

COMPLIANCE REPORT ON CORPORATE GOVERNANCE

ANNEXURE -1

1 NAME OF LISTED ENTITY SURYALAKSHMI COTTON MILLS LIMITED
2 QUARTER ENDING 31st December, 2020

I COMPOSITION OF BOARD OF DIRECTORS

| SL.N o. | TITLE (Mr./ Ms.) | Name of the Director | PAN & DIN | Category (Chairperson/Executive/ Non-Executive Independent/ Nominee) | Date of Birth | Whether Special Resolution passed? (Ref. Reg.17(1A) of Listing Regulations) | Date of passing special resolution | Initial Date of appointment | Date of Reappointment | Date of Cessation | Tenure | No. of Directorship in listed entities including this listed entity | 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 | 08/09/1933 | NA | | 13/08/1962 | 22/06/2019 | | --- | 1 | 0 | 0 | 0 |
| 2 | Mr. | PARITOSH AGARWAL | Din No.00008738 | Executive Director | 18/03/1973 | NA | | 06/09/1994 | 21/06/2015 | | --- | 1 | 0 | 0 | 0 |
| 3 | Mr. | R.SURENDER REDDY | Din No.00083972 | Non-Executive - Independent Director | 10/10/1931 | yes | 26/03/2019 | 27/05/2014 | 01/04/2019 | | 01/04/2019 to 31/03/2024 | 5 | 5 | 6 | 3 |
| 4 | Mr. | R.S.AGARWAL | Din No.00012594 | Non-Executive - Independent Director | 02/10/1942 | yes | 26/03/2019 | 29/07/2015 | | | 29/07/2015 to 28/07/2020 | 4 | 4 | 4 | 2 |
| 5 | Ms. | PADMINI AGARWAL | DIN :01652449 | Executive Director | 01/01/1975 | NA | | 27/05/2014 | 27/05/2019 | | --- | 1 | 0 | 0 | 0 |
| 6 | Mr. | NAVRANG LAL TIBREWAL | Din No.00030151 | Non-Executive - Independent Director | 17/01/1937 | YES | 26/03/2019 | 29/07/2015 | | | 29/07/2015 to 28/07/2020 | 1 | 1 | 2 | 1 |
| 7 | Mr. | DHRUV VIJAI SINGH | DIN No. 07180749 | Non-Executive - Independent Director | 26/01/1953 | NA | | 28/07/2016 | | | 28/07/2016 to 27/07/2021 | 1 | 1 | 0 | 0 |
| 8 | Dr. | VIVEKANAND | DIN No. 00011684 | Non-Executive - Independent Director | 30/11/1958 | NA | | 28/07/2016 | | | 28/07/2016 to 27/07/2021 | 2 | 1 | 1 | 0 |
| 9 | Mr. | V.V.S.RAVINDRA | DIN No.01887879 | Nominee Director | 18/01/1964 | NA | | 15/10/2018 | | | --- | 2 | 0 | 1 | 0 |

| II COMPOSITION OF COMMITTEES | | | | | | | |
|-----------------------------------|---|---------------------------------------|---|--|-------------------------|---------------------|-------------------|
| Sl.No. | Name of the Committee | Whether Regular chairperson appointed | Name of Committee members | Category (Chairperson / Executive / Non-Executive / Independent / Nominee) | Category 2 of Directors | Date of Appointment | Date of Cessation |
| 1 | AUDIT COMMITTEE | Yes | Sri R.Surender Reddy | Non-Executive - Independent Director | Chairperson | 27/05/2014 | |
| | | | Sri Navrang Lal Tibrewal | Non-Executive - Independent Director | Member | 29/07/2015 | |
| | | | Sri R.S.Agarwal | Non-Executive - Independent Director | Member | 29/07/2015 | |
| | | | Sri V.V.S.Ravindra | Non-Executive - Nominee Director | Member | 15/10/2018 | |
| 2 | NOMINATION & REMUNERATION COMMITTEE | | Sri R.Surender Reddy | Non-Executive - Independent Director | Member | 27/05/2014 | |
| | | | Sri Navrang Lal Tibrewal | Non-Executive - Independent Director | Member | 29/07/2015 | |
| | | | Sri R.S.Agarwal | Non-Executive - Independent Director | Chairperson | 29/07/2015 | |
| | | | Sri V.V.S.Ravindra | Non-Executive - Nominee Director | Member | 15/10/2018 | |
| 3 | RISK MANAGEMENT COMMITTEE (if applicable) | | Sri Paritosh Agarwal | Executive Director | Chairperson | 29/05/2015 | |
| | | | Sri Siddhant Sharma | Chief Executive Officer | Member | 13/05/2017 | |
| | | | Smt.Padmini Agarwal | Executive Director | Member | 29/05/2015 | |
| | | | Sri R.L.Narayana | President (Amanagallu) | Member | 29/05/2015 | |
| | | | Sri P.S.Subramanyam | President (Finance) | Member | 29/05/2015 | |
| 4 | STAKEHOLDERS RELATIONSHIP COMMITTEE | | Sri Navranglal Tibrewal | Non-Executive - Independent Director | Chairperson | 30/05/2019 | |
| | | | Sri L.N.Agarwal | Executive Director | Member | 30/05/2019 | |
| | | | Sri Paritosh Agarwal | Executive Director | Member | 30/05/2019 | |
| III MEETING OF BOARD OF DIRECTORS | | | | | | | |
| | Date(s) of the Meeting (if any) in the previous quarter | | Date(s) of Meeting (if any) in the relevant quarter | Maxium gap between any two consecutive meetings in number of days | | | |
| | 14/08/2019 | | 14/11/2019 | 91 days | | | |
| | 14/11/2019 | | 16/12/2019 | 31 DAYS | | | |

| 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 | | | Maxium gap between any two consecutive meetings in number of days |
| | AUDIT COMMITTEE MEETING - 14/11/2019 | | YES | 14/08/2019 | | | 91 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 | | | | Compliance status (Yes/No/NA) | | | |
| Whether prior approval of audit committee obtained | | | | Yes - by way of Omnibus Approval | | | |
| 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 | | | | Yes | | | |
| 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. | | | E.V.S.V.SARMA | | | | |
| Company Secretary /-Compliance Officer / Managing Director / CEO | | | | | | | |