

## Corporate Governance

Sangam Health Care Products Ltd	
Scrip Code :531625	Quarter Ending : March 2017

## Annexure 1

## Composition of Board of Directors

Title	Name of the Director	Category	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	Number 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
Mr	BALA GOPAL ADDEPALLI	Executive Director,Chairperson,MD	09 Feb 2015	-	-	1	2	0
Mr	BASAWARAJ NAGABUSAPPA SAJJAN	Non-Executive - Non Independent Director,Employee Director	29 Jun 2012	-	-	1	0	0
Mr	KHUSHWANT SINGH	Non-Executive - Independent Director,Employee Director	04 Feb 2014	-	30	1	2	2
Mr	LINGARAJ SHANTALINGAPPA PATIL	Non-Executive - Non Independent Director,Employee Director	13 Dec 1993	-	-	1	0	0
Mr	PRADYUT WAGHRAY	Non-Executive - Independent Director,Employee Director	04 Feb 2014	-	30	1	2	0
Mr	Venkata Subramanya Sharma Devarkonda	Non-Executive - Non Independent Director,Shareholder Director	25 Mar 2015	17 Feb 2017	-	0	0	0
Mrs	PADMA GHANAKOTA	Non-Executive - Non Independent Director,Shareholder Director	25 Mar 2015	-	-	1	0	0
Mrs	Ramana Ganakota	Non-Executive - Non Independent Director,Shareholder Director	25 Mar 2015	17 Feb 2017	-	0	0	0

[Click here for "Composition of Committee"](#)

[Click here for "Meeting of Board of Directors"](#)

[Click here for "Meeting of Committees"](#)

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## Annexure 2

## Corporate Governance

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## Annexure 1

## Composition Of Committee

<i>Audit Committee</i>	
<b>Name of Committee members</b>	<b>Category</b>
BALA GOPAL ADDEPALLI	Executive Director,Member
KHUSHWANT SINGH	Non-Executive - Independent Director,Chairperson
PRADYUT WAGHRAY	Non-Executive - Independent Director,Member

<i>Nomination and remuneration committee</i>	
<b>Name of Committee members</b>	<b>Category</b>
KHUSHWANT SINGH	Non-Executive - Independent Director,Chairperson
PADMA GHANAKOTA	Non-Executive - Non Independent Director,Member
PRADYUT WAGHRAY	Non-Executive - Independent Director,Member

<i>Stakeholders Relationship Committee</i>	
<b>Name of Committee members</b>	<b>Category</b>
BALA GOPAL ADDEPALLI	Executive Director,Member
KHUSHWANT SINGH	Non-Executive - Non Independent Director,Chairperson
PRADYUT WAGHRAY	Non-Executive - Independent Director,Member

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## 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	Maximum gap between any two consecutive meeting (in number of days)
11 Nov 2016	-	0
-	13 Feb 2017	93
-	21 Feb 2017	7

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## Meeting Of Committees

Name of Committee	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 meetings (in number of days)
Audit Committee	13 Feb 2017	Yes,	11 Nov 2016	93
Stakeholders Relationship Committee	13 Feb 2017	Yes,	11 Nov 2016	93

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## Related Party Transactions

Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance
Whether prior approval of audit committee obtained	Yes	-
Whether shareholder approval obtained for material RPT	Yes	-
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by audit committee	Yes	-

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## Affirmations

Subject	Compliance status (Yes/No)
The composition of board of directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	No
The composition of audit committee is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
The composition of the nomination and remuneration committee is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
The composition of the stakeholders relationship committee is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
The composition of the risk management committee is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	NA
The committee members have been made aware of their powers, role and responsibilities as specified in of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
The meetings of the board of directors and the above committees have been conducted in the manner as specified SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes

## Signatory Details

Name of signatory	Mr. Bala Gopal Murthy
Designation of person	Managing Director

## Website Affirmations

Item	Compliance status	Details of non-compliance
Details of business	Yes	-
Terms and conditions of appointment of independent directors	No	yet to update
Composition of various committees of board of directors	No	yet to update
Code of conduct of board of directors and senior management personnel	Yes	-
Details of establishment of vigil mechanism or whistle blower policy	No	yet to update
Criteria of making payments to non-executive directors	No	yet to update
Policy on dealing with related party transactions	No	yet to update
Policy for determining material subsidiaries	NA	-
Details of familiarization programmes imparted to independent directors	No	yet to update
Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	No	yet to update
Email address for grievance redressal and other relevant details	Yes	-
Financial results	No	yet to update
Shareholding pattern	No	yet to update
Details of agreements entered into with the media companies and/or their associates	NA	-
New name and the old name of the listed entity	NA	-

[Click here for ""Annual Affirmation""](#)

[Click here for "Affirmation"](#)

## Corporate Governance

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## Annexure 2

## Annual Affirmation

Sr.	Particulars	Regulation Number	Compliance status (Yes/No)	If status is "No" details of non-compliance
1	Independent directors have been appointed in terms of specified criteria of independence and or eligibility	16(1)(b) & 25(6)	Yes	-
2	Board composition	17(1)	No	Regulation 17(1) states that more than 50% of the Board should comprise of Independent director. However, out of total 6 directors (Khushwant, L S Patil, Sajjan, Pradyut, Bala Gopal and Padma) only 2 a
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 or compensation	17(6)	Yes	-
8	Minimum information	17(7)	Yes	-
9	Compliance certificate	17(8)	Yes	-
10	Risk assessment and management	17(9)	Yes	-
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 and 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	-
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 and 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	-

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## Affirmation

Sr.	Particulars	Compliance status (Yes/No)
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

## Signatory Details

Name of signatory	Mr. Bala Gopal Murthy
Designation of person	Managing Director