA)	Remark
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	

Disclosure of notes on related party transactions and Disclosure of notes of material related party transactions	
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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:

Name : **Aparna Goel**
Designation : **Company Secretary**

ANNEXURE III

Affirmations

Broad Heading	Regulation Number	Compliance Status	Company Remark
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 Stakeholder 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	

Note:

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Name : **Aparna Goel**
Designation : **Company Secretary**