

CORPORATE GOVERNANCE REPORT

Name of Listed Entity : **APEX FROZEN FOODS LIMITED**
 Quarter ending : **30th SEPTEMBER 2017**

I. Composition of Board of Directors

Title (Mr/ Ms)	Name of the director	PAN^S	DIN	Category (Chairperson /Executive/ Non- Executive / independent / Nominee)&	Date of appointment on 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.	Subrahmanya Chowdary Karuturi	AGTPC7731R	03619259	Executive Director	01.12.2016	NA	1	2	Nil
Mr.	Satyanarayana Murthy Karuturi	ACRPK5406D	05107525	Chairman & Managing Director (Executive)	01.12.2016	NA	1	Nil	Nil
Ms.	Neelima Devi Karuturi	CNAPK0472R	06765515	Whole time Director (Executive)	01.12.2016	NA	1	1	Nil
Mr.	Chandrasekhar Raju Datla	AEUPD2980G	07714265	Independent Director	25.01.2017	8 months	1	1	Nil
Mr.	Lakshmipathi Raju Mantena	ACDPM9939P	07717931	Independent Director	25.01.2017	8 months	1	Nil	1
Mr.	Venkata Subba Raju Datla	AEFPD2054J	07717952	Independent Director	25.01.2017	8 months	1	Nil	1

II. Composition of committees:

Name of the committee	Name of the committee member	Category (Chairperson/Executive/Non-Executive/independent/Nominee)
1. Audit committee	Mr. D Venkata Subba Raju Mr. D Chandra Sekhar Raju Mr. Karuturi Subramanya Chowdary	Chairman/Independent director Member/Independent director Member/ Executive
2. Nomination & Remuneration committee	Mr.D Chandra Sekhar Raju Mr.M Lakshmipathi Raju Mr.D Venkata Subba Raju	Chairman/Independent director Member/Independent director Member/Independent director
3. Risk Management Committee (if applicable)	Not applicable	Not applicable
4. Stakeholders Relationship Committee	Mr. M Lakshmi Pathi Raju Ms. Karuturi Neelima Devi Mr. K Subramanya Chowdary	Chairman/Independent director Member/ Executive Member/Executive

III. Meeting of Board of Directors

Date(s) of Meeting (if any) in the previous quarter (1st April 2017 to 30th June 2017)	Date(s) of Meeting (if any) in the relevant quarter (1st July 2017 to 30th September 2017)	Maximum gap between any two consecutive (in number of days)
25.04.2017 16.05.2017 05.06.2017	28.07.2017 07.08.2017 28.08.2017 31.08.2017	52 days 09 days 20 days 02 days

IV. Meeting of the committees

Date(s) of meeting of the committee in the relevant quarter (1 st July 2017 to 30 th September 2017)	Whether requirement of Quorum met (details)	Date(s) of meeting of the committee in the previous quarter (1 st April 2017 to 30 th June 2017)	Maximum gap between any two consecutive meetings in number of days*
28.07.2017 (Audit committee)	Yes (all the members of committee attended the meeting)	05.06.2017 (Audit committee)	52 days
29.09.2017 (Stakeholders Relationship Committee)	Yes	Nil	NA

V. Related Party Transactions

<i>Subject</i>	<i>Compliance status (Yes/No/NA)</i>
Whether prior approval of audit committee obtained	NA
Whether shareholder approval obtained for material RPT	NA
Whether shareholder approval obtained for material RPT	NA

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

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

For Apex Frozen Foods Limited

Sd/-

**K Satyanarayana Murthy
Managing Director**

Date:12.10.2017

Place: Kakinada