



SIMBHAOLI SUGARS

Simbhaoli Sugars Limited

CIN-U15122UP2011PLC044210
(An FSSC 22000 : 2011, ISO 9001 : 2008 & 14001 : 2004 Certified Company)

Corporate Office :

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Compliance Report on Corporate Governance on Quarterly basis

Name of the Company: Simbhaoli Sugars Limited
Quarter ending on: 30th September, 2016

I. Composition of Board of Directors%

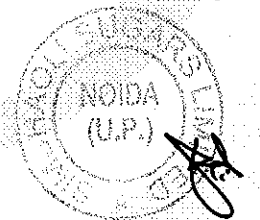
Title (Mr./Ms)	Name of the Director	DIN	PAN ^s	Category (Chairperson/Executive/Non-Executive/Independent/Nominee) ^{&}	Date of Appointment in the current term /cessation	Tenure* (Month)	No of Directors hip in listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulations)	Number of memberships 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.	Gurmit Singh Mann	00066653	AEEPM0171L	C, NED	18-Sep-2012		1	0	0
Ms.	Gursimran Kaur Mann	00642094	AGSPM5391C	NED	18-Sep-2012		1	0	0
Mr.	Gurpal Singh ^	00064807	AAKPS7128K	NED	18-Sep-2012		1	1	1
Mr.	Sanjay Tapriya	00064703	ABPPT7660R	NED	09-Nov-2015		1	1	0
Mr.	S K Ganguli	00058198	AADPG2936L	NED, ID	11-Aug-2015	13	1	1	0
Mr.	S C Kumar	00064453	AAFPK3193H	NED, ID	12-Feb-2013	43	2	3	1
Mr.	B K Goswami	00003782	AAVPG7152Q	NED, ID	09-Nov-2015	10	4	4	1
Mr.	C K Mahajan	00039060	AAJPM3444K	NED, ID	09-Nov-2015	10	2	3	0
Mr.	Lt. Gen D S Sidhu	07358619	ASEPS6772R	NED, ID	03-Dec-2015	9	1	0	0
Mr.	Sangeet Shukla	02844203	AMJPS9225N	NED, ND	09-Nov-2015		1	1	0

% In the 5th Annual General Meeting of the members of Company for the financial year 2015-16 held on Monday, September 26, 2016, Item No. 5 of the Notice regarding appointment of Mr. Sachchida Nand Misra as the Whole Time Director of the Company was not passed with requisite majority as a Special Resolution and he ceased to be a director on the Board of the Company w.e.f Monday, September 26, 2016. He shall continue to work as Chief Operating Officer of the Company.

^As per the interim Order dated September 23, 2016 passed by the Hon'ble National Company Law Tribunal (NCLT), Allahabad Bench, in Company Petition, CP No. 77 (ND)/2016 titled Mr. Gurpal Singh Vs. M/s Simbhaoli Sugars Limited under Section 241 and 242 of the Companies Act, 2013 read with National Company Law Tribunal (NCLT) rules. The NCLT has directed that any resolution adopted on Item no. 2 and 12 of the Annual general Meeting Notice dated August 22, 2016 shall not be given effect to till further Orders by this Bench.

Item No. 2: (Ordinary Resolution)

Approval of the vacancy caused by the retirement of director not to be filled up



*M/s Simbhaoli Spirits Limited known as M/s Simbhaoli Sugars Limited in pursuance to Scheme of Amalgamation, as sanctioned by the Hon'ble High Court of Judicature at Allahabad

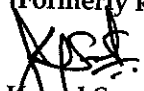
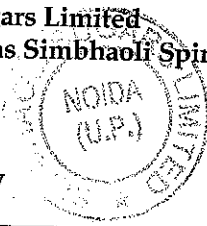
Specialty Sugars

Potable Alcohol

Ethanol

Power

REG. OFFICE : SIMBHAOLI, DISTT. HAPUR, UTTAR PRADESH-245207

II. Composition of Committees - Same as Previous Quarter				
III. Meeting of Board of Directors				
	<i>Date(s) of Meeting (if any) in the previous quarter</i>	<i>Date(s) of Meeting (if any) in the relevant quarter</i>	<i>Maximum gap between any two consecutive (in number of days)</i>	
	April 1, 2016 May 25, 2016 May 30, 2016	August 12, 2016	53 4 73	
IV. Meeting of Committees				
	<i>Date(s) of meeting of the committee in the relevant quarter</i>	<i>Whether requirement of Quorum met (details)</i>	<i>Date(s) of meeting of the committee in the previous quarter</i>	<i>Maximum gap between any two consecutive meetings in number of days*</i>
Audit Committee	August 12, 2016	Yes	May 30, 2016	73
Audit Committee		Yes	May 25, 2016	
*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				
<i>Subject</i>		<i>Compliance status (Yes/No/NA)refer note below</i>		
Whether prior approval of audit committee obtained		Yes		
Whether shareholder approval obtained for material RPT		Yes		
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee		NA		
VI. Affirmations				
<p>1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.</p> <p>2. The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015</p> <p>a. Audit Committee</p> <p>b. Nomination & remuneration committee</p> <p>c. Stakeholders relationship committee</p> <p>d. Risk management committee (applicable to the top 100 listed entities)</p> <p>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.</p> <p>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.</p> <p>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:</p>				
<p>For Simbhaoli Sugars Limited (Formerly known as Simbhaoli Spirits Limited)</p> <p> Kamal Samtani Company Secretary</p> 				

Note:

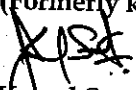
Information at Table I and II above need to be necessarily given in 1st quarter of each financial year. However if there is no change of information in subsequent quarter(s) of that financial year, this information may not be given by Listed entity and instead a statement "same as previous quarter" may be given.

Annexure III to be submitted by listed entity at the end of 6 months after end of financial year along-with second quarter report of next financial year

I. Affirmations

Sr	Broad heading	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
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	Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	

**For Simbhaoli Sugars Limited
(Formerly known as Simbhaoli Spirits Limited)**


**Kamal Samtani
Company Secretary**

