



SRU STEELS LIMITED

CIN:L17300DL1995PLC107286

Registered Office : 416-417-432, Rajendra Jaina Tower-1, Plot No. 18 Wazirpur, Shopping Complex, Delhi-52
E-mail : srusteels@yahoo.in, Website : www.srusteels.in • M: 9999418109

SRU/CS/2017-18/21

Date: October 9, 2017

The Manager
Listing Department
Ahmadabad Stock Exchange Association Ltd.,
Kamadhenu Complex,
Opp. Sahajanand College
Panjarapole, Ahmadabad - 380015

Sub: "Quarterly Compliance Report on Corporate Governance for the quarter ended September 30, 2017 and Compliance Report on Corporate Governance for the half year ended September 30, 2017 under Regulation 27 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015"

Dear Sir,

In terms of Regulation 27 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the following:

- a) The Quarterly Compliance Report on Corporate Governance for the quarter ended September 30, 2017 and;
- b) The Compliance Report on Corporate Governance for the half year ended September 30, 2017

Kindly take the same on records.

Thanking You,

For **SRU Steels Limited**

Diksha Gandhi
Company Secretary & Compliance Officer

Encl: As above

QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE

Name of the Company: - SRU Steels Limited

CIN No: L17300DL1995PLC107286

Quarter ended on: September 30, 2017

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	3 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	3 years	01	2	0	
Mr.	Pankaj Jain	01234804 & ADGPJ4296A	Independent Director	29/09/2014	3 years	01	2	1	



Mr.	Ashok Kumar Mahawar	02600539 & ADRPM 4141J	Independent Director	29/09/2014	3 years	01	0	0
Ms.	Richa Agarwal	00082722 & AGFPPA6980N	Non Executive	23/06/2014	-----	01	0	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)	
May 25, 2017	August 14, 2017	80 days	



IV. Meeting of Committees			
Date(s) of Meeting of Committee in the relevant quarter	Whether requirement of Quorum met (details)	Date(s) of Meeting of Committee in the previous quarter	Maximum gap between any two consecutive meetings (in number of days)
1. Audit Committee			
August 14, 2017	All the members were present and thus, quorum was met	May 25, 2017	80 days
2. Nomination and Remuneration Committee			
July 31, 2017	All the members were present and thus, quorum was met.	April 20, 2017	101 days
3. Investor Grievances Committee/ Shareholders Relationship Committee			
No Meeting held during the Quarter	NA.	NA	NA

V. Related Party Transactions		Compliance status (Yes/No/NA)
Subject		
Whether prior approval of audit committee obtained		Yes
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		Yes
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 (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 the Previous quarter ended on 30th June, 2017, submitted in accordance with the SEBI (Listing Obligation and disclosure requirements), Regulations, 2015 entered with the Stock Exchange. The Director read the report and they were satisfied about the content therein.



Diksha Garghri
Company Secretary & Compliance Officer

Date: 09/10/2017
Place: New Delhi

**COMPLIANCE REPORT ON CORPORATE GOVERNANCE (FOR THE SIX MONTH
ENDED SEPTEMBER 30, 2017)**

Name of the Company: - SRU Steels Limited

CIN No: L17300DL1995PLC107286

Half Year ended on: - September 30, 2017

I Affirmations		
Particulars	Regulations Number	Compliance Status (Yes/No/NA)
Copy of the Annual Report Including Balance Sheet, Profit and Loss Account, Director Report, Corporate Governance Report, business responsibility report displayed on website	46(2)	Yes, (Business Responsibility Report is not applicable)
Presence of Chairman of Audit Committee at the Annual General Meeting	18(1)(d)	Yes
Presence of Chairman of Nomination & Remuneration Committee at the Annual General Meeting	19(3)	Yes
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 requirement 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 the 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.



Diksha Gandhi
Company Secretary & Compliance Officer

Date: October 9, 2017

Place: New Delhi