

**ANNEXURE I**

**Format to be submitted by listed entity on quarterly basis**

1. Name of Listed Entity - **Southern Petrochemicals Industries Corporation Limited**  
 2. Quarter ending - **31-Mar-2019**

**i. Composition Of Board Of Director**

T i t l e ( M r / M s )	Name of the Director	DI N	P A N	Cate gory (Chai rpers on /Execu tive/No n- Execut ive/ Indepe ndent/ Nomin ee)	S u b C a t e g o r y	Dat e of App oint ment	Dat e of ces sati on	T e n u r e	No of Dir ect ors hip in list ed enti ties incl uding this list ed enti ty	No of me mb ers hips in Au dit/ Sta keh old er Co mm itte e(s) incl uding this list ed enti ty	No of post of Chai rper son in Audi t/ Stak ehol der Co mmi ttee held in liste d entit ies incl uding this liste d entit y	Me mbe rshi p in Co mmi ttee s of the Co mpa ny	Remarks
Mr	ASHWIN CHIDAMBAR AM MUTHIAH	0 0 2 5 5 6 7 9	AA EP A4 148 H	C & NED		18- Dec- 1994			4	1	1	NRC	
Mr	NARENDRAN BHIM SINGH	0 1 1 5 9 3 9 4	AA PP N0 488 E	ID		08- Sep- 2014		5 4	5	10	4	NRC	

Mr .	SUBRAMANIA M SHANKAR	06591908	AK RP S64 71 Q	ID		08-Sep-2014	31-Mar-2019	54	2	3	0	NRC	
Mr .	SUMANJIT CHAUDHRY	067522672	AA DP C7 741 B	ID		10-Feb-2015		54	1	0	0	NRC	
Mr .	HARISH CHANDRA CHAWLA	00085415	AC VP C1 412 H	ID		08-Sep-2014		54	2	1	0	NRC	
Mr .	SILAIPELLAY ARPUTHUR RAMACHAND RAN RAMAKRISHN AN	0012206	AV QP S73 45 K	ED		30-Jul-2014			1	1	0	NRC	
Mr .	BALAKRISHN AN ELANGO VAN	00133452	AA AP E9 267 H	NED, ND		28-Jul-2009			2	2	0	NRC	
Ms .	SASHIKALA SRIKANTH	01678374	AA IPS 829 9K	ID		08-Sep-2014		51	5	5	1	NRC	

Mr .	THANJAVUR KANAKARAJ ARUN	0 2 1 6 3 4 2 7	AA DP A2 726 J	NED		07- Feb- 2018		2	2	0	NRC		
Mr .	SIVATHANU PILLAI RADHAKRISH NAN	0 0 0 6 1 7 2 3	AC QP R0 749 H	ID		07- Feb- 2018		1 1	2	1	0	NRC	
Mr .	SHANMUGIA H VISAKAN	0 6 5 7 8 4 1 4	AJI PV 902 1D	NED, ND		13- Jun- 2018	29- Ma r- 201 9		2	0	0	NRC	
Mr .	ARUN ROY VIJAYAKRISH NAN	0 1 7 2 6 6 1 1 7	AD AP V6 725 C	NED, ND		23- Oct- 2018			3	0	0	NRC	

Company Remarks	
Whether Permanent chairperson appointed	Yes

## ii. Composition of Committees

### a. Audit Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	SUBRAMANIAM SHANKAR	ID	Member	29-May-2013	31-Mar-2019
2	THANJAVUR KANAKARAJ ARUN	NED	Member	07-Feb-2018	
3	SASHIKALA SRIKANTH	ID	Chairperson	21-Sep-2015	
4	NARENDRAN BHIM SINGH	ID	Member	27-Jan-2009	

Company Remarks	
Whether Permanent chairperson appointed	Yes

**b. Stakeholders Relationship Committee**

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	SILAIPILLAYARPUTHUR RAMACHANDRAN RAMAKRISHNAN	ED	Member	18-May-2017	
2	NARENDRAN BHIM SINGH	ID	Chairperson	27-Jan-2009	
3	SUBRAMANIAM SHANKAR	ID	Member	29-May-2013	31-Mar-2019

Company Remarks	
Whether Permanent chairperson appointed	Yes

**c. Risk Management Committee**

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	SIVATHANU PILLAI RADHAKRISHNAN	ID	Chairperson	17-May-2018	
2	THANJAVUR KANAKARAJ ARUN	NED	Member	07-Feb-2018	
3	SILAIPILLAYARPUTHUR RAMACHANDRAN RAMAKRISHNAN	ED	Member	07-Feb-2018	

Company Remarks	
Whether Permanent chairperson appointed	Yes

**d. Nomination and Remuneration Committee**

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	NARENDRAN BHIM SINGH	ID	Chairperson	27-Jan-2004	
2	ASHWIN CHIDAMBARAM MUTHIAH	C & NED	Member	28-May-2014	
3	SUBRAMANIAM SHANKAR	ID	Member	29-May-2013	31-Mar-2019

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
23-Oct-2018	12-Feb-2019
	27-Mar-2019

Company Remarks	
Maximum gap between any two consecutive (in number of days)	111

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	Requirement of Quorum met (details)	Whether requirement of Quorum met (Yes/No)
Audit Committee	23-Oct-2018	12-Feb-2019	4	Yes
Audit Committee		27-Mar-2019	3	Yes
Stakeholders Relationship Committee	23-Oct-2018	12-Feb-2019	3	Yes
Stakeholders Relationship Committee	17-Dec-2018	27-Mar-2019	2	Yes
Nomination & Remuneration Committee	23-Oct-2018	12-Feb-2019	3	Yes
Nomination & Remuneration Committee		27-Mar-2019	2	Yes
Risk Management Committee	09-Oct-2018	14-Feb-2019	3	Yes

Company Remarks	
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	111

v. **Related Party Transactions**

<b>Subject</b>	<b>Compliance status (Yes/No/NA)</b>	<b>Remark</b>
Whether prior approval of audit committee obtained	Yes	
Whether shareholder approval obtained for material RPT	No	Shareholder approval for Material RPT entered into during the FY 2018-19 will be obtained in the ensuing AGM to be held during August / September 2019.
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	<b>Disclosures on Related Party Transactions and Material Related Party Transactions will be made in the Annual Report for the year 2018-19.</b>
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	<b>Shareholder approval for Material RPT entered into during the FY 2018-19 will be obtained in the ensuing AGM to be held during August / September 2019.</b>
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**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>There were no comments / observations / advice of Board of Directors.</b>
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**Name** : **M B GANESH**  
**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)

<b>I. Disclosure on website in terms of Listing Regulations</b>			
<b>Item</b>	<b>Compliance status</b>	<b>Company Remark</b>	<b>Website</b>
Details of business	Yes		www.spic.in
Terms and conditions of appointment of	Yes		www.spic.in
Composition of various committees of	Yes		www.spic.in
Code of conduct of board of directors and	Yes		www.spic.in
Details of establishment of vigil mechanism/	Yes		www.spic.in
Criteria of making payments to non-	Yes		www.spic.in
Policy on dealing with related party	Yes		www.spic.in
Policy for determining 'material' subsidiaries	Yes		www.spic.in
Details of familiarization programs imparted	Yes		www.spic.in
Contact information of the designated officials of the listed	Yes		www.spic.in
email address for grievance redressal and	Yes		www.spic.in
Financial results	Yes		www.spic.in
Shareholding pattern	Yes		www.spic.in
Details of agreements entered into with the media companies and/or	Yes		www.spic.in
New name and the old name of the listed entity	Not Applicable		
<b>II Annual Affirmations</b>			
<b>Particulars</b>	<b>Regulation Number</b>	<b>Compliance status</b>	<b>Company Remark</b>
<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)	Yes	
<i>Minimum Information</i>	17(7)	Yes	
<i>Compliance Certificate</i>	17(8)	Yes	
<i>Risk Assessment &amp; 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 &amp; 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)	Yes	
<i>Vigil Mechanism</i>	22	Yes	
<i>Policy for related party Transaction</i>	23(1),(5),(6),(7) &	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)	No	Shareholders approval for Material RPT
<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)	Not Applicable	
<i>Maximum Directorship &amp; 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	

<b>Other Information</b>	
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### 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. - **Yes**

<b>Other Information</b>	<b>The Company has no Material Subsidiary.? However, an approved Policy on Material Subsidiary is in place.</b>
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**Name** : **M B GANESH**  
**Designation** : **Company Secretary**