

**General information about company**

|                                 |                        |
|---------------------------------|------------------------|
| Scrip code                      | 507518                 |
| NSE Symbol                      |                        |
| MSEI Symbol                     |                        |
| ISIN                            | INE543D01015           |
| Name of the entity              | SDF INDUSTRIES LIMITED |
| Date of start of financial year | 01-04-2018             |
| Date of end of financial year   | 31-03-2019             |
| Reporting Quarter               | Quarterly              |
| Date of Report                  | 31-12-2018             |
| 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

Is there any change in information of board of directors compare to previous quarter

Yes

Wether 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              | KAVASSERY VEETIL VISWAMOHAN         | ADAPV0120B | 00666339 | Executive Director                   | Chairperson related to Promoter |                         | 25-01-1993                              |                   |                                | 1  | 1   | 0  |                             |                             |
| 2  | Mr              | RAMANKUTTY SUNIL NAIR               | ABRPS9162K | 08255774 | Executive Director                   | Not Applicable                  |                         | 17-10-2018                              |                   |                                | 1  | 0   | 0  |                             |                             |
| 3  | Mr              | MUTHIYIL PATHAYAPURA GOPALAKRISHNAN | AEGPG2264O | 00721054 | Non-Executive - Independent Director | Not Applicable                  |                         | 29-09-2014                              |                   | 51                             | 1  | 2   | 2  |                             |                             |
| 4  | Mr              | NOTTIYATH MURALIDHAR NAIR           | ACZPN7441D | 06811017 | Non-Executive - Independent Director | Not Applicable                  |                         | 29-09-2014                              |                   | 51                             | 1  | 1   | 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  | Mrs             | SHEETHAL JAYANDRA MEHTA | FQBPS5439F | 08237102 | Non-Executive - Independent Director     | Not Applicable          |                         | 17-10-2018                              |                   | 3                              | 1  | 2   | 0  |                             |                             |
| 6  | Mr              | KRISHNAN NAIR RAJKUMAR  | AEYPR0296K | 01778016 | Non-Executive - Non Independent Director | Not Applicable          |                         | 12-11-2012                              | 17-10-2018        |                                | 1  | 2   | 0  |                             |                             |
| 7  | Mrs             | SMITHA RAMAKANTH PAI    | BMQPS6333B | 07183913 | Non-Executive - Independent Director     | Not Applicable          |                         | 30-09-2015                              | 17-10-2018        | 39                             | 1  | 1   | 0  |                             |                             |

**Annexure 1**

**II. Composition of Committees**

Disclosure of notes on composition of committees explanatory

Is there any change in information of committees compare to previous quarter Yes

| 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   | 00721054   | MUTHIYIL PATHAYAPURA<br>GOPALAKRISHNAN | Non-Executive -<br>Independent Director     | Chairperson             | 05-03-2001          |                   |         |
| 2   | 06811017   | NOTTIYATH MURALIDHAR<br>NAIR           | Non-Executive -<br>Independent Director     | Member                  | 12-02-2014          |                   |         |
| 3   | 08237102   | SHEETHAL JAYANDRA MEHTA                | Non-Executive -<br>Independent Director     | Member                  | 17-10-2018          |                   |         |
| 4   | 07183913   | SMITHA RAMAKANTH PAI                   | Non-Executive -<br>Independent Director     | Member                  | 29-05-2015          | 17-10-2018        |         |
| 5   | 01778016   | KRISHNAN NAIR RAJKUMAR                 | Non-Executive - Non<br>Independent Director | Member                  | 27-05-2013          | 17-10-2018        |         |

| 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   | 00721054   | MUTHIYIL PATHAYAPURA<br>GOPALAKRISHNAN | Non-Executive -<br>Independent Director     | Chairperson             | 29-05-2014          |                   |         |
| 2   | 06811017   | NOTTIYATH MURALIDHAR<br>NAIR           | Non-Executive -<br>Independent Director     | Member                  | 29-05-2014          |                   |         |
| 3   | 08237102   | SHEETHAL JAYANDRA MEHTA                | Non-Executive -<br>Independent Director     | Member                  | 17-10-2018          |                   |         |
| 4   | 01778016   | KRISHNAN NAIR RAJKUMAR                 | Non-Executive - Non<br>Independent Director | Member                  | 29-05-2014          | 17-10-2018        |         |

| 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   | 00721054   | MUTHIYIL PATHAYAPURA<br>GOPALAKRISHNAN | Non-Executive -<br>Independent Director     | Chairperson             | 10-09-1996          |                   |         |
| 2   | 00666339   | KAVASSERY VEETIL<br>VISWAMOHAN         | Executive Director                          | Member                  | 10-09-1996          |                   |         |
| 3   | 08237102   | SHEETHAL JAYANDRA MEHTA                | Non-Executive -<br>Independent Director     | Member                  | 17-10-2018          |                   |         |
| 4   | 01778016   | KRISHNAN NAIR RAJKUMAR                 | Non-Executive - Non<br>Independent Director | Member                  | 29-05-2014          | 17-10-2018        |         |

| 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 |





| 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) |
| 1  | 14-08-2018  |  |   |
| 2  |   | 17-10-2018   | 63  |
| 3  |   | 14-11-2018   | 27  |

**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 |
| 1  | Audit Committee                       | 17-10-2018  | Yes  |                           | 14-08-2018  | 63   |                         |
| 2  | Audit Committee                       | 14-11-2018  | Yes  |                           |   | 27   |                         |
| 3  | Nomination and remuneration committee | 17-10-2018  | Yes  |                           |   |  |                         |

### Annexure 1

#### V. Related Party Transactions

| Sr | Subject  | Compliance status (Yes/No/NA) | If status is <input checked="" type="radio"/> No <input checked="" type="radio"/> 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                        |

**Annexure 1**

| Sr | Subject           | Compliance status  |
|----|-------------------|--------------------|
| 1  | Name of signatory | VINO P STEPHEN     |
| 2  | Designation       | Compliance Officer |

**Signatory Details**

|                       |                    |
|-----------------------|--------------------|
| Name of signatory     | VINOO P STEPHEN    |
| Designation of person | Compliance Officer |
| Place                 | Palakkad           |
| Date                  | 12-01-2019         |



