

# Shyam Century Ferrous Limited

Regd. Office. : Vill. : Lumshnong, PO: Khalielhat, Dist. East Jaintia Hills, Meghalaya-793 210, Phone No. - 03655-278215/16/18  
Fax : 03655-278217, E-mail : investors@shyamcenturyferrous.com, Website - www.shyamcenturyferrous.com  
CIN-L27310ML2011PLC008578

Date: 18.10.2023

To,  
The Listing Department,  
National Stock Exchange of India Limited  
Exchange Plaza, C-1, Block-G  
Bandra Kurla complex, Bandra-East  
Mumbai-400 051  
Stock code: SHYAMCENT

The Listing Department  
BSE Limited  
Phiroze Jeejeebhoy Towers  
Dalal Street  
Mumbai-400 001  
Stock code: 539252

Dear Sir(s)/Madam(s),

Sub: Regulation 27(2): Compliance Report on Corporate Governance

Pursuant to Regulation 27(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed the Compliance report on Corporate Governance for the Quarter ended 30<sup>th</sup> September, 2023.

This is for your information and record.

Thanking you,

For Shyam Century Ferrous Limited

RITU

AGARW

AL

Ritu Agarwal  
Company Secretary

Digitally signed  
by RITU  
AGARWAL  
Date: 2023.10.18  
18:36:58 +05'30'



Encl: as above.

Office & Works : EPIP, Rajabagan, Byrnihat, Meghalaya-793101, Ph : No. - 9436108851

Corporate Office : Century House, P-15/1, Taratala Road, 2nd floor, Kolkata -700088

Guwahati Office : C/o Star Cement Limited, Mayur Garden, 2nd Floor, Opp. Rajiv Bhawan, GS Road, Guwahati-781005  
Ph : 0361 24612215/16/17, Fax : 0361 2462217



General information about company	
Script code	539252
NSE Symbol	SHYAMCENT
ASEI Symbol	NOT LISTED
ISIN	INE979R01011
Name of the entity	SHYAM CENTURY FERROUS LIMITED
Date of start of financial year	01-04-2023
Date of end of financial year	31-03-2024
Reporting Quarter	
Date of Report	30-09-2023
Risk management committee	Not Applicable
Market Capitalisation as per immediate previous Financial Year	Top 2000 listed entities

**Annexure I**  
Annexure I to be submitted by listed entity on quarterly basis  
1. Composition of Board of Directors

Whether the listed entity has a Regular Chairperson										No	Disqualification of Directors under section 164 of the Companies Act, 2013										
Whether Chairperson is related to MD or CEO										No											
Sr (Mr / Ms)	Title Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether the director is disqualified?	Current status	Whether special resolution passed? (Refer Reg. 17(1A) of Listing Regulations)	Date of passing special resolution	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 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 Aditya Vimal Kumar Agrawal	AKRPA619 6R	0333031 3	Executive Director	Not Applicable	MD	22-08-1989	No	Active	NA		01-04-2015	01-11-2021			1	0	2	0		
2	Mr Rajesh Kumar Agarwal	ACQPA77 15A	0022371 8	Non-Executive - Independent Director	Not Applicable		15-07-1970	No	Active	NA		08-02-2021	08-02-2021			2	0	3	1		
3	Mr Pramod Kumar Shah	ALUP569 7N	0034325 6	Non-Executive - Independent Director	Not Applicable		02-12-1951	No	Active	NA		01-04-2020	01-04-2020		42.00	2	2	7	1		
4	Mr Nirmita Bhattacharyya	AGVP898 76G	0903756 6	Non-Executive - Independent Director	Not Applicable		25-07-1949	No	Active	Yes	30-09-2021	01-04-2021	01-04-2021		30.00	2	2	5	0		
5	Mr Sumanta Kumar Patra	ARRPP690 1F	0960715 2	Executive Director	Not Applicable	CEO	07-03-1980	No	Active	NA		17-05-2022	17-05-2022			1	0	0	0		
6	Mrs Pooja Dhar	AKVPD558 2F	0137536 1	Non-Executive - Independent Director	Not Applicable		01-01-1960	No	Active	NA		01-04-2015	01-04-2020		102.00	2	2	0	0		





## 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

Note: Please enter DIN, After entering DIN, Name of Committee members and Category 1 of Directors shall be prefilled automatically

YES

### Audit Committee Details

Whether the Audit Committee has a Regular Chairperson					YES
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment Date of Cessation Remarks
1	00343256	Pramod Kumar Shah	Non-Executive - Independent Director	Chairperson	01-04-2020
2	09037566	Nirmalva Bhattacharyya	Non-Executive - Independent Director	Member	01-04-2021
3	03330313	Aditya VimalKumar Agrawal	Executive Director	Member	29-03-2015

Note: Please enter DIN, After entering DIN, Name of Committee members and Category 1 of Directors shall be prefilled automatically

### Nomination and remuneration committee

Whether the Nomination and remuneration committee has a Regular Chairperson					YES
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment Date of Cessation Remarks
1	09037566	Nirmalva Bhattacharyya	Non-Executive - Independent Director	Chairperson	01-04-2021
2	00343256	Pramod Kumar Shah	Non-Executive - Independent Director	Member	01-04-2020
3	00223718	Rajesh Kumar Agarwal	Non-Executive - Non - Independent Director	Member	08-02-2021

Note: Please enter DIN, After entering DIN, Name of Committee members and Category 1 of Directors shall be prefilled automatically

### Stakeholders Relationship Committee

Whether the Stakeholders Relationship Committee has a Regular Chairperson					YES
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment Date of Cessation Remarks
1	00223718	Rajesh Kumar Agarwal	Non-Executive - Non Independent Director	Chairperson	08-02-2021
2	09037566	Nirmalva Bhattacharyya	Non-Executive - Independent Director	Member	01-04-2021
3	03330313	Aditya VimalKumar Agrawal	Executive Director	Member	07-05-2015

Note: Please enter DIN, After entering DIN, Name of Committee members and Category 1 of Directors shall be prefilled automatically

### Corporate Social Responsibility Committee

Whether the Corporate Social Responsibility Committee has a Regular Chairperson					YES
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment Date of Cessation Remarks
1	00223718	Rajesh Kumar Agarwal	Non-Executive - Non Independent Director	Chairperson	08-02-2021
2	00343256	Pramod Kumar Shah	Non-Executive - Independent Director	Member	11-11-2020
3	03330313	Aditya VimalKumar Agrawal	Executive Director	Member	07-05-2015





**Annexure 1**  
**Meeting of Board of Directors**

Disclosure of notes on meeting of board of directors explanatory							
Sr	Date(s) of meeting (Enter dates of previous quarter and current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Number of Directors present* (All directors including Independent Director)	No. of Independent Directors attending the meeting*
1	19-05-2023			Yes	6	6	3
2	08-08-2023	80		Yes	6	5	2

\* to be filled in only for the current quarter meetings

**Annexure 1**  
**Meeting of Committees**

Disclosure of notes on meeting of board of directors explanatory										
Sr	Name of Committee	Dates of meeting (Enter dates of Previous quarter and current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of
1	Audit Committee	19-05-2023				Yes	3	3	2	0
2	Audit Committee	08-08-2023	80			Yes	3	3	2	0
3	Nomination & Remuneration Committee	19-05-2023				Yes	3	3	2	0
4	Corporate Social Responsibility Committee	19-05-2023				Yes	3	3	1	0
5	Stakeholders Relationship Committee	19-05-2023				Yes	3	3	1	0
6	Stakeholders Relationship Committee	27-06-2023	38			Yes	3	2	0	0

**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	Yes	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	
Disclosure of notes on related party transactions			
Disclosure of notes of material transaction with related party			

**Details of Cyber security incidence**

Whether as per Regulation 27(2)(b) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter	No
Date of the event	Brief details of the event





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 <b>a. Audit Committee</b>	Yes
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. <b>b. Nomination &amp; remuneration committee</b>	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. <b>c. Stakeholders relationship committee</b>	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. <b>d. Risk management committee (applicable to the top 1000 listed entities)</b>	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:	Add Notes

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Annexure 1		
Sr	Subject	Compliance status
1	Name of signatory	Ritu Agarwal
2	Designation	* Company Secretary and Compliance Officer





Annexure III				
III. Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
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	Disclosure of the Secretarial Audit Report of the listed entity and the material subsidiaries in the Annual Report	24A(1)	Yes	
6	Submission of Annual Secretarial Compliance Report	24A(2)	Yes	
7	Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	
Any other information to be provided				
				Add Notes

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Annexure III			
1	Name of signatory		
2	Designation		
		Ritu Agarwal	Company Secretary and Compliance Officer





Additional Half yearly Disclosure				
Applicability of disclosure		Not Applicable		
Reason for Non Applicability		Add Notes		
<b>I. Disclosure of Loans/ guarantees/comfort letters /securities etc, refer note below</b>				
(A) Any loan or any other form of debt advanced by the listed entity directly or indirectly to				
Entity		Aggregate amount advanced during six months	Balance outstanding at the end of six months	The Figure should be mentioned in Actual INR only
Promoter or any other entity controlled by them				
Promoter Group or any other entity controlled by them				
Directors (including relatives) or any other entity controlled by them				
KMPs or any other entity controlled by them				
(B) Any guarantee / comfort letter (by whatever name called) provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by				
Entity		Type (guarantee, comfort letter etc.)	Aggregate amount of issuance during six months	Balance outstanding at the end of six months (taking into account any invocation)
Promoter or any other entity controlled by them				
Promoter Group or any other entity controlled by them				
Directors (including relatives) or any other entity controlled by them				
KMPs or any other entity controlled by them				
(C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by				
Entity		Type of security (cash, shares etc.)	Aggregate value of security provided during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them				
Promoter Group or any other entity controlled by them				
Directors (including relatives) or any other entity controlled by them				
KMPs or any other entity controlled by them				
(D) Additional Information				
Add Notes				
<b>II. Affirmations</b>				
Affirmations		Compliance Status		Company Remarks
All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to promoter(s),				Add Notes
Name				
Designation				
Place				
Date				





Signatory Details	
Name of signatory	Ritu Agarwal
Designation of person	Company Secretary and Compliance Officer
Place	Kolkata
Date	19-10-2023

