

BSE LTD
ACKNOWLEDGEMENT

Acknowledgement No	: 1104201803553327	Date & Time	: 11/04/2018 03:55:33 PM
Scrip Code	: 500399		
Entity Name	: STEELCO GUJARAT LIMITED		
Compliance Type	: Regulation 27(2)- Corporate Governance		
Quarter / Period	: 31/03/2018		
Mode	: E-Filing		

MSEI Symbol	
Scrip code	500399
NSE Symbol	
MSEI Symbol	
ISIN	INE629B01024
Name of the entity	STEELCO GUJARAT LIMITED
Date of start of financial year	01-04-2017
Date of end of financial year	31-03-2018
Reporting Quarter	Yearly
Date of Report	31-03-2018
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

Textual Information(1)

Is there any change in information of board of directors compare to previous quarter

Yes

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of appointment in the current term	Date of cessation	Tenure of director (in months)	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)	Notes for not providing PAN	Notes for not providing DIN
1	Mr	Mitesh Hirral Shah	AKJPS6786L	07013137	Executive Director	Not Applicable	MD	14-11-2014			1	1	0		
2	Mr	Vimal Ratilal Chandaria	BCCPC7380J	01375549	Non-Executive - Non Independent Director	Not Applicable		31-03-2004	05-03-2018		1	0	0		
3	Mr	Mahendra Gumanmalji Lodha	ABAPL8836C	00012920	Non-Executive - Independent Director	Not Applicable		26-09-2004	26-02-2018	60	3	1	2		
4	Mr	Jatinder Dinanath Mehra	AAUPM6409M	00042789	Non-Executive - Independent Director	Not Applicable		26-09-2004	02-02-2018	60	1	2	0		

Annexure I

Annexure I to be submitted by listed entity on quarterly basis

I. Composition of Board of Directors

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of appointment in the current term	Date of cessation	Tenure of director (in months)	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)	Notes for not providing PAN	Notes for not providing DIN
5	Mr	Jiban Goswami	ADWPG9814B	00734636	Non-Executive - Nominee Director	Not Applicable		16-08-2013	29-03-2018		1	0	0		
6	Mrs	Ameeta Trehan	AAMPT6707D	07087510	Non-Executive - Independent Director	Not Applicable		16-05-2015		60	3	1	1		
7	Mr	Amish H Mehta	AADPM7361D	07068022	Non-Executive - Non Independent Director	Not Applicable		24-05-2017			1	2	0		
8	Mr	Praful Devchand Chandaria	ZZZZZ9999Z	02516129	Non-Executive - Non Independent Director	Not Applicable		07-03-2018			1	0	0	Textual Information(2)	

Annexure I

Annexure I to be submitted by listed entity on quarterly basis

I. Composition of Board of Directors

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of appointment in the current term	Date of cessation	Tenure of director (in months)	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)	Notes for not providing PAN	Notes for not providing DIN
9	Mr	Lakshminarayanan Venkataraman	ACRPL6190M	03457579	Non-Executive - Independent Director	Not Applicable		28-03-2018		60	1	0	1		

Text Block	
Textual Information(1)	<p>Mr. Vimal Ratilal Chandaria ceased to be a director w.e.f. 05th March, 2018 due to resignation.</p> <p>Mr. Mahendra Gumanmalji Lodha ceased to be a director w.e.f. 26th February, 2018 due to resignation.</p> <p>Mr. Jatinder Dinanath Mehra ceased to be a director w.e.f. 2nd February, 2018 due to resignation.</p> <p>Mr. Jiban Goswami ceased to be a director w.e.f 29th March, 2018 due to resignation & hence, he ceased to be a director.</p> <p>Mr. Lakshminarayanan Venkataraman has been appointed as a Director w.e.f 28th March, 2018.</p> <p>Mr. Praful Chandaria has been appointed as a Director w.e.f 7th March, 2018.</p>
Textual Information(2)	<p>Mr. Praful Devchand Chandaria is NRI & does not have PAN.</p>

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	Yes

Audit Committee Details					
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Remarks
1	03457579	Lakshminarayanan Venkataraman	Non-Executive - Independent Director	Chairperson	
2	07087510	Ameeta Trehan	Non-Executive - Independent Director	Member	
3	07068022	Amish Mehta	Non-Executive - Non Independent Director	Member	

Nomination and remuneration committee					
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Remarks
1	03457579	Lakshminarayanan Venkataraman	Non-Executive - Independent Director	Chairperson	
2	07087510	Ameeta Trehan	Non-Executive - Independent Director	Member	
3	07068022	Amish Mehta	Non-Executive - Non Independent Director	Member	

Stake holders Relationship Committee					
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Remarks
1	07087510	Ameeta Trehan	Non-Executive - Independent Director	Chairperson	
2	07013137	Mitesh H Shah	Executive Director	Member	
3	07068022	Amish H Mehta	Non-Executive - Non Independent Director	Member	

Risk Management Committee					
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Remarks

Corporate Social Responsibility Committee					
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Remarks

Other Committee						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks

Annexure 1			
Annexure 1			
III. Meeting of Board of Directors			
Disclosure of notes on meeting of board of directors explanatory			
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	28-12-2017		
2		14-02-2018	47
3		30-03-2018	43

Annexure 1							
IV. Meeting of Committees							
Disclosure of notes on meeting of committees explanatory							
Sr	Name of Committee	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Requirement of Quorum met	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings (in number of days)	Name of other committee
1	Audit Committee	30-03-2018	Yes	3	28-12-2017	91	

Annexure 1			
V. Related Party Transactions			
Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	Yes	
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
9	Any comments/observations/advice of Board of Directors may be mentioned here:	Textual Information(1)

Annexure 1		
Sr	Subject	Compliance status
1	Name of signatory	Achal Thakakr
2	Designation	Company Secretary and Compliance Office

Text Block	
Textual Information(1)	<p>Corporate Governance report for the quarter ended on 31st December, 2017 was placed before the Board at its meeting held on 14th February, 2018. The Board noted the same and there were no comments/observations/ advice of the Board of Directors on the same.</p> <p>Corporate Governance report for the quarter/year ended on 31st March, 2018 will be placed before the Board at the next Board Meeting.</p>

Annexure II				
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				
Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
1	Details of business	Yes		www.steelcogujarat.com
2	Terms and conditions of appointment of independent directors	Yes		www.steelcogujarat.com
3	Composition of various committees of board of directors	Yes		www.steelcogujarat.com
4	Code of conduct of board of directors and senior management personnel	Yes		www.steelcogujarat.com
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		www.steelcogujarat.com
6	Criteria of making payments to non-executive directors	Yes		www.steelcogujarat.com
7	Policy on dealing with related party transactions	Yes		www.steelcogujarat.com
8	Policy for determining 'material' subsidiaries	NA		
9	Details of familiarization programmes imparted to independent directors	Yes		www.steelcogujarat.com

Annexure II				
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				
Sr	Item	Compliance status (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		www.steelcogujarat.com
11	email address for grievance redressal and other relevant details	Yes		www.steelcogujarat.com
12	Financial results	Yes		www.steelcogujarat.com
13	Shareholding pattern	Yes		www.steelcogujarat.com
14	Details of agreements entered into with the media companies and/or their associates	NA		
15	New name and the old name of the listed entity	NA		

Annexure II				
II. Annual Affirmations				
Sr	Particulars	Regulation Number	Compliance status (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)	NA	
8	Minimum Information	17(7)	Yes	
9	Compliance Certificate	17(8)	Yes	
10	Risk Assessment & Management	17(9)	Yes	

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

Annexure II				
II. Annual Affirmations				
Sr	Particulars	Regulation Number	Compliance status (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),(3), (4),(5) & (6)	NA	
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		
1	Name of signatory	
2	Designation	

Annexure II		
III. Affirmations		
Sr	Particulars	Compliance status (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	

Annexure II		
1	Name of signatory	Achal Thakkar
2	Designation	Company Secretary and Compliance Office

Signatory Details	
Name of signatory	Achal Thakkar
Designation of person	Company Secretary and Compliance Office
Place	Palej
Date	11-04-2018

