



RUCHI SOYA INDUSTRIES LIMITED

CIN : L15140MH1986PLC038536

Head Office :
601, Part B-2, 6th Floor,
Metro Tower, Vijay Nagar,
A.B. Road, Indore - 452 010 (M.P.) India
Tel.: +91-731-4767009/109
E-mail : ruchisoya@ruchisoya.com

RSIL/2021

Date: 12.01.2021

BSE Ltd.
Floor No. 25th
Phiroze Jeejeebhoy Tower,
Dalal Street,
Mumbai – 400 001

National Stock Exchange of India Ltd.,
“Exchange Plaza”,
Bandra-Kurla Complex,
Bandra (E),
Mumbai – 400 051

Dear Sirs,

Re: Compliance Report on Corporate Governance for the quarter ended 31st December, 2020

We attach herewith the quarterly compliance report on Corporate Governance as per Regulation 27(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 in the format specified (Annexure I) for the quarter ended 31st December, 2020.

Kindly acknowledge the receipt.

Thanking you,

Yours faithfully,
For RUCHI SOYA INDUSTRIES LTD.

COMPANY SECRETARY

Encl: As above

ANNEXURE-1

COMPLIANCE REPORT ON CORPORATE GOVERNANCE
Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity: **RUCHI SOYA INDUSTRIES LIMITED**
 2. Quarter ending: **31st DECEMBER, 2020**

I - Composition of Board of Directors:

Title (Mr./S hri /Ms)	Name of the Director	PAN\$ & DIN	Category (Chairperson /Executive/N on- Executive/in dependent / Nominee) &	Initial Date of Appoint ment	Date of re- appoint ment	Date of cessati on	Tenure *	Date of Birth	No of Directorship in listed entities including this listed entity (Refer Regulation 17A (1) of Listing Regulations)	No. of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A (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) #
Shri	Acharya Balkrishna	AKJPB0992K 01778007	Chairperson & Non-executive Director	18/12/2 019	NA	NA	NA	25/07/ 1972	1	0	1	0
Shri	Swami Ramdev	DHWPR7104E 08086068	Non-executive	18/12/2 019	NA	NA	NA	10/01/ 1971	1	0	0	0
Shri	Ram Bharat	AKIPB3789M 01651754	Managing Director	18/12/2 019	NA	NA	NA	30/07/ 1979	1	0	1	0
Dr.	Girish Kumar Ahuja	AAGPA1416Q 00446339	Non- executive/ Independent	18/12/2 019	NA	NA	12 Months	29/05/ 1946	3	2	8	4
Dr.	Tajendra Mohan Bhasin	AADPB4947Q 03091429	Non- executive/ Independent	13/08/2 020	NA	NA	5 months	23/05/ 1956	4	4	5	1
Mrs.	Gyan Sudha Misra	ADDP4387N 07577265	Non- executive/ Independent	13/08/2 020	NA	NA	5 months	28/04/ 1949	5	5	5	1



\$ PAN number of any director would not be displayed on the website of Stock Exchange

&Category of directors means executive/non-executive/independent/Nominee. if a director fits into more than one category write all categories separating them with hyphen

* to be filled only for Independent Director. Tenure would mean total period from which Independent director is serving on Board of directors of the listed entity in continuity without any cooling off period.

Number or membership in Audit/Stakeholder Committee includes the number of post of chairperson in the respective committee(s).

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	Dr. Girish Kumar Ahuja Shri Ram Bharat Dr. Tejendra Mohan Bhasin	Chairperson/Non-Executive/Independent Executive Non-Executive/Independent	19/12/2019 19/12/2019 13/08/2020	NA NA NA
2. Nomination & Remuneration Committee	Yes	Smt. Gyan Sudha Misra Shri Swami Ramdev Dr. Tejendra Mohan Bhasin	Chairperson/Non-Executive/Independent Non-Executive Non-Executive/Independent	13/08/2020 19/12/2019 13/08/2020	NA NA NA
3. Risk Management Committee	Yes	Shri Acharya Balkrishna Shri Ram Bharat Shri Kumar Rajesh	Chairperson /Non-Executive Executive Vice President	19/12/2019 19/12/2019 09/06/2020	NA NA NA
4. Stakeholders Relationship Committee [†]	Yes	Dr. Tejendra Mohan Bhasin Shri Acharya Balkrishna Smt. Gyan Sudha Misra	Chairperson/ Non-Executive/Independent Non-Executive Non-Executive/Independent	13/08/2020 19/12/2019 13/08/2020	NA NA NA
5. Corporate Social Responsibility Committee	Yes	Shri Acharya Balkrishna Shri Swami Ramdev Dr Girish Kumar Ahuja	Chairperson/Non-Executive Non-Executive Non-Executive/Independent	19/12/2019 19/12/2019 13/08/2020	NA NA NA

[†]Category of directors means executive/non-executive/independent/Nominee. if a director fits into more than one category write all categories separating them with hyphen



III. Meeting of Board of Directors						
<i>Date(s) of Meeting (if any) in the previous quarter</i>	<i>Date(s) of Meeting (if any) in the relevant quarter</i>	<i>Whether requirement of Quorum met*</i>	<i>Number of Directors present*</i>	<i>Number of Independent Directors present*</i>	<i>Maximum gap between any two consecutive (in number of days)</i>	
19/08/2020	10/11/2020	Yes	6	3	83	
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* to be filled in only for the current quarter meetings

IV. Meeting of Committees (Audit Committee)

<i>Date(s) of meeting of the committee in the relevant quarter</i>	<i>Whether requirement of Quorum met (details)**</i>	<i>Number of Directors present**</i>	<i>Number of Independent Directors present**</i>	<i>Date(s) of meeting of the committee in the previous quarter</i>	<i>Maximum gap between any two consecutive meetings in number of days*</i>
10/11/2020	Yes	3	2	19/08/2020	83
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* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional
 ** to be filled in only for the current quarter meetings.

V. Related Party Transactions

Subject	Compliance status (Yes/No/NA) <small>refer note below</small>
Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material RPT	NA
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes

Note

1 In the column "Compliance Status", compliance or non-compliance may be indicated by Yes /No/N.A. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.



2 If status is "No" details of non-compliance may be given here.

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- **Yes**
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. 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: **Yes**

For RUCHI SOYA INDUSTRIES LIMITED



R. L. Gupta
Company Secretary



Date: 12.01.2021