

Corporate Governance Report

1. Name of Listed Entity – Gayatri Sugars Limited

2. Quarter ending : September 30, 2022

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	2	0	1	0
Mrs.	TIKKAVARAPU SARITA REDDY	00017122	Managing Director	21-07-2005	01-05-2022			14-04-1971	1	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		96	29-05-1939	1	1	1	1
Mr.	RAGHURAJ SURESH BHALERAO	07652493	Non Executive Independent Director	11-11-2016	11-11-2021		70	25-05-1958	1	1	2	1
Mr.	VENKATA NARAYANA RAO PALURI	07378105	Non Executive Independent Director	11-02-2020			31	15-05-1960	2	2	4	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	Mr. T.R. Rajagopalan	Chairman-- Independent Director	29-06-2001	
		Mrs. T. Sarita Reddy	Member – Managing Director	19-01-2006	
		Mr. Raghuraj Suresh Bhalerao	Member– Independent Director	11-02-2020	
		Mr. Venkata Narayana Rao Paluri	Member– Independent Director	18-06-2020	
2. Nomination and Remuneration Committee	Yes	Mr. T.R. Rajagopalan	Chairman-- Independent Director	31-01-2002	
		Mrs. T. Indira Reddy	Member – Non Executive Director	11-11-2016	
		Mr. Raghuraj Suresh Bhalerao	Member– Independent Director	11-02-2020	
3. Stakeholders' Relationship Committee	Yes	Mr. R S Bhalerao	Chairman-- Independent Director	11-02-2020	
		Mr. T V Sandeep Reddy	Member – Non Executive Director	21-07-2005	
		Mrs. T Sarita Reddy	Member– Managing Director	21-07-2005	
4. Corporate Social Responsibility Committee	Yes	Mr. R S Bhalerao	Chairman-- Independent Director	11-02-2020	
		Mrs. T Sarita Reddy	Member– Managing Director	14-08-2017	
		Mr. T V Sandeep Reddy	Member – Non Executive Director	14-08-2017	

Name of the Director	Disqualification of Directors under section 164 of the Companies Act, 2013				
	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status
THIKKAVARAPU INDIRA REDDY	No				Active
TIKKAVARAPU SARITA REDDY	No				Active
VENKATA SANDEEP KUMAR REDDY TIKKAVARAPU	No				Active
RAJAGOPALAN RAMASWAMY TULAZENDRAPURAM	No				Active
RAGHURAJ SURESH BHALERAO	No				Active
VENKATA NARAYANA RAO PALURI	No				Active

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)
27.05.2022		Yes	6	3	
	04-08-2022	Yes	5	3	68

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	04-08-2022	Yes	4	3	27.05.2022	68

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	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 500 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

The report submitted for the previous quarter ended June, 2022 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.

VII. Affirmations

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)
1	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
2	Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes
3	Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes
4	Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	No
5	Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes

Name: LALIT KUMAR THANVI

Designation: Company Secretary and Compliance Officer

Date: October 18, 2022

Additional Half yearly Disclosure			
Applicability of disclosure	Applicable		
Reason for Non Applicability	NA		
I. Disclosure of Loans/ guarantees/comfort letters /securities etc. refer note below			
(A)Any loan or any other form of debt advanced by the listed entity directly or indirectly to			
Entity	Aggregate amount advanced during six months	Balance outstanding at the end of six months (Amount in Rs.)	
Promoter or any other entity controlled by them	0.00	0	
Promoter Group or any other entity controlled by them	0.00	0	
Directors (including relatives) or any other entity controlled by them	0.00	0.00	
KMPs or any other entity controlled by them	0.00	0.00	
(B) Any guarantee / comfort letter (by whatever name called) provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed By			
Entity	Type (guarantee, comfort letter etc.)	Aggregate amount of issuance during six months	Balance outstanding at the end of six months (taking into account any invocation) (Amount in Rs.)
Promoter or any other entity controlled by them	NIL	0.00	0.00
Promoter Group or any other entity controlled by them	NIL	0.00	0.00
Directors (including relatives) or any other entity controlled by them	NIL	0.00	0.00
KMPs or any other entity controlled by them	NIL	0.00	0.00
(C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by			
Entity	Type of security (cash, shares etc.)	Aggregate value of security provided during six months	Balance outstanding at the end of six months (Amount in Rs.)
Promoter or any other entity controlled by them	NIL	0.00	0.00
Promoter Group or any other entity controlled by them	NIL	0.00	0.00
Directors (including relatives) or any other entity controlled by them	NIL	0.00	0.00
KMPs or any other entity controlled by them	NIL	0.00	0.00
(D) Additional Information			
II. Affirmations			
Affirmations	Compliance Status	Company Remarks	
All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to promoter(s), promoter group, director(s) (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them are in the economic interest of the company.	Yes		
Name	VR Prasad		

Designation	CFO		
Place	HYDERABAD		
Date	18-10-2022		