

The

sukhjit

STARCH & CHEMICALS LIMITED



ISO 9001: 2000
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
Fax : (01824) 261669, 262077
E-mail : sukhit@sukhitgroup.com

QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE

NAME OF THE COMPANY : THE SUKHJIT STARCH & CHEMICALS LTD.

QUARTER ENDING ON : 30/09/2014

<u>PARTICULARS</u>	<u>CLAUSE OF LISTING AGREEMENT</u>	<u>COMPLIANCE (YES / NO)</u>	<u>REMARKS</u>
<u>1</u>	<u>2</u>	<u>3</u>	<u>4</u>
Board of Directors	49 I		
(a) Composition of Board	49(IA)	Yes	The Board of the Company comprises Nine Directors including three Executive Directors. The Chairman of the Board is an Independent Non-Executive Director and the Board has two other Independent Directors in pursuance to the provisions of section IA(iii).
(b) Non-Executive Directors' Compensation & disclosures.	49 (IB)	Yes	Sitting Fee (at present Rs.9000/- per meeting) Payable to Non-Executive Directors as fixed by the Board of Directors of the Company in consonance with / within the limits prescribed under the provisions of The Companies Act, 2013 / rules made thereunder.

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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.

[C] Other provisions as To Board and Committee

49(IC)

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
03. Corporate Social Responsibility (CSR) Committee
04. Stake-holders Relationship Committee
05. Nomination & Remuneration Committee.

Contd.....3.....



(D) Code of Conduct 49 (ID) Yes Pasted on the website of the Company and its compliance confirmation is being obtained by the Company on a yearly basis.

II. Audit Committee 49 (II)

- (a) Qualified & Independent Committee. 49 (IIA) Yes.
- (b) Meeting of the Audit Committee 49 (IIB) Yes.
- (c.) Powers of Audit Committee. 49 (IIC) Yes.
- (d) Role of Audit Committee. 49 (IID) Yes
- (e) Review of Information By Audit Committee 49 (IIE) Yes

III. Subsidiary Companies 49 (III) N. A. The company does not have any material non-listed Subsidiary Company

IV. Disclosures 49 (IV) Yes. Disclosures will be made as and when due.

- (a) Basis of related party 49 (IVA) Yes.
- (b) Accounting Treatment 49 (IVB) Yes.
- (c.) Board disclosures 49 (IV C) Yes.

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(d) Proceeds from Public Issues, right issues, Preferential issues etc.	49 (IV D)	Yes.
(e) Remuneration of Directors	49 (IV E)	Yes.
(f) Management	49 (IV F)	Yes.
(g) Shareholders	49 (IV G)	Yes.
V. CEO/CFO Certification	49 (V)	Yes
VI. Report on Corporate Governance	49 (VI)	Yes.
VII. Compliance	49 (VII)	Yes.

For The Sukhjit Starch & Chemicals Ltd.


Vice President (Finance)
& Company Secretary

Nizamabad (A.P.) Plant : (08462) 238622, Fax : (08462) 239330
Malda (W.B.) Plant : (03512) 263027, Fax : (03512) 263026

Gur Plah (H.P.) Plant : (01975) 257313, Fax : (01975) 257312
Mumbai (B.O.) : (022) 23693268, Fax : (022)-23637985