



# KAKATIYA CEMENT SUGAR & INDUSTRIES LIMITED

1-10-140/1, 'GURUKRUPA', Ashok Nagar, Hyderabad - 500 020.

REF:KCSIL:SEC:2017:

January 5, 2017

1. The Bombay Stock Exchange Limited  
Phiroze Jeejeebhoy Towers  
Dalal Street  
MUMBAI - 400 001.
2. The Manager,  
Listing Department,  
National Stock Exchange of India Ltd.,  
Exchange Plaza, 5th Floor,  
Plot No.C/1, G Block,  
Bandra-Kurla Complex, Bandra (E),  
MUMBAI - 400 051.

Dear Sir,

**Sub: Compliance Report on Corporate Governance**

Please find enclosed the Compliance Report on Corporate Governance for the quarter ended 31<sup>st</sup> December, 2016 (Annexure - I SEBI format) in terms of Regulation 27(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

This is for your information and record.

Thanking you,

Yours faithfully,  
for KAKATIYA CEMENT SUGAR & INDUSTRIES LIMITED,

B K PRASAD  
GENERAL MANAGER  
AND COMPANY SECRETARY

Encl : a/a

**COMPLIANCE REPORT ON CORPORATE GOVERNANCE**

Format to be submitted by listed entity on quarterly basis

1. Name of Listed entity : KAKATIYA CEMENT SUGAR AND INDUSTRIES LIMITED
2. Quarter ending : 31<sup>st</sup> December 2016


| 1. Composition of Board of Directors |                      |           |  |   |             |   |   |  |  |
|--------------------------------------|----------------------|-----------|--|---|-------------|---|---|--|--|
| Title (Mr. / Ms)                     | Name of the Director | PAN & DIN | Category (Chairperson / Executive / Non Executive / Nominee) & | Date of Appointment in the current term / Cessation | Tenure*     | No of Director ship in the listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulations) | Number of member ship in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations) | No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations) |  |
| Mr.                                  | P Veeraiyah          | 00276769  | Chairperson  | 12-May-1998   | --          | 1   | 1   | 1  |  |
| Mr.                                  | J S Rao              | 00029090  | Non-Executive  | 09-Jul-1979   | --          | 2   | 1   | --   |  |
| Mr.                                  | C Madhusudana Rao    | 00410173  | Independent  | 14-Jul-2014   | 13-Jul-2019 | 1   | 3   | 3  |  |
| Mr.                                  | T R C Bose           | 00160630  | Independent  | 14-Jul-2014   | 13-Jul-2019 | 2   | 3   | --   |  |
| Mr.                                  | B V Subbajah         | 01147062  | Independent  | 14-Jul-2014   | 13-Jul-2019 | 2   | 3   | --   |  |
| Mr.                                  | K Venkat Rao         | 06566627  | Independent  | 14-Jul-2014   | 13-Jul-2019 | 1   | 1   | 1  |  |
| Ms.                                  | M Varalakshmi        | 07585164  | Non-Executive  | 12-Aug-2016   | --          | 1   | --  | --   |  |

\$PAN number of any director would not be displayed on the website of Stock Exchange

&Category of directors means executive/non-executive/independent/Nominee. If a director fits into more than one category write all categories separating them with hyphen

\*to be filled only for Independent Director. Tenure would mean total period from which independent director is serving on Board of directors of the listed entity in continuity without any cooling off period.

For Kakatiya Cement Sugar and Industries Limited



B K Prasad  
General Manager  
and Company Secretary



| II. Composition of Committees   |   |  |   |  |
|---|---|--|---|--|
| Name of Committee   | Name of Committee members   | Category   | (Chairperson/Executive/Non-Executive/Independent/Nominee)\$ |  |
| 1. Audit Committee  | 1. C Madhusudana Rao<br>2. T R C Bose<br>3. J S Rao<br>4. B V Subbaih | Chairperson (Non-Executive)<br>Independent (Non-Executive)<br>Non-Executive<br>Independent (Non-Executive) |   |  |
| 2. Nomination & Remuneration Committee  | 1. C Madhusudana Rao<br>2. T R C Bose<br>3. B V Subbaih               | Chairperson (Non-Executive)<br>Independent (Non-Executive)<br>Independent (Non-Executive)                  |   |  |
| 3. Stakeholders Relationship Committee  | 1. C Madhusudana Rao<br>2. T R C Bose<br>3. B V Subbaih               | Chairperson (Non-Executive)<br>Independent (Non-Executive)<br>Independent (Non-Executive)                  |   |  |
| \$Category of directors means executive /non-executive/independent/Nominee. If a director fits into more than one category write all categories separating them with hyphen |   |  |   |  |
| 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                   | Date(s) of Meeting (if any) in the previous quarter  | Maximum gap between any two consecutive (in number of days) |  |
| 12.08.2016  |   | 09.11.2016   | 88 days   |  |
| IV. Meeting of Committees   |   |  |   |  |
| Date(s) of Meeting of the committee in the relevant quarter   | Whether requirement of quorum met (details)                           | Date(s) of Meeting of the committee in the previous quarter  | Maximum gap between any two consecutive in number of days*  |  |
| 08.11.2016  | Yes. 4 Members Attended   | 11.08.2016   | 88 days   |  |

For Kakatiya Cement Sugar and Industries Limited

*B K Prasad*

B K Prasad  
General Manager  
and Company Secretary

| 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   |         | NA                            |
| Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee   |         | YES                           |
| <b>VI. Affirmations</b>  |         |                               |
| <ol style="list-style-type: none"> <li>1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.</li> <li>2. The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.               <ol style="list-style-type: none"> <li>a. Audit Committee</li> <li>b. Nomination &amp; remuneration committee</li> <li>c. Stakeholders relationship committee</li> <li>d. Risk management committee (applicable to the top 100 listed entities)</li> </ol> </li> <li>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.</li> <li>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.</li> </ol> |         |                               |
| <p><b>This Report will be placed before the ensuing Board Meeting to be held on or before 15<sup>th</sup> February, 2017.</b></p>  |         |                               |

For Kakatiya Cement Sugar and Industries Limited

  
 B K Prasad  
 General Manager  
 and Company Secretary

Name & Designation  
 General Manager and Company Secretary

Place : Hyderabad

Date : 5<sup>th</sup> January, 2017.