

## COMPLIANCE REPORT ON CORPORATE GOVERNANCE

1 NAME OF LISTED ENTITY  
2 QUARTER ENDING

SURYALAKSHMI COTTON MILLS LIMITED  
30th June, 2018.

## I COMPOSITION OF BOARD OF DIRECTORS

S.L.N o.	TITLE (Mr./ Ms.)	Name of the Director	PAN & DIN	Category (Chairperson/Executive/ Non-Executive/ Independent/ Nominee)	Date of Appointment in the current term. 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 Chairperson in Audit / Stakeholder Committee held in listed entities including this listed entity
1	Mr.	L.N.AGARWAL	Din No.00008721	Chairperson - Executive Director	22/06/2014	---	1	0	0
2	Mr.	PARITOSH AGARWAL	Din No.00008738	Executive Director	21/06/2015	---	1	0	0
3	Mr.	R.SURENDER REDDY	Din No.00083972	Non-Executive - Independent Director	27/05/2014	27/05/2014 to 26/05/2019	5	6	3
4	Mr.	R.S.AGARWAL	Din No.00012594	Non-Executive - Independent Director	29/07/2015	29/07/2015 to 28/07/2020	5	4	2
5	Ms.	PADMINI AGARWAL	DIN :01652449	Executive Director	27/05/2014	---	1	0	0
6	Mr.	NAVRANG LAL TIBREWAL	Din No.00030151	Non-Executive - Independent Director	29/07/2015	29/07/2015 to 28/07/2020	1	2	1
7	Ms.	A. MALLIKARJUN	DIN No.02599532	Nominee Director	01/01/2016	---	1	1	0
8	Mr.	DHRUV VIJAI SINGH	DIN No. 07180749	Non-Executive - Independent Director	28/07/2016	28/07/2016 to 27/07/2021	1	0	0
9	Dr.	VIVEKANAND	DIN No. 00011684	Non-Executive - Independent Director	28/07/2016	28/07/2016 to 27/07/2021	2	1	0

II COMPOSITION OF COMMITTEES		
SI.N o.	Name of the Committee	Category (Chairperson / Executive / Non-Executive / Independent / Nominee)
1	AUDIT COMMITTEE	Non-Executive - Independent Director
	Sri R.Surender Reddy	Non-Executive - Independent Director
	Sri Navrang Lal Tibrewal	Non-Executive - Independent Director
	Sri R.S.Agarwal	Non-Executive - Independent Director
	Sri A.Mallikarjun	Non-Executive - Nominee Director
2	NOMINATION & REMUNERATION COMMITTEE	Non-Executive - Independent Director
	Sri R.Surender Reddy	Non-Executive - Independent Director
	Sri Navrang Lal Tibrewal	Non-Executive - Independent Director
	Sri R.S.Agarwal	Non-Executive - Independent Director
	Sri A.Mallikarjun	Non-Executive - Nominee Director
3	RISK MANAGEMENT COMMITTEE (if applicable)	Executive Director
	Sri Paritosh Agarwal	Chief Executive Officer
	Sri Siddhant Sharma	Executive Director
	Smt.Padmini Agarwal	President (Amanagallu)
	Sri R.L.Narayana	President (Finance)
	Sri P.S.Subramanyam	
4	STAKEHOLDERS RELATIONSHIP COMMITTEE	Non-Executive - Independent Director
	Sri Navranglal Tibrewal	Company Secretary
	Sri E.V.S.V.SARMA	
III	MEETING OF BOARD OF DIRECTORS	
	Date(s) of the Meeting (if any) in the previous quarter	Maximum gap between any two consecutive meetings in number of days
	12-02-18	95 days
	19-05-18	

IV MEETING OF COMMITTEES				
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	
AUDIT COMMITTEE MEETING - 19/05/2018	YES	12/02/2018	95 days	
* This information has to be mandatorily be given for audit committee, for rest of the Committees giving this information is optional				
V RELATED PARTY TRANSACTIONS				
Subject				
Whether prior approval of audit committee obtained				
Whether shareholder approval obtained for material RPT				
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee				
VI AFFIRMATIONS				
1. The Composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.				
2. The Composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.				
a)	Audit Committee			
b)	Nomination & Remuneration Committee			
c)	Stakeholders relationship Committee			
d)	Risk Management Committee (applicable to the top 100 listed entities)			
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.				
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.				
5. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments / observations / advice of Board of Directors may be mentioned here:				
		NIL		
Name & Designation.				
Company Secretary / Compliance Officer / Managing Director / CEO				