

Shyam Century Ferrous Limited

Regd. Office : Vill. : Lumshnong, PO: Khaliehriat, 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: 14th October, 2017

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

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

Dear Sir(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 30th September, 2017.

Annexure I -For the Quarter ended 30th September, 2017
Annexure III - For the Quarter and half year ended 30th September, 2017

This is for your information and record.

Thanking you,
For Shyam Century Ferrous Limited

Neha Agarwal
Neha Agarwal
(Company Secretary)



Quarterly Compliance report on Corporate Governance

Name of Listed Entity
Quarter ending

Shyam Century Ferrous Limited
30.09.2017

| I Composition of Board of Directors | | | | | | | | |
|-------------------------------------|---------------------------|------------------------------------|---|--|-----------|---|---|--|
| Title (Mr./Ms) | Name of the Director | PANs & 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 (Refer Regulation 25(1) of Listing Regulations) | No. of memberships in Audit/ Stakeholders' Relationship 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) |
| Mr | Sajan Bhajanka | PAN :ACAPB0486F DIN : 00246043 | Non Executive | 12.04.2011 | NA | 0 | 4 | 0 |
| Mr | Nagraj Tater | PAN : AAYPT2377H DIN : 00266072 | Non Executive | 09.06.2014 | NA | 0 | 1 | 0 |
| Mr | Aditya VimalKumar Agarwal | PAN : AKKPA6196R DIN :03330313 | Non Executive | 01.04.2015 | NA | 0 | 2 | 0 |
| Mr | Mangilal Jain | PAN : ACXPJ3713C DIN : 00353075 | Non Executive - Independent | 25.09.2015 | 24 months | 4 | 8 | 4 |
| Mr | Santanu Ray | PAN : AFMPR5579N DIN :00642736 | Non Executive - Independent | 25.09.2015 | 24 months | 3 | 5 | 1 |
| Mrs | Plistina Dkhar | PAN : AKVPD5582F DIN:01375361 | Non Executive - Independent | 25.09.2015 | 24 months | 2 | 0 | 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.



II

| Composition of Committees | | |
|---|-------------------------------|--|
| Name of the Committee | Name of the Committee members | Category(Chairperson/Executive/Non - Executive/Independent/Nominee)& |
| Audit Committee | Mr. Mangilal Jain | Chairperson -Non Executive-Independent |
| | Mr. Santanu Ray | Non Executive - Independent |
| | Mr. Aditya VimalKumar Agarwal | Non Executive |
| Nomination & Remuneration Committee | Mr. Santanu Ray | Chairperson -Non Executive-Independent |
| | Mr. Mangilal Jain | Non Executive -Independent |
| | Mr. Nagraj Tater | Non Executive |
| Risk Management Committee | Not Applicable | |
| Stakeholder Relationship Committee | Mr. Santanu Ray | Chairperson -Non Executive-Independent |
| | Mr. Nagraj Tater | Non Executive |
| | Mr. Aditya VimalKumar Agarwal | Non Executive |
| & 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. | | |

III

| Meeting of the Board of Directors | | |
|---|---|---|
| Date of Meeting in the previous quarter | Date(s) of Meeting (if any) in the relevant quarter | Maximum gap between any two consecutive meeting in number of days |
| 30.05.2017 | 03.08.2017 | 64 days |
| | 11.09.2017 | 38 days |



IV

| Meeting of Committees | | | |
|---|---|--|--|
| Dates of meeting of the Committee in the relevant quarter | Whether the requirement of quorum met (details) | Date (s) of the meeting of the Committee in the previous quarter | Maximum gaps between any two consecutive meetings in number of days* |
| Audit Committee | | | |
| 03.08.2017 | Yes. All the three members were present | 30.05.2017 | 64 days |
| Stakeholder Relationship Committee | | | |
| 13.07.2017 | Yes. Out of 3 members, two were present | 06.04.2017 | - |
| 20.07.2017 | Yes. Out of 3 members, two were present | 27.04.2017 | - |
| 24.08.2017 | Yes. Out of 3 members, two were present | 11.05.2017 | - |
| 14.09.2017 | Yes. Out of 3 members, two were present | | - |

*This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional

V

| Related Party Transactions | Compliance status |
|--|-------------------|
| 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 |

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 the 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. Stakeholder Relationship Committee
 - d. Risk Management Committee - Not Applicable
- 3 The Committee members have been aware of their powers, role, and responsibilities as specified in SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015.
- 4 The meetings of the Board of Directors and the above committee have been conducted in the manner as specified in SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015.
- 5 This report will be placed before the Board of Directors in the ensuing Board meeting.

Name & Designation

Company Secretary/Compliance Officer/Managing Director/ CEO

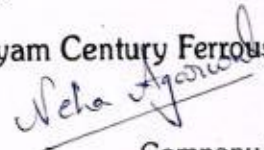
Date

Neha Agarwal

Company Secretary

14.10.2017

Shyam Century Ferrous Limited



Company Secretary

ANNEXURE III

| I. Affirmations | | |
|--|--------------------------------------|--|
| Broad heading | Regulation Number | Compliance status (Yes/No/NA) <small>refer note below</small> |
| 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 |
| Presence of Chairperson of Audit Committee at the Annual General Meeting | 18(1)(d) | YES |
| Presence of Chairperson of the nomination and 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 | | |
| <p>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.</p> <p>2 If status is "No" details of non-compliance may be given here.</p> <p>3 If the Listed Entity would like to provide any other information the same may be indicated here.</p> | | |
| <p>Shyam Century Ferrous Limited</p> <p><i>Neha Agarwal</i> Company Secretary</p> <p>Neha Agarwal Company Secretary & Compliance Officer 14.10.2017</p> | | |
| <p>Name & Designation Company Secretary / Compliance Officer / Managing Director / CEO</p> <p>Date:</p> | | |