

General information about company	
Scrip code	532610
NSE Symbol	DWARKESH
MSEI Symbol	NOTLISTED
ISIN	INE366A01041
Name of the entity	Dwarikesh Sugar Industries Limited
Date of start of financial year	01-04-2018
Date of end of financial year	31-03-2019
Reporting Quarter	Yearly
Date of Report	31-03-2019
Risk management committee	Not Applicable

Annexure I

Annexure I to be submitted by listed entity on quarterly basis

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory

Textual Information(1)

Whether the listed entity has a Regular Chairperson

Yes

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of appointment in the current term	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulations)	Number of memberships 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)	Notes for not providing PAN	Notes for not providing DIN
1	Mr	Gautam R Morarka	AAKPM6075B	00002078	Executive Director	Chairperson		01-01-2019		36	2	1	0		
2	Mr	B. K. Agarwal	AAZPA4322Q	00001085	Non-Executive - Independent Director	Not Applicable		19-09-2015		60	1	0	2		
3	Mr	Vijay s Banka	AADPB5687K	00963355	Executive Director	Not Applicable	MD	07-05-2018		36	2	4	0		
4	Mr	K. N. Prithviraj	AAHPP7721Q	00115317	Non-Executive - Independent Director	Not Applicable		19-09-2015		60	1	2	0		

Annexure I to be submitted by listed entity on quarterly basis

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of appointment in the current term	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulations)	Number of memberships 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)	Notes for not providing PAN	Notes for not providing DIN
5	Mr	B. J. Maheshwari	AAAPM8814E	00002075	Executive Director	Not Applicable	MD	07-05-2018		36	2	2	1		
6	Ms	Nina Chatrath	ADZPC6911G	07700943	Non-Executive - Independent Director	Not Applicable		04-02-2017		60	1	2	0		

Text Block	
Textual Information(1)	<p>Shri G.R. Morarka : Company has intimated the exchange vide its letter no. DSIL/2018-19/438 dated December 17, 2018 that Shri G. R. Morarka is appointed as Addtl. Director till the ensuing General Meeting of the Co. and Whole Time Director designated as Executive Chairman subject to confirmation of Members, w.e.f 01.01.2019.</p> <p>Shri B. J. Maheshwari : Company has intimated the exchange vide its letter no. DSIL/2018-19/066 dated May 07, 2018 that Shri B. J. Maheshwari has been redesignated as Managing Director & CS cum CCO of the company w.e.f May 07, 2018.</p> <p>Shri Vijay S Banka: Company has intimated the exchange vide its letter no. DSIL/2018-19/066 dated May 07, 2018 that Shri Vijay S Banka has been redesignated as Managing Director & CFO who has been redesignated as Managing Director of the company in the Board Meeting held on August 7, 2018 and intimated to exchange vide Letter no. DSIL/2018-19/219.</p> <p>Ms. Nina Chatrath had been appointed as Director in casual Vacancy on February 04, 2017 and whose term of appointment will be calculated as that of previous director i.e Ms. Malathi Mohan (who was appointed as Independent Director as on September 19, 2015)</p>

Annexure 1	
II. Composition of Committees	
Disclosure of notes on composition of committees explanatory	Textual Information(1)

Annexure 1 Text Block	
Textual Information(1)	Shri K. N. Prithviraj is been inducted in Stakeholders Relationship Committee & Corporate Social Responsibility Committee w.e.f. 02.02.2019 Shri G. R. Morarka is been inducted in Corporate Social Responsibility Committee w.e.f. 01.01.2019.

Audit Committee Details							
Whether the Audit Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00001085	Shri B. K. Agarwal	Non-Executive - Independent Director	Chairperson	12-08-2011		
2	00963355	Shri Vijay S Banka	Executive Director	Member	01-05-2009		
3	00115317	K. N. Prithviraj	Non-Executive - Independent Director	Member	30-11-2009		
4	07700943	Nina Chatrath	Non-Executive - Independent Director	Member	04-02-2017		

Nomination and remuneration committee							
Whether the Nomination and remuneration committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00001085	B. K. Agarwal	Non-Executive - Independent Director	Member	12-08-2011		
2	00115317	K. N. Prithviraj	Non-Executive - Independent Director	Chairperson	25-10-2012		
3	07700943	Nina Chatrath	Non-Executive - Independent Director	Member	04-02-2017		

Stakeholders Relationship Committee							
Whether the Stakeholders Relationship Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00002075	B. J. Maheshwari	Executive Director	Member	01-05-2009		
2	00963355	Vijay s Banka	Executive Director	Member	12-08-2011		
3	00001085	B. K. Agarwal	Non-Executive - Independent Director	Chairperson	09-08-2012		
4	07700943	Nina Chatrath	Non-Executive - Independent Director	Member	04-02-2017		
5	00115317	K. N. Prithviraj	Non-Executive - Independent Director	Member	02-02-2019		

Risk Management Committee							
Whether the Risk Management Committee has a Regular Chairperson							
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks

Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00001085	B. K. Agarwal	Non-Executive - Independent Director	Chairperson	13-08-2014		
2	00002075	B. J. Maheshwari	Executive Director	Member	13-08-2014		
3	00963355	Vijay s Banka	Executive Director	Member	13-08-2014		
4	00002078	Gautam R Morarka	Executive Director	Member	01-01-2019		
5	00115317	K. N. Prithviraj	Non-Executive - Independent Director	Member	02-02-2019		

Other Committee						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks

Annexure 1				
Annexure 1				
III. Meeting of Board of Directors				
Disclosure of notes on meeting of board of directors explanatory				
Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)	Notes for not providing Date
1	17-12-2018			
2		02-02-2019	46	

Annexure 1								
IV. Meeting of Committees								
Disclosure of notes on meeting of committees explanatory								
Sr	Name of Committee	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Requirement of Quorum met	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings (in number of days)	Name of other committee	Reason for not providing date
1	Audit Committee	02-02-2019	Yes	4	17-12-2018	46		
2	Nomination and remuneration committee	02-02-2019	Yes	3	17-12-2018	46		
3	Stakeholders Relationship Committee	02-02-2019	Yes	4	01-11-2018	92		
4	Corporate Social Responsibility Committee	02-02-2019	Yes	4	01-11-2018	92		

Annexure 1			
V. Related Party Transactions			
Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	Yes	
2	Whether shareholder approval obtained for material RPT	NA	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	

Annexure 1		
VI. Affirmations		
Sr	Subject	Compliance status (Yes/No)
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
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 100 listed entities)	NA
6	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
7	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
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes
9	Any comments/observations/advice of Board of Directors may be mentioned here:	Textual Information(1)

Annexure 1		
Sr	Subject	Compliance status
1	Name of signatory	Shri B. J. Maheshwari
2	Designation	Company Secretary and Compliance Officer

Text Block	
Textual Information(1)	Risk Committee is applicable for Top 100 entities. Not applicable in our case, still been formed voluntarily.

Annexure II				
Annexure II 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				
Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
1	Details of business	Yes		http://www.dwarikesh.com/about.html
2	Terms and conditions of appointment of independent directors	Yes		http://www.dwarikesh.com/pdf/2018/Terms-of-Appointments-of-Independent-Directors.pdf
3	Composition of various committees of board of directors	Yes		http://www.dwarikesh.com/pdf/2018/Composition-of-Board-and-Various-Committees.pdf
4	Code of conduct of board of directors and senior management personnel	Yes		http://www.dwarikesh.com/pdf/2018/Code_of_Conduct_for_Senior_Management_and_Director.pdf?abc=1
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		http://www.dwarikesh.com/pdf/2018/Whistle-Blower-Policy.pdf
6	Criteria of making payments to non-executive directors	Yes		http://www.dwarikesh.com/pdf/2018/Policy-on-Directors-Appointment-and-Remuneration.pdf
7	Policy on dealing with related party transactions	Yes		http://www.dwarikesh.com/pdf/2018/Related-Party-Transactions-Policy.pdf
8	Policy for determining 'material' subsidiaries	Yes		http://www.dwarikesh.com/pdf/2018/Policy-on-Material-Subsidiaries.pdf
9	Details of familiarization programmes imparted to independent directors	Yes		http://www.dwarikesh.com/pdf/2018/Familiarisation-Programme-for-Independent-Directors.pdf

Annexure II				
Annexure II 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				
Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		http://www.dwarikesh.com/infocgo.html
11	email address for grievance redressal and other relevant details	Yes		http://www.dwarikesh.com/infocgo.html
12	Financial results	Yes		http://www.dwarikesh.com/financials.html
13	Shareholding pattern	Yes		http://www.dwarikesh.com/shareholding.html
14	Details of agreements entered into with the media companies and/or their associates	Yes		http://www.dwarikesh.com/pdf/2018/Media-Agreement.pdf
15	New name and the old name of the listed entity	NA		
Disclosure of notes on website in terms of Listing Regulations explanatory [Text Block]				Textual Information(1)

Text Block	
Textual Information(1)	All the information required under SEBI (LODR), Regulation, 2015 and under Companies Act, 2013 are suitable displayed on the website of the compnay www.dwarikesh.com .

Annexure II				
II. Annual Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is “No” details of non-compliance may be given here.
1	Independent director(s) have been appointed in terms of specified criteria of ‘independence’ and/or ‘eligibility’	16(1)(b) & 25(6)	Yes	
2	Board composition	17(1)	Yes	
3	Meeting of Board of directors	17(2)	Yes	
4	Review of Compliance Reports	17(3)	Yes	
5	Plans for orderly succession for appointments	17(4)	Yes	
6	Code of Conduct	17(5)	Yes	
7	Fees/compensation	17(6)	Yes	
8	Minimum Information	17(7)	Yes	
9	Compliance Certificate	17(8)	Yes	
10	Risk Assessment & Management	17(9)	Yes	

Annexure II				
II. Annual Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
11	Performance Evaluation of Independent Directors	17(10)	Yes	
12	Composition of Audit Committee	18(1)	Yes	
13	Meeting of Audit Committee	18(2)	Yes	
14	Composition of nomination & remuneration committee	19(1) & (2)	Yes	
15	Composition of Stakeholder Relationship Committee	20(1) & (2)	Yes	
16	Composition and role of risk management committee	21(1),(2),(3), (4)	NA	
17	Vigil Mechanism	22	Yes	
18	Policy for related party Transaction	23(1),(5),(6), (7) & (8)	Yes	
19	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
20	Approval for material related party transactions	23(4)	Yes	

Annexure II				
II. Annual Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
21	Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA	
22	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3), (4),(5) & (6)	NA	
23	Maximum Directorship & Tenure	25(1) & (2)	Yes	
24	Meeting of independent directors	25(3) & (4)	Yes	
25	Familiarization of independent directors	25(7)	Yes	
26	Memberships in Committees	26(1)	Yes	
27	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
28	Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes	
29	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
	Any other information to be provided - Add Notes			

Annexure II		
1	Name of signatory	Shri B. J. Maheshwari
2	Designation	Company Secretary and Compliance Officer

Annexure II		
III. Affirmations		
Sr	Particulars	Compliance status (Yes/No/NA)
1	The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied	NA
	Any other information to be provided	

Annexure II		
1	Name of signatory	Shri B. J. Maheshwari
2	Designation	Company Secretary and Compliance Officer

Signatory Details	
Name of signatory	Shri B. J. Maheshwari
Designation of person	Company Secretary and Compliance Officer
Place	Mumbai
Date	05-04-2019

