

**General information about company**

|  |                          |
|--|--------------------------|
| Script code  | 539742                   |
| NSE Symbol   | SIMBHALS                 |
| MSEI Symbol  | NOT LISTED               |
| ISIN   | INE748T01016             |
| Name of the entity   | SIMBHAOLI SUGARS LIMITED |
| Date of start of financial year                                | 01-04-2021               |
| Date of end of financial year                                  | 31-03-2022               |
| Reporting Quarter  | Yearly                   |
| Date of Report   | 31-03-2022               |
| Risk management committee                                      | Not Applicable           |
| Market Capitalisation as per immediate previous Financial Year | Top 2000 listed entities |



**Annexure I**

**Annexure I to be submitted by listed entity on quarterly basis**

**I. Composition of Board of Directors**

Disclosure of notes on composition of board of directors explanatory

Whether the listed entity has a Regular Chairperson

Whether Chairperson is related to MD or CEO

| Sr | Title (Mr / Ms) | Name of the Director | PAN         | DIN       | Category 1 of directors                  | Category 2 of directors         | Category 3 of directors | Date of Birth | Whether special resolution passed? | Date of special resolution | Initial Date of appointment | Date of Re-appointment | Date of cessation | Tenure of director (in months) | No of Directorship in listed entities | No of Independent Directorship in listed | Number of memberships in Audit/ Stakeholder | No of post of Chairperson in Audit/ Stakeholder | Notes for not providing PAN | Notes for not providing DIN |
|----|-----------------|----------------------|-------------|-----------|--|---------------------------------|-------------------------|---------------|------------------------------------|----------------------------|-----------------------------|------------------------|-------------------|--------------------------------|---------------------------------------|--|---|---|-----------------------------|-----------------------------|
|    |                 |                      |             |           |  |                                 |                         |               |                                    |                            |                             |                        |                   |                                |                                       |  |   |   |                             |                             |
| 1  | Mr              | Gurmit Singh Mann    | AEEPMB0171L | 000666653 | Non-Executive - Non Independent Director | Chairperson related to Promoter |                         | 05-11-1935    | Yes                                | 22-09-2019                 | 18-09-2012                  | 01-04-2019             |                   | 36                             | 1                                     | 0  | 1   | 0   |                             |                             |
| 2  | Mrs             | Gurmitran Kaur Mann  | AGSPM3391C  | 00042204  | Executive Director                       | Not Applicable                  | MD                      | 20-09-1983    | NA                                 |                            | 18-09-2012                  | 02-08-2021             |                   | 8                              | 1                                     | 0  | 0   | 0   |                             |                             |
| 3  | Mr              | Gurpal Singh         | AAKPS7128K  | 00064807  | Non-Executive - Non Independent Director | Not Applicable                  |                         | 27-03-1960    | NA                                 |                            | 18-09-2012                  | 21-12-2020             |                   | 15                             | 1                                     | 0  | 0   | 0   |                             |                             |
| 4  | Mr              | Sachinda Nand Mishra | ACDPM79156L | 06714324  | Executive Director                       | Not Applicable                  |                         | 01-07-1958    | NA                                 |                            | 18-09-2017                  | 18-09-2021             |                   | 7                              | 1                                     | 0  | 0   | 0   |                             |                             |

**I. Composition of Board of Directors**

Disclosure of notes on composition of board of directors explanatory

Whether the listed entity has a Regular Chairperson

| Sr | Title (Mr / Ms) | Name of the Director | PAN | DIN | Category 1 of directors | Category 2 of directors | Category 3 of directors | Date of Birth | Whether special resolution passed? | Date of special resolution | Initial Date of appointment | Date of Re-appointment | Date of cessation | Tenure of director (in months) | No of Directorship in listed entities | No of Independent Directorship in listed | Number of memberships in Audit/ Stakeholder | No of post of Chairperson in Audit/ Stakeholder | Notes for not providing PAN | Notes for not providing DIN |
|----|-----------------|----------------------|-----|-----|-------------------------|-------------------------|-------------------------|---------------|------------------------------------|----------------------------|-----------------------------|------------------------|-------------------|--------------------------------|---------------------------------------|--|---|---|-----------------------------|-----------------------------|
|----|-----------------|----------------------|-----|-----|-------------------------|-------------------------|-------------------------|---------------|------------------------------------|----------------------------|-----------------------------|------------------------|-------------------|--------------------------------|---------------------------------------|--|---|---|-----------------------------|-----------------------------|



I. Composition of Board of Directors

| Sl. No. | Title (Mr/Ms) | Name of the Director   | PAN        | DIN      | Category 1 of directors              | Category 2 of directors | Category 3 of directors | Date of Birth | Whether special resolution passed? (Refer Reg. 17(1A) of Listing Regulations) | Date of special resolution | Initial Date of appointment | Date of Re-appointment | Date of Resignation | Tenure of director (in months) | No. of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations) | No. of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations) | Number of memberships in Audit Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations) | No. of post of Chairperson in Audit Committee including this listed entity (Refer Regulation 26(1) of Listing Regulations) | Notes for not providing PAN | Notes for not providing DIN |
|---------|---------------|------------------------|------------|----------|--------------------------------------|-------------------------|-------------------------|---------------|---|----------------------------|-----------------------------|------------------------|---------------------|--------------------------------|---|--|--|--|-----------------------------|-----------------------------|
| 5       | Mr            | Chander Kishan Mahajan | AAJPMH44K  | 09039960 | Non-Executive - Independent Director | Not Applicable          |                         | 31-05-1943    | Yes   | 25-09-2019                 | 09-11-2015                  | 09-11-2020             |                     | 16                             | 2   | 2  | 2  | 0  |                             |                             |
| 6       | Mr            | Har Prasad Kain        | AAJPK798SM | 08277248 | Non-Executive - Independent Director | Not Applicable          |                         | 03-08-1952    | NA  |                            | 14-11-2018                  | 14-11-2018             |                     | 40                             | 1   | 1  | 2  | 2  |                             |                             |
| 7       | Mr            | Azul Mahindru          | AHTPM0851F | 08624563 | Non-Executive - Independent Director | Not Applicable          |                         | 30-01-1963    | NA  |                            | 28-11-2019                  | 28-11-2019             |                     | 28                             | 1   | 1  | 0  | 0  |                             |                             |
| 8       | Mr            | Shyam Sunder           | AFTPS833N  | 08676856 | Non-Executive - Independent Director | Not Applicable          |                         | 12-01-1960    | NA  |                            | 13-02-2020                  | 13-02-2020             |                     | 25                             | 1   | 1  | 2  | 0  |                             |                             |
| 9       | Mr            | Aseem Seljgal          | BXJPS1561D | 08202621 | Non-Executive - Independent Director | Not Applicable          |                         | 29-01-1988    | NA  |                            | 23-02-2021                  | 23-02-2021             |                     | 13                             | 1   | 1  | 1  | 0  |                             |                             |

Disclosure of notes on composition of board of directors explanatory

Whether the listed entity has a Regular Chairperson



**Audit Committee Details**

|    |            | Whether the Audit Committee has a Regular Chairperson |                                      | Yes                     |         |
|----|------------|---|--------------------------------------|-------------------------|---------|
| Sr | DIN Number | Name of Committee members                             | Category 1 of directors              | Category 2 of directors | Remarks |
| 1  | 08277248   | Har Prasad Kain                                       | Non-Executive - Independent Director | Chairperson             |         |
| 2  | 08676856   | Shyam Sunder  | Non-Executive - Independent Director | Member                  |         |
| 3  | 08202621   | Aseem Sehgal  | Non-Executive - Independent Director | Member                  |         |

**Nomination and remuneration committee**

|    |            | Whether the Nomination and remuneration committee has a Regular Chairperson |  | Yes                     |         |
|----|------------|---|--|-------------------------|---------|
| Sr | DIN Number | Name of Committee members   | Category 1 of directors                  | Category 2 of directors | Remarks |
| 1  | 08277248   | Har Prasad Kain   | Non-Executive - Independent Director     | Chairperson             |         |
| 2  | 08676856   | Shyam Sunder  | Non-Executive - Independent Director     | Member                  |         |
| 3  | 00066653   | Gurniti Singh Mann  | Non-Executive - Non Independent Director | Member                  |         |
| 4  | 08202621   | Aseem Sehgal  | Non-Executive - Independent Director     | Member                  |         |

**Stakeholders Relationship Committee**

|    |            | Whether the Stakeholders Relationship Committee has a Regular Chairperson |  | Yes                     |         |
|----|------------|---|--|-------------------------|---------|
| Sr | DIN Number | Name of Committee members   | Category 1 of directors                  | Category 2 of directors | Remarks |
| 1  | 08277248   | Har Prasad Kain   | Non-Executive - Independent Director     | Chairperson             |         |
| 2  | 08676856   | Shyam Sunder  | Non-Executive - Independent Director     | Member                  |         |
| 3  | 00066653   | Gurniti Singh Mann  | Non-Executive - Non Independent Director | Member                  |         |

**Risk Management Committee**

|    |            | Whether the Risk Management Committee has a Regular Chairperson |                         | Yes                     |         |
|----|------------|---|-------------------------|-------------------------|---------|
| Sr | DIN Number | Name of Committee members                                       | Category 1 of directors | Category 2 of directors | Remarks |



**Corporate Social Responsibility Committee**

Whether the Corporate Social Responsibility Committee has a Regular Chairperson

| Sr | DIN Number | Name of Committee members | Category 1 of directors              | Category 2 of directors | Date of Appointment | Date of Cessation | Remarks |
|----|------------|---------------------------|--------------------------------------|-------------------------|---------------------|-------------------|---------|
| 1  | 08277248   | Har Prasad Kain           | Non-Executive - Independent Director | Chairperson             | 27-06-2020          |                   |         |
| 2  | 06714324   | Sachchida Nand Misra      | Executive Director                   | Member                  | 02-08-2017          |                   |         |
| 3  | 07684039   | Dayal Chand Popli         | Member                               | Member                  | 02-08-2017          |                   |         |
| 4  | 00642094   | Gurshiman Kaur Mann       | Executive Director                   | Member                  | 02-08-2017          | 31-03-2022        |         |

**Other Committee**

| Sr | DIN Number | Name of Committee members | Name of other committee | Category 1 of directors | Category 2 of directors | Remarks |
|----|------------|---------------------------|-------------------------|-------------------------|-------------------------|---------|
|    |            |                           |                         |                         |                         |         |





**Annexure I**

| V. Related Party Transactions |  |                               |  |
|-------------------------------|--|-------------------------------|--|
| Sr                            | Subject  | Compliance status (Yes/No/NA) | If status is "No" details of non-compliance may be given here. |
| 1                             | Whether prior approval of audit committee obtained   | NA                            |  |
| 2                             | Whether shareholder approval obtained for material RPT   | NA                            |  |
| 3                             | Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee | Yes                           |  |

**Annexure I**

| 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                        |



| Annexure I |                   |  |
|------------|-------------------|--|
| Sr         | Subject           | Compliance status                        |
| 1          | Name of signatory | Kamal Santani                            |
| 2          | Designation       | Company Secretary and Compliance Officer |

| Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year) |   |                               |  |                         |
|---|---|-------------------------------|--|-------------------------|
| Annexure II   |   |                               |  |                         |
| 1. Disclosure on website in terms of Listing Regulations  |   |                               |  |                         |
| Sr  | Item  | Compliance status (Yes/No/NA) | If status is "No" details of non-compliance may be given here. | Web address             |
| 1   | Details of business   | Yes                           |  | www.simbhaolisugars.com |
| 2   | Terms and conditions of appointment of independent directors            | Yes                           |  | www.simbhaolisugars.com |
| 3   | Composition of various committees of board of directors                 | Yes                           |  | www.simbhaolisugars.com |
| 4   | Code of conduct of board of directors and senior management personnel   | Yes                           |  | www.simbhaolisugars.com |
| 5   | Details of establishment of vigil mechanism/ Whistle Blower policy      | Yes                           |  | www.simbhaolisugars.com |
| 6   | Criteria of making payments to non-executive directors                  | Yes                           |  | www.simbhaolisugars.com |
| 7   | Policy on dealing with related party transactions                       | Yes                           |  | www.simbhaolisugars.com |
| 8   | Policy for determining 'material' subsidiaries                          | Yes                           |  | www.simbhaolisugars.com |
| 9   | Details of familiarization programmes imparted to independent directors | Yes                           |  | www.simbhaolisugars.com |

| Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year) |      |                   |  |             |
|---|------|-------------------|--|-------------|
| 1. Disclosure on website in terms of Listing Regulations  |      |                   |  |             |
| Sr  | Item | Compliance status | If status is "No" details of non-compliance may be | Web address |





|    |  |             |             |                         |
|----|--|-------------|-------------|-------------------------|
|    |  | (Yes/No/NA) | given here. |                         |
| 10 | Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances  | Yes         |             | www.simbhaolisugars.com |
| 11 | email address for grievance redressal and other relevant details   | Yes         |             | www.simbhaolisugars.com |
| 12 | Financial results  | Yes         |             | www.simbhaolisugars.com |
| 13 | Shareholding pattern   | Yes         |             | www.simbhaolisugars.com |
| 14 | Details of agreements entered into with the media companies and/or their associates  | Yes         |             | www.simbhaolisugars.com |
| 15 | Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or institutional investors simultaneously with submission to stock exchange | NA          |             |                         |
| 16 | New name and the old name of the listed entity   | Yes         |             | www.simbhaolisugars.com |
| 17 | Advertisements as per regulation 47 (1)  | Yes         |             | www.simbhaolisugars.com |
| 18 | Credit rating or revision in credit rating obtained  | NA          |             |                         |
| 19 | Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year  | Yes         |             | www.simbhaolisugars.com |
| 20 | Whether company has provided information under separate section on its website as per Regulation 46(2)   | Yes         |             | www.simbhaolisugars.com |
| 21 | Materiality Policy as per Regulation 30  | Yes         |             | www.simbhaolisugars.com |
| 22 | Dividend Distribution policy as per Regulation 43A (as applicable)   | NA          |             |                         |
| 23 | It is certified that these contents on the website of the listed entity are correct  | Yes         |             | www.simbhaolisugars.com |



**Annexure II**

| <b>II. Annual Affirmations</b> |   |                        |                               |
|--------------------------------|---|------------------------|-------------------------------|
| Sr                             | Particulars   | Regulation Number      | Compliance status (Yes/No/NA) |
| 1                              | Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility' | 16(1)(b) & 25(6)       | Yes                           |
| 2                              | Board composition   | 17(1), 17(1A) & 17(1B) | Yes                           |
| 3                              | Meeting of Board of directors   | 17(2)                  | Yes                           |
| 4                              | Quorum of Board meeting   | 17(2A)                 | Yes                           |
| 5                              | Review of Compliance Reports  | 17(3)                  | Yes                           |
| 6                              | Plans for orderly succession for appointments   | 17(4)                  | Yes                           |
| 7                              | Code of Conduct   | 17(5)                  | Yes                           |
| 8                              | Fees/compensation   | 17(6)                  | Yes                           |
| 9                              | Minimum Information   | 17(7)                  | Yes                           |
| 10                             | Compliance Certificate  | 17(8)                  | Yes                           |

**Annexure II**

| <b>II. Annual Affirmations</b> |  |                   |                               |
|--------------------------------|--|-------------------|-------------------------------|
| Sr                             | Particulars  | Regulation Number | Compliance status (Yes/No/NA) |
| 11                             | Risk Assessment & Management                       | 17(9)             | Yes                           |
| 12                             | Performance Evaluation of Independent Directors    | 17(10)            | Yes                           |
| 13                             | Recommendation of Board                            | 17(11)            | Yes                           |
| 14                             | Maximum number of Directorships                    | 17A               | Yes                           |
| 15                             | Composition of Audit Committee                     | 18(1)             | Yes                           |
| 16                             | Meeting of Audit Committee                         | 18(2)             | Yes                           |
| 17                             | Composition of nomination & remuneration committee | 19(1) & (2)       | Yes                           |

If status is "No" details of non-compliance may be given here.



|    |   |                       |     |  |
|----|---|-----------------------|-----|--|
| 18 | Quorum of Nomination and Remuneration Committee meeting | 19(2A)                | Yes |  |
| 19 | Meeting of Nomination and Remuneration Committee        | 19(3A)                | Yes |  |
| 20 | Composition of Stakeholder Relationship Committee       | 20(1), 20(2) & 20(2A) | Yes |  |

**Annexure II**

| <b>II. Annual Affirmations</b> |   |                              |                               |  |
|--------------------------------|---|------------------------------|-------------------------------|--|
| Sr                             | Particulars   | Regulation Number            | Compliance status (Yes/No/NA) | If status is "No" details of non-compliance may be given here. |
| 21                             | Meeting of Stakeholders Relationship Committee                                      | 20(3A)                       | Yes                           |  |
| 22                             | Composition and role of risk management committee                                   | 21(1),(2),(3),(4)            | NA                            |  |
| 23                             | Meeting of Risk Management Committee  | 21(3A)                       | NA                            |  |
| 24                             | Vigil Mechanism   | 22                           | Yes                           |  |
| 25                             | Policy for related party Transaction  | 23(1),(1A),(5),(6),(7) & (8) | Yes                           |  |
| 26                             | Prior or Omnibus approval of Audit Committee for all related party transactions     | 23(2), (3)                   | Yes                           |  |
| 27                             | Approval for material related party transactions                                    | 23(4)                        | Yes                           |  |
| 28                             | Disclosure of related party transactions on consolidated basis                      | 23(9)                        | Yes                           |  |
| 29                             | Composition of Board of Directors of unlisted material Subsidiary                   | 24(1)                        | Yes                           |  |
| 30                             | Other Corporate Governance requirements with respect to subsidiary of listed entity | 24(2),(3),(4),(5) & (6)      | Yes                           |  |

**Annexure II**

| <b>II. Annual Affirmations</b> |  |                   |                               |  |
|--------------------------------|--|-------------------|-------------------------------|--|
| Sr                             | Particulars                                | Regulation Number | Compliance status (Yes/No/NA) | If status is "No" details of non-compliance may be given here. |
| 31                             | Annual Secretarial Compliance Report       | 24(A)             | Yes                           |  |
| 32                             | Alternate Director to Independent Director | 25(1)             | Yes                           |  |
| 33                             | Maximum Tenure                             | 25(2)             | Yes                           |  |
| 34                             | Meeting of independent directors           | 25(3) & (4)       | Yes                           |  |



|  |   |               |     |  |
|--|---|---------------|-----|--|
| 35   | Familiarization of independent directors  | 25(7)         | Yes |  |
| 36   | Declaration from Independent Director   | 25(8) & (9)   | Yes |  |
| 37   | D & O Insurance for Independent Directors   | 25(10)        | NA  |  |
| 38   | Memberships in Committees   | 26(1)         | Yes |  |
| 39   | Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel | 26(3)         | Yes |  |
| 40   | Disclosure of Shareholding by Non-Executive Directors   | 26(4)         | Yes |  |
| 41   | Policy with respect to Obligations of directors and senior management   | 26(2) & 26(5) | Yes |  |
| Any other information to be provided - Add Notes |   |               |     |  |

|                    |                   |  |  |  |
|--------------------|-------------------|--|--|--|
| <b>Annexure II</b> |                   |  |  |  |
| 1                  | Name of signatory | Kamal Santani                            |  |  |
| 2                  | Designation       | Company Secretary and Compliance Officer |  |  |

|                          |  |  |  |                               |
|--------------------------|--|--|--|-------------------------------|
| <b>Annexure II</b>       |  |  |  |                               |
| <b>III. Affirmations</b> |  |  |  |                               |
| Sr                       | Particulars  |  |  | Compliance status (Yes/No/NA) |
| 1                        | The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied |  |  | Yes                           |
|                          | Any other information to be provided   |  |  |                               |

|                    |                   |  |  |  |
|--------------------|-------------------|--|--|--|
| <b>Annexure II</b> |                   |  |  |  |
| 1                  | Name of signatory | Kamal Santani                            |  |  |
| 2                  | Designation       | Company Secretary and Compliance Officer |  |  |



**Additional Half yearly Disclosure**

|                              |                        |
|------------------------------|------------------------|
| Applicability of disclosure  | Not Applicable         |
| Reason for Non Applicability | Textual Information(1) |

**Signatory Details**

|                       |  |
|-----------------------|--|
| Name of signatory     | Kamal Santani                            |
| Designation of person | Company Secretary and Compliance Officer |
| Place                 | Uttar Pradesh                            |
| Date                  | 20-04-2022                               |

