

Corporate Governance Report

1. Name of Listed Entity – **Gayatri Sugars Limited**

2. Quarter ending : **September 30, 2020**

Annexure A

I. Composition of Board of Directors

Title (Mr./ Ms.)	Name of the Director	DIN	Category (Chairperson / Executive / Non-Executive / Independent / Nominee)	Initial Date of Appointment	Date of Re-appointment	Date of cessation	Tenure (in months)	Date of Birth	Number of Directorship in listed entities including this listed entity [Refer Regulation 17A(1)]	Number of Independent Directorship in listed entities including this listed entity [Refer proviso to Regulation 17A(1)]	Number of memberships in Audit/ Stakeholders Relationship Committee(s) including this listed entity [Refer Regulation 26(1)]	Number of post of Chairperson in Audit / Stakeholders Relationship Committee held in listed entities including this listed entity [Refer Regulation 26(1)]
Mrs.	THIKKAVARAPU INDIRA REDDY	00009906	Chairperson	21-07-2005				13-03-1951	3	0	2	0
Mrs.	TIKKAVARAPU SARITA REDDY	00017122	Managing Director	21-07-2005	01-05-2019			14-04-1971	2	0	3	0
Mr.	VENKATA SANDEEP KUMAR REDDY TIKKAVARAPU	00005573	Vice Chairperson	15-06-1995				23-11-1966	3	0	6	1
Mr.	RAJAGOPALAN RAMASWAMY TULAZENDRAPURAM	00020643	Non Executive Independent Director	01-06-2001	30-09-2019		72	29-05-1939	1	1	1	1
Mr.	RAGHURAJ SURESH BHALERAO	07652493	Non Executive Independent Director	11-11-2016			46	25-05-1958	1	1	2	1
Mr.	VENKATA NARAYANA RAO PALURI	07378105	Non Executive Independent Director	11-02-2020			7	15-05-1960	2	2	3	1

II. Composition of Committees

Name of Committee	Whether Regular chairperson appointed	Name of Committee members	Category (Chairperson / Executive / Non-Executive / Independent / Nominee)	Date of Appointment	Date of Cessation
1. Audit Committee	Yes	T.R. Rajagopalan	Chairman-- Independent Director	29-06-2001	
		T. Sarita Reddy	Member – Managing Director	19-01-2006	
		Raghuraj Suresh Bhalerao	Member– Independent Director	11-02-2020	
		Venkata Narayana Rao Paluri	Member– Independent Director	18-06-2020	
2. Nomination and Remuneration Committee	Yes	T.R. Rajagopalan	Chairman-- Independent Director	31-01-2002	
		T. Indira Reddy	Member – Non Executive Director	11-11-2016	
		Raghuraj Suresh Bhalerao	Member– Independent Director	11-02-2020	
3. Stakeholders' Relationship Committee	Yes	R S Bhalerao	Chairman-- Independent Director	11-02-2020	
		T V Sandeep Reddy	Member – Non Executive Director	21-07-2005	
		T Sarita Reddy	Member– Managing Director	21-07-2005	
4. Corporate Social Responsibility Committee	Yes	R S Bhalerao	Chairman-- Independent Director	11-02-2020	
		T V Sandeep Reddy	Member – Non Executive Director	14-08-2017	

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 (Yes / No)	Number of Directors present	Number of independent directors present	Maximum gap between any two consecutive meetings (in number of days)
18-06-2020	14-09-2020	Yes	4	3	87

IV. Meetings of Committees

Name of the Committee	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)	Number of Directors present	Number of independent directors present	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings (in number of days)
Audit Committee	14-09-2020	Yes	4	3	18-06-2020	87
-	-	-	-	-	-	-
-	-	-	-	-	-	-

V. Related Party Transactions

Subject	Compliance Status (Yes / No / NA)
Whether prior approval of audit committee obtained	YES
Whether shareholder approval obtained for material RPT	NA
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	YES

Affirmations	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 b. Nomination and Remuneration Committee c. Stakeholders' Relationship Committee d. Risk Management Committee	a. Yes b. Yes c. Yes d. Not Applicable
3. The above 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

The report submitted for the previous quarter ended June 30, 2020 has been placed before Board of Directors. No comments / observations / advice were received from the Board of Directors.

This report will be placed before Board of Directors at its next meeting. Any comments / observations / advice of Board of Directors will be mentioned in the report of next quarter.

Name: DANVEER SINGH

Designation: Company Secretary & Compliance Officer

Date: October 15, 2020

Corporate Governance Report

Name of Listed Entity: **Gayatri Sugars Limited**
Half Year ended – **September 30, 2020**

Annexure B

Affirmations		
Broad Heading	Regulation Number	Compliance status (Yes/No/NA) If Status is “No”, details of non Compliance may be given here
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 Stakeholders' 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

Name: DANVEER SINGH

Designation: Company Secretary & Compliance Officer

Date: October 15, 2020