



**QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE**

NAME OF THE COMPANY : THE SUKHJIT STARCH & CHEMICALS LTD.  
QUARTER ENDING ON : 30/09/2015

PARTICULARS	CLAUSE OF LISTING AGREEMENT	COMPLIANCE (YES / NO)	REMARKS
1	2	3	4
Board of Directors	49 II		
(A) Composition of Board	49(IIA)	Yes	The Board of the Company comprises Nine Directors including three Executive Directors.
(B) Independent Directors	49(IIB)	Yes	The Chairman of the Board is an Independent Non-Executive Director and the Board has two other Independent Directors in pursuance of the provisions of clause 49IIB.
(C) Non-Executive Directors' Compensation & disclosures.	49 (IIC)	Yes	Sitting Fee at present Rs.9000/- per meeting Payable to Non-Executive Director as fixed by the Board of Directors of the Co. in

Contd....2.....



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Certificate No. IPK-0583.06  
www.sukhjitgroup.com

Regd. Office : Sarai Road, Phagwara  
Distt. Kapurthala, Punjab (144 401)  
CIN : L15321 PB1944 PLC001925

Phone : (01824) 468800, 261516  
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E-mail : sukhhjit@sukhhjitgroup.com

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consonance with / within limits prescribed under the provisions of the Companies Act, 2013/ rules made there under.

Commission payable to Non-Executive Directors (@ 1% on the net Profits as per section 197/198 of The Companies Act, 2013) carries approval of the shareholders. The Company does not have any system of giving Stock Option to Non-Executive Directors including Independent Directors at Present.

(D) Other provisions as To Board and Committee

49(IID) Yes.

The Board meets more than four times in a year and there is no gap of over three months between any two meetings.

The following Committees have been Constituted by the Board:-

01. Audit Committee.
02. Share Transfer Committee.

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- 03. CSR Committee
- 04. Nomination & Remuneration committee.
- 05. Risk Management Committee.
- 06. Shareholders/Investor Grievances Committee.

(E) Code of Conduct	49 (IIE)	Yes	Posted on the website Of the Company and its compliance. Confirmation is being obtained by the Company on a yearly basis.
(F) Whistle Blower Policy	49 (IIF)	Yes	Whistle Blower Policy/mechanism has been framed and the same has been placed on the website of the Company.
III. Audit Committee	49 (III)		
(A) Qualified & Independent Audit Committee.	49 (IIIA)	Yes.	
(B) Meeting of the Audit Committee	49 (IIIB)	Yes.	

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(C) Powers of Audit Committee.	49 (IIIC)	Yes.	
(D) Role of Audit Committee.	49 (IIID)	Yes	
(E) Review of Information by Audit Committee	49 (IIIE)	Yes	
IV. Nomination & Remuneration Committee	49 (IV)	Yes	
V. Subsidiary Companies	49 (V)	N. A.	The company does not have any material non-listed Subsidiary Company
VI. Risk Management	49 (VI)	Yes	
VII. Related Party Transactions	49 (VII)	Yes.	However, there is no material related party transaction for the purpose of Clause 49(VII)
VIII. Disclosures	49 (VIII)	Yes.	Disclosures will be made as and when due.

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(A) Related party transactions	49 (VIIEA)	Yes.	
(B) Disclosure of Accounting Treatment	49 (VIIEB)	Yes.	
(C) Remuneration of Directors	49 (VIIEC)	Yes.	
(D) Management	49 (VIIED)	Yes.	
(E) Shareholders	49 (VIIEE)	Yes.	
(F) Proceeds from Public Issues, right issues, Preferential issues etc.	49 (VIIEF)	Yes.	However, there is no Public Issue, right issue or Preferential issue during this quarter.
IX. CEO/CFO Certification	49 (IX)	Yes	
X. Report on Corporate Governance	49 (X)	Yes.	
XI. Compliance	49 (XI)	Yes.	

For The Sukhjit Starch & Chemicals Ltd.

  
Vice President (Finance)  
& Company Secretary