



Super Spinning Mills Limited

Regd. & Central Office : "Elgi Towers" PB. 7113, Green Fields, 737-D, Puliakulam Road, Coimbatore - 641 045.
CIN : L17111TZ1962PLC001200



October 15, 2019

To

Listing Department BSE Ltd Phiroze Jeejeebhoy Towers Dalal Street Mumbai - 400 001 Scrip Code: - 521180	Listing Department National Stock Exchange of India Limited "Exchange Plaza", C-1, Block G Bandra – Kurla Complex, Bandra (E) Mumbai – 400 051 Scrip Code: - SUPERSPIN
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Dear Sir,

Sub: Quarterly Compliance Report on Corporate Governance under Regulation 27(2) of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015

We hereby furnish the Quarterly Compliance report on Corporate Governance as per Regulation 27(2) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 for the quarter ended 30th September 2019.

Thanking you

Yours truly

For Super Spinning Mills Ltd

Narmatha G K
Narmatha G K
Company Secretary

RECOGNISED EXPORT - TRADING HOUSE

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CORPORATE GOVERNANCE REPORT

1. Name of Listed Entity : SUPER SPINNING MILLS LIMITED

2. Quarter Ending : September 30, 2019

I. Composition of Board of Directors

Annexure I

Title (Mr./Ms)	Name of the Director	Category (Chairperson/ Executive/ Non Executive/ Independent/ Nominee) &	Initial Date of Appointment	Date of Appointment / Cessation		Date of Birth	Tenure	No. Of Directorship in listed entities including this listed entity (Refer Regulation 25 (1) of Listing Regulations)	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)
				Date of Appointment	Date of Cessation					
Mr.	Sumanth Ramamurthi	Executive / Chairman and Managing Director	22.02.1992	01.06.2018		12.08.1959	331	2	2	1
Mr.	Sudarsan Varadaraj	Non-Executive / Independent	13.03.1993	01.06.2019		22.01.1958	318	4	2	0
Mr.	C G Kumar	Non-Executive / Independent	01.06.2014	01.06.2019		13.06.1972	64	1	1	0
Ms.	Suguna Ravichandran	Non-Executive / Independent	01.06.2014	01.06.2019		11.08.1958	64	2	1	1
Mr.	B Lakshmi Narayana	Non-Executive / Independent	01.06.2017	01.06.2017		17.09.1966	28	2	3	0
Mr	A R Balasundharam	Non-Executive / Non Independent	01.06.2017	20.05.2018		06.06.1963	28	1	1	1

II. Composition of Committees

Name of Committee	Name of Committee Members	Category (Chairperson/ Executive/ Non-Executive/ Independent/ Nominee)§
1. Audit Committee	Mrs. Suguna Ravichandran – Chairperson Mr. C G Kumar - Member Mr. B Lakshmi Narayana - Member Mr. A R Balasundharam - Member	Non-Executive-Independent Non-Executive-Independent Non-Executive-Independent Non-Executive - Non Independent
2. Nomination & Remuneration Committee	Mr. Lakshmi Narayana – Chairperson Mr. A R Balasundharam – Member Mr. Sudarsan Varadaraj - Member	Non-Executive-Independent Non Executive - Non-Independent Non-Executive-Independent

3. Risk Management Committee (if applicable)	N.A	N.A
4. Stakeholders Relationship Committee	Mr. A R Balasundharam - Chairperson Mr. Sumanth Ramamurthi – Member Mr. Lakshmi Narayana - Member	Non Executive - Non-Independent Executive - Non-Independent Non-Executive - Independent
<p>§ Category of Directors means executive / non-executive / independent / nominee. If a Director fits into more than one category write all categories separating them with hyphen.</p>		

III. Meeting of Board of Directors

Date(s) of meeting (if any) in the previous quarters	Date(s) of meeting (if any) in the relevant quarters	Maximum gap between any two consecutive meetings in the number of days
30.05.2019	-	0
	30.07.2019	60 days

IV. Meeting of Committees - Audit Committee

Date(s) of meeting of the Committee in the relevant quarter	Whether requirement of Quorum met (details)	Date(s) of meeting of the Committee in the previous quarter	Maximum gap between any two consecutive meetings in the number of days*
	Yes - 4 members present.	30.05.2019	0
30.07.2019			60 days

* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional.

Nomination and Remuneration Committee

Date(s) of meeting of the Committee in the relevant quarter	Whether requirement of Quorum met (details)	Date(s) of meeting of the Committee in the previous quarter	Maximum gap between any two consecutive meetings in the number of days*
	Yes - 4 members present	25.05.2019	0
30.07.2019			65 days

Stakeholders Relationship Committee

Date(s) of meeting of the Committee in the relevant quarter	Whether requirement of Quorum met (details)	Date(s) of meeting of the Committee in the previous quarter	Maximum gap between any two consecutive meetings in the number of days*
	Yes - 3 members present	29.04.2019	0
25.07.2019			86 days

Corporate Social Responsibility Committee

Date(s) of meeting of the Committee in the relevant quarter	Whether requirement of Quorum met (details)	Date(s) of meeting of the Committee in the previous quarter	Maximum gap between any two consecutive meetings in the number of days*
29.05.2019	Yes - 3 members present		0

* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional.

V. Related Party Transactions

Subject	Compliance Status (Yes/No/N.A) refer note below
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	Yes

Note :

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 Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.
2. If status is "No" details of non-compliance may be given here.

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 100 listed entities) - **N.A**
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. This report will be placed before the Board of Directors. - **Yes**

For Super Spinning Mills Ltd

Narmatha G K

Narmatha G K
Company Secretary

Name and Designation

Company Secretary / Compliance Officer / Managing Director / CEO

CORPORATE GOVERNANCE REPORT

1. Name of Listed Entity : SUPER SPINNING MILLS LIMITED

2. Quarter Ending : September 30, 2019

Annexure III - Affirmations

Subject	Reg. No	Compliance Status (Yes/No/NA)	If "No" details of Non-compliance
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	
Presence of chairperson of audit committee at the annual general meeting	18(1)(d)	Yes	
Presence of chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes	
Whether corporate governance report disclosed in annual report	34(3) read with para C of Schedule V	Yes	

Note :-

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 Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A" may be indicated.
2. If status is "No" details of non-compliance may be given here
3. If the Listed Entity would like to provide any other information the same may be indicated here.

Name : Narmatha G K

Designation: Company Secretary & Compliance Officer

For Super Spinning Mills Ltd

Narmatha G K
Narmatha G K
Company Secretary