General information about company

Scrip code	519552
NSE Symbol	HERITGFOOD
MSEI Symbol	Not Listed
ISIN	INE978A01027
Name of the entity	HERITAGE FOODS LIMITED
Date of start of financial year	01-04-2019
Date of end of financial year	31-03-2020
Reporting Quarter	Yearly
Date of Report	31-03-2020
Risk management committee	Applicable
Market Capitalisation as per immediate previous Financial Year	Top 500 listed entities

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	
Wether the listed entity has a Regular Chairperson	Yes
Whether Chairperson is related to MD or CEO	No

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	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 of director (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	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	D SEETHARAMAIAH	ACYPD0157H	00005016	Non-Executive - Independent Director	Chairperson		22-04-1926	Yes	12-03-2019	26-08-1992	01-04-2019		60	1	1	2	0		
2	Mr	N SRIVISHNU RAJU	AAUPN8358A	00025063	Non-Executive - Independent Director	Not Applicable		28-12-1973	NA		26-09-2014	30-08-2019		60	3	3	2	1		
3	Mr	V NAGARAJU NAIDU	AAZPV1250G	00003730	Non-Executive - Non Independent Director	Not Applicable		01-07-1947	NA		05-06-1992	30-08-2018			1	0	1	1		
4	Mrs	N BHUVANESWARI	ABEPN6265D	00003741	Executive Director	Not Applicable		20-06-1962	NA		01-04-2006	01-04-2019			1	0	1	0		

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory

Wether the listed entity has a Regular Chairperson

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	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 of director (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	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	N BRAHMANI	AERPN8112P	02338940	Executive Director	Not Applicable		21-12-1987	NA		01-04-2014	01-04-2019			1	0	0	0		
6	Mr	RAJESH THAKUR AHUJA	AAAPA9558P	00371406	Non-Executive - Independent Director	Not Applicable		02-05-1971	NA		23-03-2016	19-08-2016		60	1	1	1	0		
7	Mrs	APARNA SURABHI	AFVPS8513C	01641633	Non-Executive - Independent Director	Not Applicable		20-08-1967	NA		30-01-2019	01-04-2019		60	1	1	0	1		

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	01641633	APARNA SURABHI	Non-Executive - Independent Director	Chairperson	30-08-2019		
2	00005016	D SEETHARAMAIAH	Non-Executive - Independent Director	Member	31-03-1997		Textual Information(1)
3	00371406	RAJESH THAKUR AHUJA	Non-Executive - Independent Director	Member	23-05-2016		
4	00003730	V NAGARAJU NAIDU	Non-Executive - Non Independent Director	Member	31-03-1997		
5	00025063	N SRIVISHNU RAJU	Non-Executive - Independent Director	Member	01-04-2014		Textual Information(2)

Sr Text Block

Textual Information(1)	The date of appointment in the committee is the initial date of appointment in the Board of Direcotrs of the Company.
Textual Information(2)	The date of appointment in the committee is the initial date of appointment in the Board of Direcotrs of the Company.

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	00025063	N SRIVISHNU RAJU	Non-Executive - Independent Director	Chairperson	21-03-2014		Textual Information(1)
2	00005016	D SEETHARAMAIAH	Non-Executive - Independent Director	Member	31-03-2004		Textual Information(2)
3	00371406	RAJESH THAKUR AHUJA	Non-Executive - Independent Director	Member	23-05-2016		

Sr Text Block

Textual Information(1)	The date of appointment in the committee is the initial date of appointment in the Board of Direcotrs of the Company.
Textual Information(2)	The date of appointment in the committee is the initial date of appointment in the Board of Direcotrs of the Company.

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	00003730	V NAGARAJU NAIDU	Non-Executive - Non Independent Director	Chairperson	11-12-1994		
2	00005016	D SEETHARAMAIAH	Non-Executive - Independent Director	Member	05-04-2001		Textual Information(1)
3	00025063	N SRIVISHNU RAJU	Non-Executive - Independent Director	Member	21-03-2014		Textual Information(2)
4	00003741	N BHUVANESWARI	Executive Director	Member	12-12-1994		Textual Information(3)

Sr Text Block

Textual Information(1)	The date of appointment in the committee is the initial date of appointment in the Board of Direcotrs of the Company.
Textual Information(2)	The date of appointment in the committee is the initial date of appointment in the Board of Direcotrs of the Company.
Textual Information(3)	The date of appointment in the committee is the initial date of appointment in the Board of Direcotrs of the Company.

Risk Management Committee

Whether the Risk Management 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	00371406	RAJESH THAKUR AHUJA	Non-Executive - Independent Director	Chairperson	23-05-2016		
2	00005016	D SEETHARAMAIAH	Non-Executive - Independent Director	Member	20-10-2014		
3	00025063	N SRIVISHNU RAJU	Non-Executive - Independent Director	Member	20-10-2014		
4	00003741	N BHUVANESWARI	Executive Director	Member	20-10-2014		

Corporate Social Responsibility Committee

Whether the Corporate Social Responsibility 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	00005016	D SEETHARAMAIAH	Non-Executive - Independent Director	Chairperson	21-03-2014		
2	00025063	N SRIVISHNU RAJU	Non-Executive - Independent Director	Member	21-03-2014		
3	00003741	N BHUVANESWARI	Executive Director	Member	21-03-2014		

Other Committee

Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks
1	00005016	D SEETHARAMAIAH	MANAGEMENT COMMITTEE	Non-Executive - Independent Director	Chairperson	
2	00025063	N SRIVISHNU RAJU	MANAGEMENT COMMITTEE	Non-Executive - Independent Director	Member	
3	00003741	N BHUVANESWARI	MANAGEMENT COMMITTEE	Executive Director	Member	

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)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Number of Directors present*	No. of Independent Directors attending the meeting*
1	27-11-2019				Yes	7	4
2		30-01-2020	63		Yes	7	4
3		28-02-2020	28		Yes	7	4
4		27-03-2020	27		Yes	7	4

Annexure 1

IV. Meeting of Committees

Disclosure of notes on meeting of committees explanatory

Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reson for not providing date	Whether requirement of Quorum met (Yes/No)	Number of Directors present*	No. of Independent Directors attending the meeting*
1	Audit Committee	30-10-2019				Yes	5	3
2	Audit Committee	30-01-2020	91			Yes	5	4
3	Audit Committee	28-02-2020	28			Yes	5	4
4	Audit Committee	27-03-2020	27			Yes	5	4
5	Nomination and remuneration committee	27-03-2020				Yes	3	3
6	Risk Management Committee	27-03-2020				Yes	4	3

Annexure 1

IV. Meeting of Committees

Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reson for not providing date	Whether requirement of Quorum met (Yes/No)	Number of Directors present*	No. of Independent Directors attending the meeting*
7	Stakeholders Relationship Committee	30-10-2019				Yes	4	2
8	Stakeholders Relationship Committee	30-01-2020	91			Yes	4	2
9	Other Committee	24-12-2019		Management Committee		Yes	3	2

Annexure 1

V. Related Party Transactions

Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" 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 500 listed entities)	Yes
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	UMAKANTA BARIK
2	Designation	Company Secretary and Compliance Officer

Annexure II

Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)

I. Disclosure on website in terms of Listing Regulations

Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
1	Details of business	Yes		www.heritagefoods.in
2	Terms and conditions of appointment of independent directors	Yes		www.heritagefoods.in
3	Composition of various committees of board of directors	Yes		www.heritagefoods.in
4	Code of conduct of board of directors and senior management personnel	Yes		www.heritagefoods.in
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		www.heritagefoods.in
6	Criteria of making payments to non-executive directors	Yes		www.heritagefoods.in
7	Policy on dealing with related party transactions	Yes		www.heritagefoods.in
8	Policy for determining 'material' subsidiaries	Yes		www.heritagefoods.in
9	Details of familiarization programmes imparted to independent directors	Yes		www.heritagefoods.in

Annexure II

Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)

I. Disclosure on website in terms of Listing Regulations

Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		www.heritagefoods.in
11	email address for grievance redressal and other relevant details	Yes		www.heritagefoods.in
12	Financial results	Yes		www.heritagefoods.in
13	Shareholding pattern	Yes		www.heritagefoods.in
14	Details of agreements entered into with the media companies and/or their associates	NA		
15	Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or institutional investors simultaneously with submission to stock exchange	Yes		www.heritagefoods.in
16	New name and the old name of the listed entity	NA		
17	Advertisements as per regulation 47 (1)	Yes		www.heritagefoods.in
18	Credit rating or revision in credit rating obtained	Yes		www.heritagefoods.in
19	Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	Yes		www.heritagefoods.in
20	Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes		www.heritagefoods.in
21	Materiality Policy as per Regulation 30	Yes		www.heritagefoods.in
22	Dividend Distribution policy as per Regulation 43A (as applicable)	Yes		www.heritagefoods.in
23	It is certified that these contents on the website of the listed entity are correct	Yes		www.heritagefoods.in
	Disclosure of notes on website in terms of Listing Regulations explantory [Text Block]			Textual Information(1)

Text Block

Textual Information(1)	This is to inform you that all the above details are true and fair and correctly uploaded in the website fo the Comapny viz., www.heritagefoods.in within two days of its occurance/due dates.

Annexure II

II. Annual Affirmations

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes	
2	Board composition	17(1), 17(1A) & 17(1B)	Yes	
3	Meeting of Board of directors	17(2)	Yes	
4	Quorum of Board meeting	17(2A)	Yes	
5	Review of Compliance Reports	17(3)	Yes	
6	Plans for orderly succession for appointments	17(4)	Yes	
7	Code of Conduct	17(5)	Yes	
8	Fees/compensation	17(6)	Yes	
9	Minimum Information	17(7)	Yes	
10	Compliance Certificate	17(8)	Yes	

Annexure II

II. Annual Affirmations

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
11	Risk Assessment & Management	17(9)	Yes	
12	Performance Evaluation of Independent Directors	17(10)	Yes	
13	Recommendation of Board	17(11)	Yes	
14	Maximum number of Directorships	17A	Yes	
15	Composition of Audit Committee	18(1)	Yes	
16	Meeting of Audit Committee	18(2)	Yes	
17	Composition of nomination & remuneration committee	19(1) & (2)	Yes	
18	Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes	
19	Meeting of Nomination and Remuneration Committee	19(3A)	Yes	
20	Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	Yes	

Annexure II

II. Annual Affirmations

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
21	Meeting of Stakeholders Relationship Committee	20(3A)	Yes	
22	Composition and role of risk management committee	21(1),(2),(3),(4)	Yes	
23	Meeting of Risk Management Committee	21(3A)	Yes	
24	Vigil Mechanism	22	Yes	
25	Policy for related party Transaction	23(1),(1A),(5),(6),(7) & (8)	Yes	
26	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
27	Approval for material related party transactions	23(4)	NA	
28	Disclosure of related party transactions on consolidated basis	23(9)	Yes	
29	Composition of Board of Directors of unlisted material Subsidiary	24(1)	Yes	
30	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	Yes	

Annexure II

II. Annual Affirmations

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
31	Annual Secretarial Compliance Report	24(A)	Yes	
32	Alternate Director to Independent Director	25(1)	NA	
33	Maximum Tenure	25(2)	Yes	
34	Meeting of independent directors	25(3) & (4)	Yes	
35	Familiarization of independent directors	25(7)	Yes	
36	Declaration from Independent Director	25(8) & (9)	Yes	
37	D & O Insurance for Independent Directors	25(10)	Yes	
38	Memberships in Committees	26(1)	Yes	
39	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
40	Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes	
41	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
	Any other information to be provided - Add Notes			

Annexure II

1	Name of signatory	UMAKANTA BARIK
2	Designation	Company Secretary and Compliance Officer

Annexure II

III. Affirmations

Sr	Particulars	Compliance status (Yes/No/NA)
1	The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied	Yes
	Any other information to be provided	

Annexure II

1	Name of signatory	UMAKANTA BARIK
2	Designation	Company Secretary and Compliance Officer

Signatory Details

Name of signatory	UMAKANTA BARIK
Designation of person	Company Secretary and Compliance Officer
Place	HYDERABAD
Date	06-04-2020