



QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE

NAME OF THE COMPANY : THE SUKHJIT STARCH & CHEMICALS LTD.
QUARTER ENDING ON : 30/06/2015

| 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(IIIB) | 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 49IIIB. |
| (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.....



:: 2 ::

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.

Contd....3.....

