| General information about company |   |  |  |  |
|-----------------------------------|---|--|--|--|
| Scrip code                        | 519234                                  |  |  |  |
| Name of the entity                | SUPERIOR INDUSTRIAL ENTERPRISES LIMITED |  |  |  |
| Date of start of financial year   | 01-04-2016                              |  |  |  |
| Date of end of financial year     | 31-03-2017                              |  |  |  |
| Reporting Quarter                 | Yearly                                  |  |  |  |
| Date of Report                    | 31-03-2017                              |  |  |  |
| Risk management committee         | Not Applicable                          |  |  |  |

| Annexure I   |    |
|--|----|
| Annexure I to be submitted by listed entity on quarterly basis                       |    |
| I. Composition of Board of Directors   |    |
| Disclosure of notes on composition of board of directors explanatory                 |    |
| Is there any change in information of board of directors compare to previous quarter | No |

| Annexure 1   |    |
|--|----|
| II. Composition of Committees  |    |
| Disclosure of notes on composition of committees explanatory                 |    |
| Is there any change in information of committees compare to previous quarter | No |

|  | Annexure 1  |            |   |  |  |  |
|--|---|------------|---|--|--|--|
| An   | Annexure 1  |            |   |  |  |  |
| III  | III. Meeting of Board of Directors  |            |   |  |  |  |
| Disclosure of notes on meeting of board of directors explanatory |   |            |   |  |  |  |
| Sr   | Sr Date(s) of meeting (if any) in the previous quarter Date(s) of meeting (if any) in the current quarter |            | Maximum gap between any two consecutive (in number of days) |  |  |  |
| 1  | 14-11-2016  |            |   |  |  |  |
| 2  |   | 13-02-2017 | 90  |  |  |  |

|     | Annexure 1                                |  |   |   |  |  |                         |
|-----|---|--|---|---|--|--|-------------------------|
| IV. | Meeting of Comm                           | nittees  |   |   |  |  |                         |
|     |   |  |   | Disclosure of no                          | otes on meeting of co  | ommittees explanatory  |                         |
| Sr  | Name of<br>Committee                      | Date(s) of<br>meeting of the<br>committee in the<br>relevant quarter | Whether<br>requirement of<br>Quorum met<br>(Yes/No) | Requirement of<br>Quorum met<br>(details) | Date(s) of<br>meeting of the<br>committee in the<br>previous quarter | Maximum gap<br>between any two<br>consecutive<br>meetings (in number<br>of days) | Name of other committee |
| 1   | Audit Committee                           | 13-02-2017   | Yes   | All members were present                  | 14-11-2016   | 90   |                         |
| 2   | Nomination and remuneration committee     | 13-02-2017   | Yes   | All members<br>were present               |  | 0  |                         |
| 3   | Stakeholders<br>Relationship<br>Committee | 13-02-2017   | Yes   | All members<br>were present               | 14-11-2016   | 90   |                         |

|                               | Annexure 1   |                                  |  |  |  |  |
|-------------------------------|--|----------------------------------|--|--|--|--|
| V. Related Party Transactions |  |                                  |  |  |  |  |
| Sr                            | Subject  | Compliance status<br>(Yes/No/NA) | If status is "No" details of non-compliance may be given here. |  |  |  |
| 1                             | Whether prior approval of audit committee obtained   | NA                               |  |  |  |  |
| 2                             | Whether shareholder approval obtained for material RPT   | NA                               |  |  |  |  |
| 3                             | Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee | NA                               |  |  |  |  |

|    | Annexure 1   |                            |
|----|--|----------------------------|
| VI | Affirmations   |                            |
| Sr | Subject  | Compliance status (Yes/No) |
| 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                        |
| 3  | The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee                                   | Yes                        |
| 4  | The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee                                   | Yes                        |
| 5  | The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 100 listed entities) | NA                         |
| 6  | 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                        |
| 7  | 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                        |
| 8  | This report and/or the report submitted in the previous quarter has been placed before Board of Directors.   | Yes                        |

|      |   |                                  | Annexure II  |  |  |  |  |  |
|------|---|----------------------------------|--|--|--|--|--|--|
|      | Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year) |                                  |  |  |  |  |  |  |
| I. I | Disclosure on website in terms of l   | Listing Regulations              |  |  |  |  |  |  |
| Sr   | Item  | Compliance status<br>(Yes/No/NA) | If status is "No" details of non-compliance may be given here. | Web address  |  |  |  |  |
| 1    | Details of business   | Yes                              |  | http://www.superiorindustrial.in<br>/our-business.html       |  |  |  |  |
| 2    | Terms and conditions of appointment of independent directors  | Yes                              |  | http://www.superiorindustrial.in<br>/leadership.html         |  |  |  |  |
| 3    | Composition of various committees of board of directors   | Yes                              |  | http://www.superiorindustrial.in/board-of-director.html      |  |  |  |  |
| 4    | Code of conduct of board of directors and senior management personnel   | Yes                              |  | http://www.superiorindustrial.in<br>/investors_handbook.html |  |  |  |  |
| 5    | Details of establishment of vigil<br>mechanism/ Whistle Blower<br>policy  | Yes                              |  | http://www.superiorindustrial.in<br>/investors_handbook.html |  |  |  |  |
| 6    | Criteria of making payments to non-executive directors  | Yes                              |  | http://www.superiorindustrial.in<br>/investors_handbook.html |  |  |  |  |
| 7    | Policy on dealing with related party transactions   | Yes                              |  | http://www.superiorindustrial.in<br>/investors_handbook.html |  |  |  |  |
| 8    | Policy for determining 'material' subsidiaries  | Yes                              |  | http://www.superiorindustrial.in<br>/investors_handbook.html |  |  |  |  |
| 9    | Details of familiarization programmes imparted to independent directors   | Yes                              |  | http://www.superiorindustrial.in<br>/investors_handbook.html |  |  |  |  |

|      | Annexure II   |                                     |  |  |  |  |  |
|------|---|-------------------------------------|--|--|--|--|--|
| I. ] | 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 |                                     |  |  |  |  |  |
|      | Item  | Compliance<br>status<br>(Yes/No/NA) | If status is "No" details of non-compliance may be given here. | Web address  |  |  |  |
| 10   | Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances                                   | Yes                                 |  | http://www.superiorindustrial.in<br>/investors_handbook.html |  |  |  |
| 11   | email address for grievance redressal and other relevant details  | Yes                                 |  | http://www.superiorindustrial.in<br>/inverstors_contact.html |  |  |  |
| 12   | Financial results   | Yes                                 |  | http://www.superiorindustrial.in<br>/financials.html         |  |  |  |
| 13   | Shareholding pattern  | Yes                                 |  | http://www.superiorindustrial.in<br>/share_ownership.html    |  |  |  |
| 14   | Details of agreements entered into with<br>the media companies and/or their<br>associates   | NA                                  |  |  |  |  |  |
| 15   | New name and the old name of the listed entity  | Yes                                 |  | http://www.superiorindustrial.in<br>/index.html              |  |  |  |

|     | Annexure II   |                      |                                  |  |  |  |
|-----|---|----------------------|----------------------------------|--|--|--|
| II. | Annual Affirmations   |                      |                                  |  |  |  |
| Sr  | Particulars   | Regulation<br>Number | Compliance status<br>(Yes/No/NA) | If status is "No" details of non-compliance may be given here. |  |  |
| 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)                | Yes                              |  |  |  |
| 3   | Meeting of Board of directors   | 17(2)                | Yes                              |  |  |  |
| 4   | Review of Compliance Reports  | 17(3)                | Yes                              |  |  |  |
| 5   | Plans for orderly succession for appointments   | 17(4)                | Yes                              |  |  |  |
| 6   | Code of Conduct   | 17(5)                | Yes                              |  |  |  |
| 7   | Fees/compensation   | 17(6)                | Yes                              |  |  |  |
| 8   | Minimum Information   | 17(7)                | Yes                              |  |  |  |
| 9   | Compliance Certificate  | 17(8)                | Yes                              |  |  |  |
| 10  | Risk Assessment & Management  | 17(9)                | Yes                              |  |  |  |

|     |  | Annexu                     | re II                            |  |
|-----|--|----------------------------|----------------------------------|--|
| II. | Annual Affirmations  |                            |                                  |  |
| Sr  | Particulars  | Regulation<br>Number       | Compliance status<br>(Yes/No/NA) | If status is "No" details of non-compliance may be given here. |
| 11  | Performance Evaluation of Independent<br>Directors                                 | 17(10)                     | Yes                              |  |
| 12  | Composition of Audit Committee   | 18(1)                      | Yes                              |  |
| 13  | Meeting of Audit Committee   | 18(2)                      | Yes                              |  |
| 14  | Composition of nomination & remuneration committee                                 | 19(1) & (2)                | Yes                              |  |
| 15  | Composition of Stakeholder Relationship<br>Committee                               | 20(1) & (2)                | Yes                              |  |
| 16  | Composition and role of risk management committee                                  | 21(1),(2),(3),(4)          | Yes                              |  |
| 17  | Vigil Mechanism  | 22                         | Yes                              |  |
| 18  | Policy for related party Transaction   | 23(1),(5),(6),(7)<br>& (8) | Yes                              |  |
| 19  | Prior or Omnibus approval of Audit<br>Committee for all related party transactions | 23(2), (3)                 | Yes                              |  |
| 20  | Approval for material related party transactions                                   | 23(4)                      | NA                               |  |

|     | A   | Annexure II                    |                                  |  |
|-----|---|--------------------------------|----------------------------------|--|
| II. | Annual Affirmations   |                                |                                  |  |
| Sr  | Particulars   | Regulation<br>Number           | Compliance status<br>(Yes/No/NA) | If status is "No" details of non-compliance may be given here. |
| 21  | Composition of Board of Directors of unlisted material Subsidiary   | 24(1)                          | NA                               |  |
| 22  | Other Corporate Governance requirements with respect to subsidiary of listed entity                               | 24(2),<br>(3),(4),(5) &<br>(6) | Yes                              |  |
| 23  | Maximum Directorship & Tenure   | 25(1) & (2)                    | Yes                              |  |
| 24  | Meeting of independent directors  | 25(3) & (4)                    | Yes                              |  |
| 25  | Familiarization of independent directors  | 25(7)                          | Yes                              |  |
| 26  | Memberships in Committees   | 26(1)                          | Yes                              |  |
| 27  | Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel | 26(3)                          | Yes                              |  |
| 28  | Disclosure of Shareholding by Non-Executive Directors   | 26(4)                          | Yes                              |  |
| 29  | Policy with respect to Obligations of directors and senior management   | 26(2) & 26(5)                  | Yes                              |  |
|     | Any other information to be provided - Add Notes  |                                |                                  |  |

| Annexure II       |  |                                  |  |
|-------------------|--|----------------------------------|--|
| III. Affirmations |  |                                  |  |
| Sr                | Particulars  | Compliance status<br>(Yes/No/NA) |  |
| 1                 | The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied | NA                               |  |
|                   | Any other information to be provided   |                                  |  |

| Signatory Details     |                    |  |
|-----------------------|--------------------|--|
| Name of signatory     | Neha Sarpal        |  |
| Designation of person | Compliance Officer |  |
| Place                 | New Delhi          |  |
| Date                  | 05-04-2017         |  |