

**ANNEXURE I**  
**Report on Corporate Governance**

1. Name of Listed Entity - **Sicagen India Limited**  
2. Quarter ending - **30-Sep-2018**

<b>I. Composition of Board of Directors</b>										
Title (Mr./Ms)	Name of the Director	DIN	PAN	Category (Chairperson /Executive/Non- Executive/ Independent/ Nominee)	Date of Appointment	Date of cessation	Tenure	No of Directors hip 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
Mr.	Ashwin C Muthiah	00255679	AAEPA4148H	C & NED	10-Dec-2012			4	2	1
Mr.	Sunil Deshmukh	05210882	AEVPD9509C	NED	07-Feb-2012	03-Aug-2018		0	0	0
Mr.	B Narendran	01159394	AAPPN0488E	ID	11-Aug-2014	10-Aug-2019	60	5	10	5
Mr.	Harish Chandra Chawla	00085415	ACVPC1412H	ID	11-Aug-2014	06-Aug-2018	48	0	0	0
Mrs.	Sashikala Srikanth	01678374	AAIPS8299K	ID	11-Aug-2014	10-Aug-2019	60	5	6	2
Mr.	Devidas Mali	01405268	ABFPM2504H	ED	11-Dec-2015	10-Dec-2018	36	1	2	0
Mrs.	Rita Chandrasekar	03013549	AAAPR5361F	ID	28-Jun-2017	27-Jun-2022	60	3	3	1
Mr.	S Radhakrishnan	00061723	ACQPR0749H	ID	09-Aug-2018	08-Aug-2023	60	2	1	0
Mr.	R Chandrasekar	06374821	ADKPC7584J	NED	09-Aug-2018			0	1	0

**II. Composition of Committees**

<b>Audit Committee</b>			
Sr. No.	Name of the Director	Category	Chairperson/Membership
1	R Chandrasekar	NED	Member
2	S Radhakrishnan	ID	Member
3	B Narendran	ID	Chairperson
4	Sashikala Srikanth	ID	Member

<b>Stakeholders Relationship Committee</b>			
<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>
1	Rita Chandrasekar	ID	Member
2	B Narendran	ID	Chairperson
3	Devidas Mali	ED	Member

<b>Risk Management Committee *</b>			
<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>

*\*Dissolved w.e.f 09.08.2018 as it was not applicable and no longer required.*

<b>Nomination and Remuneration Committee</b>			
<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>
1	R Chandrasekar	NED	Member
2	S Radhakrishnan	ID	Chairperson
3	B Narendran	ID	Member
4	Sashikala Srikanth *	ID	Member

*\*Ceased to be a member w.e.f 09.08.2018*

<b>III. Meeting of Board of Directors</b>		
<i>Date(s) of Meeting (if any) in the previous quarter</i>	<i>Date(s) of Meeting (if any) in the relevant quarter</i>	<i>Maximum gap between any two consecutive (in number of days)</i>
15-May-2018	09-Aug-2018	85

<b>IV. Meeting of Committees</b>				
<i>Name of the committee</i>	<i>Date(s) of meeting of the committee in the relevant quarter</i>	<i>Whether requirement of Quorum met (details)</i>	<i>Date(s) of meeting of the committee in the previous quarter</i>	<i>Maximum gap between any two consecutive (in number of days)</i>
Audit Committee	09-Aug-2018	2	15-May-2018	85

<b>V. Related Party Transactions</b>	
<b>Subject</b>	<b>Compliance status (Yes/No/NA)</b>
Whether prior approval of audit committee obtained	Not Applicable
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

#### **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:

<b>Nil</b>
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**Name** : **G. Arunmozhi**  
**Designation** : **Company Secretary & Compliance Officer**

### ANNEXURE III

#### Affirmations

<b>Broad Heading</b>	<b>Regulation Number</b>	<b>Compliance Status</b>
Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	Yes
Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes
Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes

#### Note:

1. In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.
2. If status is "No" details of non-compliance may be given here.
3. If the Listed Entity would like to provide any other information the same may be indicated here.

**Name** : **G Arunmozhi**  
**Designation** : **Company Secretary & Compliance Officer**