



# Tyche Industries Limited

09<sup>th</sup> April 2021

To  
The Secretary,  
The Stock Exchange, Mumbai  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai-400001

Dear Sir / Madam,

**Sub: Corporate Governance Report for the quarter ended 31<sup>st</sup> March, 2021.**  
**Ref. No: Scrip Code: 532384**

With reference to subject, please find enclosed herewith the Corporate Governance Report for the quarter ended 31<sup>st</sup> March, 2021 furnished pursuant to Regulation 27(2) of SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015.

Thanking You,  
Yours Faithfully,  
For **TYCHE INDUSTRIES LIMITED**

  
Satya Ranjan Jena  
(Company Secretary)



**Regd. Office :** H.No. C 21/A, Road No. 9, Film Nagar, Jubilee Hills, Hyderabad - 500 096.

Tel: +91-40-2354 1688, Fax: +91-40-2354 0933, E-mail : [info@tycheindustries.com](mailto:info@tycheindustries.com)

**Factory :** Door No. 6-223, Sarpavaram, Kakinada, East Godavari Dist.

CIN:L72200TG1998PLC029809

## ANNEXURE-I

- 1.Name of Listed Entity : TYCHE INDUSTRIES LIMITED
2. Quarter ending :31.03.2021

### **I. Composition of Board of Directors**

Title (Mr./Ms)	Name of the Director	#PAN & DIN	Category	Date of Appointment in the Current term	Tenure* (In Months)	No of Directorship in listed entities including this listed entity(Refer Regulation 25(1)of Listing Regulation)	Number of Membership in Audit/Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulation)	No of post of Chairperson in Audit/Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulation)
Mr.	G Ganesh Kumar	ACYPG9389A 01009765	Chairperson & Managing Director	14.11.1998		1	2	-
Mr.	Boosa Eshwar	ADXPB2405N 01879193	Independent	30.09.2019	60	1	2	
Mrs.	P Vijaya Lakshmi	ATUPP6895M 06939858	Independent	30.09.2019	60	1	0	0
Mr.	Sai Sudhakar Panchakarla	AFAPP8583Q 08397860	Independent	30.09.2019	60	1	0	2
Mr	G Sandeep	AGGPG1300D 06608065	Executive Director	30.09.2020		1	0	0
	Venkataraju Gupta Kollepalli	AEUPK8552R 09054998	Non-Independent	12.02.2021		1	0	0

# PAN number of any director would not be displayed on the website of Stock Exchange.  
\*To filled only for Independent Director. Tenure would mean total period from which Independent is serving on Board of Directors of the listed entity in continuity without any cooling off period.

### **II. Composition of Committee**

Name of Committee	Name of Committee Members	Category(Chairperson/Executive/Non-Executive/Independent/Nominee)
Audit Committee	1.Sai Sudhakar Panchakarla 2.Boosa Eshwar 3.G Ganesh Kumar	(Non-Executive Independent) Chairperson (Non-Executive Independent) (Executive)
Nomination & Remuneration Committee	1.Sai Sudhakar Panchakarla 2.Boosa Eshwar 3.P Vijaya Lakshmi	(Non-Executive Independent) Chairperson (Non-Executive Independent) (Non-Executive Independent)
Stakeholders Relationship Committee	1.Sai Sudhakar Panchakarla 2.Boosa Eshwar 3.G Ganesh Kumar	(Non-Executive Independent) (Chairperson) (Non-Executive Independent) (Executive)
Corporate Social Responsibility Committee	1.Sai Sudhakar Panchakarla 2.Boosa Eshwar 3.G Ganesh Kumar	(Non-Executive Independent) (Non-Executive Independent) (Chairperson)(Executive)

<b>III. Meeting of Board of Directors</b>			
Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Maximum gap between any two consecutive (in number of days)	
10-11-2020 08-12-2020	12-02-2021	65 days	
<b>IV. Meeting of Committees-Audit Committee Meeting</b>			
Date(s) of Meeting (if any) in the previous quarter	Whether requirement of Quorum met (details)	Date(s) of Meeting (if any) in the relevant quarter	Maximum gap between any two consecutive (in number of days)
10-11-2020	Yes	12-02-2021	93 days
<b>Nomination &amp; Remuneration Committee</b>			
	Yes	12-02-2021	
<b>Stakeholders Relationship Committee</b>			
08-12-2020	Yes		
<b>Corporate Social Responsibility Committee</b>			
	Yes	12-02-2021	
<b>V. Related Party Transactions</b>			
Subject		Compliance status(Yes/No/NA)	
Whether prior approval of audit committee obtained		Yes	
Whether shareholder approval obtained for material RPT		N.A	
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee		N.A	
<b>Note</b>			
<p>1. In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A.  For example if the Board has been composed in accordance with the requirements of Listing Regulation," Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A" may be indicated.  If status is "No" details of non-compliance may be given here.</p>			

**Annexure II****Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)****I. Disclosure on website in terms of Listing Regulations**

<b>Sr</b>	<b>Item</b>	<b>Compliance status (Yes/No/NA)</b>	<b>If status is "No" details of non-compliance may be given here.</b>	<b>Web address</b>
1	Details of business	Yes		www.tycheindustries.net
2	Terms and conditions of appointment of independent directors	Yes		www.tycheindustries.net
3	Composition of various committees of board of directors	Yes		www.tycheindustries.net
4	Code of conduct of board of directors and senior management personnel	Yes		www.tycheindustries.net
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		www.tycheindustries.net
6	Criteria of making payments to non-executive directors	Yes		www.tycheindustries.net
7	Policy on dealing with related party transactions	Yes		www.tycheindustries.net
8	Policy for determining 'material' subsidiaries	Yes		www.tycheindustries.net
9	Details of familiarization programmes imparted to independent directors	Yes		www.tycheindustries.net

10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		www.tycheindustries.net
11	email address for grievance redressal and other relevant details	Yes		www.tycheindustries.net
12	Financial results	Yes		www.tycheindustries.net
13	Shareholding pattern	Yes		www.tycheindustries.net
14	Details of agreements entered into with the media companies and/or their associates	Yes		www.tycheindustries.net
15	Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or institutional investors simultaneously with submission to stock exchange	NA		
16	New name and the old name of the listed entity	NA		
17	Advertisements as per regulation 47 (1)	Yes		www.tycheindustries.net
18	Credit rating or revision in credit rating obtained	NA		
19	Separate audited financial statements of each subsidiary of the listed entity in respect of a	NA		

	relevant financial year			
20	Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes		www.tycheindustries.net
21	Materiality Policy as per Regulation 30	Yes		www.tycheindustries.net
22	Dividend Distribution policy as per Regulation 43A (as applicable)	Yes		www.tycheindustries.net
23	It is certified that these contents on the website of the listed entity are correct	Yes		www.tycheindustries.net
24	Disclosure of notes on website in terms of Listing Regulations explanatory [Text Block]			

## VI. Affirmations

1. The composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015.

2. The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015.

- a. Audit Committee
- b. Nomination & Remuneration Committee
- c. Stakeholders relationship Committee

3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015.

4. The Meetings of the board of directors and the above committee have been conducted in the manner as specified in SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015.

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

Any comments/observations/advice of Board of Directors may be mentioned here:

VII. Annual Affirmations			
Sr	Particulars	Regulation Number	Compliance Status (Yes/No/NA)
1	Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes
2	Board composition	17(1), 17(1A) & 17(1B)	Yes
3	Meeting of Board of directors	17(2)	Yes
4	Quorum of Board meeting	17(2A)	Yes
5	Review of Compliance Reports	17(3)	Yes
6	Plans for orderly succession for appointments	17(4)	Yes
7	Code of Conduct	17(5)	Yes
8	Fees/compensation	17(6)	Yes
9	Minimum Information	17(7)	Yes
10	Compliance Certificate	17(8)	Yes
11	Risk Assessment & Management	17(9)	Yes
12	Performance Evaluation of Independent Directors	17(10)	Yes
13	Recommendation of Board	17(11)	Yes
14	Maximum number of Directorships	17A	Yes
15	Composition of Audit Committee	18(1)	Yes
16	Meeting of Audit Committee	18(2)	Yes
17	Composition of nomination & remuneration committee	19(1) & (2)	Yes
18	Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes
19	Meeting of Nomination and Remuneration Committee	19(3A)	Yes
20	Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	Yes
21	Meeting of Stakeholders Relationship Committee	20(3A)	Yes
22	Composition and role of risk management committee	21(1),(2),(3),(4)	NA
23	Meeting of Risk Management Committee	21(3A)	NA
24	Vigil Mechanism	22	Yes
25	Policy for related party Transaction	23(1),(1A),(5),(6),(7) & (8)	Yes
26	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes
27	Approval for material related party transactions	23(4)	NA
28	Disclosure of related party transactions on consolidated basis	23(9)	Yes
29	Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA

30	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	NA	
31	Annual Secretarial Compliance Report	24(A)	Yes	
32	Alternate Director to Independent Director	25(1)	NA	
33	Maximum Tenure	25(2)	Yes	
34	Meeting of independent directors	25(3) & (4)	Yes	
35	Familiarization of independent directors	25(7)	Yes	
36	Declaration from Independent Director	25(8) & (9)	Yes	
37	D & O Insurance for Independent Directors	25(10)	NA	
38	Memberships in Committees	26(1)	Yes	
39	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
40	Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes	
41	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	

## FOR TYCHE INDUSTRIES LIMITED

Sd/  
G Ganesh Kumar  
Managing Director