General information about company 519552 Scrip code NSE Symbol HERITGFOOD MSEI Symbol NA ISIN INE978A01027 Name of the entity HERITAGE FOODS LIMITED Date of start of financial year 01-04-2020 31-03-2021 Date of end of financial year **Reporting Quarter** Yearly 31-03-2021 Date of Report Applicable Risk management committee Market Capitalisation as per immediate previous Financial Year Top 1000 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 No Whether Chairperson is related to MD or CEO No No of post No of Number of No of Independent Chairperson memberships Directorship Directorship in Audit/ Whether in Audit/ in listed in listed Stakeholder Stakeholder special Tenure entities entities Committee Title resolution Date of Committee(s) Notes for Category **Initial Date** Date including including held in listed of (Mr Name of the Category 1 Category 2 passed? passing Date of Re-Date of including this PAN DIN this listed this listed entities listed entity special Director of directors of directors [Refer Reg. providing appointment cessation entity (Refer including Birth directors appointment entity (in Ms) 17(1A) of resolution (Refer PAN Regulation (Refer this listed months) Listing Regulation entity (Refer 17A of Regulation Regulations] 26(1) of Listing 17A(1) of Regulation Listing Regulations) Listing 26(1) of Regulations) Listing Regulations Regulations) Non-28-N SRI VISHNU Executive -Mr AAUPN8358A 00025063 NA 26-09-2014 30-08-2019 60 12-RAJU Independent Applicable 1973 Director Non-Executive -01-V NAGARAJU 05-06-1992 Mr AAZPV1250G 00003730 NA 28-08-2020 Non 07-NAIDU Applicable 1947 Independent Director 20-Executive ABEPN6265D 00003741 06-NA 01-04-2006 01-04-2019 Mrs Chairperson BHUVANESWARI Director 1962 21-Executive Not Mrs N BRAHMANI AERPN8112P 02338940 12-NA01-04-2014 01-04-2019 Director Applicable 1987 I. Composition of Board of Directors Disclosure of notes on composition of board of directors explanatory Wether the listed entity has a Regular Chairperson No of Number of No of Independent Chairperson nemberships Directorship Directorship Whether in Audit/ in listed in listed special Stakeholder Tenure entities entities resolution Date of Committee(s) Initial Date held in listed Name of Category 2 Category including including (Mr Date of Re-Date of including this passed? passing Category 1 PAN DIN this listed the 3 of of of director this listed of of directors [Refer Reg. special appointment listed entity cessation appointment Director directors directors Birth (in entity (Refer entity Ms) resolution 17(1A) of (Refer months) Regulation (Refer Regulation Listing entity (Refer 17A of Regulation Regulations] 26(1) of Listing 17A(1) of Listing Listing Regulations) Regulations) Regulations Regulations) Non-02-RAJESH Executive -Mr THAKUR AAAPA9558P 00371406 05-23-03-2016 19-08-2016 60 NA Independent Applicable 1971 AHUJA Director Non-20-APARNA Executive -Not Mrs AFVPS8513C 01641633 -80 30-01-2019 01-04-2019 60 NA SURABHI Applicable Independent 1967 Director **Audit Committee Details** Whether the Audit Committee has a Regular Chairperson Yes Category 2 of Date of DIN Name of Committee Date of Category 1 of directors Remarks Number members directors Appointment Cessation Non-Executive - Independent APARNA SURABHI 01641633 Chairperson 30-08-2019 Director RAJESH THAKUR Non-Executive - Independent 00371406 23-05-2016 Member AHUJA Director Non-Executive - Non V NAGARAJU 3 00003730 Member 31-03-1997 NAIDU Independent Director Non-Executive - Independent 00025063 N SRI VISHNU RAJU Member 01-04-2014 Director Nomination and remuneration committee Whether the Nomination and remuneration committee has a Regular Chairperson Yes Category 2 of DIN Name of Committee Date of Date of Category 1 of directors Sr Remarks members directors Number Appointment Cessation Non-Executive - Independent 00025063 N SRI VISHNU RAJU Chairperson 21-03-2014 RAJESH THAKUR Non-Executive - Independent 00371406 Member 23-05-2016 **AHUJA** Director Non-Executive - Independent 01641633 APARNA SURABHI Member 01-07-2020 Director **Stakeholders Relationship Committee** Whether the Stakeholders Relationship Committee has a Regular Chairperson Yes Name of Committee DIN Date of Date of Category 2 of Category 1 of directors Remarks directors Number members Appointment Cessation V NAGARAJU Non-Executive - Non 00003730 Chairperson 11-12-1994 NAIDU **Independent Director** Non-Executive - Independent 00025063 N SRI VISHNU RAJU 21-03-2014 Member Director 00003741 N BHUVANESWARI **Executive Director** Member 12-12-1994 RAJESH THAKUR Non-Executive - Independent 01-07-2020 00371406 Member AHUJA Director **Risk Management Committee** Whether the Risk Management Committee has a Regular Chairperson Yes DIN Name of Committee Category 2 of Date of Date of Category 1 of directors Remarks Appointment directors Number members Cessation RAJESH THAKUR Non-Executive - Independent Chairperson 00371406 23-05-2016 **AHUJA** Director Non-Executive - Independent 00025063 N SRI VISHNU RAJU Member 20-10-2014 Director 00003741 N BHUVANESWARI **Executive Director** Member 20-10-2014 Non-Executive - Independent 01641633 Member APARNA SURABHI 01-07-2020 Director **Corporate Social Responsibility Committee** Whether the Corporate Social Responsibility Committee has a Regular Chairperson Yes DIN Date of Name of Committee Category 2 of Date of Category 1 of directors Sr Remarks Number members directors Appointment Cessation Non-Executive - Independent Member 00025063 N SRI VISHNU RAJU 21-03-2014 Director 00003741 N BHUVANESWARI **Executive Director** 21-03-2014 Member RAJESH THAKUR Non-Executive - Independent 00371406 Chairperson 01-07-2020 **AHUJA** Director **Other Committee** DIN Name of Committee Category 2 of Name of other committee Category 1 of directors Remarks Number members directors MANAGEMENT Non-Executive - Independent 00025063 N SRI VISHNU RAJU Member COMMITTEE Director **MANAGEMENT** 00003741 N BHUVANESWARI **Executive Director** Member COMMITTEE MANAGEMENT Non-Executive - Independent 01641633 APARNA SURABHI Chairperson COMMITTEE Director **Annexure 1** Annexure 1 III. Meeting of Board of Directors Disclosure of notes on meeting of board of directors explanatory Whether Notes for Date(s) of Date(s) of meeting Maximum gap between No. of Independent Number of requirement of meeting (if any) not (if any) in the any two consecutive (in Directors attending Directors providing Quorum met in the current present* the meeting* previous quarter number of days) quarter Date (Yes/No) 28-10-2020 Yes 92 3 29-01-2021 Yes **Annexure 1 IV. Meeting of Committees** Disclosure of notes on meeting of committees explanatory No. of Whether Number Date(s) of meeting (Enter Maximum gap Reson for Independent Name of requirement dates of Previous quarter and between any two Name of not Directors other of Quorum providing Directors Current quarter in consecutive (in Committee attending the committee met number of days) chronological order) date present* meeting* (Yes/No) Audit 28-10-2020 Yes Committee Audit 29-01-2021 92 Yes 3 Committee Audit 54 3 25-03-2021 Yes Committee Stakeholders Relationship 28-10-2020 Yes 2 Committee Stakeholders Relationship 92 29-01-2021 Yes 2 Committee Risk Management | 25-03-2021 Yes 3 Committee **Annexure 1 IV. Meeting of Committees** No. of Whether Date(s) of meeting (Enter Maximum gap Reson for Number Independent Name of requirement dates of Previous quarter and Name of between any two not of Directors other of Quorum attending Committee Current quarter in consecutive (in providing **Directors** committee met chronological order) present* number of days) date the (Yes/No) meeting* Nomination and 21-10-2020 Yes 3 remuneration committee Nomination and 25-03-2021 154 Yes remuneration committee Other Management 2 24-11-2020 Yes Committee Committee Other Management 22-12-2020 Yes 2 Committee Committee Other Management 2 25-02-2021 64 Yes Committee Committee Annexure 1 V. Related Party Transactions If status is Noldetails of non-Compliance status Sr Subject (Yes/No/NA) compliance may be given here. 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 Yes have been reviewed by Audit Committee **Annexure 1** VI. Affirmations Compliance Sr Subject status (Yes/No) The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Yes Regulations, 2015 The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Yes Regulations, 2015 a. Audit Committee The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Yes Regulations, 2015. b. Nomination & remuneration committee The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Yes Regulations, 2015. c. Stakeholders relationship committee The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Yes Regulations, 2015. d. Risk management committee (applicable to the top 500 listed entities) The committee members have been made aware of their powers, role and responsibilities as specified in SEBI Yes (Listing obligations and disclosure requirements) Regulations, 2015. The meetings of the board of directors and the above committees have been conducted in the manner as specified in Yes SEBI (Listing obligations and disclosure requirements) Regulations, 2015. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Yes **Annexure 1** Compliance status Subject Name of signatory UMAKANTA BARIK Company Secretary and Compliance Officer Designation **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 If status is Noldetails of non-Compliance status Sr Item Web address (Yes/No/NA) compliance may be given here. Details of business Yes www.heritagefoods.in Terms and conditions of appointment of www.heritagefoods.in Yes independent directors Composition of various committees of board Yes www.heritagefoods.in of directors Code of conduct of board of directors and Yes www.heritagefoods.in senior management personnel Details of establishment of vigil mechanism/ Yes www.heritagefoods.in Whistle Blower policy Criteria of making payments to non-executive www.heritagefoods.in Policy on dealing with related party Yes www.heritagefoods.in transactions Policy for determining material subsidiaries Yes www.heritagefoods.in Details of familiarization programmes Yes www.heritagefoods.in imparted to independent directors **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 If status is Noldetails of Compliance Sr Item Web address status non-compliance may be (Yes/No/NA) given here. Contact information of the designated officials of the listed entity Yes www.heritagefoods.in who are responsible for assisting and handling investor grievances Yes email address for grievance redressal and other relevant details www.heritagefoods.in Yes 12 Financial results www.heritagefoods.in Yes Shareholding pattern www.heritagefoods.in Details of agreements entered into with the media companies and/or NA their associates Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or institutional investors Yes www.heritagefoods.in simultaneously with submission to stock exchange 16 New name and the old name of the listed entity NA Advertisements as per regulation 47 (1) Yes www.heritagefoods.in Credit rating or revision in credit rating obtained Yes www.heritagefoods.in Separate audited financial statements of each subsidiary of the listed Yes www.heritagefoods.in entity in respect of a relevant financial year Whether company has provided information under separate section Yes www.heritagefoods.in on its website as per Regulation 46(2) 21 Materiality Policy as per Regulation 30 Yes www.heritagefoods.in Yes Dividend Distribution policy as per Regulation 43A (as applicable) www.heritagefoods.in It is certified that these contents on the website of the listed entity are Yes www.heritagefoods.in correct Annexure II **II. Annual Affirmations** Compliance status | If status is Noldetails of non-Regulation **Particulars** Number (Yes/No/NA) compliance may be given here. Independent director(s) have been appointed in terms of 16(1)(b) & Yes specified criteria of Independence and/or eligibility 25(6) 17(1), 17(1A) & **Board** composition Yes 17(1B) Meeting of Board of directors 17(2) Yes Quorum of Board meeting 17(2A) Yes Yes 17(3) Review of Compliance Reports Plans for orderly succession for appointments 17(4) Yes Code of Conduct 17(5) Yes 17(6) Yes Fees/compensation Minimum Information 17(7) Yes 17(8) Yes Compliance Certificate **Annexure II II. Annual Affirmations** If status is Noldetails of non-compliance Regulation Compliance status Particulars (Yes/No/NA) Number may be given here. 11 Risk Assessment & Management 17(9) Yes Performance Evaluation of Independent 17(10) Yes Directors 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 Yes 18(2) Composition of nomination & remuneration 19(1) & (2) Yes committee Quorum of Nomination and Remuneration 19(2A) Yes Committee meeting Meeting of Nomination and Remuneration 19(3A) Yes Committee Composition of Stakeholder Relationship 20(1), 20(2) & Yes Committee 20(2A) **Annexure II II. Annual Affirmations** If status is Noldetails of non-Regulation Compliance status Particulars Number (Yes/No/NA) compliance may be given here. 21 Meeting of Stakeholders Relationship Committee 20(3A) Yes Composition and role of risk management committee Yes 21(1),(2),(3),(4) 23 Meeting of Risk Management Committee 21(3A) Yes 24 Vigil Mechanism 22 Yes 23(1),(1A),(5), Policy for related party Transaction Yes (6),(7) & (8)Prior or Omnibus approval of Audit Committee for 23(2), (3) Yes all related party transactions Approval for material related party transactions 23(4) NA Disclosure of related party transactions on 23(9) Yes consolidated basis Composition of Board of Directors of unlisted 24(1) Yes material Subsidiary Other Corporate Governance requirements with 24(2),(3),(4),(5) Yes respect to subsidiary of listed entity & (6) **Annexure II II. Annual Affirmations** Regulation Compliance If status is Noldetails of non-Sr | Particulars status Number compliance may be given here. (Yes/No/NA) 31 | Annual Secretarial Compliance Report 24(A) Yes 25(1) NA 32 | Alternate Director to Independent Director Yes 33 Maximum Tenure 25(2) 25(3) & Meeting of independent directors Yes (4) 35 Familiarization of independent directors 25(7) Yes 25(8) & **Declaration from Independent Director** Yes (9) D & O Insurance for Independent Directors 25(10) Yes 38 Memberships in Committees Yes 26(1) Affirmation with compliance to code of conduct from members of 26(3) Yes Board of Directors and Senior management personnel Disclosure of Shareholding by Non-Executive Directors 26(4) Yes Policy with respect to Obligations of directors and senior 26(2) & Yes management 26(5) Any other information to be provided - Add Notes **Annexure II** UMAKANTA BARIK Name of signatory Designation Company Secretary and Compliance Officer **Annexure II III. Affirmations Compliance status** Particulars (Yes/No/NA) The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with Yes respect to subsidiary of Listed Entity have been complied Any other information to be provided **Annexure II** UMAKANTA BARIK Name of signatory Designation Company Secretary and Compliance Officer **Signatory Details** UMAKANTA BARIK Name of signatory Company Secretary and Compliance Officer Designation of person Hyderabad 08-04-2021

Notes for

providing

DIN

No of post

in Audit/

Stakeholder

Committee

entities

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Regulation

26(1) of

Listing

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