

Report on Corporate Governance
Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity - **Sicagen India Limited**
2. Quarter ending - **30-Jun-2020**

i. Composition Of Board Of Director

| Title (Mr./Ms) | Name of the Director | DIN | PAN | Category (Chairperson /Executive /Non-Executive/ Independent/ Nominee) | Sub Category | Initial Date of Appointment | Date of Appointment | Date of Cessation | Tenure | Date of Birth | Whether special resolution passed? | Date of passing special resolution | No. of Directorship in listed entities including this listed entity | No of Independent 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 | AAEP A4148H | C & NED | | 10-Dec-2012 | 31-Jul-2019 | | | 01-Jan-1966 | NA | | 4 | 0 | 2 | 2 | | |
| Mr. | B Narendran | 01159394 | AAPP N0488E | ID | | 11-Aug-2014 | 11-Aug-2019 | 10-Aug-2024 | 60 | 22-Jun-1945 | Yes | 31-Jul-2019 | 5 | 5 | 9 | 3 | AC,NRC | |
| Mrs. | Sashikala Srikanth | 01678374 | AAIP S8299K | ID | | 11-Aug-2014 | 11-Aug-2019 | 10-Aug-2024 | 60 | 09-Nov-1956 | Yes | 31-Jul-2019 | 5 | 5 | 8 | 4 | AC | |

| | | | | | | | | | | | | | | | | | | |
|------|---------------------|-----------|--------------|-----|--|-------------|-------------|-------------|----|-------------|-----|-------------|---|---|---|---|--------|--|
| Mrs. | Rita Chan drase kar | 03013 549 | AAAP R5361 F | ID | | 28-Jun-2017 | 28-Jun-2017 | 27-Jun-2022 | 60 | 19-Jul-1956 | NA | | 4 | 4 | 4 | 2 | SC | |
| Mr. | S Radh akris hnan | 00061 723 | ACQP R0749 H | ID | | 09-Aug-2018 | 09-Aug-2018 | 08-Aug-2023 | 60 | 06-Jan-1951 | NA | | 2 | 2 | 3 | 0 | AC,NRC | |
| Mr. | R Chan drase kar | 06374 821 | ADKP C7584 J | ED | | 28-Nov-2018 | 28-Nov-2018 | 27-Nov-2021 | 36 | 14-May-1964 | NA | | 1 | 0 | 4 | 0 | AC,SC | |
| Mr. | M Raja mani | 00195 006 | ADGP R0655 M | ID | | 28-Nov-2018 | 28-Nov-2018 | 27-Nov-2023 | 60 | 21-Feb-1945 | Yes | 31-Jul-2019 | 1 | 1 | 0 | 0 | NRC | |
| Mr. | S R Ram akris hnan | 00120 126 | AVQP S7345 K | NED | | 01-Dec-2018 | 31-Jul-2019 | | | 18-Aug-1949 | NA | | 2 | 2 | 2 | 0 | SC | |

| | |
|---|-----|
| Company Remarks | |
| Whether Regular chairperson appointed | Yes |
| Whether Chairperson is related to MD or CEO | No |

ii. **Composition of Committees**

a. **Audit Committee**

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

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

b. **Stakeholders Relationship Committee**

| <i>Sr. No.</i> | <i>Name of the Director</i> | <i>Category</i> | <i>Chairperson/Membership</i> | <i>Appointment Date</i> | <i>Cessation Date</i> |
|----------------|-----------------------------|-----------------|-------------------------------|-------------------------|-----------------------|
| 1 | Rita Chandrasekar | ID | Chairperson | 15-May-2018 | |
| 2 | S R Ramakrishnan | NED | Member | 01-Dec-2018 | |
| 3 | R Chandrasekar | ED | Member | 28-Nov-2018 | |

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

c. **Risk Management Committee**

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

| | |
|---|--|
| 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 | B Narendran | ID | Member | 29-Jan-2008 | |
| 2 | S Radhakrishnan | ID | Chairperson | 09-Aug-2018 | |
| 3 | M Rajamani | ID | Member | 28-Nov-2018 | |

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

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 | Whether requirement of Quorum met | Number of Directors present | Number of Independent Directors present |
|---|---|-----------------------------------|-----------------------------|---|
| 07-Feb-2020 | 23-Apr-2020 | Yes | 8 | 5 |
| | 17-Jun-2020 | Yes | 8 | 5 |

| | |
|---|----|
| Company Remarks | |
| Maximum gap between any two consecutive (in number of days) | 75 |

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 | Whether requirement of Quorum met (Yes/No) | Number of Directors present | Number of independent directors present |
|-------------------------------------|--|---|--|-----------------------------|---|
| Audit Committee | 07-Feb-2020 | 17-Jun-2020 | Yes | 4 | 3 |
| Nomination & Remuneration Committee | 07-Feb-2020 | 17-Jun-2020 | Yes | 3 | 3 |
| Stakeholders Relationship Committee | 07-Feb-2020 | 17-Jun-2020 | Yes | 3 | 1 |

| | |
|--|-----|
| Company Remarks | |
| Maximum gap between any two consecutive (in number of days) [Only for Audit Committee] | 130 |

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:

Name : R Srikrishna
Designation : Company Secretary & Compliance Officer