

General information about company

| | |
|----------------------------------------------------------------|--------------------------|
| Scrip code | 519552 |
| NSE Symbol | HERITGFOOD |
| MSEI Symbol | NA |
| ISIN | INE978A01027 |
| Name of the entity | HERITAGE FOODS LIMITED |
| Date of start of financial year | 01-04-2022 |
| Date of end of financial year | 31-03-2023 |
| Reporting Quarter | Quarterly |
| Date of Report | 31-12-2022 |
| Risk management committee | Applicable |
| 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 Textual Information(1)

| Listed entity has a Regular Chairperson | | | | No | | | | | | | | | | | | | | |
|-----------------------------------------|------------------------------------------|---------------------------------|-------------------------|----------------------------------------------------------------------------|---------------------------------------|--------------------------------|------------------------------|-----------------------------|----------------|-------------------------------------------------------------------------------|------------------------------------|-----------------------------|------------------------|-------------------|--------------------------------|------------------------------------------------------------------------------------------------------------------|---------|--|
| Chairperson is related to MD or CEO | | | | No | | | | | | | | | | | | | | |
| | | | | Disqualification of Directors under section 164 of the Companies Act, 2013 | | | | | | | | | | | | | | |
| N | Category 1 of directors | Category 2 of directors | Category 3 of directors | Date of Birth | Whether the director is disqualified? | Start Date of disqualification | End Date of disqualification | Details of disqualification | Current status | 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) | Incl... | |
| 5063 | Non-Executive - Independent Director | Not Applicable | | 28-12-1973 | No | | | | Active | NA | | 26-09-2014 | 30-08-2019 | | 99 | 3 | 3 | |
| 3730 | Non-Executive - Non Independent Director | Not Applicable | | 01-07-1947 | No | | | | Active | Yes | 29-04-2022 | 05-06-1992 | | | | 1 | 0 | |
| 3741 | Executive Director | Chairperson related to Promoter | | 20-06-1962 | No | | | | Active | NA | | 01-04-2006 | | | | 1 | 0 | |
| 8940 | Executive Director | Not Applicable | | 21-12-1987 | No | | | | Active | NA | | 01-04-2014 | | | | 1 | 0 | |

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory

Whether the listed entity has a Regular Chairperson

| Category 1 of directors | Category 2 of directors | Category 3 of directors | Date of Birth | Whether the director is disqualified? | Start Date of disqualification | End Date of disqualification | Details of disqualification | Current status | 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) |
|--------------------------------------|-------------------------|-------------------------|---------------|---------------------------------------|--------------------------------|------------------------------|-----------------------------|----------------|-------------------------------------------------------------------------------|------------------------------------|-----------------------------|------------------------|-------------------|--------------------------------|------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------|
| Non-Executive - Independent Director | Not Applicable | | 02-05-1971 | No | | | | Active | NA | | 23-03-2016 | 19-08-2021 | | 81 | 1 | 1 |
| Non-Executive - Independent Director | Not Applicable | | 20-08-1967 | No | | | | Active | NA | | 30-01-2019 | 01-04-2019 | | 47 | 1 | 1 |
| Non-Executive - Independent Director | Not Applicable | | 30-09-1969 | No | | | | Active | NA | | 01-11-2021 | 01-11-2021 | | 14 | 3 | 3 |

Text Block

Textual Information(1)

The Compnay is having 4 Non-Executive Independent Directors, 1 Non-Executive Director and 2 Executive Directors.

| 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 | 00371406 | RAJESH THAKUR AHUJA | Non-Executive - Independent Director | Member | 23-05-2016 | | |
| 3 | 00003730 | V NAGARAJU NAIDU | Non-Executive - Non Independent Director | Member | 31-03-1997 | | |
| 4 | 00025063 | N SRI VISHNU RAJU | Non-Executive - Independent Director | Member | 01-04-2014 | | |
| 5 | 05170323 | MUTHU RAJU PARAVASA RAJU VIJAY KUMAR | Non-Executive - Independent Director | Member | 21-01-2022 | | |

| 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 SRI VISHNU RAJU | Non-Executive - Independent Director | Chairperson | 21-03-2014 | | |
| 2 | 00371406 | RAJESH THAKUR AHUJA | Non-Executive - Independent Director | Member | 23-05-2016 | | |
| 3 | 01641633 | APARNA SURABHI | Non-Executive - Independent Director | Member | 01-07-2020 | | |
| 4 | 05170323 | MUTHU RAJU PARAVASA RAJU VIJAY KUMAR | Non-Executive - Independent Director | Member | 21-01-2022 | | |

| 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 | 00025063 | N SRI VISHNU RAJU | Non-Executive - Independent Director | Member | 21-03-2014 | | |
| 3 | 00003741 | N BHUVANESWARI | Executive Director | Member | 12-12-1994 | | |
| 4 | 00371406 | RAJESH THAKUR AHUJA | Non-Executive - Independent Director | Member | 01-07-2020 | | |

| 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 | 00025063 | N SRI VISHNU RAJU | Non-Executive - Independent Director | Member | 20-10-2014 | | |
| 3 | 00003741 | N BHUVANESWARI | Executive Director | Member | 20-10-2014 | | |
| 4 | 01641633 | APARNA SURABHI | Non-Executive - Independent Director | Member | 01-07-2020 | | |

| 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 | 00025063 | N SRI VISHNU RAJU | Non-Executive - Independent Director | Member | 21-03-2014 | | |
| 2 | 00003741 | N BHUVANESWARI | Executive Director | Member | 21-03-2014 | | |
| 3 | 00371406 | RAJESH THAKUR AHUJA | Non-Executive - Independent Director | Chairperson | 01-07-2020 | | |

| Other Committee | | | | | | |
|------------------------|------------|-----------------------------------------|-------------------------|--------------------------------------|-------------------------|---------|
| Sr | DIN Number | Name of Committee members | Name of other committee | Category 1 of directors | Category 2 of directors | Remarks |
| 1 | 00025063 | N SRI VISHNU RAJU | Management Committee | Non-Executive - Independent Director | Member | |
| 2 | 00003741 | N BHUVANESWARI | Management Committee | Executive Director | Member | |
| 3 | 01641633 | APARNA SURABHI | Management Committee | Non-Executive - Independent Director | Chairperson | |
| 4 | 05170323 | MUTHU RAJU PARAVASA RAJU VIJAY KUMAR | Management Committee | Non-Executive - Independent Director | Member | |
| 5 | 00003741 | N BHUVANESWARI | Rights Issue Committee | Executive Director | Chairperson | |
| 6 | 01641633 | APARNA SURABHI | Rights Issue Committee | Non-Executive - Independent Director | Member | |
| 7 | 00025063 | N SRI VISHNU RAJU | Rights Issue Committee | Non-Executive - Independent Director | Member | |
| 8 | 02338940 | N BRAHMANI | Rights Issue 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) | Total Number of Directors as on date of the meeting | Number of Directors present* (All directors including Independent Director) | No. of Independent Directors attending the meeting* |
| 1 | 29-07-2022 | | | | Yes | 7 | | |
| 2 | 30-09-2022 | | 62 | | Yes | 7 | 6 | 3 |
| 3 | | 18-10-2022 | 17 | | Yes | 7 | 6 | 3 |

Annexure 1

IV. Meeting of Committees

| Disclosure of notes on meeting of committees explanatory | | | | | | | Textual Information(1) | | | |
|----------------------------------------------------------|---------------------------------------|-------------------------------------------------------------------------------------------------|-------------------------------------------------------------|-------------------------|-------------------------------|--------------------------------------------|----------------------------------------------------------------------|----------------------------------------------------------------------------|-----------------------------------------------------|----------------------------------------------------------------------|
| 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 | Reason for not providing date | Whether requirement of Quorum met (Yes/No) | Total Number of Directors in the Committee as on date of the meeting | Number of Directors Present (All Directors including Independent Director) | No. of Independent Directors attending the meeting* | No. of members attending the meeting (other than Board of Directors) |
| 1 | Audit Committee | 29-07-2022 | | | | Yes | 5 | 4 | 3 | 0 |
| 2 | Audit Committee | 18-10-2022 | 80 | | | Yes | 5 | 4 | 3 | 0 |
| 3 | Nomination and remuneration committee | 18-10-2022 | | | | Yes | 4 | 3 | 3 | 0 |
| 4 | Risk Management Committee | 18-10-2022 | | | | Yes | 4 | 3 | 2 | 0 |
| 5 | Other Committee | 27-12-2022 | | Rights Issue Committee | | Yes | 4 | 4 | 2 | 0 |

Text Block

Textual Information(1)

In the column no. O i.e. No. of members attending the meeting (other than Board of Directors): We have mentioned the NIL

In case of Audit Committee: Other than the Board of Directors of the Company President, CEO, CFO, COO, CS and Statutory Auditors were attending the Audit Committee Meeting as invitees.

In case of Nomination & Remuneration Committee: Other than the Board of Directors of the Company VD&MD, ED, President and CS were attending the Nomination & Remuneration Committee Meeting as invitees.

In case of Risk Management Committee: Other than the Board of Directors of the Company CS was attending the Risk Management Committee Meeting as an invitee.

In case of Rights Issue Committee: Other than the Board of Directors of the Company President, CFO and CS was attending the Rights Issue Committee Meeting as an invitee.

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 1000 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 |

Signatory Details

| | |
|-----------------------|------------------------------------------|
| Name of signatory | UMAKANTA BARIK |
| Designation of person | Company Secretary and Compliance Officer |
| Place | Hyderabad |
| Date | 05-01-2023 |

