

Manaksia Steels Limited  
30th September, 2020

I. Composition of Board of Directors

Title (Mr/ Ms)	Name of the Director	\$PAN & DIN	& Category (Chairperson / Executive/ Non-Executive/ Independent/ Nominee)	Date of Birth	Initial Date of Appointment	Date of Re-appointment	Date of Cessation	* Tenure of Director (in months)	No of Directorship in listed entities including this listed entity [Refer Regulation 17A of Listing Regulations]	No. of Independent Directorship in listed entities including this listed entity [Refer Regulation 17A(1) of Listing Regulations]	Number of memberships in Audit/ Stakeholder Committees( 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.	Ajay Kumar Chakraborty	AAAPC0207F/ 00133604	Non-Executive Independent Director	07/04/1945	17-11-2014	26-09-2019	-	72	4	4	3	2
Dr.	Kali Kumar Chaudhuri	ABVPC9186H/ 00206157	Non-Executive Independent Director- Chairperson	18/09/1945	17-11-2014	26-09-2019	-	72	3	3	4	1
Mr.	Smita Khaitan	AAQPK1671F/ 01116869	Non-Executive Independent Woman Director	12/12/1949	17-11-2014	26-09-2019	-	72	2	2	5	1
Mr.	Varun Agrawal	ACXPA1870F/ 00441271	Managing Director/ Executive Director	09/10/1982	17-11-2014	11-02-2019	-	-	1	0	2	0
Mr.	Suresh Kumar Agrawal	ACSPA0116B/ 00520769	Non-Executive Director/Non Independent	28/07/1953	11-02-2016	25-09-2019	-	-	2	0	1	0

Mr.	Mrinal Kanti Pal	AFNPP6116L/ 00867865	Director Non-Executive Director/Non Independent Director	13/01/1953	23-11-2014	27-09-2018	-	-	1	0	0	0
Mr.	Ramesh Kumar Maheshwari	AEZPM0448M/ 00545364	Non-Executive Independent Director	01/05/1956	16-07-2019	-	-	15	2	2	4	0

\$ PAN number of any Director would not be displayed on the website of Stock Exchange

& Category of Directors means Executive/Non-Executive/Independent/Nominee. If a Director fits into more than one category write all categories separating them with hyphen

\* To be filled only for Independent Director. Tenure would mean total period from which Independent Director is serving on Board of directors of the listed entity in continuity without any cooling off period.

@ There is no permanent Chairman of the Board. Dr. Kali Kumar Chaudhuri was appointed as the Chairman of the Board at its meetings held on 15<sup>th</sup> July, 2020, 12<sup>th</sup> August, 2020 and 10<sup>th</sup> September, 2020 till the conclusion of the respective meetings.

## II. Composition of Committees

Sr No.	Name of Committee	Name of Committee members	Date of Appointment	Date of Cessation	Category (Chairperson/Executive/Non-Executive/Independent/Nominee) \$
1	Audit Committee	Dr. Kali Kumar Chaudhuri Mrs. Smita Khaitan Mr. Varun Agrawal Mr. Ramesh Kumar Maheshwari	23.11.2014 23.11.2014 08.05.2018 16.07.2019	- - - -	Non-Executive /Independent Director/ Chairman* Non-Executive /Independent Woman Director Executive Director Non-Executive /Independent Director
2	Nomination & Remuneration Committee	Dr. Kali Kumar Chaudhuri Mrs. Smita Khaitan Mr. Suresh Kumar Agrawal Mr. Ramesh Kumar Maheshwari	23.11.2014 23.11.2014 21.07.2016 16.07.2019	- - - -	Non-Executive /Independent Director Non-Executive /Independent Woman Director/ Chairman Non-Executive Director Non-Executive /Independent Director
3	Risk Management Committee (if applicable)	Not Applicable			
4	Stakeholders Relationship Committee	Mr. Suresh Kumar Agrawal Mr. Varun Agrawal Mrs. Smita Khaitan Mr. Ramesh Kumar Maheshwari	23.11.2014 23.11.2014 14.02.2019 16.07.2019	- - - -	Non-Executive Director Executive Director Non-Executive/Independent Woman Director/ Chairman** Non-Executive /Independent Director
5	Corporate Social Responsibility Committee	Mr. Suresh Kumar Agrawal Dr. Kali Kumar Chaudhuri Mr. Varun Agrawal Mrs. Smita Khaitan	12.08.2015 12.08.2015 14.02.2019 16.07.2019	- - - -	Non-Executive Director/ Chairman*** Non-Executive / Independent Director Executive Director Non-Executive /Independent Woman Director

\$ Category of directors means Executive/Non-Executive/Independent/Nominee. If a Director fits into more than one category write all categories separating them with hyphen

\*There is no permanent Chairman of the Audit Committee. Dr. Kali Kumar Chaudhuri was elected as the Chairman of the Audit Committee at its meeting held on 15<sup>th</sup> July, 2020 and 10<sup>th</sup>

September, 2020 till the conclusion of the respective meetings.

\*\*There is no permanent Chairman of the Stakeholders Relationship Committee. Mrs. Smita Khaitan was elected as the Chairman of Stakeholders Relationship Committee at its last meeting held on 15<sup>th</sup> July, 2020 till the conclusion of that meeting.

\*\*\* There is no permanent Chairman of the Corporate Social Responsibility Committee. Mr. Suresh Kumar Agrawal was elected as the Chairman of Corporate Social Responsibility Committee at its meeting held on 15<sup>th</sup> July, 2020 and 10<sup>th</sup> September, 2020 till the conclusion of the respective meetings.

### 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 the requirement of quorum met	Number of Directors present	Number of Independent Director(s) present	Maximum gap between any two consecutive (in number of days)
--	15-07-2020 12-08-2020 09-09-2020	Yes Yes Yes	6 7 5	3 4 3	27 Days 28 Days

### IV. Meeting of Committees

Name of Committee	Date (s) of Meeting (if any) in the previous quarter	Date (s) of Meeting (if any) in the relevant quarter	Whether the requirement of quorum met	Number of directors present	Number of independent directors present	Maximum gap between any two consecutive meetings (in number of days)
Audit Committee	--	15-07-2020 10-09-2020	Yes Yes	4 4	3 3	56 days
Nomination and Remuneration Committee	--	15-07-2020	Yes	4	3	
Stakeholders Relationship Committee	--	15-07-2020	Yes	4	2	
Corporate Social Responsibility Committee	--	15-07-2020 10-09-2020	Yes Yes	4 4	2 2	

### Related Party Transactions

Compliance status (Yes/No/NA) refer note below

Yes  
Yes  
Yes\*

### Subject

Whether prior approval of Audit Committee obtained  
 Whether shareholder approval obtained for material RPT  
 Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee

\*The Audit Committee has reviewed the Related Party Transactions for the quarter ended 30<sup>th</sup> June, 2020.

**Note**

1 In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A.. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.

2 If status is "No" details of non-compliance may be given here.

**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 (**Not Applicable**)

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 This report and/or the report submitted in the previous quarter has been placed before Board of Directors. There are no comments/ observations/ advice of Board of Directors in the Report submitted and placed before the Board of Directors for the quarter ended 30<sup>th</sup> June, 2020.

For Manakia Steels Limited



**Ajay Sharma**

Company Secretary & Compliance Officer

Membership No.: A34079



Annexure - III. Affirmations

Format to be submitted by listed entity at the end of 6 months after end of the financial year along with the second quarter's report of next financial year			
Sr.	Particulars	Regulation Number	Compliance Status (Yes/ No/ NA)
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	Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes

**Note:**

- 1 In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/ N.A.. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.
- 2 If status is "No" details of non-compliance may be given here.
- 3 If the Listed Entity would like to provide any other information the same may be indicated here.

For Manaksia Steels Limited



*Ajaya*

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Ajay Sharma

Company Secretary & Compliance Officer

Membership No.: A34079