

## **COMPANY INFORMATION:**

### **BOARD OF DIRECTORS**

#### **Executive Directors**

Mr. Iftikharul Amin - Managing Director  
Mr. Iqbal Ahsan - Jt. Managing Director  
Mr. Imran Siddiqui - Whole-time Director  
Mr. Arshad Khan - Whole-time Director  
Mr. Mohd. Imran - Whole-time Director

#### **Non-Executive Independent Directors**

Mr. Aftab Ahmad  
Mr. Kumud Behari Seth  
Mr. P. K. Sinha  
Mrs. Sadia Kamal

#### **Non-Executive Non-Independent Directors**

Mr. Veqarul Amin - Director  
Mr. Y.S. Katiyar, - Director

#### **Chief Financial Officer**

Mohd. Imran

#### **Company Secretary**

R. K. Awasthi

#### **Auditors**

M/s Rajeev prem & Associates.  
Chartered Accountants  
Kanpur

#### **Plant Locations**

- a. Chrome Tannery :  
b. Sole Tannery :  
c. Footwear Division :  
d. Fashion Shoe Division :  
d. Safety Shoe Division :

#### **Registered Office:**

187/170, Jajmau Road, Kanpur 208010  
Ph: 0512-7522000370, 371-372  
Fax: 0512-2460792, 2462227  
Email: [info@supertannery.com](mailto:info@supertannery.com)  
Website: [www.supertannery.com](http://www.supertannery.com)

### **BOARD COMMITTEES**

#### **Audit Committee**

Mr. Kumud Bihari Seth - Chairman  
(Non-Executive Independent Director)  
Mr Aftab Ahmad - Member  
(Non-Executive Independent Director)  
Mr.P.K.Sinha- Member  
(Non-Executive Independent Director)

#### **Nomination and Remuneration Committees**

Mr.Aftab Ahmad - Chairman  
(Non-Executive Independent Director)  
Mr. Kumud Bihari Seth - Member  
(Non-Executive Independent Director)  
Mr.P.K.Sinha - Member  
(Non-Executive Independent Director)

#### **Shareholder's /Relationship Committee**

Mr. P.K.Sinha - Chairman  
(Non-Executive Independent Director)  
Mr. Iftikharul Amin  
Mr. Iqbal Ahsan

#### **Shareholder's / Investors' Grievance Committee**

Mr. P.K.Sinha - Chairman  
(Non-Executive Independent Director)  
Mr. Iftikharul Amin  
Mr. Iqbal Ahsan

#### **Bankers**

State Bank of India  
Overseas Branch  
Kanpur

187/170, Jajmau Road, Kanpur – 208010

- (i) Mona Nagar, Jajmau, Kanpur – 208010  
(ii) 187/170, Jajmau Road, Kanpur – 208010  
169, Jajmau, Kanpur – 208010  
6, Akrapur, Unnao – 209801  
Leather Technology Park, Banthar, Unnao, U.P.

#### **Registrar and Share transfer Agent:**

Kfin Technologies Ltd.  
Selenium Tower-B"Plot  
No.31&32, Gachibowli, Financial  
District, Nanakramguda, Serilingampally  
Hyderabad – 500032, Telangana,  
Ph: 40-6716 2222, 3321 1000  
Fax: 40-23311968, 23323041



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[mailmanager@kfintech.com](mailto:mailmanager@kfintech.com)

1. BOARD OF DIRECTORS:

- (i) The Board of Directors comprises a Managing Director, and Joint Managing Director five Executive and Six Non-Executive Directors. Out of 11 Directors Four directors are Independent and Non-executive Directors, Women director is Independent non-executive Chairperson and two is non-Independent and non-Executive directors.
- (ii) None of the directors on the Board is a member of more than 10 Committees or Chairman of more than 5 committees as specified in the regulation across all the Companies in which he/she is a director. Necessary disclosure about position in other public companies has been made by the Director.
- (iii) The names and categories of the Directors on the Board, their attendance at Board meetings held during the year and the number of Directorships and Committee Chairmanship/Membership held by them in other companies is given below. Other directorships do not include alternate directorship and directorship of private limited companies, Chairmanship/Membership of Board Committees included on Audit, Remuneration and Shareholder/Investors Grievances committees.
- (iv) The present strength of the Board is 11 comprises Five executive and Six non-executive directors. MD-Managing Director; JMD-Joint Managing Director; ED-Executive Director; NED-I-Non-Executive Director –Independent.

None of the Director is member of more than 10 committees or Chairman of more than 5 committees across all companies in which he/she is Director. Brief resume of Directors seeking re-appointment, nature of their expertise in specific functional area, is given here under:

- a. **Mr. Iftikharul Amin:** Mr. Iftikharul Amin, Managing Director of the Company (64years), is a Post Graduate. He is named in Article of Association of the Company as First Director of the Company and appointed as Managing Director in 1989. Mr. Iftikharul Amin has been closely associated with the Company for over 36 years and is involved in the operation of the Company. He is having very good experience of leather and leather products. His services are required very much to steer the company smoothly. He is also director of the following companies :-
  1. Super Tannery (UK) Limited
  2. Aarifi Tanners Limited
  3. Amin Tannery Limited
  4. Super Corporation Limited
- b. **Mr. Iqbal Ahsan:** Mr. Iqbal Ahsan, Joint Managing Director (61 years), is a Graduate. He joined the Board of Super Tannery Limited as an Executive Director in 1988-89 and appointed as Joint Managing Director in 1993-94. Mr. Iqbal Ahsan has been closely associated with the Company for over 33years and is involved in the operation of the Company. He is having very good experience of leather and leather products. His services are required very much to steer the company smoothly. He is also director of the following companies:-
  1. Super Tannery (UK) Limited
  2. Aarifi Tanners Limited
  3. Safety Solutions s.r.o.
  4. Amin Tannery Limited
  5. Super Corporation Limited
- c. **Mr. Veqarul Amin:** Mr. Veqarul Amin, (59 years), is a Qualified Leather Technologist. He joined the Board of Super Tannery Limited as Director (Technical) in 1990 and appointed as Joint Managing Director in 2001 to January 1<sup>st</sup> 2019, the Company has changed his status as Non-Executive Non-Independent Director from the Joint Managing director liable to retire by rotation and being eligible for re-appointment. As director. Mr. Veqarul Amin has been closely associated with the Company for over 30 years and involve in the operation of the Company. He is having very



good experience of leather and leather products. His services are required very much to steer the company smoothly. He is also director of the following companies: -

1. Industrial Infrastructure Services (I)
2. Amin Tannery Limited

- d. **Mr. Imran Siddiqui:** Mr. Imran Siddiqui, age about 64 years, is a chemical Engineer. He joined the Board of directors of the company in 1992-93 as an alternate director. His efficiency and capability enabled the company to appoint him as a whole time Director in 1998-99. Mr. Siddiqui has been associated with the company for over 40 years and closely involved in the operations of the company. He is responsible for Human Resources Development, Legal, Administration, Information & Technology and Vegetable tanned Sole leather Production. He has vast experience and his services are required by the company to steer it smoothly. Mr. Imran Siddiqui is also Director in Secure Safety Limited formally known as Super Safety wears Limited,.
- e. **Mr. Arshad Khan:** Mr. Arshad Khan, Age 58 years is a Graduate and has been associated with the Company for the last 27 years and closely involve in the export marketing of finished leather of Company. He was introduced in the Board in the year 2000 as Additional Director and was regularized at the 16<sup>th</sup> Annual General Meeting of the Company as a whole time Director. He has vast experience of export of leather and leather products. He has visited many countries for this purpose and gained rich experience. His service is required for steering the export of the company. Mr. Khan is not director of any other company.
- f. **Mr. Mohd. Imran:** Mr. Mohd. Imran (55 years) is a Chartered Accountant having experience in export, import, accounts, excise, customs and foreign trade matters. He is very initiative and closely associated with the company since long time. Mr. Mohd Imran is also director in Secure Safety Limited and Super Tannery (UK) Limited.
- g. **Mr Mr. Yogendra Singh Katiyar** Mr. Mr.Ypgendra Singh Katiyar, (45 years) is Msc-I and Administration of Civilians in EME was introduced in the Board of Director of the company in May 2015 as an additional Director of the Company. Mr. Y.S.Katiyar, is not a Director in any other Company. On January 1,2019 the Company has change his status as Non-Executive Non-Independent Director from the Whole Time Director liable to retire by rotation and being eligible for re-appointment. As director.

### 3. **AUDIT COMMITTEE:**

The Audit Committee consists of three Members - Mr. Kumud Behari Seth (Non-Executive Independent Director) acts as Chairman, Mr.Aftab Ahmad (Non-Executive Independent Director) member and Mr .P.K. Sinha (Non-Executive Independent Director) member of the committee.

The meetings of Audit Committee were attended by the heads of accounts & finance and other respective functional heads and statutory auditors as invitees. Members held discussion with the statutory auditors during the meetings of the Committee and half yearly and annual audited financial accounts of the company were reviewed by the Audit Committee before consideration and approval by the Board. The Committee reviewed the internal control system also.

The terms of reference specified by the Board to the Audit Committee are as contained under Regulation 17-27 of (LODR) of the Listing Agreement. They are as follows:



- a. Oversight of the company's financial reporting process and the disclosure of its financial information.
- b. Recommending the appointment and removal of external auditors, fixation of audit fee and also approval for payment for any other services.
- c. Reviewing with management the annual financial statements before submission to the Board, (i) the going concern assumption (ii) compliance with accounting standards (iii) compliance with stock exchange and legal requirements concerning financial statements.
- d. Reviewing the adequacy of internal audit functions.
- e. Discussion with internal auditors any significant findings and follow-up there on.
- f. Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board.
- g. Discussion with external auditors before the audit commences nature and scope of audit as well as post-audit discussion to ascertain any area of concern.

#### 4. **NOMINATION AND REMUNERATION COMMITTEE:**

For better compliance of Corporate Governance, the Remuneration Committee of the Company has been designed to determine Company's policy on specific remuneration package of Executive Directors on the basis of their performance. The Remuneration and Commission decided by the Committee are paid in accordance with the Companies Act, 2013. The Composition of Remuneration Committee is as follows:

Name		Status
Mr. Aftab Ahmad	(Non Executive Director - Independent)	Chairman
Mr. Kumud Behari Seth	(Non Executive Director - Independent)	Member
Mr. P.K.Sinha,	(Non Executive Director - Independent)	Member

#### **SHAREHOLDERS'/INVESTORS' GRIEVANCE COMMITTEE:**

The Company has constituted Shareholders' / Investors' Grievance Committee (the committee), comprising Mr.P.K.Sinha, Chairman, Mr. Iftikharul Amin and Mr. Iqbal Ahsan. The Committee, inter-alia, approves issue of duplicate certificates and reviews all matters connected with the securities transfer. The Committee also looks into redressing of Shareholders' / Investors' Complaints like transfer of shares, non-receipt of balance sheet, non-receipt of dividends etc. Mr R.K. Awasthi, the Company Secretary acts as a Secretary of the Committee as well as Compliance Officer.

#### **CSR COMMITTEE:**

The Company has constituted CSR Committee (the committee), comprising Mr.Kumud Behari Seth, Chairman, Mr. Mohd.Imran, and Mr. Iqbal Ahsan. The Committee, inter-alia, approves the CSR activities as run by the Company through its Amin Welfare Trust. Besides this it has been the policy of the Company to take up activities such as healthcare including preventive healthcare, education etc. During the year company has spend more than 2%of the average net profit of the Company through its Hospital and Schools.

The basic aim of the Company CSR policy to improve the lives of the local Community.