

## Quarterly Compliance Report on Corporate Governance

1. Name of the Company : **RANA SUGARS LIMITED**

2. Quarter ending : **31<sup>ST</sup> MARCH, 2019**

I. Composition of Board of Directors								
Title (Mr. / Ms.)	Name of the Directors	PAN & DIN	Category (Chairperson/ Executive/ Non-Executive/ independent/ Nominee)	Date of Appointment in the current term/ cessation	Tenure (in months)	No. of Directorship in listed entities including this listed entity  (Refer Regulation 25(1) of Listing Regulations)	Number of membership 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)
Mr.	Rana Inder Pratap Singh	AVNPS6106M00075107	Executive	31/10/2002	197	1	2	--
Mr.	Rana Ranjit Singh	ADXPS5464N00076770	Non-Executive	30/07/1991	332	1	--	--
Mr.	Rana Veer Pratap Singh	BAFPS9170M00076808	Non-Executive	31/10/2002	197	1	3	--
Mr.	Shivavtar Singh Bajwa	ACDPB9217H00714772	Independent - Non-Executive	30/09/2014	54	1	5	4
Mr.	Baljit Singh	AIJPS7302L00074716	Independent - Non-Executive	30/09/2014	54	1	3	1
Mrs.	Navpreet Kaur	ANMPK5801G07144566	Independent - Non-Executive	09/11/2018	04	1	1	--

II. Composition of Committees				
Name of Committee	Name of Committee members	Category (Chairperson/ Executive/ Non Executive/ independent/ Nominee)	Chairperson/ Membership	Appointment Date
1. Audit Committee	1. Mr. Shivavtar Singh Bajwa	Chairperson- Independent- Non-Executive	Chairman	30/09/2014
	2. Mr. Baljit Singh	Independent - Non-Executive	Member	30/09/2014
	3. Rana Veer Pratap Singh	Non-Executive	Member	30/05/2018
2. Nomination & Remuneration Committee	1. Mr. Shivavtar Singh Bajwa	Chairperson- Independent - Non-Executive	Chairman	30/09/2014
	2. Mr. Baljit Singh	Independent - Non-Executive	Member	30/09/2014
	3. Rana Veer Pratap Singh	Non-Executive	Member	30/05/2018
3. Risk Management Committee (if applicable)	N.A.	N.A.		
4. Stakeholders Relationship Committee	1. Mr. Baljit Singh	Chairperson- Independent - Non-Executive	Chairman	30/09/2014
	2. Mr. Shivavtar Singh Bajwa	Independent - Non-Executive	Member	30/09/2014
	3. Rana Veer Pratap Singh	Non-Executive	Member	14/11/2014



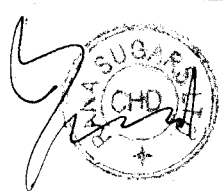
<b>III. Meeting of Board of Directors</b>		
Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Maximum gap between any two consecutive (in number of days)
09/11/2018	--	
14/11/2018	--	4 days
--	10/01/2019	56 days
--	14/02/2019	34 days

<b>IV. Meeting of Committees</b>			
<b>a. Audit Committee</b>			
Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days
--	Yes	09/11/2018	
--	Yes	14/11/2018	4 days
14/02/2019	Yes	--	91 days

<b>b. Nomination &amp; Remuneration Committee</b>			
Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days
--	Yes	06/11/2018	--
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<b>c. Stakeholders Relationship Committee</b>			
Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days
--	Yes	31/10/2018	--
--	Yes	20/11/2018	19
--	Yes	30/11/2018	09
--	Yes	10/12/2018	09
--	Yes	20/12/2018	09
--	Yes	31/12/2018	10
10/01/2019	Yes	--	09
21/01/2019	Yes	--	10
31/01/2019	Yes	--	09
11/02/2019	Yes	--	10
20/03/2019	Yes	--	36
30/03/2019	Yes	--	09

<b>V. Related Party Transactions</b>	
Subject	Compliance status (Yes/No/N.A.)
Whether prior approval of audit committee obtained	N.A.
Whether shareholder approval obtained for material RPT	N.A.
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	N.A.



**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
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 committee 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:  
No



(MANMOHAN K. RAINA)  
COMPANY SECRETARY/ COMPLIANCE OFFICER

**Format to be submitted by listed entity at the end of the financial year (for the whole of financial year).**

1. Name of the Company : **RANA SUGARS LIMITED**  
 2. Year ending : **31<sup>ST</sup> MARCH, 2019**

<b>1. Disclosure on website in terms of Listing Regulations</b>		<b>Compliance status (Yes/No/NA)</b>
<b>ITEM</b>		
Details of business		Yes
Terms and conditions of appointment of independent directors		Yes
Composition of various committees of board of directors		Yes
Code of conduct of board of directors and senior management personnel		Yes
Details of establishment of vigil mechanism/ Whistle Blower policy		Yes
Criteria of making payments to non-executive directors		Yes
Policy on dealing with related party transactions		Yes
Policy for determining 'material' subsidiaries		N.A.
Details of familiarization programmes imparted to independent directors		Yes
Contact information of the designated officials of the listed entity who is responsible for assisting and handling investor grievances		Yes
Email address for grievance redressal and other relevant details		Yes
Financial results		Yes
Shareholding Pattern		Yes
Details of agreements entered into with the media companies and/or their associates		N.A.
New name and the old name of the listed entity		N.A.
<b>II Annual Affirmations</b>		
<b>Particulars</b>	<b>Regulation Number</b>	<b>Compliance status (Yes/No/NA)</b>
Independent directors(s) have been appointed in terms of specified criteria of 'Independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes
Board composition	17(1)	Yes
Meeting of Board of directors	17(2)	Yes
Review of Compliance Reports	17(3)	Yes
Plans for orderly succession for appointments	17(4)	Yes
Code of Conduct	17(5)	Yes
Fees/ compensation	17(6)	Yes
Minimum Information	17(7)	Yes
Compliance Certificate	17(8)	Yes
Risk Assessment & Management	17(9)	Yes
Performance Evaluation of Independent Directors	17(10)	Yes
Composition of Audit Committee	18(1)	Yes
Meeting of Audit Committee	18(2)	Yes
Composition of nomination & remuneration Committee	19(1) & (2)	Yes

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Composition of Stakeholder Relationship Committee	20(1) & (2)	Yes
Composition and role of risk management committee	21(1),(2),(3),(4)	N.A.
Vigil Mechanism	22	Yes
Policy for related party Transaction	23(1),(5),(6),(7) & (8)	Yes
Prior or Omnibus approval of Audit Committee for all related party transactions	23(2),(3)	Yes
Approval for material related party transactions	23(4)	Yes
Composition of Board of Directors of unlisted material Subsidiary	24(1)	N.A.
Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	N.A.
Maximum Directorship & Tenure	25(1) & (2)	Yes
Meeting of Independent directors	25(3) & (4)	Yes
Familiarization of independent directors	25(7)	Yes
Memberships in Committees	26(1)	Yes
Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes
Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes
Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	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 word "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.

**III Affirmations:**

The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied. N.A.

**(MANMOHAN K. RAINA)**  
**COMPANY SECRETARY/ COMPLIANCE OFFICER**  
**RANA SUGARS LIMITED**