

QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE

Name of the Company: - SRU Steels Limited

CIN No: L17300DL1995PLC107286

Quarter ended on: -September 30, 2016

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	Number of Directorship in listed entities including this listed entity	Number of Memberships in Audit/ Stakeholder Committee(s) including this listed entity	Number of post of Chairperson in Audit/ Stakeholder Committee including this listed entity
Mr.	Ramesh Agarwal	00151223 & AAGPA5769G	Managing Director (Executive)	01/09/2015	-----	01	1	0
Mr.	Rajeev Mittal	00082115 & AADPM9001G	Independent Director	29/09/2014	2 years	01	1	1
Mr.	Naresh Kumar Garg	00986846 & AAYPG1306K	Non Executive	03/10/2006	----	01	0	0
Mr.	Prem Prakash Agarwal	00081871 & AADPA0510E	Independent Director	29/09/2014	2 years	01	2	0
Mr.	Pankaj Jain	01234804 & ADGPI4296A	Independent Director	29/09/2014	2 years	01	2	1
Mr.	Ashok Kumar Mahawar	02600539 & ADRPM 4141J	Independent Director	29/09/2014	2 years	01	0	0
Ms.	Richa Agarwal	00082722 & AGFPA6980N	Non Executive	23/06/2014	-----	01	0	



- The tenure of all the independent Director is calculated from the date of their appointment under new Companies Act, 2013

II. Composition of Committees		
Name of Committee	Name of Committee members	Category (Chairperson/Executive/ Non-Executive/Independent/Nominee)
Audit Committee	Mr. Rajeev Mittal (Chairman) Mr. Prem Prakash Agarwal (Member) Mr. Pankaj Jain (Member)	Non-Executive & Independent Director Non-Executive & Independent Director Non-Executive & Independent Director
Nomination & Remuneration Committee	Mr. Prem Prakash Agarwal (Chairman) Mr. Pankaj Jain (Member) Mr. Ashok Kumar Mahawar (Member)	Non-Executive & Independent Director Non-Executive & Independent Director Non-Executive & Independent Director
Risk Management Committee (if applicable)	N.A	N.A
Stakeholders Relationship Committee	Mr. Pankaj Jain (Chairman) Mr. Ramesh Agarwal (Member) Mr. Prem Prakash Agarwal (Member)	Non-Executive & Independent Director Executive Non-Executive & Independent Director

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)
30.05.2016	13.08.2016	74 days
	15.09.2016	32 days



<b>IV. Meeting of Committees</b>			
<b>Date(s) of Meeting of Committee in the relevant quarter</b>	<b>Whether requirement of Quorum met (details)</b>	<b>Date(s) of Meeting of Committee in the previous quarter</b>	<b>Maximum gap between any two consecutive meetings (in number of days)</b>
<b>1. Audit Committee</b>			
13 <sup>th</sup> August, 2016	All the members were present and thus, quorum was met	30 <sup>th</sup> May, 2016	74 days
15 <sup>th</sup> September, 2016	All the members were present and thus, quorum was met		32 days
<b>2. Nomination and Remuneration Committee</b>			
15 <sup>th</sup> September, 2016	All the members were present and thus, quorum was met.	16 <sup>th</sup> May, 2016	121 days
<b>3. Investor Grievances Committee/ Shareholders Relationship Committee</b>			
No Meeting during the Quarter	N.A.	N.A	N.A

<b>V. Related Party Transactions</b>		<b>Compliance status (Yes/No/N.A)</b>
Whether prior approval of audit committee obtained		N.A
Whether shareholder approval obtained for material RPT		N.A
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee		N.A
<b>VI. Affirmations</b>		



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 (applicable to the top 100 listed entities)
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. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of Board of Directors may be mentioned here:  
The Board had taken note of the report of corporate governance of previous quarter ended on 30<sup>th</sup> June, 2016, Submitted in accordance with the SEBI(Listing Obligation and Disclosure Requirements), Regulation, 2015 entered with the Stock exchange. The Directors read the report and they were satisfied about the content therein.

  
Yogesh Kumar Jha  
Company Secretary  
ACS.43928

Date: 13/10/2016  
Place: New Delhi