

Integrated Governance

Simbhaoli Sugars Limited

General information about company

Scrip code	539742
NSE Symbol	SIMBHALS
MSEI Symbol	NOTLISTED
ISIN	INE748T01016
Date of start of financial year	01-04-2024
Date of end of financial year	31-03-2025
Reporting Quarter Type	Yearly
Date of Quarter Ending	31-03-2025
Type of company	Equity
Whether Annexure I (Part A) of the SEBI Circular dated December 31, 2024 related to Compliance Report on Corporate Governance is applicable to the entity?	true
Whether Annexure I (Part B) of the SEBI Circular dated December 31, 2024 related to Investor Grievance Redressal Report is Applicable to the entity?	true
Whether Annexure I (Part C) of the SEBI Circular dated December 31, 2024 related to Disclosure of Acquisition of Shares or Voting Rights in Unlisted Companies is Applicable to the entity?	false During the quarter and year ended March 31, 2025 the Company has not entered into any transaction which leads to Acquisition of Shares or Voting Rights in Unlisted Companies.
Whether Annexure I (Part D) of the SEBI Circular dated December 31, 2024 related to Disclosure of Imposition of Fine or Penalty is Applicable to the entity?	true
Whether Annexure I (Part E) of the SEBI Circular dated December 31, 2024 related to Disclosure of Updates to Ongoing Tax Litigations or Disputes is Applicable to the entity?	true
Whether Annexure I (Part F) of the SEBI Circular dated December 31, 2024 related to Disclosure Of Loans / Guarantees / Comfort Letters / Securities Etc. is Applicable to the entity?	
Risk management committee	false
Market Capitalisation as per immediate previous Financial Year	Top 2000 listed entities
Is SCORE ID Available ?	true
SCORE Registration ID	s00358
Reason For No SCORE ID	
Type of Submission	Original
Remarks (website dissemination)	

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						Textual Information(1)																	
Whether the listed entity has a Regular Chairperson						true																	
Whether Chairperson is related to MD or CEO						true	Disqualification of Directors under section 164 of the Companies Act, 2013																
Sr no.	Title(Mr/Ms)	Name of the Director	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	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/ 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)	Reason for Cessation	Notes for not providing PAN
1	Mr	Gurmit Singh Mann	00066653	Non-Executive - Non Independent Director	Chairperson related to Promoter		false				Active	Yes	28-09-2023	18-09-2012	28-09-2023		18	1	0	1	0		
2	Mrs	Gursimran kaur Mann	00642094	Executive Director	Not Applicable		false				Active	NA		18-09-2012	02-08-2023		20	1	0	0	0		
3	Mr	Gurpal Singh	00064807	Non-Executive - Non Independent Director	Not Applicable		false				Active	NA		18-09-2012	28-09-2024		6	1	0	0	0		
4	Mr	Sachchida Nand Misra	06714324	Executive Director	Not Applicable		false				Active	NA		18-09-2017	18-09-2023		18.4	1	0	0	0		
5	Mr	Har Prasad kain	08277248	Non-Executive - Independent Director	Not Applicable		false				Active	NA		14-11-2018	14-11-2023		16.5	1	1	2	2		
6	Mr	Atul Mahindru	08624563	Non-Executive - Independent Director	Not Applicable		false				Active	NA		28-11-2019	28-09-2024		6	1	1	1	0		
7	Mr	Raghav Sharma	10591405	Non-Executive - Independent Director	Not Applicable		false				Active	NA		15-04-2024	15-04-2024		8.5	1	1	1	0		

Text Block

Textual Information(1)	Simbhaoli Sugars Limited is in Corporate Insolvency Resolution Process(CIRP) under Insolvency and Brankruptcy Code (IBC) 2016. In accordance with regulations 15(2A) & 15(2B) of the SEBI LODR Regulation 2015, The regulations 17,18,19,20 & 21 shall not be applicable to the listed entity undergoing CIRP.
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Annexure I

II. Composition of Committees

Disclosure of notes on composition of committees explanatory

Textual Information(1)

Text Block

Textual Information(1)	Simbhaoli Sugars Limited is in Corporate Insolvency Resolution Process(CIRP) under Insolvency and Brankruptcy Code (IBC) 2016. In accordance with regulations 15(2A) & 15(2B) of the SEBI LODR Regulation 2015, The regulations 17,18,19,20 & 21 shall not be applicable to the listed entity undergoing CIRP.
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Audit Committee Details

Whether the Audit Committee has a Regular Chairperson						true	
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	14-11-2023		
2	10591405	Raghav Sharma	Non-Executive - Independent Director	Member	15-04-2024		
3	08624563	Atul Mahindru	Non-Executive - Independent Director	Member	13-02-2025		

Nomination and remuneration committee

Whether the Nomination and remuneration committee has a Regular Chairperson						true	
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	14-11-2023		
2	00066653	Gurmit Singh Mann	Non-Executive - Non Independent Director	Member	09-11-2015		
3	10591405	Raghav Sharma	Non-Executive - Independent Director	Member	15-04-2024		

Stakeholders Relationship Committee

Whether the Stakeholders Relationship Committee has a Regular Chairperson						true	
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	14-11-2023		
2	00066653	Gurmit Singh Mann	Non-Executive - Non Independent Director	Member	01-01-2022		
3	08624563	Atul Mahindru	Non-Executive - Independent Director	Member	13-02-2025		

Annexure I

III. Meeting of Board of Directors							
Disclosure of notes on meeting of board of directors explanatory							Textual Information(1)
Sr	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Number of Directors present*(All directors including Independent Director)	No. of Independent Directors attending the meeting*
1	14-11-2024			true	8	8	4
2	13-02-2025	90		true	7	7	3

Text Block

Textual Information(1)	Simbhaoli Sugars Limited is in Corporate Insolvency Resolution Process(CIRP) under Insolvency and Brankruptcy Code (IBC) 2016. In accordance with regulations 15(2A) & 15(2B) of the SEBI LODR Regulation 2015, The regulations 17,18,19,20 & 21 shall not be applicable to the listed entity undergoing CIRP.
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Annexure I

IV. Meeting of Committees										
Disclosure of notes on meeting of committees explanatory									Textual Information(1)	
Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reson for not providing date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
1	Audit Committee	14-11-2024				true	3	3	3	3
2	Audit Committee	13-02-2025	90			true	3	3	3	3
3	Nomination and remuneration committee	13-02-2025				true	3	3	2	3

Text Block

Textual Information(1)	Simbhaoli Sugars Limited is in Corporate Insolvency Resolution Process(CIRP) under Insolvency and Brankruptcy Code (IBC) 2016. In accordance with regulations 15(2A) & 15(2B) of the SEBI LODR Regulation 2015, The regulations 17,18,19,20 & 21 shall not be applicable to the listed entity undergoing CIRP.
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Annexure I

V. 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	false
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	true
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	true
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c.Stakeholders relationship committee	true
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable the top 1000 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.	true
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.	true
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	true
9	Any comments/observations/advice of Board of Directors may be mentioned here:	Textual Information(1)

Text Block

Textual Information(1)	*Simbhaoli Sugars Limited is under Corporate Insolvency Resolution Process (CIRP) of the Insolvency and Bankruptcy Code 2016 (IBC) in terms of Order passed by the Honble National Company Law Tribunal (NCLT), Allahabad Bench with effect from July 11, 2024. Mr. Anurag Goel an insolvency professional having IBBI registration no. IBBI/IPA-001/IP P00876/2017-2018/11460 was appointed as Interim Resolution Professional by NCLT vide its Order dated July 11, 2024 Simbhaoli Sugars Limited is in Corporate Insolvency Resolution Process(CIRP) under Insolvency and Brankruptcy Code (IBC) 2016. In accordance with regulations 15(2A) & 15(2B) of the SEBI LODR Regulation 2015, The regulations 17,18,19,20 & 21 shall not be applicable to the listed entity undergoing CIRP.
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Annexure I

Sr	Subject	Compliance status
1	Name of signatory	Anil Sharma
2	Designation	Company Secretary and Compliance Officer

Details of Cyber security incidence

Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter	false
Other details of cyber security incidence or breaches or loss of data event	
Number of cyber security incidence or breaches or loss of data event occurred during the quarter	

Annexure II

Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)

I. Disclosure on website in terms of LODR Regulation

Sr	Item	Compliance status (Yes/No/NA)	If status is 'No' details of non-compliance may be given here.	Web address
1.1	Details of business	Yes		https://www.simbhaolisugars.com/business.php
1.2	Memorandum of Association and Articles of Association	Yes		https://www.simbhaolisugars.com/files/pdf/MOA%20&%20AOA%20.pdf
1.3	Brief profile of board of directors including directorship and full-time positions in body corporates	Yes		https://www.simbhaolisugars.com/board-of-director.php
2	Terms and conditions of appointment of independent directors	Yes		https://www.simbhaolisugars.com/files/tool/1456901471.pdf
3	Composition of various committees of board of directors	Yes		https://www.simbhaolisugars.com/board-of-committees.php
4	Code of conduct of board of directors and senior management personnel	Yes		https://www.simbhaolisugars.com/files/tool/Code-of-Conduct-for-Board-of-Director-Senior-Management.pdf
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		https://www.simbhaolisugars.com/files/tool/1087951341.pdf
6	Criteria of making payments to non-executive directors	NA		
7	Policy on dealing with related party transactions	Yes		https://www.simbhaolisugars.com/files/tool/944092622.pdf
8	Policy for determining 'material' subsidiaries	Yes		https://www.simbhaolisugars.com/files/tool/1044468442.pdf
9	Details of familiarization programmes imparted to independent directors	Yes		https://www.simbhaolisugars.com/files/tool/60353766.pdf
10	Email address for grievance redressal and other relevant details	Yes		https://www.simbhaolisugars.com/investor-relations.php
11	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		https://www.simbhaolisugars.com/investor-relations.php
12	Financial results	Yes		https://www.simbhaolisugars.com/financial-result.php
13	Shareholding pattern	Yes		https://www.simbhaolisugars.com/shareholdingpattern.php
14	Details of agreements entered into with the media companies and/or their associates	NA		
15.1	(I) Schedule of analyst or institutional investor meet (II) Presentations prepared by the listed entity for analysts or institutional investors meet, post earnings or quarterly calls prior to beginning of such events.	NA		
15.2	Audio recordings, video recordings, if any, and transcripts of post earnings or quarterly calls, by whatever name called, conducted physically or through digital means	NA		
16	New name and the old name of the listed entity	NA		
17	Advertisements as per regulation 47 (1)	Yes		https://www.simbhaolisugars.com/financial-result.php
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		https://www.simbhaolisugars.com/subsidiary-companies-information.php
20	Secretarial Compliance Report	Yes		https://www.simbhaolisugars.com/secretarial-audit-report.php
21	Materiality Policy as per Regulation 30 (4)	Yes		https://www.simbhaolisugars.com/files/tool/1899116878.pdf
22	Disclosure of contact details of KMP who are authorized for the purpose of determining materiality as required under regulation 30(5)	Yes		https://www.simbhaolisugars.com/files/tool/1899116878.pdf
23	Disclosures under regulation 30(8)	Yes		simbhaolisugars.com/investors-updates.php
24	Statements of deviation(s) or variations(s) as specified in regulation 32	NA		
25	Dividend Distribution policy as per Regulation 43A(1)	NA		
26.1	Annual return as provided under section 92 of the Companies Act, 2013	Yes		https://www.simbhaolisugars.com/annual-report.php
26.2	Employee Benefit scheme documents framed in terms of SEBI (SBEB) Regulations, 2021	NA		
27	Confirmation that the above disclosures are in a separate section as specified in regulation 46(2)	Yes		https://www.simbhaolisugars.com/Disclosure_under_Regulation_46_of_SEBI_Listing_Regulations.php
28	Compliance with regulation 46(3) with respect to accuracy of disclosures on the website and timely updating	Yes		https://www.simbhaolisugars.com/Disclosure_under_Regulation_46_of_SEBI_Listing_Regulations.php
29	Disclosure of notes on website in terms of Listing Regulations explanatory [Text Block]			

Annexure II

II. Annual Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is 'No' details of non-compliance may be given here.
1	Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b)	Yes	
2	Board composition	17(1), 17(1A) & 17(1C), 17(1D) & 17(1E)	NA	
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)	NA	
7	Code of Conduct	17(5)	NA	
8	Fees/compensation	17(6)	NA	
9	Minimum Information	17(7)	Yes	
10	Compliance Certificate	17(8)	Yes	
11	Risk Assessment & Management	17(9)	NA	
12	Performance Evaluation of Independent Directors	17(10)	NA	
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	Role of Audit Committee and information to be reviewed by the audit committee	18(3)	Yes	
18	Composition of nomination & remuneration committee	19(1) & (2)	Yes	
19	Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes	
20	Meeting of Nomination and Remuneration Committee	19(3A)	Yes	
21	Role of Nomination and Remuneration Committee	19(4)	Yes	
22	Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	Yes	
23	Meeting of Stakeholders Relationship Committee	20(3A)	NA	
24	Role of Stakeholders Relationship Committee	20(4)	Yes	
25	Composition and role of risk management committee	21(1),(2),(3),(4)	NA	
26	Meeting of Risk Management Committee	21(3A)	NA	
27	Quorum of Risk Management Committee meeting	21(3B)	NA	
28	Gap between the meetings of the Risk Management Committee	21(3C)	NA	
29	Vigil Mechanism	22	Yes	
30	Policy for related party Transaction	23(1), (1A), (5), (6), & (8)	Yes	
31	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
32	Approval for material related party transactions	23(4)	Yes	
33	Disclosure of related party transactions on consolidated basis	23(9)	Yes	
34	Composition of Board of Directors of unlisted material Subsidiary	24(1)	Yes	
35	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	Yes	
36	Alternate Director to Independent Director	25(1)	NA	
37	Maximum Tenure	25(2)	Yes	
38	Appointment, Re-appointment or removal of an Independent Director through special resolution or the alternate mechanism	25(2A)	Yes	
39	Meeting of independent directors	25(3) & (4)	NA	
40	Familiarization of independent directors	25(7)	NA	
41	Declaration from Independent Director	25(8) & (9)	Yes	
42	Directors and Officers insurance	25(10)	Yes	
43	Confirmation with respect to appointment of Independent Directors who resigned from the listed entity	25(11)	Yes	

44	Memberships in Committees	26(1)	Yes	
45	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
46	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
47	Approval of the Board and shareholders for compensation or profit sharing in connection with dealings in the securities of the listed entity	26(6)	NA	
48	Vacancies in respect Key Managerial Personnel	26A(1) & 26A(2), 26A(3)	Yes	
Any other information to be provided			Textual Information(1)	

Text Block

Textual Information(1)	Simbhaoli Sugars Limited is in Corporate Insolvency Resolution Process(CIRP) under Insolvency and Brankruptcy Code (IBC) 2016. In accordance with regulations 15(2A) & 15(2B) of the SEBI LODR Regulation 2015, The regulations 17,18,19,20 & 21 shall not be applicable to the listed entity undergoing CIRP.
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Annexure II

1	Name of signatory	Anil Sharma
2	Designation	Company Secretary and Compliance Officer

Annexure II

III. Affirmations		
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	

Annexure II

1	Name of signatory	Anil Sharma
2	Designation	Company Secretary and Compliance Officer

Signatory Details

Name of signatory	Anil Sharma
Designation of person	Company Secretary and Compliance Officer
Place	Noida
Date	30-04-2025

Investor Grievance Details

No. of investor complaints pending at the beginning of Quarter	0
No. of investor complaints received during the Quarter	0
No. of investor complaints disposed off during the Quarter	0
No. of investor complaints those remaining unresolved at the end of the Quarter	0

Disclosure of Imposition of Fine or Penalty The details of imposition of fine or penalty during the quarter in terms of sub-para 20 of para A of Part A of Schedule III are given below:

Any Other Information for Disclosure of Imposition of Fine or Penalty					
Sr.No.	Name of the authority	Nature and details of the action(s) taken or order(s) passed	Date of receipt of direction or order, including any ad interim or interim orders, or any other communication from the authority	Details of the violation(s)/ contravention(s) committed or alleged to be committed	Impact on financial, operation or other activities of the listed entity, quantifiable in monetary terms to the extent possible
1	State Excise Commissioner, Prayag Raj UP	Low Recovery	13-06-2024	Show Cause Notice of State Excise Commissioner regarding lose of Govt revenue	200000
2	Weight & MeasurementÂ DepartmentÂ Bahraich	Molasses Tank In Sugar Division	11-12-2024	late deposit of renewal Fee	2500
3	Office of excise commissioner UP	Penalty	18-01-2025	Delay in CLB bond execution	40000
4	D.M.Hapur	Penalty	07-02-2024	Clubbing of Nine Center	100000
5	LEGAL METROLOGY	Penalty	28-02-2025	WEIGHTS LOSS	25000

Disclosure of Updates to Ongoing Tax Litigations or Disputes The updates on tax litigations or disputes in terms of sub-para 8 of para B of Part A of Schedule III read with corresponding provisions of Annexure 18 of the Master Circular are given below:

Any Other Information for Disclosure of Updates to Ongoing Tax Litigations or Disputes				
Sr.No.	Name of the opposing party	Date of initiation of the litigation / dispute	Status of the litigation / dispute as per last disclosure	Current status of the litigation / dispute
1	CGST, Range-35, HAPUR	02-08-2024	Demand imposed for GST on service taken from M/s.Facebook Ireland Ltd.during the F.Y.2017-18 & 2018-19	Company is under process to file Appeal.Before the Commissioner Appeal, CGST Noida
2	CGST, COMMISSIONER, MEERUT	23-09-2022	Demand imposed for GST on Sale during the F.Y. 2020-21 to M/s.Wave Agro Oils by Addl. Commissionere,CGST,Commissionerate, Meerut	We are under process to file Appeal.Before the Commissioner Appeal, CGST Meerut