

**Corporate Governance Report**

Name of Listed entity: SUPER SALES INDIA LIMITED

Quarter ending: 31st DEC, 2023

**I. COMPOSITION OF BOARD OF DIRECTORS**

Title (Mr/ Ms)	Name of the Director	PAN & DIN	Category (Chairperson/ Executive/ Non-Executive / Nominee)	Category 2 of directors	Category 3 of directors	Date of Birth	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of Appointment	Date of re appointment	Date of cessation	Tenure (in months)	No of directorship in listed entities including this listed entity (refer regulation 17A of listing regulations)	No of independent directorship in listed entities including this listed entity (refer regulation 17A (1) of listing regulations)	No of memberships in audit/ stakeholder committee including this listed entity (regulation 26(1) of listing regulations)	No of chairperson in audit/ stakeholder committee held in listed entities including this listed entity (refer regulation 26 (1) of listing regulations)
Mr	Sanjay Jayavarthanelu	PAN:AJPS2698K DIN:00004505	Chairperson-Non-Executive-Non Independent			15-06-1968								26-11-1989	28-07-2023		NA	5	1	1	1
Mr	Ravi Sam	PAN: ACKPS1361C DIN:00007465	Non-Executive-Non Independent			31-03-1956								30-06-1989	01-09-2022		NA	1	0	1	0
Mr	S Venkataraman	PAN:ABIPV5035F DIN:02538050	Non-Executive-Independent			13-11-1948					Yes	05-08-2019	29-10-2012	27-08-2019			60	1	1	2	2
Mrs	Vijayalakshmi Narendra	PAN:AAHPN5538M DIN:00412374	Non-Executive-Independent			11-05-1956								02-02-2015	02-02-2020		60	3	3	3	0
Mr	B Lakshminarayana	PAN:ABRPL9244M DIN:00504396	Non-Executive-Independent			17-09-1966								23-10-2018	28-07-2023		60	2	2	4	0
Mrs	Chitra Venkataramanan	PAN:AACPC5234G DIN:07044099	Non-Executive-Independent			22-04-1952					Yes	01-09-2022	06-07-2022	-			60	4	4	5	0
Ms	Shivali Jayavarthanelu	PAN:ERGPS6588J DIN:07441741	Non-Executive-Non Independent			10-12-1996								06-07-2022	-		NA	1	0	0	0
Mr	G Mani	PAN:ADJPM0435H DIN:08252847	Executive			09-03-1955								23-10-2018	24-10-2021		36	1	0	1	0

**II. COMPOSITION OF COMMITTEES**

	Name of Committee	whether regular chairperson appointed	Name of committee members	Category (Chairperson/ Executive/ Non-Executive/ Independent/Nominee)	Date of Appointment	Date of Cessation
1	Audit Committee	Yes	Mr. S Venkataraman	Chairperson-Non Executive- Independent	02-11-2012	
			Mr. Ravi Sam	Non Executive - Non Independent	28-06-2002	
			Mrs.Vijayalakshmi Narendra	Non Executive- Independent	27-08-2019	
			Mr. B Lakshminarayana	Non Executive- Independent	23-10-2018	
2	Stakeholder Relationship Committee	Yes	Mr. S Venkataraman	Chairperson-Non Executive- Independent	27-08-2019	
			Mrs.Vijayalakshmi Narendra	Non Executive- Independent	27-08-2019	
			Mr. B Lakshminarayana	Non Executive- Independent	27-08-2019	
			Mr G Mani	Executive	23-10-2018	
3	Nomination and Remuneration Committee	Yes	Mr. S Venkataraman	Chairperson-Non Executive- Independent	02-11-2012	
			Mr. Ravi Sam	Non Executive - Non Independent	28-06-2002	
			Mrs.Vijayalakshmi Narendra	Non Executive- Independent	27-08-2019	
			Mr. B Lakshminarayana	Non Executive- Independent	27-08-2019	
4	Corporate Social Responsibility Committee	Yes	Mr G Mani	Chairperson - Executive	23-10-2018	
			Mr. S Venkataraman	Non Executive- Independent	28-05-2014	
			Mrs.Vijayalakshmi Narendra	Non Executive- Independent	27-08-2019	
			Mr. B Lakshminarayana	Non Executive- Independent	27-08-2019	

**III. MEETING OF BOARD OF DIRECTORS**

S. No	Date of Meeting (if any) in the previous quarter	Date of Meeting (if any) in the current quarter	Maximum gap between any two consecutive meetings (in number of days)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Number of Directors present* (All Directors including Independent Director)	No. of Independent Directors attending the meeting*
1	28-Jul-23				Yes	8	7	4
2		26-Oct-23	89 days		Yes	8	8	4

**IV. MEETING OF COMMITTEES**

S. No	Name of the committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive meetings (in number of days)	Name of other committee	Reason for not providing Date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors present* (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
1	Audit Committee Meeting	28-Jul-23		Nil		Yes	4	4	3	0
2	Audit Committee Meeting	26-Oct-23	89 Days	Nil		Yes	4	3	3	0
3										
4										

\* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional

**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	Yes
	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by audit committee	Yes

**VI. AFFIRMATIONS**

1	The composition of board of directors is in terms of sebi (Lisiting Obligations and Disclosure Requirements) Regulations, 2015.
2	The composition of the following committees is in terms of sebi (Lisiting Obligations and Disclosure Requirements) regulation,2015. a) Audit committee b) Nomination & Remuneration committee and c) Stakeholders Relationship committee
3	The committee members have been made aware of their powers, roles and responsibilities as specified in sebi (Listing Obligations and Disclosure Requirements) Regulation, 2015.
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.
5	This report and / or the report submitted in the previous quarter has been placed before board of directors. any comments/observations/advice of board of directors may be mentioned here:- The previous report was placed before the board and there were no commends. This report will be placed before the board at its next meeting.

Name	S K Radhakrishnan
Designation	Company Secretary

Place: Coimbatore

Date : 17.01.2024

Transaction with material related party during the quarter ended on 31st Dec, 2023

Name of the Related party	Lakshmi Machine Works Ltd
Particulars	Rs. In Lakhs
Purchase of Goods	231.75
Purchase of Fixed Assets	340.65
Sale of Goods	1822.21
Sale of Fixed Assets	0.00
Services Received	2.74
Services Provided	256.93
Lease Charges Paid	2.02
Agency Arrangement	801.83

Details of Cyber security incidence			
Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter			No
Date of the event		Brief details of the event	