

## CORPORATE GOVERNANCE REPORT

- 1.Name of Listed Entity - **Avanti Feeds Limited**  
 2.Issuer Code - 512573  
 3.Half year ending - 31<sup>st</sup> December 2023

### i. Composition of Board of Directors

Title (Mr./Mrs.)	Name of the Director	Director Identification Number (DIN)	Category (Chairperson /Executive/Non-Executive/Independent/ Nominee)	Sub Category	Initial Date of Appointment	Date of Appointment	Date of cessation	Tenure	Date of Birth	Whether special resolution passed ?	Date of passing special resolution	No. of Directorship in listed entities including this listed entity	No of Independent Directorship in listed entities including this listed entity	No of memberships in Audit/ Stakeholder Committee(s) including this listed entity	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity	Remarks
Mr.	Alluri Indra Kumar	00190168	ED	MD	01-Apr-1998	01-Jul-2021			28-Feb-1962	NA		2	1	1	0	
Mr.	Cuddapah Ramachandra Rao	00026010	ED	MD	01-Oct-1994	01-Apr-2022			15-Jul-1952	NA		1	0	1	0	
Mr.	Nuthakki Ram Prasad	00145558	NED		07-Apr-1993	12-Aug-2022			02-Mar-1956	NA		1	0	1	1	
Mr.	Jasthi Venkata Ramudu	03055480	ID,C & NED		10-Nov-2018	10-Nov-2018		62	01-Aug-1954	NA		3	3	1	0	
Mr.	Alluri Venkata Sanjeev	07717691	ED		07-Jun-2019				18-Jun-1991	NA		1	0	0	0	
Mrs.	Kaza Kiranmayee	07117423	ID		11-Mar-2015	09-Aug-2019		106	30-Jan-1968	NA		1	1	1	0	
Mr.	Nanduri Venkata Divakara Soma Raju	05183133	ID		11-Mar-2015	09-Aug-2019		106	10-Mar-1948	Yes	09-Aug-2019	1	1	2	1	
Mr.	Vangala Narsi Reddy	08685359	ID		12-Nov-2020	12-Nov-2020		38	01-Jul-1959	NA		1	1	1	0	
Mr.	Bunluesak Sorajjakit	02822828	NED		30-Jan-2010	12-Aug-2022			09-Feb-1961	NA		1	0	0	0	Mr. Bunluesak Sorajjakit, Director, is a foreign National

																[Nationality: Thailand]
Mr.	Peerasak Boonmechote	10047883	NED		20-Feb-2023				05-Nov-1970	NA		1	0	0	0	Mr. Peerasak Boonmechote, Director, is a foreign National. [Nationality: Thailand]
Mr.	Raghunath Vemali	10405110	NED, ND		21 <sup>st</sup> Dec-2023				19 <sup>th</sup> Dec 1971	NA		2	0	0	0	

Company Remarks	
Whether Regular chairperson appointed	Yes
Whether Chairperson is related to MD or CEO	No

**ii. Composition of Committees**

**a. Audit Committee**

Sr. No.	Name of the Director	Category	Chairperson/ Membership	Appointment Date	Cessation Date
1	Nanduri Venkata Divakara Soma Raju	ID	Chairperson	12-Nov-2020	
2	Jasthi Venkata Ramudu	ID,C & NED	Member	07-Jun-2019	
3	Vangala Narsi Reddy	ID	Member	02-Aug-2021	

Company Remarks	
Whether Permanent chairperson appointed	Yes

**b. Stakeholders Relationship Committee**

Sr. No.	Name of the Director	Category	Chairperson/ Membership	Appointment Date	Cessation Date
1	Nuthakki Ram Prasad	NED	Chairperson	30-May-2014	
2	Nanduri Venkata Divakara Soma Raju	ID	Member	02-Aug-2021	
3	Kaza Kiranmayee	ID	Member	30-Oct-2020	

Company Remarks	
Whether Permanent chairperson appointed	Yes

**Risk Management Committee**

Sr. No.	Name of the Director	Category	Chairperson/ Membership	Appointment Date	Cessation Date
1	Alluri Indra Kumar	ED	Chairperson	07-Jun-2019	
2	Nanduri Venkata Divakara Soma Raju	ID	Member	07-Jun-2019	
3	Kaza Kiranmayee	ID	Member	07-Jun-2019	
4	Cuddapah Ramachandra Rao	ED	Member	07-Jun-2019	
5	Alluri Venkata Sanjeev	ED	Member	07-Jun-2019	

Company Remarks	
Whether Permanent chairperson appointed	Yes

**c. Nomination and Remuneration Committee**

Sr. No.	Name of the Director	Category	Chairperson/ Membership	Appointment Date	Cessation Date
1	Nanduri Venkata Divakara Soma Raju	ID	Chairperson	02-Aug-2021	
2	Alluri Indra Kumar	ED	Member	30-May-2014	
3	Jasthi Venkata Ramudu	ID,C & NED	Member	30-Oct-2020	
4	Vangala Narsi Reddy	ID	Member	02-Aug-2021	

Company Remarks	
Whether Permanent chairperson appointed	Yes

**d. Corporate Social Responsibility Committee**

Sr. No.	Name of the Director	Category	Chairperson/ Membership	Appointment Date	Cessation Date
1	Alluri Indra Kumar	ED	Chairperson	30- May-2014	
2	Nuthakki Ram Prasad	NED	Member	30- May-2014	
3	Kaza Kiranmayee	ID	Member	30- May-2014	
4	Cuddapah Ramachandra Rao	ED	Member	30- May-2014	

Company Remarks	
Whether Permanent chairperson appointed	Yes

**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	Whether requirement of Quorum met	Number of Directors present	Number of Independent Directors present
12-07-2023	-	Yes	10	4
10-08-2023	-	Yes	10	4
27.09.2023	-	Yes	10	4
-	07-11-2023	Yes	10	4
-	21.12.2023	Yes	10	4

Company Remarks	
Maximum gap between any two consecutive (in number of days)	47

**iv. Meeting of Committees**

Name of the Committee	Date(s) of meeting during of the committee in the previous quarter	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Number of Directors present	Number of independent directors present
Audit Committee	12.07.2023	-	Yes	3	3
Audit Committee	10.08.2023	-	Yes	3	3
Audit Committee	-	27.09.2023	Yes	3	3
Audit Committee	-	07.11.2023	Yes	3	3
Nomination and Remuneration Committee	27.09.2023	-	Yes	4	3
Nomination and Remuneration Committee	-	21.12.2023	Yes	4	3
Stakeholders Relationship Committee	17.07.2023	-	Yes	3	2
Stakeholders Relationship Committee	-	19.10.2023	Yes	3	2
Risk Management Committee	17.07.2023	-	Yes	4	2
Risk Management Committee	-	19.10.2023	Yes	5	2
Corporate Social Responsibility Committee	17.07.2023	-	Yes	3	1
Corporate Social Responsibility Committee	-	19.10.2023	Yes	4	1

Company Remarks	
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	

**v. Related Party Transactions**

Subject	Compliance status (Yes/No/NA)	Remark
Whether prior approval of audit committee obtained	Yes	
Whether shareholder approval obtained for material RPT	Not Applicable	
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	

Disclosure of notes on related party transactions and Disclosure of notes of material related party transactions	
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**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) - **Yes**
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. a. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. - **Yes**  
b. Any comments/observations/advice of Board of Directors may be mentioned here: **NA**

**vi. Affirmations**

<b>Sr</b>	<b>Particulars</b>	<b>Regulation Number</b>	<b>Compliance status (Yes/No/NA)</b>	<b>If status is “No” details of non-compliance may be given here.</b>
1	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	
2	Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes	
3	Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes	
4	Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	Yes	
5	Disclosure of the Secretarial Audit Report of the listed entity and the material subsidiaries in the Annual Report	24A(1)	Yes	
6	Submission of Annual Secretarial Compliance Report	24A(2)	Yes	
7	Whether “Corporate Governance Report” disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	
Any other information to be provided				

**vii) Details of Cyber security incidence**

<b>Subject</b>	<b>Compliance status (Yes/No/NA)</b>	<b>Remark</b>
Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter.	No	

**Affirmations**

*All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to promoter(s), promoter group, director(s) (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them are in the economic interest of the company*

**Name** : C. Ramachandra Rao

**Designation** : Joint Managing Director, Company Secretary, Compliance Officer & CFO