

12<sup>th</sup> July, 2019

1] The Secretary  
The Calcutta Stock Exchange Limited  
7, Lyons Range  
Kolkata - 700 001  
Scrip code: 10023915

2] Listing Department  
National Stock Exchange of India Ltd.  
Exchange Plaza, Bandra-Kurla Complex,  
Bandra (E), Mumbai - 400 051  
Scrip code: MAITHANALL-EQ

**Sub: Compliance Report on Corporate Governance  
for the quarter ended on 30<sup>th</sup> June, 2019**

Dear Sir/Madam,

In terms of Regulation 27(2) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with the Circular no. CIR/CFD/CMD/5/2015 dated 24<sup>th</sup> September, 2015 issued by SEBI, a Compliance Report on Corporate Governance for the quarter ended on 30<sup>th</sup> June, 2019 is enclosed and marked as **Annexure I**.


There were no material related party transactions during the quarter on ended 30<sup>th</sup> June, 2019.

Kindly acknowledge the receipt.

Thanking you,

Yours faithfully,

For Maithan Alloys Limited

  
Rajesh K. Shah

Company Secretary

Encl: a/a

cc:

The Corporate Relationship Department  
BSE Limited

1<sup>st</sup> Floor, Rotunda Building, P.J. Towers

Dalal Street, Fort, Mumbai - 400 001.

Scrip Code: 590078

## Compliance Report on Corporate Governance

1. Name of Listed Entity: Maithan Alloys Limited
2. Quarter ending: 30th June, 2019

### I. Composition of Board of Directors

Title (Mr./ Ms.)	Name of the Director	PAN & DIN	Category (Chairperson/Executive/Non- Executive /Independent/Nominee)	Date of Appointment in the current term /Cessation	Tenure	No. of Directorship in listed entities including this listed entity	Number 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
Mr.	S. C. Agarwalla	00088384; ACMPA9305J	Chairman-Executive	01-04-2019	-	1	1	-
Mr.	Subodh Agarwalla	00339855; ACMPA9296N	Executive	01-04-2019	-	1	-	-
Mr.	N. K. Agarwal	00378444; ACIPA3456A	Independent-Non-Executive	22-09-2014	60 months	1	1	1
Mr.	Ashok Bhandari	00012210; ADUPB5894Q	Independent-Non-Executive	09-05-2017	60 months	6	7	-
Mr.	Vikash Kumar Jewrajka	01495403; ACGPJ9726L	Independent-Non-Executive	22-09-2014	60 months	1	2	1
Mr.	P. K. Venkatramani	05303022; ABIPV3988P	Independent-Non-Executive	10-11-2016	60 months	1	2	-
Mrs.	Kalpana Biswas Kundu	07006341; ADGPB7991L	Independent-Non-Executive	03-02-2016	60 months	1	2	-
Mr.	Parasanta Chattopadyay	06968122; AHEPP2452J	Non-Executive	10-11-2016	-	1	-	-

#### Notes:

(1) The tenure mentioned above of each Independent Director is the total period for which he/she has been appointed. Approximate period for which they have served till 30-06-19 is as follows:

Mr. N. K. Agarwal-57 months, Mr. Ashok Bhandari-25 months, Mr. V.K. Jewrajka-57 months, Mr. P. K. Venkatramani-31 months, Mrs. K.B. Kundu-40 months.

(2) Mr. S. C. Agarwalla, Chairman is the Promoter of the Company.



## II. Composition of Committees

Name of Committee	Name of Committee Members	Category (Chairperson/ Executive / Non-Executive/ Independent/ Nominee)
1. Audit Committee	Mr. N. K. Agarwal	Chairperson-Independent-Non-Executive
	Mr. Vikash Kumar Jewrajka	Independent-Non-Executive
	Mr. P. K. Venkatramani	Independent-Non-Executive
2. Nomination & Remuneration Committee	Mr. N. K. Agarwal	Chairperson-Independent-Non-Executive
	Ms. Kalpana Biswas Kundu	Independent-Non-Executive
	Mr. P. K. Venkatramani	Independent-Non-Executive
3. Risk Management Committee	Mr. S. C. Agarwalla	Chairperson-Executive
	Mr. P. K. Venkatramani	Independent-Non-Executive
	Mr. Pramod K Chaudhary	Member
4. Stakeholders Relationship Committee	Mr. Vikash Kumar Jewrajka	Chairperson-Independent-Non-Executive
	Mr. S. C. Agarwalla	Executive
	Ms. Kalpana Biswas Kundu	Independent-Non-Executive
5. Corporate Social Responsibility Committee	Mr. S. C. Agarwalla	Chairperson-Executive
	Mr. Subodh Agarwalla	Executive
	Mr. Vikash Kumar Jewrajka	Independent-Non-Executive

Notes:

(1) Company has formed the Risk Management Committee, constitution of which is not mandatorily required under the law.

## 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	Maximum gap between any two consecutive meetings (in number of days)
28-01-2019	30-04-2019	91

## IV. Meeting of Committees

Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)*	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days*
<b>Audit Committee</b>			
30-04-2019	Yes	28-01-2019	91
<b>Stakeholders Relationship Committee</b>			
30-04-2019	Yes	28-01-2019	91
<b>Nomination &amp; Remuneration Committee</b>			
30-04-2019	Yes	28-01-2019	91
<b>Corporate Social Responsibility Committee</b>			
30-04-2019	Yes	28-01-2019	-
<b>Risk Management Committee</b>			
30-04-2019	Yes	None	-

# Details of Quorum: The present quorum for each committee meeting as fixed by the Board of Directors is not less than 1/3rd of the total number of member of the committee or 2 whichever is higher, unless otherwise stated under the law.

\* This information has been given for audit committee only.



## V. Related Party Transactions

Subject	Compliance status (Yes/No/NA)
Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material RPT	NA
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	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
  - d. Risk Management Committee - N.A.
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. The report submitted for the quarter ended 31.03.2019 has been placed before Board of Directors in its meeting held on 30.04.2019.
6. This report will be placed before the Board of Directors in the upcoming Board Meeting.

## For Maithan Alloys Limited

*Rajesh K. Shah*

**Rajesh K. Shah**  
Company Secretary



Date: 12.07.2019  
Place: Kolkata