

ANNEXURE I

Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity: **The Andhra Sugars Limited**
 2. Quarterending : **31-March-2018**

I. Composition of Board of Directors

| Title (Mr./Ms) | Name of the Director | DIN | PAN | Category (Chair person/ Executive/ Non-Executive/ Independent/ Nominee) | 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 Chair person in Audit/Stakeholder Committee held in listed entities including this listed entity |
|----------------|--------------------------------|----------|------------|---|---------------------|-------------------|--------|--|--|--|
| Mr. | Dr. Bolla Bulli Ramaiah | 00015061 | AARPB2772K | C & ED | 01-Nov-2016 | 14-Feb-2018 | 60 | 2 | 0 | 0 |
| Mr. | Pendyala Narendranath Chowdary | 00015764 | AATPP2608J | ED | 12-Jan-2016 | | 60 | 3 | 1 | 2 |
| Mr. | Mullapudi Narendranath | 00016764 | AANPN8418L | ED | 01-Jan-2018 | | 60 | 1 | 0 | 0 |
| Mr. | Mullapudi Thimmaraja | 00016711 | AAHPT1426A | ED | 01-Jan-2018 | | 60 | 3 | 4 | 0 |
| Mr. | Pendyala Achuta Ramayya | 00015065 | AATPP2590F | ED | 01-Jan-2018 | | 60 | 1 | 0 | 0 |
| Mr. | P.S.R.V.K. Ranga Rao | 00015795 | AENPP0678N | ED | 01-May-2014 | | 60 | 1 | 0 | 0 |
| Mr. | Dr. P. Kotaiah | 00038420 | ADTPP0365P | ID | 10-Sep-2014 | | 60 | 1 | 1 | 0 |
| Mr. | V. S. Raju | 00101405 | AAVPV9901C | ID | 10-Sep-2014 | | 60 | 3 | 2 | 1 |
| Mr. | A. Ranga Rao | 00089664 | ABQPA5689L | ID | 10-Sep-2014 | | 60 | 1 | 0 | 1 |
| Mr. | P.A. Chowdary | 02936505 | AAGPC9683F | ID | 10-Sep-2014 | | 60 | 1 | 0 | 1 |
| Mr. | Dr. A.V. Rama Rao | 01341232 | ABQPA5688M | ID | 10-Sep-2014 | | 60 | 1 | 0 | 0 |
| Mrs. | Dr. Dasari Manjulata | 02788338 | ACGPD0066R | ID | 10-Sep-2014 | | 60 | 3 | 1 | 0 |

II. Composition of Committees

| Audit Committee | | | |
|------------------------|-----------------------------|-----------------|-------------------------------|
| <i>Sr. No.</i> | <i>Name of the Director</i> | <i>Category</i> | <i>Chairperson/Membership</i> |
| 1 | Dr. P. Kotaiah | ID | Member |
| 2 | V. S. Raju | ID | Member |
| 3 | A. Ranga Rao | ID | Chairperson |

| Stakeholders Relationship Committee | | | |
|--|--------------------------------|-----------------|-------------------------------|
| <i>Sr. No.</i> | <i>Name of the Director</i> | <i>Category</i> | <i>Chairperson/Membership</i> |
| 1 | Pendyala Narendranath Chowdary | ED | Member |
| 2 | Mullapudi Thimmaraja | ED | Member |
| 3 | P.A. Chowdary | ID | Chairperson |

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

| Nomination and Remuneration Committee | | | |
|--|-----------------------------|-----------------|-------------------------------|
| <i>Sr. No.</i> | <i>Name of the Director</i> | <i>Category</i> | <i>Chairperson/Membership</i> |
| 1 | V. S. Raju | ID | Chairperson |
| 2 | A. Ranga Rao | ID | Member |
| 3 | P.A. Chowdary | ID | Member |

| III. Meeting of Board of Directors | | |
|--|---|--|
| <i>Date(s) of Meeting(ifany) in the previous quarter</i> | <i>Date(s) of Meeting (ifany) in the relevant quarter</i> | <i>Maximum gap between any two consecutive (in number of days)</i> |
| 28-Oct-2017 | 03-Feb-2018 | 97 |

| IV. Meeting of Committees | | | | |
|-------------------------------------|--|--|--|--|
| <i>Name of the committee</i> | <i>Date(s) of meeting of the committee in the relevant quarter</i> | <i>Whether requirement of Quorummet(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 | 03-Feb-2018 | TWO | 28-Oct-2017 | 97 |
| Stakeholders Relationship Committee | 03-Feb-2018 | TWO | 28-Oct-2017 | |
| Nomination & Remuneration Committee | 03-Feb-2018 | TWO | 28-Oct-2017 | |

| V. Related Party Transactions | |
|--|--------------------------------------|
| Subject | Compliance status (Yes/No/NA) |
| 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 |

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 : **M PALACHANDRA**
Designation : **Company Secretary**

ANNEXURE II

Format to be submitted by listed entity at the end of the financial year (for the whole of financial year)

| I. Disclosure on website in terms of Listing Regulations | | |
|---|--------------------------------------|--------------------------------------|
| Item | Compliance status (Yes/No/NA) | |
| Details of business | Yes | |
| Terms and conditions of appointment of independent directors | Yes | |
| Composition of various committees of board of directors | Yes | |
| Code of conduct of board of directors and senior management personnel | Yes | |
| Details of establishment of vigil mechanism/ Whistle Blower policy | Yes | |
| Criteria of making payments to non-executive directors | Not Applicable | |
| Policy on dealing with related party transactions | Yes | |
| Policy for determining 'material' subsidiaries | Not Applicable | |
| Details of familiarization programmes imparted to independent directors | Yes | |
| Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances | Yes | |
| email address for grievance redressal and other relevant details | Yes | |
| Financial results | Yes | |
| Shareholding pattern | Yes | |
| Details of agreements entered into with the media companies and/or their associates | Not Applicable | |
| New name and the old name of the listed entity | Not Applicable | |
| II Annual Affirmations | | |
| Particulars | Regulation Number | Compliance status (Yes/No/NA) |
| <i>Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'</i> | 16(1)(b) & 25(6) | Yes |
| <i>Board composition</i> | 17(1) | Yes |
| <i>Meeting of Board of directors</i> | 17(2) | Yes |
| <i>Review of Compliance Reports</i> | 17(3) | Yes |
| <i>Plans for orderly succession for appointments</i> | 17(4) | Yes |
| <i>Code of Conduct</i> | 17(5) | Yes |
| <i>Fees/compensation</i> | 17(6) | No |
| <i>Minimum Information</i> | 17(7) | Yes |
| <i>Compliance Certificate</i> | 17(8) | Yes |
| <i>Risk Assessment & Management</i> | 17(9) | Yes |
| <i>Performance Evaluation of Independent Directors</i> | 17(10) | Yes |
| <i>Composition of Audit Committee</i> | 18(1) | Yes |
| <i>Meeting of Audit Committee</i> | 18(2) | Yes |

| | | |
|--|-------------------------|----------------|
| <i>Composition of nomination & remuneration committee</i> | 19(1) & (2) | Yes |
| <i>Composition of Stakeholder Relationship Committee</i> | 20(1) & (2) | Yes |
| <i>Composition and role of risk management committee</i> | 21(1),(2),(3),(4) | Not Applicable |
| <i>Vigil Mechanism</i> | 22 | Yes |
| <i>Policy for related party Transaction</i> | 23(1),(5),(6),(7) & (8) | Yes |
| <i>Prior or Omnibus approval of Audit Committee for all related party transactions</i> | 23(2), (3) | Yes |
| <i>Approval for material related party transactions</i> | 23(4) | Not Applicable |
| <i>Composition of Board of Directors of unlisted material Subsidiary</i> | 24(1) | Not Applicable |
| <i>Other Corporate Governance requirements with respect to subsidiary of listed entity</i> | 24(2),(3),(4),(5) & (6) | Yes |
| <i>Maximum Directorship & Tenure</i> | 25(1) & (2) | Yes |
| <i>Meeting of independent directors</i> | 25(3) & (4) | Yes |
| <i>Familiarization of independent directors</i> | 25(7) | Yes |
| <i>Memberships in Committees</i> | 26(1) | Yes |
| <i>Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel</i> | 26(3) | Yes |
| <i>Disclosure of Shareholding by Non-Executive Directors</i> | 26(4) | Yes |
| <i>Policy with respect to Obligations of directors and senior management</i> | 26(2) & 26(5) | Yes |

III Affirmations:

The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied. - **Not Applicable**

Name : **M PALACHANDRA**
Designation : **Company Secretary**