



# Seshasayee Paper and Boards Limited

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CIN : L21012TZ1960PLC000364

Ref: SH/ S-6/ 858

2020 07 14

National Stock Exchange of India Limited  
Exchange Plaza, 5<sup>th</sup> Floor  
Plot No C/1, G Block  
Bandra - Kurla Complex, Bandra (E)  
Mumbai 400 051

Stock Code: SESHAPPER

Corporate Services Department  
BSE Limited  
Floor 25, P J Towers  
Dalal Street  
Mumbai 400 001

Stock Code : 502450

Dear Sir,

**Sub: Quarterly Compliance Report on Corporate Governance.**

We enclose the Quarterly Compliance Report (Annexure - I) on Corporate Governance of our Company, for the Quarter ended June 30, 2020, as per Regulation 27(2)(a) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Please acknowledge receipt.

Thanking you,

Yours faithfully

**For Seshasayee Paper and Boards Limited**

**(V PICHAI)**

**Deputy Managing Director & Secretary**

Encl:



1 Name of Listed Entity : SESHASAYEE PAPER AND BOARDS LIMITED

2 Quarter Ending : 30 06 2020

## I. Composition of Board of Directors

Title (Mr/ Mrs)	Name of the Director	PAN & DIN	Category (Chairperson / Executive/ Non-Executive / Independent/ Nominee)	Date of Birth	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	No. of Directorship 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)
Mr	N Gopalaratnam	ABHPG1677P & 00001945	Executive Director / Chairman	15 04 1947	NA	NA	26 12 1987	01 04 2020		36	3	0	4	2
Mr	A L Somayaji	AAMPS7826G & 00049772	Non- Executive - Independent Director	27 01 1944	Yes	18 09 2019	29 09 2014	28 09 2019		60	2	2	2	1
Mr	S Narayan	ABUPN5095R & 00094081	Non- Executive - Independent Director	20 06 1943	Yes	28 03 2019	18 01 2007	01 04 2019		60	3	3	4	2
Mr	V Sridar	AGCPS0864Q & 02241339	Non- Executive - Independent Director	28 07 1947	Yes	28 03 2019	04 06 2009	01 04 2019		60	2	2	4	3
Mr	Mohan Verghese Chunkath	AFBPM9538D & 01142014	Non- Executive - Independent Director	10 03 1956	NA	NA	01 04 2019	01 04 2019		60	1	1	1	0
Mrs	Nanditha Krishna	ACUPN1866F & 00906944	Non- Executive - Independent Director	18 07 1951	NA	NA	29 09 2014	28 09 2019		60	2	2	0	0
Mr	Sri Deepak Srivastava IFS	ADKPD1427F & 08516076	Non- Executive - Nominee Director	03 02 1965	NA	NA	27 07 2019	27 07 2019			1	0	0	0
Mrs	M Aarthi, IAS	BJZPA4893G & 08062172	Non- Executive - Nominee Director	22 04 1985	NA	NA	28 03 2020	28 03 2020			1	0	0	0
Mr	K S Kasi Viswanathan	ABZPK8584D & 00003584	Executive Director / MD	28 03 1951	NA	NA	29 01 2005	01 04 2020		36	1	0	0	0
Mr	V Pichai	ADXPP2121K & 00263934	Executive Director / DMD & S	12 09 1947	NA	NA	29 01 2005	01 04 2020		36	1	0	1	0

Whether Regular Chairperson Appointed : Yes

Whether Chairperson is related to Managing Director or CEO : NO



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	V Sridar	Chairperson - Non Executive - Independent Director	04 06 2009	
		S Narayan	Member - Non Executive - Independent Director	18 01 2007	
		A L Somayaji	Member - Non Executive - Independent Director	03 02 2018	
		Mohan Verghese Chunkath	Member - Non Executive - Independent Director	01 04 2019	
		N Gopalaratnam	Member - Executive Director	23 08 2014	
2. Nomination cum Remuneration Committee	Yes	V Sridar	Chairperson - Non Executive - Independent Director	04 06 2009	
		S Narayan	Member - Non Executive - Independent Director	18 01 2007	
		A L Somayaji	Member - Non Executive - Independent Director	01 04 2019	
3. Risk Management Committee	NA	NA	NA	NA	
4. Stakeholders Relationship Committee	Yes	V Sridar	Chairperson - Non Executive - Independent Director	23 08 2014	
		N Gopalaratnam	Member - Executive Director	29 06 1988	
		V Pichai	Member - Executive Director	30 07 2005	





III. 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	Whether requirement of Quorum met	Number of Independent Directors Present	Maximum gap between any two consecutive (in number of days)
28 03 2020		Yes	5	
	30 05 2020	Yes	5	62
IV. Meetings of Committees				
Date(s) of Meeting of the Committee in the relevant quarter	Whether requirement of Quorum met	Number of Directors Present	Date(s) of Meeting of the Committee in the Previous quarter	Maximum gap between any two consecutive meetings in number of days
Audit Committee 29 05 2020	Yes	5		
			31 01 2020	118
Stakeholders Relationship Committee 29 05 2020	Yes	3		
			27 03 2020	62
Corporate Social Responsibility Committee 29 05 2020	Yes	4		
			31 01 2020	118
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			NA	
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee			NA	
<b>Note :</b>				
1 In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/NA. 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 "NA" may be indicated.				
2 If status is "No" details of non-compliance may be given here :				

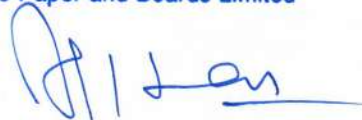


**VI. Affirmations**

- 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 - Yes
  - a. Audit Committee - Yes
  - b. Nomination & Remuneration Committee - Yes
  - c. Stakeholders Relationship Committee - Yes
  - d. Risk Management Committee (applicable to the top 500 listed entities) - NA
- 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 : NA

**Name & Designation**

**For Seshasayee Paper and Boards Limited**



**(V PICHAI)**

**Deputy Managing Director and Secretary**

**Company Secretary / Compliance Officer / Managing Director / CEO / CFO**