



RUCHI SOYA INDUSTRIES LIMITED

CIN : L15140MH1986PLC038536

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RSIL/2022

Date: 07.01.2022

To
BSE Ltd.
Floor No. 25,
Phiroze Jeejeebhoy Tower,
Dalal Street,
Mumbai – 400 001
BSE Scrip Code: 500368

National Stock Exchange of India Ltd.,
Exchange Plaza,
Bandra-Kurla Complex,
Bandra (E),
Mumbai – 400 051
NSE Symbol: RUCHI

Dear Sirs,

Re: Compliance Report on Corporate Governance for quarter ended on 31st December, 2021

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 prescribed by SEBI Circular No. SEBI/HO/CFD/CMD-2/P/CIR/2021/567 dated 31st May, 2021 (Annexure-I) for the quarter ended 31st December, 2021.

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, 2021**

I - Composition of Board of Directors:

Title (Mr./S hri /Ms)	Name of the Director	PAN\$ & DIN	Category (Chairperson /Executive/N on-Executive/ independent / Nominee) &	Initial Date of Appointme nt	Dat e of re- app oint me nt	Date of cessat ion	Tenure *	Date of Birth	No of Directorshi p in listed entities including this listed entity [in reference to Regulation 17A (1)]	No. of Independent Directorship in listed entities including this listed entity [in reference to proviso to Regulation 17A (1)]	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	18/12/2019	NA	NA	NA	25/07/1972	1	0	1	0
Shri	Swami Ramdev	DHWPR7104E 08086068	Non-executive	18/12/2019	NA	NA	NA	10/01/1971	1	0	0	0
Shri	Ram Bharat	AKIPB3789M 01651754	Managing Director	18/12/2019	NA	NA	NA	30/07/1979	1	0	1	0
Dr.	Girish Kumar Ahuja	AAGPA1416Q 00446339	Non- executive/ Independent	18/12/2019	NA	NA	24 Months	29/05/1946	4	3	9	5
Dr.	Tejendra Mohan Bhasin	AADPB4947Q 03091429	Non- executive/ Independent	13/08/2020	NA	NA	16 months	23/05/1956	5	5	9	3
Mrs.	Gyan Sudha Misra	ADDPM4387N 07577265	Non- executive/ Independent	13/08/2020	NA	NA	16 months	28/04/1949	5	5	6	2
Whether Regular chairperson appointed - YES												



	Whether Chairperson is related to Managing Director or CEO - NO
	<p>\$ PAN number of any director would not be displayed on the website of Stock Exchange</p> <p>&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</p> <p>* 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.</p>

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 Shri Sanjeev Kumar Asthana Dr. Girish Kumar Ahuja	Chairperson /Non-Executive Executive Head-Strategic Finance, Special Projects and Treasury Management Chief Executive Officer Non-Executive/Independent	19/12/2019 19/12/2019 09/06/2020 10/02/2021 10/05/2021	NA NA 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



s 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>	Whether requirement of Quorum met*	Number of Directors present*	Number of Independent Directors present*	<i>Maximum gap between any two consecutive (in number of days)</i>
14-08-2021	20-10-2021	Yes	6	3	64
16-08-2021	14-11-2021	Yes	6	3	24

* to be filled in only for the current quarter meetings

IV. Meeting of Committees (Audit Committee)

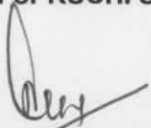

<i>Date(s) of meeting of the committee in the relevant quarter</i>	<i>Whether requirement of Quorum met (details)**</i>	Number of Directors present**	Number of Independent Directors present**	<i>Date(s) of meeting of the committee in the previous quarter</i>	<i>Maximum gap between any two consecutive meetings in number of days*</i>
20-10-2021	Yes	3	2	14-08-2021	64
14-11-2021	Yes	3	2	16-08-2021	24

· 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
<p>Note</p> <p>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.</p> <p>2 If status is "No" details of non-compliance may be given here.</p>		
VI. Affirmations		
<p>1. The composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Yes</p> <p>2. The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015</p> <p>a. Audit Committee-Yes</p> <p>b. Nomination & remuneration committee-Yes</p> <p>c. Stakeholders relationship committee - Yes</p> <p>d. Risk management committee- Yes</p> <p>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</p> <p>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</p> <p>5. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of the Board of Directors may be mentioned here: Yes</p>		
<p>For RUCHI SOYA INDUSTRIES LIMITED</p> <div style="display: flex; justify-content: space-between; align-items: flex-start;"> <div style="text-align: center;">  <p>R. L. Gupta Company Secretary</p> </div> <div style="text-align: center;">  </div> <div style="text-align: right;"> <p>Date: 07.01.2022</p> </div> </div>		