



## Sundram Fasteners Limited

REGISTERED & CORPORATE OFFICE  
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July 2, 2021

**National Stock Exchange of India Limited**

*Scrip Code - SUNDRMFAST*  
Exchange Plaza, 5<sup>th</sup> Floor,  
Plot No. C/1, G Block, Bandra-Kurla Complex,  
Bandra (East),  
Mumbai - 400 051

By NEAPS

**BSE Limited**

*Scrip Code - 500403*  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Fort, Mumbai - 400 001

By Listing Centre

Dear Sir / Madam,

**Quarterly Compliance Report on Corporate Governance**  
**Report based on Regulation 27 of the SEBI (Listing Obligations and Disclosure**  
**Requirements) Regulations, 2015 (SEBI LODR Regulations, 2015)**

As per Regulation 27(2) of the SEBI LODR Regulations, 2015 read with SEBI Circular No SEBI/HO/CFD/CMD-2/P/CIR/2021/567 dated May 31, 2021, we send herewith a Compliance Report on the Corporate Governance for the quarter ended **June 30, 2021**.

Thanking you,

Yours truly,  
For SUNDRAM FASTENERS LIMITED



**R Dilip Kumar**  
Vice President – Finance & Company Secretary

### Quarterly Compliance Report on Corporate Governance

Name of Listed Entity: **SUNDRAM FASTENERS LIMITED**

Quarter ended: **June 30, 2021**

I. Composition of Board of Directors													
S.No	Title (Mr / Ms)	Name of the Director	PAN & DIN	Category (Chairperson / Executive / Non - Executive / Independent / Nominee)	Initial Date of Appointment	Date of Re- appointment	Date of Cessation	Tenure (In months)	Date of Birth	No. of directorship in listed entities including this listed entity [in reference to Regulation 17A(1)]	No of Independent Directorship in listed entities including this listed entity [in reference to proviso to regulation 17A(1)]	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(s) held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)
1	Mr	Suresh Krishna	PAN: AABPK3154E DIN: 00046919	Chairperson and Non - Executive Director - Non-Independent Director	26-Aug-64	01-Jul-21*	-	-	24-12-1936	1	0	0	1
2	Ms	Arathi Krishna	PAN: AABPK3095Q DIN: 00517456	Executive Director	23-Aug-06	03-May-21*	-	-	27-04-1968	1	0	1	0
3	Ms	Arundathi Krishna	PAN: AABPK3094R DIN: 00270935	Executive Director	18-Sep-08	18-Sep-18	-	-	03-12-1973	1	0	0	0
4	Ms	Preethi Krishna	PAN: AABPK3093J DIN: 02037253	Non - Executive Non - Independent Director	5-Jul-17	-	-	-	24-07-1965	1	0	0	0
5	Mr	R Srinivasan	PAN: ABTPS5434Q DIN: 00043658	Independent Director	6-Mar-95	22-Sep-19	-	24	10-09-1941	3	3	3	1
6	Mr	B Muthuraman	PAN: AEHPB7489R DIN: 00004757	Independent Director	16-Apr-15	16-Apr-20	-	53	26-09-1944	2	2	1	1
7	Mr	Heramb R Hajarnavis	PAN: ACMPH7265C DIN: 01680435	Independent Director	20-Sep-17	-	-	60	13-09-1974	1	1	1	0
8	Mr	S Mahalingam	PAN: AAEPM7962R DIN: 00121727	Independent Director	30-Jan-18	-	-	60	10-02-1948	3	3	2	2
9	Ms	Nirmala Lakshman	PAN: AAAPL4321R DIN: 00141632	Independent Director	20-Sep-18	-	-	60	30-01-1954	1	1	1	0
10	Mr	S Meenakshisundaram	PAN: ACTPM1180G DIN: 00513901	Whole-time Director	11-Jun-20	-	-	24	02-06-1957	1	0	0	0

\*Re-appointed by shareholders through postal ballot passed on March 16, 2021

Whether Regular Chairperson appointed : Yes

Whether Chairperson is related to Managing Director or CEO : Yes





**Quarterly Compliance Report on Corporate Governance**

**Name of Listed Entity: SUNDRAM FASTENERS LIMITED**

**Quarter ended: June 30, 2021**

<b>II. Composition of Committees</b>					
<b>Name of the Committee</b>	<b>Whether Regular Chairperson appointed</b>	<b>Name of Committee members</b>	<b>Category (Chairperson/Executive/Non-Executive/independent/Nominee)</b>	<b>Date of Appointment</b>	<b>Date of Cessation</b>
Audit Committee	Yes	Sri R Srinivasan	Chairperson and Independent Director	22-Sep-14	-
		Sri Heramb R Hajarnavis	Independent Director	20-Sep-17	-
		Sri S Mahalingam	Independent Director	20-Sep-18	-
Nomination & Remuneration Committee	Yes	Sri R Srinivasan**	Chairperson and Independent Director	20-Sep-18	-
		Sri Suresh Krishna	Non-Executive Director	04-Feb-15	-
		Sri Heramb R Hajarnavis	Independent Director	29-Jan-18	-
Risk Management Committee	Yes	Sri Suresh Krishna	Chairperson and Non-Executive Director	01-Feb-19	-
		Ms Arathi Krishna	Executive Director	01-Feb-19	-
		Ms Arundathi Krishna	Executive Director	01-Feb-19	-
Stakeholders Relationship Committee'	Yes	Sri Suresh Krishna^	Chairperson and Non-Executive Director	20-Sep-18	-
		Ms Arathi Krishna	Executive Director	09-Aug-16	-
		Dr Nirmala Lakshman	Independent Director	20-Sep-18	-

\*\*Sri R Srinivasan, member of the Committee was re-designated as Chairperson with effect from 20.09.2018

^Sri Suresh Krishna, member of the Committee was re-designated as Chairperson with effect from 20.09.2018





**Quarterly Compliance Report on Corporate Governance**

Name of Listed Entity: **SUNDRAM FASTENERS LIMITED**  
 Quarter ended: **June 30, 2021**

**III. Meeting of Board of Directors**

Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Whether requirement of Quorum met	Number of Directors present	Number of Independent Directors present	Maximum gap between any two consecutive meetings (in number of days)
04-Feb-21	06-May-21	Yes	10	5	<b>47 Days</b> between February 4, 2021 and March 24, 2021 (Date of both the meetings excluded)
24-Mar-21					<b>5 Days</b> between March 24, 2021 and March 30, 2021 (Date of both the meetings excluded)
30-Mar-21					<b>36 Days</b> between March 30, 2021 and May 6, 2021 (Date of both the meetings excluded)





**Quarterly Compliance Report on Corporate Governance**

Name of Listed Entity: **SUNDRAM FASTENERS LIMITED**

Quarter ended: **June 30, 2021**

<b>IV. Meetings of Committees</b>						
<b>Name of the Committee</b>	<b>Date(s) of meeting of the committee in the relevant quarter</b>	<b>Whether requirement of Quorum met (details)</b>	<b>Number of Directors present</b>	<b>Number of independent directors present</b>	<b>Date(s) of meeting of the committee in the previous quarter</b>	<b>Maximum gap between any two consecutive meetings in number of days</b>
Audit Committee	05-May-21	Yes	3	3	03-Feb-21	<b>48 Days</b> (Date of both the meetings excluded)
Audit Committee					24-Mar-21	<b>41 Days</b> (Date of both the meetings excluded)
Nomination & Remuneration Committee	05-May-21	Yes	3	3	03-Feb-21	<b>90 Days</b> (Date of both the meetings excluded)





## Quarterly Compliance Report on Corporate Governance

**Name of Listed Entity: SUNDRAM FASTENERS LIMITED**

**Quarter ended: June 30, 2021**

<b>V. Related Party Transactions</b>	
<b>Subject</b>	<b>Compliance status (Yes/No/NA)</b>
Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material RPT	There was no material RPT under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by the Audit Committee	Yes. The details of RPT entered into by the Company during the quarter ended March 31, 2021 was reviewed by the Audit Committee at its meeting held on May 5, 2021. The details of RPT entered into by the Company during the quarter ended June 30, 2021 will be placed in the forthcoming Audit Committee meeting for their review.





## Quarterly Compliance Report on Corporate Governance

Name of Listed Entity: **SUNDRAM FASTENERS LIMITED**

Quarter ended: **June 30, 2021**

<b>VI. Affirmations</b>	
1	The composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015.
2	The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 a. Audit Committee b. Nomination & Remuneration Committee c. Stakeholders Relationship Committee d. Risk Management Committee
3	The Committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
4	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.
5	The Report on Corporate Governance for the quarter ended March 31, 2021 was placed before the Board of Directors at their meeting held on May 6, 2021. This report (for the quarter ended June 30, 2021) will be placed in the forthcoming Board Meeting.

For SUNDRAM FASTENERS LIMITED

  
**R Dilip Kumar**

Vice President – Finance & Company Secretary

Date: July 2, 2021