Date: 15.04.2021

To

Bombay Stock Exchange Limited Phiroze Jeejeebhoy Towers Dalal Street Mumbai-400001

SCRIP CODE: 519234

Sub: Corporate Governance Report under Regulation 27(2) for the quarter and year 31st March, 2021.

Please find enclosed herewith the Compliance Report on Corporate Governance for the quarter and year ended 31^{st} March, 2021 under Regulation 27(2) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Kindly acknowledge and take the same on record.

Thanking You,

Yours Faithfully

For Superior Industrial Enterprises Limited



Megha Rastogi Company Secretary and Compliance Officer M.No.: 39197

Encl.: As Above

Applicable AGARWAL 1965 Independent Director Non-06-DIVYA Executive -Ms AAXPM5343D 00006494 05-No 25-02-2015 25-02-2020 66 Chairperson MEHROTRA Independent 1973 Director Non-22-ARUN Executive -Not 16-10-2020 Mr AAJPN7322F 00021590 No 11-8 **NEVATIA** Independent Applicable 1956 Director **Audit Committee Details** Whether the Audit Committee has a Regular Chairperson No Name of Committee Date of DIN Category 2 of Date of Category 1 of directors Remarks Appointment Number members directors Cessation Non-Executive - Independent 00006494 15-09-2015 DIVYA MEHROTRA Chairperson Director KRISHNA KUMAR Non-Executive - Non 22-11-2013 06713077 Member AGARWAL Independent Director Non-Executive - Independent 00021590 ARUN NEVATIA Member 16-10-2020 Director Nomination and remuneration committee Whether the Nomination and remuneration committee has a Regular Chairperson No DIN Name of Committee Date of Date of Category 2 of Category 1 of directors Remarks Number members directors Appointment Cessation Non-Executive - Independent 00006494 DIVYA MEHROTRA Chairperson 15-09-2015 Director KRISHNA KUMAR Non-Executive - Non 06713077 Member 22-11-2013 AGARWAL Independent Director Non-Executive - Independent 00021590 ARUN NEVATIA Member 16-10-2020 Director Stakeholders Relationship Committee Whether the Stakeholders Relationship Committee has a Regular Chairperson No Name of Committee DIN Date of Category 2 of Date of Category 1 of directors Remarks members Cessation Number directors Appointment Non-Executive - Independent 00006494 DIVYA MEHROTRA Member 15-09-2015 Director Non-Executive - Non KRISHNA KUMAR 06713077 Chairperson 22-11-2013 AGARWAL Independent Director Non-Executive - Independent 00021590 ARUN NEVATIA Member 16-10-2020 Director **Risk Management Committee** Whether the Risk Management Committee has a Regular Chairperson DIN Name of Committee Category 1 of Category 2 of Date of Date of Remarks Number members directors directors Appointment Cessation Corporate Social Responsibility Committee Whether the Corporate Social Responsibility Committee has a Regular Chairperson DIN Name of Committee Category 1 of Category 2 of Date of Date of Remarks Number members directors directors Appointment Cessation Other Committee Sr | DIN Number | Name of Committee members | Name of other committee | Category 1 of directors | Category 2 of directors | Remarks **Annexure 1** Annexure 1 III. Meeting of Board of Directors Disclosure of notes on meeting of board of directors explanatory Notes for Whether Date(s) of Date(s) of meeting Maximum gap between Number of No. of Independent meeting (if any) requirement of not Directors attending (if any) in the any two consecutive (in Directors providing in the current Quorum met previous quarter number of days) present* the meeting* Date (Yes/No) quarter 12-11-2020 Yes 12-02-2021 91 Yes 2 **Annexure 1** IV. Meeting of Committees Disclosure of notes on meeting of committees explanatory No. of Maximum gap Reson for Whether Number Date(s) of meeting (Enter dates Independent Name of between any two Name of requirement of not of Previous quarter and Current other Directors providing Committee of Quorum Directors consecutive (in quarter in chronological order) attending the committee number of days) date met (Yes/No) present* meeting* Audit Yes 12-11-2020 Committee Audit 12-02-2021 91 Yes 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. NA Whether prior approval of audit committee obtained Whether shareholder approval obtained for material RPT NA Whether details of RPT entered into pursuant to omnibus approval NA 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)

The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements)

The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements)

The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements)

The meetings of the board of directors and the above committees have been conducted in the manner as specified in

Annexure 1

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)

Annexure II

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

Compliance

(Yes/No/NA)

status

Yes

Yes

Yes

NA

NA

NA

Yes

If status is Nodetails of non-

compliance may be given here.

If status is Noldetails

of non-compliance

may be given here.

The committee members have been made aware of their powers, role and responsibilities as specified in SEBI

This report and/or the report submitted in the previous quarter has been placed before Board of Directors.

Compliance status

Compliance status

(Yes/No/NA)

Yes

Yes

Yes

Yes

Yes

Yes

Yes

Yes

Yes

Megha Rastogi

Regulations, 2015. d. Risk management committee (applicable to the top 500 listed entities)

Regulations, 2015 a. Audit Committee

Subject

Sr Item

Name of signatory

I. Disclosure on website in terms of Listing Regulations

Terms and conditions of appointment of

Composition of various committees of board

Code of conduct of board of directors and

Details of establishment of vigil mechanism/

Policy for determining material subsidiaries

I. Disclosure on website in terms of Listing Regulations

Contact information of the designated officials of the listed entity

who are responsible for assisting and handling investor grievances

email address for grievance redressal and other relevant details

Details of agreements entered into with the media companies

presentations made by the listed entity to analysts or institutional

investors simultaneously with submission to stock exchange

Schedule of analyst or institutional investor meet and

New name and the old name of the listed entity

Advertisements as per regulation 47 (1)

Details of familiarization programmes

imparted to independent directors

Criteria of making payments to non-

Policy on dealing with related party

senior management personnel

Designation

Details of business

independent directors

Whistle Blower policy

executive directors

transactions

Sr Item

12 | Financial results

Shareholding pattern

and/or their associates

Recommendation of Board

14 Maximum number of Directorships

15 Composition of Audit Committee

Meeting of Audit Committee

committee

Committee

Committee

II. Annual Affirmations

Vigil Mechanism

consolidated basis

material Subsidiary

II. Annual Affirmations

33 | Maximum Tenure

Sr Particulars

Particulars

Committee meeting

Composition of nomination & remuneration

Quorum of Nomination and Remuneration

Meeting of Nomination and Remuneration

Composition of Stakeholder Relationship

Meeting of Stakeholders Relationship Committee

23 | Meeting of Risk Management Committee

Policy for related party Transaction

all related party transactions

Composition and role of risk management committee

Prior or Omnibus approval of Audit Committee for

Approval for material related party transactions

Composition of Board of Directors of unlisted

Other Corporate Governance requirements with

respect to subsidiary of listed entity

Annual Secretarial Compliance Report

34 | Meeting of independent directors

38 Memberships in Committees

Designation

Name of signatory

Place

Date

Designation of person

Alternate Director to Independent Director

Familiarization of independent directors

Declaration from Independent Director

D & O Insurance for Independent Directors

Disclosure of related party transactions on

of directors

Regulations, 2015. b. Nomination & remuneration committee

(Listing obligations and disclosure requirements) Regulations, 2015.

SEBI (Listing obligations and disclosure requirements) Regulations, 2015.

Regulations, 2015. c. Stakeholders relationship committee

Yes

Yes

Yes

NA

Yes

Yes

Yes

Web address

www.superiorindustrial.in

Web address

General information about company

519234

INE843L01012

01-04-2020

31-03-2021

31-03-2021

Any other

Wether the listed entity has a Regular Chairperson Yes

Initial Date

appointment

05-08-2014

22-11-2013

Whether Chairperson is related to MD or CEO No

Date of Re-

appointment

14-02-2020

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

Date of

passing

special

resolution

Whether

special

resolution

passed?

[Refer Reg.

17(1A) of

Listing

Regulations]

Category

directors

of

Birth

05-

02-

1960

01-

06-

NA

No

Category 2

of directors

Not

Applicable

Not Applicable

Yearly

SUPERIOR INDUSTRIAL ENTERPRISES LIMITED

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

providing

PAN

Notes for

not

providing

DIN

Number of

memberships

in Audit/

Stakeholder

Committee(s)

including this

listed entity

(Refer

Regulation

26(1) of

Listing

Regulations)

No of

Independent

Directorship

in listed

entities

including

this listed

entity

(Refer

Regulation

17A(1) of

Listing

Regulations

No of

Directorship

in listed

entities

including

this listed

entity (Refer

Regulation

17A of

Listing

Regulations)

Tenure

of

director

months)

80

88

Date of

cessation

Scrip code

NSE Symbol

MSEI Symbol

Name of the entity

Reporting Quarter

Date of Report

Date of start of financial year

Date of end of financial year

Risk management committee

Category 1

of directors

Executive

Executive -

Director

Non-

Non

DIN

02644047

06713077

Market Capitalisation as per immediate previous Financial Year

ISIN

Title

(Mı

Ms)

Mr

Mr

Name of the

Director

KAMAL

AGARWAL

KRISHNA

KUMAR

PAN

AARPA6333P

AALPA8414H

18	Credit rating or revision in credit rating obtain	ed	NA				
19	Separate audited financial statements of each s listed entity in respect of a relevant financial y		Yes				www.superiorindustrial.in
20	Whether company has provided information under separate section on its website as per Regulation 46(2)		Yes				www.superiorindustrial.in
21	Materiality Policy as per Regulation 30		Yes				www.superiorindustrial.in
22	Dividend Distribution policy as per Regulation 43A (as applicable)		NA				
23	t is certified that these contents on the website of the listed entity re correct		Yes				www.superiorindustrial.in
				·			
		Annex	ure II				
II.	Annual Affirmations						
Sr	Particulars		legulation Jumber	Compliance status (Yes/No/NA)		If status is Nodetails of non- compliance may be given here.	
1	dependent director(s) have been appointed in terms of ecified criteria of Independenceland/or eligibility		6(1)(b) & 5(6)	Yes			
2	Board composition		7(1), 7(1A) & 7(1B)	Yes			
3	Meeting of Board of directors		7(2)	Yes			
4	Quorum of Board meeting		7(2A)	Yes			
5	Review of Compliance Reports		7(3)	Yes			
6	Plans for orderly succession for appointments		7(4)	Yes			
7	Code of Conduct		7(5)	Yes			
8	Fees/compensation		7(6)	Yes			
9	Ainimum Information		7(7)	Yes			
10	ompliance Certificate		7(8)	Yes			
		Annex	ure II				
II.	Annual Affirmations						
Sr	Particulars				is Noldetails of non-compliance given here.		
11	Risk Assessment & Management	17(9)	Yes	es			
12	Performance Evaluation of Independent Directors	17(10)	res es				

17(11)

17A

18(1)

18(2)

19(1) & (2)

19(2A)

19**(**3A**)**

20(2A)

20(1), 20(2) &

Yes

Yes

Yes

Yes

Yes

Yes

Yes

Yes

Compliance status

(Yes/No/NA)

Yes

Yes

NA

Yes

Yes

Yes

Yes

Yes

Yes

Yes

Regulation

Number

24(A)

25(1)

25(2)

(4)

(9)

25(7)

25(8) &

25(10)

26(1)

25(3) &

Compliance

(Yes/No/NA)

status

Yes

NA

Yes

Yes

Yes

Yes

Yes

Yes

If status is Noldetails of non-

compliance may be given here.

If status is Noldetails of non-

compliance may be given here.

Annexure II

Regulation

21(1),(2),(3),(4)

23(1),(1A),(5),

(6),(7) & (8)

23(2), (3)

23(4)

23(9)

24(1)

& (6)

24(2),(3),(4),(5)

Annexure II

Number

20(3A)

21(3A)

22

39	Board of Directors and Senior m	code of conduct from members of nanagement personnel	26(3)	Yes			
40	Disclosure of Shareholding by N	sclosure of Shareholding by Non-Executive Directors 26(4) Yes					
41	Policy with respect to Obligation management	26(2) & 26(5)	Yes				
	Any other information to be provided - Add Notes						
		Annexu	re II				
1	Name of signatory	MEGHA RASTOGI	MEGHA RASTOGI				
			Company Secretary and Compliance Officer				
2	Designation	Company Secretary and Annexu	-	Officer			
	Designation Affirmations		-	Officer			
			-	Officer	Compliance statu (Yes/No/NA)		
III.	Affirmations Particulars	Annexus Material Subsidiary Policy and the O	re II		(Yes/No/NA)		

Company Secretary and Compliance Officer

Signatory Details

Company Secretary and Compliance Officer

MEGHA RASTOGI

New Delhi

15-04-2021