

ANNEXURE I
Quarterly Compliance Report on Corporate Governance
(Pursuant to Regulation 27(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

Name of the Listed Entity: Shankara Building Products Ltd
Quarter Ending: 30th June, 2021

i. Composition Of Board Of Director

| | |
|---------------------------------------------|-----|
| Company Remarks | |
| Whether Permanent chairperson appointed | Yes |
| Whether Chairperson is related to MD or CEO | No |

ii. Composition Of Board Of Director

| Name of the Director | DIN | Category | Initial Date of Appointment | Date of Appointment | Date of cessation | Tenure | Date of Birth | No. of Directorship in listed entities including this listed entity | No of Independent Directorship in listed entities including this listed entity | No of memberships in Audit/Stakeholder Committee(s) including this listed entity | No of post of Chairperson in Audit/Stakeholder Committee held in listed entities including this listed entity |
|----------------------|----------|--------------------------------|-----------------------------|---------------------|-------------------|--------|---------------|---------------------------------------------------------------------|--------------------------------------------------------------------------------|----------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------|
| V. Ravichandar | 00634180 | Chairman, Independent Director | 09-Jul-2014 | 25-Jun-2019 | | 60 | 22-Feb-1957 | 1 | 1 | 2 | 0 |
| Sukumar Srinivas | 01668064 | Managing Director | 01-Apr-2013 | 01-Apr-2018 | | | 18-Sep-1960 | 1 | 0 | 1 | 0 |

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|------------------|----------|-----------------------------------------|-------------|-------------|--|----|-------------|---|---|---|---|
| Chandu Nair | 00259276 | Independent Director | 29-Jul-2015 | 29-Jul-2020 | | 60 | 20-Jan-1962 | 1 | 1 | 2 | 0 |
| B. Jayaraman | 00022567 | Independent Director | 14-Aug-2018 | 14-Aug-2018 | | 60 | 11-Jun-1954 | 1 | 1 | 1 | 1 |
| Jayashri Murali | 00317201 | Independent Director | 19-Mar-2015 | 19-Mar-2020 | | 60 | 20-Oct-1959 | 1 | 1 | 2 | 1 |
| C. Ravikumar | 01247347 | Executive Director | 01-Apr-2011 | 01-Apr-2018 | | | 01-May-1966 | 1 | 0 | 1 | 0 |
| RSV. Siva Prasad | 01247339 | Non-Executive; Non Independent Director | 01-Oct-2009 | 01-Jan-2021 | | | 01-Oct-1957 | 1 | 0 | 0 | 0 |

iii. Composition of Committees

a. Audit Committee

| Sr. No. | Name of the Director | Category | Chairperson/Membership | Appointment Date | Cessation Date |
|---------|----------------------|----------------------|------------------------|------------------|----------------|
| 1 | V. Ravichandar | Independent Director | Member | 31-Oct-2007 | |
| 2 | Sukumar Srinivas | Executive Director | Member | 19-Jun-2017 | |
| 3 | Chandu Nair | Independent Director | Member | 29-Jul-2015 | |
| 4 | B. Jayaraman | Independent Director | Chairperson | 09-Nov-2018 | |
| 5 | Jayashri Murali | Independent Director | Member | 17-Apr-2017 | |

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| Company Remarks | The Company has a committee named as Audit and Risk Management Committee covering the scope and terms of reference of Audit Committee and Risk Management Committee as well, as per the provisions of Regulation 18 and 21 respectively of the SEBI (LODR) Regulations, 2015. The Company, being in top 1000 companies as per market capitalisation as on 31st March, 2021 requires to constitute a committee for Risk Management in terms of Regulation 21 of the SEBI (LODR) Regulations, 2015. Since the above committee covers the scope of risk management and also performs the functions of Risk Management Committee, the Company has not constituted any separate committee for the same. |
| Whether Permanent chairperson appointed | Yes |

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b. Stakeholders Relationship Committee

| Sr. No. | Name of the Director | Category | Chairperson/Membership | Appointment Date | Cessation Date |
|---------|----------------------|----------------------|------------------------|------------------|----------------|
| 1 | Jayashri Murali | Independent Director | Chairperson | 19-Sep-2016 | |
| 2 | V. Ravichandar | Independent Director | Member | 19-Sep-2016 | |
| 3 | Chandu Nair | Independent Director | Member | 19-Sep-2016 | |
| 4 | C. Ravikumar | Executive Director | Member | 19-Jun-2017 | |

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|-----------------------------------------|-----|
| Company Remarks | |
| Whether Permanent chairperson appointed | Yes |

c. Risk Management Committee

| Sr. No. | Name of the Director | Category | Chairperson/Membership | Appointment Date | Cessation Date |
|---------|----------------------|----------------------|------------------------|------------------|----------------|
| 1 | V. Ravichandar | Independent Director | Member | 31-Oct-2007 | |
| 2 | Sukumar Srinivas | Executive Director | Member | 19-Jun-2017 | |
| 3 | Chandu Nair | Independent Director | Member | 29-Jul-2015 | |
| 4 | B. Jayaraman | Independent Director | Chairperson | 09-Nov-2018 | |
| 5 | Jayashri Murali | Independent Director | Member | 17-Apr-2017 | |

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|-----------------------------------------|-----|
| Company Remarks | |
| Whether Permanent chairperson appointed | Yes |

d. Nomination and Remuneration Committee

| Sr. No. | Name of the Director | Category | Chairperson/Membership | Appointment Date | Cessation Date |
|---------|----------------------|----------------------|------------------------|------------------|----------------|
| 1 | Chandu Nair | Independent Director | Chairperson | 17-Apr-2017 | |
| 2 | B. Jayaraman | Independent Director | Member | 09-Nov-2018 | |
| 3 | Jayashri Murali | Independent Director | Member | 29-Jul-2015 | |
| 4 | V. Ravichandar | Independent Director | Member | 31-Oct-2007 | |

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| Company Remarks | |
| Whether Permanent chairperson appointed | Yes |

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iv. 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 |
|-----------------------------------------------------|-----------------------------------------------------|-----------------------------------|-----------------------------|-----------------------------------------|
| 29-Jan-2021 | 30-Apr-2021 | Yes | 5 | 3 |
| 12-Feb-2021 | 10-Jun-2021 | Yes | 7 | 4 |

| | |
|-------------------------------------------------------------|----|
| Company Remarks | |
| Maximum gap between any two consecutive (in number of days) | 76 |

v. Meeting of Committees

| Name of the Committee | Date(s) of meeting during of the committee in the previous quarter | Date(s) of meeting of the committee in the relevant quarter | Whether requirement of Quorum met (Yes/No) | Number of Directors present | Number of independent directors present |
|-------------------------------------|--------------------------------------------------------------------|-------------------------------------------------------------|--------------------------------------------|-----------------------------|-----------------------------------------|
| Audit Committee | 29-Jan-2021 | | Yes | 5 | 4 |
| Audit Committee | 12-Feb-2021 | | Yes | 5 | 4 |
| Audit Committee | | 30-Apr-2021 | Yes | 4 | 3 |
| Audit Committee | | 09-Jun-2021 | Yes | 5 | 4 |
| Nomination & Remuneration Committee | 29-Jan-2021 | | Yes | 4 | 4 |
| Nomination & Remuneration Committee | | 09-Jun-2021 | Yes | 4 | 4 |
| Stakeholders Relationship Committee | | 09-Jun-2021 | Yes | 3 | 2 |
| Risk Management Committee | 29-Jan-2021 | | Yes | 5 | 4 |
| Risk Management Committee | 12-Feb-2021 | | Yes | 5 | 4 |
| Risk Management Committee | | 30-Apr-2021 | Yes | 4 | 3 |
| Risk Management Committee | | 09-Jun-2021 | Yes | 5 | 4 |

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| Company Remarks | |
| Maximum gap between any two consecutive (in number of days) [Only for Audit Committee] | 76 |

vi. **Related Party Transactions**

| Subject | Compliance status (Yes/No/NA) | Remark |
|--------------------------------------------------------------------------------------------------------|-------------------------------|--------|
| Whether prior approval of audit committee obtained | Yes | |
| Whether shareholder approval obtained for material RPT | Not Applicable | |
| Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee | Yes | |

VI. Affirmations

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**
 - b. Nomination & remuneration committee - **Yes**
 - c. Stakeholders relationship committee - **Yes**
 - d. Risk management committee (applicable to the top 1000 listed entities) - **Yes**
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. - **Yes**
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.- **Yes**
5. a. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. - **Yes**
b. Any comments/observations/advice of Board of Directors may be mentioned here:

Signature :
Name :
Designation :

Ereena Vikram



Ereena Vikram
Company Secretary & Compliance Officer