

### 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	01-04-2023
Date of end of financial year	31-03-2024
Reporting Quarter	Half Yearly
Date of Report	30-09-2023
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)

Whether the listed entity has a Regular Chairperson

No

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
1	Mr	N SRI VISHNU RAJU	AAUPN8358A	00025063	Non-Executive - Independent Director	Not Applicable		28-12-1973
2	Mr	RAJESH THAKUR AHUJA	AAAPA9558P	00371406	Non-Executive - Independent Director	Not Applicable		02-05-1971
3	Mrs	APARNA SURABHI	AFVPS8513C	01641633	Non-Executive - Independent Director	Not Applicable		20-08-1967
4	Mr	MUTHU RAJU PARAVASA RAJU VIJAY KUMAR	AADPV2016N	05170323	Non-Executive - Independent Director	Not Applicable		30-09-1969
5	Mr	ANGARA VENKATA GIRIJA KUMAR	AGXPG7830M	02921377	Non-Executive - Independent Director	Not Applicable		21-05-1960
6	Mr	V NAGARAJU NAIDU	AAZPV1250G	00003730	Non-Executive - Non Independent Director	Not Applicable		01-07-1947
7	Mrs	N BHUVANESWARI	ABEPN6265D	00003741	Executive Director	Chairperson related to Promoter		20-06-1962

8	Mrs	N BRAHMANI	AERPN8112P	02338940	Executive Director	Not Applicable	21-12-1987
---	-----	------------	------------	----------	--------------------	----------------	------------

## I. Composition of Board of Directors

### Disqualification of Directors under section 164 of the Companies Act, 2013

Sr	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status
1	No				Active
2	No				Active
3	No				Active
4	No				Active
5	No				Active
6	No				Active
7	No				Active
8	No				Active

### I. Composition of Board of Directors

Sr	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 [with reference to regulation 17A(1) & 17A(2)]	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	NA		26-09-2014	30-08-2019		108	3	3	4	1		
2	NA		23-03-2016	19-08-2021		90	1	1	2	0		
3	NA		30-01-2019	01-04-2019		56	1	1	1	1		
4	NA		01-11-2021	01-11-2021		23	3	3	4	1		
5	NA		01-06-2023	01-06-2023		4	1	1	0	0		
6	Yes	29-04-2022	05-06-1992				1	0	2	1		
7	NA		01-04-2006				1	0	1	0		
8	NA		01-04-2014				1	0	0	0		

**Text Block**

Textual Information(1)

The company is having 5 Non-Executive Independent Director, 1 Non-Executive Director and 2 Executive Director.

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**

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	00025063	N SRI VISHNU RAJU	Rights Issue Committee	Non-Executive - Independent Director	Member	
7	01641633	APARNA SURABHI	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	25-05-2023				Yes	7	7	4
2		31-07-2023	66		Yes	8	8	5

## 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	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	25-05-2023				Yes	5	5	4	0
2	Audit Committee	31-07-2023	66			Yes	5	5	4	0
3	Nomination and remuneration committee	25-05-2023				Yes	4	4	4	0
4	Nomination and remuneration committee	25-07-2023	60			Yes	4	4	4	0
5	Corporate Social Responsibility Committee	31-07-2023				Yes	3	3	2	0
6	Risk Management	15-09-2023				Yes	4	3	3	0

	Committee								
--	-----------	--	--	--	--	--	--	--	--

## 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

### Annexure III

#### III. Affirmations

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is “No” details of non-compliance may be given here.
1	Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	Yes	
2	Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes	
3	Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes	
4	Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	Yes	
5	Disclosure of the Secretarial Audit Report of the listed entity and the material subsidiaries in the Annual Report	24A(1)	Yes	
6	Submission of Annual Secretarial Compliance Report	24A(2)	Yes	
7	Whether “Corporate Governance Report” disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	
6				

### Annexure III

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

### Additional Half yearly Disclosure

Applicability of disclosure	Applicable		
Reason for Non Applicability	Textual Information(1)		
<b>I. Disclosure of Loans/ guarantees/comfort letters /securities etc.refer note below</b>			
(A)Any loan or any other form of debt advanced by the listed entity directly or indirectly to			
Entity	Aggregate amount advanced during six months	Balance outstanding at the end of six months	
Promoter or any other entity controlled by them	0	0	
Promoter Group or any other entity controlled by them	0	0	
Directors (including relatives) or any other entity controlled by them	0	0	
KMPs or any other entity controlled by them	0	0	
<b>(B) Any guarantee / comfort letter (by whatever name called) provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed By</b>			
Entity	Type (guarantee, comfort letter etc.)	Aggregate amount of issuance during six months	Balance outstanding at the end of six months(taking into account any invocation)
Promoter or any other entity controlled by them	0	0	0
Promoter Group or any other entity controlled by them	0	0	0
Directors (including relatives) or any other entity controlled by them	0	0	0

KMPs or any other entity controlled by them	0	0	0
<b>(C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by</b>			
Entity	Type of security (cash, shares etc.)	Aggregate value of security provided during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them	0	0	0
Promoter Group or any other entity controlled by them	0	0	0
Directors (including relatives) or any other entity controlled by them	0	0	0
KMPs or any other entity controlled by them	0	0	0
<b>(D) Additional Information</b>			Textual Information(2)
<b>II. Affirmations</b>			
Affirmations		Compliance Status	Company Remarks
All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to promoter(s), promoter group, director(s) (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them are in the economic interest of the company.		Yes	Textual Information(3)
Name	A PRABHAKARA NAIDU		
Designation	CFO		
Place	HYDERABAD		
Date	07-10-2023		

### Details of Cyber security incidence

Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter

No

### Signatory Details

Name of signatory	UMAKANTA BARIK
Designation of person	Company Secretary and Compliance Officer
Place	Hyderabad
Date	07-10-2023



