



Empee Sugars and Chemicals Limited

Administrative Office : "Empee Tower" 59, Harris Road, Pudupet, Chennai - 600 002.

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CIN: L24110AP1988PLC009291

13.01.2016

Dept. of Corporate Service
Bombay Stock Exchange Ltd
P.J.Tower, Dalal Street
Mumbai - 400 001.

Dear Sir,

Sub: Corporate Governance Report for the quarter ended 31.12.2015.

We are enclosing herewith the Corporate Governance Report for the quarter ended 31.12.2015 under Regulation 27(2) of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 for your records.

Thanking you,

Yours faithfully
For Empee Sugars and Chemicals Ltd

Nisha Purushothaman
Director

Encl:a/a

Plant I : Ayyapareddipalem, Naidupet - 524 126, Nellore Dist., Andhra Pradesh.

Tel : (08623) 248150, 248171 Fax : 08623 - 248172

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CORPORATE GOVERNANCE REPORT FOR THE QUARTER ENDED 31ST DECEMBER 2015
UNDER REGULATION 27 (2) OF THE
SEBI (LISTING OBLIGATION AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

1. Name of Listed Entity : **EMPEE SUGARS AND CHEMICALS LIMITED**

2. Quarter ending : **31st December 2015**

I. Composition of Board of Directors :

Title (Mr. / Ms)	Name of the Director	PAN\$ & DIN	Category (Chairperson/Executive/Non-Executive/Independent/Nominee) &	Date of Appointment in the current term /cessation	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)
Mr.	M.P.PURUSHOTHAMAN	00088631	Chairman	N.A.	N.A.	2	Nil	Nil
Ms.	NISHA PURUSHOTHAMAN	00044868	Non-Executive	N.A.	N.A.	2	4	Nil
Mr.	SHEEJU PURUSHOTHAMAN	00044934	Non-Executive	N.A.	N.A.	2	Nil	Nil
Mr.	T.S. RAGHAVAN	00446651	Independent	26.9.2014	5 years	3	4	2
Mr.	SHANKAR MENON	01890229	Independent	26.9.2014	5 years	3	Nil	Nil
Mr.	M.K.MOHAN	01260838	Independent	26.9.2014	5 years	2	2	2
Mr.	M.P.MEHROTRA *	00016768	Independent	26.9.2014	Upto 12.11.2015	7	7	3

*Resigned w.e.f. 12.11.2015.



II. Composition of Committees :		
Name of Committee	Name of Committee members	Category (Chairperson/Executive/Non-Executive/independent/Nominee)
1. Audit Committee	T.S.Raghavan M.K.Mohan Nisha Purushothaman	Independent Non Executive Independent
2. Nomination & Remuneration Committee	M.K.Mohan T.S.Raghavan Nisha Purushothaman	Independent Independent Non Executive
3. Risk Management Committee(if applicable)	N.A.	N.A.
4. Stakeholders Relationship Committee'	M.K.Mohan T.S.Raghavan Nisha Purushothaman	Independent Independent Non Executive

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	Maximum gap between any two consecutive (in number of days)
14.08.2015	12.11.2015	90 days

IV. Meeting of Committees :			
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 number of days
a) Audit Committee: 12.11.2015	T.S.Raghavan M.K.Mohan Nisha Purushothaman	14.08.2015	90 days
b) Stakeholders Committee: 24.10.2015	M.K.Mohan T.S.Raghavan Nisha Purushothaman	15.7.2015 12.8.2015	73 days



V. Related Party Transactions :

Subject	Compliance status
Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material RPT	Yes
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.
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 (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.
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. This report and/or the report submitted in the previous quarter has been placed before Board of Directors.

This is the first quarter for which corporate governance report under in (Listing Obligations and requirements) Regulations, 2015 is being submitted to the stock exchanges.

Hence, requirement of placing the previous quarter report under this regulation before the board and com Directors does not arise.

For Empee Sugars and Chemicals Ltd

Nisha Purushothaman
Director

