



SUPERIOR INDUSTRIAL ENTERPRISES LIMITED
(FORMERLY KNOWN AS SUPERIOR VANASPATI LIMITED)
Regd. Office: 25, Bazar Lane, Bengali Market, New Delhi- 110001

Dated: 8th October, 2018

To,

**Bombay Stock Exchange Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai- 400 001**

Scrip Code: 519234

Dear Sir,

Sub: Corporate Governance Report in Annexure III ALONGWITH ANNEXURE-I

for the Quarter/half-year ended 30th September, 2018

Please find enclosed herewith the Compliance Report on Corporate Governance for the quarter /half-year ended 30th September, 2018, under Regulation 27(2) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations").

Kindly acknowledge the receipt of the same and take the same on record.

Thanking You,

Yours' faithfully,

For Superior Industrial Enterprises Limited

For Superior Industrial Enterprises Limited

Manisha Chadha

Authorised Signatory/Director

Name: Manisha Chadha

Designation: Company Secretary & Compliance Officer

Encl: As above



SUPERIOR INDUSTRIAL ENTERPRISES LIMITED

(FORMERLY KNOWN AS SUPERIOR VANASPATI LIMITED)

Regd. Office: 25, Bazar Lane, Bengali Market, New Delhi- 110001

ANNEXURE-III

1. Name of the Listed Entity: Superior Industrial Enterprises Limited
2. Quarter and half-year ended on : 30th September, 2018

Format to be submitted by listed entity at the end of 6 months after end of financial year along with second quarter report of next financial year

I Affirmations	Regulation Number	Compliance status (Yes/No/NA) refer note below
Broad heading		
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.

For Superior Industrial Enterprises Ltd.

Manisha Chadha
Authorised Signatory/Director

Name: Manisha Chadha

Designation: Company Secretary & Compliance Officer



SUPERIOR INDUSTRIAL ENTERPRISES LIMITED
(FOR MERELY KNOWN ASSUP ERIOR VANASPATI LIMITED)
Listed Entity: Superior Industrial Enterprises Limited
Regd. Office: 25, Bazar Lane, Bengali Market, New Delhi- 110001
Ending: 30th September, 2018

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.	Vijay Kumar Gupta	PAN: ACBPG9512G DIN:00022885	Non Executive Independent Director and Chairperson	25/02/2015		1	1	1
Mr.	Kamal Agarwal	PAN:AARPA6333P DIN:02644047	Non Executive Non Independent Director	05/08/2014		1	NIL	NIL
Ms.	Divya Mehrotra	PAN:AAXPM5343D DIN:00006494	Non Executive Independent Director	25/02/2015		1	1	1
Mr.	Krishna Kumar Agarwal	PAN:AALPA8414H DIN: 06713077	Non Executive Director	22/11/2013		1	1	NIL

\$PAN number of any director would not be displayed on the website of Stock Exchange & 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

* to be filled only for Independent Director. Tenure would mean total period from which Independent director is serving on Board of directors of the listed entity in continuity without any cooling off period.

II. Composition of Committees

Name of Committee	Name of Committee members	Category (Chairperson/Executive/Non-Executive/independent/Nominee)
1. Audit Committee	1. Mr. Vijay Kumar Gupta 2. Ms. Divya Mehrotra 3. Mr. Krishna Kumar Agarwal	1. Chairman (Non Executive/Independent) 2. Member(Non Executive/Independent) 3. Member(Executive Director)
2. Nomination & Remuneration Committee	1. Ms. Divya Mehrotra 2. Mr. Vijay Kumar Gupta 3. Mr. Krishna Kumar Agarwal	1. Chairperson (Non Executive/Independent) 2. Member(Non Executive/Independent) 3. Member(Non Executive /Non



SUPERIOR INDUSTRIAL ENTERPRISES LIMITED

Independent)

Category of director: (FORMERLY KNOWN AS SUPERIOR INDUSTRIES LIMITED) s executive / non-executive / independent / Nominee, if a director fits into more than one category write them down in separate lines separating them with hyphen
 Regd. Office: 25, Baxa Lane, Bengali Market, New Delhi- 110001

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)
25 th May, 2017 30 th June, 2017 10 th August, 2017 10 rd October, 2017 20 th December, 2017 13 th February, 2018	30 th June, 2017 20 th December, 2017	25 th May, 2017 to 30 th June, 2017 (35 days) 10 th October, 2017 to 20 th December, 2017(40 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 number of days*
25 th May, 2017 30 th June, 2017 10 th August, 2017 10 rd October, 2017 20 th December, 2017 13 th February, 2018	Yes	30 th June, 2017 20 th December, 2017	25 th May, 2017 to 30 th June, 2017 (35 days) 10 th October, 2017 to 20 th December, 2017(40 days)

* 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/NA) refer note below
Whether prior approval of audit committee obtained	NA
Whether shareholder approval obtained for material RPT	NA
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	NA

Note

- In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/NA. 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.
- If status is "No" details of non-compliance may be given here.

AFFIRMATION:

- The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
- The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015
 - Audit Committee
 - Nomination & remuneration committee
 - Stakeholders-relationship-committee
 - Risk management committee (applicable to the top-100-listed entities)
- 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 submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of Board of Directors may be mentioned here:

For Superior Industrial Enterprises Ltd.

Manisha Chadha
Authorised Signatory/Director

Name: Manisha Chadha

Designation: Company Secretary & Compliance Officer

Note:

Information at Table I and II above need to be necessarily given in 1st quarter of each financial year. However if there is no change of information in subsequent quarter(s) of that financial year, this information may not be given by Listed entity and instead a statement "same as previous quarter" may be given.