

ANNEXURE I

Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity - **Southern Petrochemical Industries Corporation Limited**
 2. Quarter ending - **31st March 2020**

i. Composition Of Board Of Director

Title (Mr./Ms)	Name of the Director	DIN	PAN	Category (Chairperson /Executive/ Non-Executive/ Independent/ Nominee)	Sub Category	Initial Date of Appointment	Date of Appointment	Date of cessation	Tenure	Date of Birth	Whether special resolution passed?	Date of passing special resolution	No. of Directorship in listed entities including this listed entity	No of Independent Directorship 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	Membership in Committees of the Company	Remarks
Mr.	ASHWIN CHIDAMBARAM MUTHIAH	00255679	AAEPA4148H	C & NED		18-Dec-1994	16-Nov-2011			01-Jan-1966	No		4	0	2	2	NRC	
Mr.	NARENDRAN BHIM SINGH	01159394	AAAPPN0488E	ID		27-Jan-2009	08-Sep-2019		66	22-Jun-1945	Yes	08-Aug-2019	5	5	9	3	AC,SC,NRC	
Mr.	DEBENDRANATH SARANGI	01408349	ANGPS2963K	ID		23-May-2019	08-Aug-2019		7	01-Jan-1953	No		4	4	3	0	NA	
Mr.	SILAI PILLAYARPU THUR RAMACHANDRAN RAMAKRISHNAN	00120126	AVQPS7345K	ED		30-Jul-2014	30-Jul-2014			13-Aug-1949	NA		2	0	2	0	SC,RMC	
Ms.	SASHIKALA SRIKANTH	01678374	AAIPS8299K	ID		08-Sep-2014	08-Sep-2019		66	09-Nov-1956	Yes	08-Aug-2019	5	5	8	3	AC	
Mrs.	RITA CHANDRASEKHAR	03013549	AAAPR5361F	ID		14-Nov-2019	14-Nov-2019		4	19-Jul-1956	No		4	4	4	2	NA	
Mr.	SIVATHANU PILLAI RADHAKRISHNAN	00061723	ACQPR0749H	ID		07-Feb-2018	07-Feb-2018		25	06-Jan-1951	No		2	2	3	0	AC,RMC,NRC	
Mr.	THANJAVUR KANAKARAJ ARUN	02163427	AADPA2726J	NED		27-Oct-2009	07-Aug-2018			17-Oct-1959	No		2	0	2	0	AC,SC,RMC	
Mr.	K.BALASUBRAMANIAM	07991792	AJAPB4262C	NED,ND		08-Aug-2019	08-Aug-2019			12-Jun-1970	No		1	0	0	0	NA	
Mr.	K P KARTHIKEYAN	08218878	BUXPK1421R	NED,ND		24-Mar-2020	24-Mar-2020			18-Feb-1986	No		3	0	3	0	NA	
Mr.	S.ANNESH SEKHAR	07887010	CNQPS5415N	NED,ND		23-May-2019	08-Aug-2019	26-Feb-2020		17-Feb-1986	No		2	0	3	0	NA	
Mr.	SUMANJIT CHAUDHRY	06752672	AADPC7741B	ID		10-Feb-2015	10-Feb-2015	09-Feb-2020	60	20-Oct-1947	No		0	0	0	0	NA	
Mr.	BALAKRISHNAN ELANGO VAN	00133452	AAAPE9267H	NED,ND		28-Jul-2009	28-Jul-2009	29-Feb-2020		24-Apr-1964	No		1	0	2	0	NA	

Company Remarks	
Whether Permanent chairperson appointed	Yes
Whether Chairperson is related to MD or CEO	No

ii. Composition of Committees

a. Audit Committee

<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>	<i>Appointment Date</i>	<i>Cessation Date</i>
1	NARENDRAN BHIM SINGH	ID	Member	27-Jan-2009	
2	SASHIKALA SRIKANTH	ID	Chairperson	21-Sep-2015	
3	SIVATHANU PILLAI RADHAKRISHNAN	ID	Member	01-Apr-2019	
4	THANJAVUR KANAKARAJ ARUN	NED	Member	07-Feb-2018	

Company Remarks	
Whether Permanent chairperson appointed	Yes

b. Stakeholders Relationship Committee

<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>	<i>Appointment Date</i>	<i>Cessation Date</i>
1	NARENDRAN BHIM SINGH	ID	Chairperson	27-Jan-2009	
2	SILAIPELLAYARPUTHUR RAMACHANDRAN RAMAKRISHNAN	ED	Member	18-May-2017	
3	THANJAVUR KANAKARAJ ARUN	NED	Member	01-Apr-2019	

Company Remarks	
Whether Permanent chairperson appointed	Yes

c. Risk Management Committee

<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>	<i>Appointment Date</i>	<i>Cessation Date</i>
1	SILAIPELLAYARPUTHUR RAMACHANDRAN RAMAKRISHNAN	ED	Member	07-Nov-2014	
2	SIVATHANU PILLAI RADHAKRISHNAN	ID	Chairperson	17-May-2018	
3	THANJAVUR KANAKARAJ ARUN	NED	Member	07-Feb-2018	

Company Remarks	
Whether Permanent chairperson appointed	Yes

d. Nomination and Remuneration Committee

<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>	<i>Appointment Date</i>	<i>Cessation Date</i>
1	ASHWIN CHIDAMBARAM MUTHIAH	C & NED	Member	28-May-2014	
2	NARENDRAN BHIM SINGH	ID	Chairperson	27-Jan-2004	
3	SIVATHANU PILLAI RADHAKRISHNAN	ID	Member	01-Apr-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	Whether requirement of Quorum met	Number of Directors present	Number of Independent Directors present
14-Nov-2019	12-Feb-2020	Yes	9	5
	24-Mar-2020	Yes	8	5

Company Remarks	
Maximum gap between any two consecutive (in number of days)	89

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	Whether requirement of Quorum met (Yes/No)	Number of Directors present	Number of independent directors present
Audit Committee	14-Nov-2019	12-Feb-2020	Yes	4	3
Audit Committee		23-Mar-2020	Yes	4	3
Nomination & Remuneration Committee	14-Nov-2019	23-Mar-2020	Yes	3	2
Risk Management Committee		17-Mar-2020	Yes	3	1

Company Remarks	
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	89

v. **Related Party Transactions**

<i>Subject</i>	<i>Compliance status (Yes/No/NA)</i>	<i>Remark</i>
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	

Disclosure of notes on related party transactions and Disclosure of notes of material related party transactions	Disclosures on Related Party Transactions and Material Related Party Transactions will be made in the Annual Report for the year 2019-20.
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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 500 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:

There were no comments / observations / advice of Board of Directors.

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)

I. Disclosure on website in terms of Listing Regulations			
Item	Compliance status (Yes/No/NA)	Company Remark	Website
As per regulation 46(2) of the LODR:			
Details of business	Yes		www.spic.in
Terms and conditions of appointment of independent	Yes		www.spic.in
Composition of various committees of board of	Yes		www.spic.in
Code of conduct of board of directors and senior	Yes		www.spic.in
Details of establishment of vigil mechanism/ Whistle	Yes		www.spic.in
Criteria of making payments to non-executive	Yes		www.spic.in
Policy on dealing with related party transactions	Yes		www.spic.in
Policy for determining 'material' subsidiaries	Yes		www.spic.in
Details of familiarization programs imparted to	Yes		www.spic.in
Email address for grievance redressal and other relevant details entity who are responsible for	Yes		www.spic.in
Contact information of the designated officials of the	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 their associates	Yes		www.spic.in
Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or	Not Applicable		
New name and the old name of the listed entity	Not Applicable		
Advertisements as per regulation 47 (1)	Yes		www.spic.in
Credit rating or revision in credit rating obtained by	Not Applicable		
Separate audited financial statements of each	Not Applicable		
As per other regulations of the LODR:			
Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes		www.spic.in
Materiality Policy as per Regulation 30	Yes		www.spic.in
Dividend Distribution policy as per Regulation 43A	Not Applicable		
It is certified that these contents on the website of the	Yes		www.spic.in

II Annual Affirmations			
Particulars	Regulation Number	Compliance status	Company Remark
<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), 17(1A) & 17(1B)	Yes	
<i>Meeting of Board of directors</i>	17(2)	Yes	
<i>Quorum of Board meeting</i>	17(2A)	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 & Management</i>	17(9)	Yes	
<i>Performance Evaluation of Independent Directors</i>	17(10)	Yes	
<i>Recommendation of Board</i>	17(11)	Yes	
<i>Maximum number of directorship</i>	17A	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>Quorum of Nomination and Remuneration Committee meeting</i>	19(2A)	Yes	
<i>Meeting of nomination & remuneration committee</i>	19(3A)	Yes	
<i>Composition of Stakeholder Relationship Committee</i>	20(1), 20(2) and 20(2A)	Yes	
<i>Meeting of stakeholder relationship committee</i>	20(3A)	Yes	

<i>Composition and role of risk management committee</i>	21(1),(2),(3),(4)	Yes	
<i>Meeting of Risk Management Committee</i>	22	Yes	
<i>Vigil Mechanism</i>	22	Yes	
<i>Policy for related party Transaction</i>	23(1),(1A),(5),(6),(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>Disclosure of related party transactions on consolidated basis</i>	23(9)	Yes	
<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>Annual Secretarial Compliance Report</i>	24(A)	Yes	
<i>Alternate Director to Independent Director</i>	25(1)	Yes	
<i>Maximum Tenure</i>	25(2)	Yes	
<i>Meeting of independent directors</i>	25(3) & (4)	Yes	
<i>Familiarization of independent directors</i>	25(7)	Yes	
<i>Declaration from Independent Director</i>	25(8) & (9)	Yes	
<i>D & O Insurance for Independent Directors</i>	25(10)	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	

Other Information	
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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**

Other Information	The Company has no Material Subsidiary. However, an approved Policy on Material Subsidiary is in place.
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Name : **M B Ganesh**
Designation : **Company Secretary**