

Report of quarterly compliance on Corporate Governance

1. Name of Listed Entity - **Sicagen India Limited**
 2. Quarter ending - **30-Jun-2019**

i. Composition Of Board Of Director

| Title (Mr./Ms) | Name of the Director | DIN | PAN | Category (Chair person /Executive/Non-Executive/Independent/Nominee) | Sub Category | Date of Appointment | Date of cessation | Tenure | No of Directorship in listed entities including this listed entity | No of memberships in Audit/ Stakeholder Committee(s) including this listed entity | No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity | Membership in Committees of the Company | Remarks |
|----------------|----------------------|----------|-------------|--|--------------|---------------------|-------------------|--------|--|---|--|---|---------|
| Mr. | Ashwin C Muthiah | 00255679 | AAEPA4148H | C & NED | | 10-Dec-2012 | | | 4 | 2 | 1 | NA | |
| Mr. | B Narendran | 01159394 | AAPPN0488E | ID | | 11-Aug-2014 | 10-Aug-2019 | 60 | 5 | 9 | 3 | AC,NRC | |
| Mrs. | Sashikala Srikanth | 01678374 | AAI PS8299K | ID | | 11-Aug-2014 | 10-Aug-2019 | 60 | 5 | 6 | 3 | AC | |
| Mrs. | Rita Chandrasekar | 03013549 | AAA PR5361F | ID | | 28-Jun-2017 | 27-Jun-2022 | 60 | 3 | 3 | 2 | SC | |
| Mr. | S Radhakrishnan | 00061723 | ACQ PR0749H | ID | | 09-Aug-2018 | 08-Aug-2023 | 60 | 2 | 2 | 0 | AC,NRC | |
| Mr. | R Chandrasekar | 06374821 | ADK PC7584J | ED | CEO | 28-Nov-2018 | 26-Nov-2021 | 36 | 1 | 3 | 0 | AC,SC | |

| | | | | | | | | | | | | | |
|-----|------------------|--------------|--------------------|-----|--|---------------------|---------------------|----|---|---|---|-----|--|
| Mr. | M Rajamani | 00196 005 | ADG PR06 55M | ID | | 28- Nov- 2018 | 27- Nov- 2023 | 60 | 1 | 0 | 0 | NRC | |
| Mr. | S R Ramakrishnan | 00120 126 | AVQ PS73 45K | NED | | 28- Nov- 2018 | | | 2 | 2 | 0 | SC | |

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|---|-----|
| Company Remarks | |
| Whether Permanent chairperson appointed | Yes |

ii. Composition of Committees

a. Audit Committee

| Sr. No. | Name of the Director | Category | Chairperson/Membership | Appointment Date | Cessation Date |
|---------|----------------------|----------|------------------------|------------------|----------------|
| 1 | Sashikala Srikanth | ID | Chairperson | 11-Aug-2014 | |
| 2 | S Radhakrishnan | ID | Member | 09-Aug-2018 | |
| 3 | R Chandrasekar | ED | Member | 09-Aug-2018 | |
| 4 | B Narendran | ID | Member | 29-Jan-2008 | |

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|---|-----|
| Company Remarks | |
| Whether Permanent chairperson appointed | Yes |

b. Stakeholders Relationship Committee

| Sr. No. | Name of the Director | Category | Chairperson/Membership | Appointment Date | Cessation Date |
|---------|----------------------|----------|------------------------|------------------|----------------|
| 1 | Rita Chandrasekar | ID | Chairperson | | |
| 2 | S R Ramakrishnan | NED | Member | 28-Nov-2018 | |
| 3 | R Chandrasekar | ED | Member | 28-Nov-2018 | |

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|---|-----|
| Company Remarks | |
| Whether Permanent chairperson appointed | Yes |

c. Risk Management Committee

| Sr. No. | Name of the Director | Category | Chairperson/Membership | Appointment Date | Cessation Date |
|---------|----------------------|----------|------------------------|------------------|----------------|
|---------|----------------------|----------|------------------------|------------------|----------------|

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|---|--|
| Company Remarks | |
| Whether Permanent chairperson appointed | |

d. Nomination and Remuneration Committee

| Sr. No. | Name of the Director | Category | Chairperson/Membership | Appointment Date | Cessation Date |
|---------|----------------------|----------|------------------------|------------------|----------------|
| 1 | S Radhakrishnan | ID | Chairperson | 09-Aug-2018 | |
| 2 | B Narendran | ID | Member | 29-Jan-2008 | |
| 3 | M Rajamani | ID | Member | 28-Nov-2018 | |

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|---|--|
| Company Remarks | |
| Whether Permanent chairperson appointed | |

iii. Meeting of Board of Directors

| Date(s) of Meeting (if any) in the previous quarter | Date(s) of Meeting (if any) in the relevant quarter |
|---|---|
| 13-Feb-2019 | 22-May-2019 |

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|---|---|
| Company Remarks | |
| Maximum gap between any two consecutive (in number of days) | 0 |

iv. Meeting of Committees

| Name of the Committee | Date(s) of meeting during of the committee in the previous quarter | Date(s) of meeting of the committee in the relevant quarter | Requirement of Quorum met (details) | Whether requirement of Quorum met (Yes/No) |
|-----------------------|--|---|-------------------------------------|--|
| Audit Committee | 13-Feb-2019 | 22-May-2019 | 4 | Yes |

| | |
|--|---|
| Company Remarks | |
| Maximum gap between any two consecutive (in number of days) [Only for Audit Committee] | 0 |

v. **Related Party Transactions**

| Subject | Compliance status (Yes/No/NA) | Remark |
|---|--------------------------------------|---------------|
| Whether prior approval of audit committee obtained | Yes | |
| Whether shareholder approval obtained for material RPT | Not Applicable | |
| Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee | Yes | |
| Disclosure of notes on related party transactions and Disclosure of notes of material related party transactions | | |

VI. **Affirmations**

1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - **Yes**
2. The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015
 - a. Audit Committee - **Yes**
 - b. Nomination & remuneration committee - **Yes**
 - c. Stakeholders relationship committee - **Yes**
 - d. Risk management committee (applicable to the top 100 listed entities) - **Not applicable**
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. - **Yes**
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.- **Yes**
5. a. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. - **Yes**
b. Any comments/observations/advice of Board of Directors may be mentioned here:

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| Nil |
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Name : **Mr.G.Arunmozhi**
Designation : **Company Secretary & Compliance Officer**