

# 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: 14.10.2019

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 30<sup>th</sup> September, 2019.

Annexure I -For the Quarter ended 30<sup>th</sup> September, 2019  
Annexure III - For the Quarter and half year ended 30<sup>th</sup> September, 2019

This is for your information and record.

Thanking you,  
For Shyam Century Ferrous Limited

14-10-2019

X 

Neha Agarwal  
Company Secretary  
Signed by: NEHA AGARWAL

**Neha Agarwal**  
Company Secretary



Encl: as stated

**Office & Works** : EPIP, Rajabagan, Byrnihat, Meghalaya-793101, Ph : No. - 9436108851  
**Corporate Office** : Satyam Towers, 3 Alipore road, 1st Floor, Unit No. 9B, Kolkata - 700 027, Ph : No. 033 2448 4169/170/693, Fax : 033 2448 4168  
**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

**Quarterly Compliance report on Corporate Governance**Name of Listed Entity  
Quarter endingShyam Century Ferrous Limited  
30-09-2019

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	Sajjan Bhajanka	PAN :ACAPB0486F DIN : 00246043	Non Executive	09-09-2016	NA	0	4	0
Mr	Nagraj Tater	PAN : AAYPT2377H DIN : 00266072	Non Executive	31-07-2018	NA	0	1	0
Mr	Aditya VimalKumar Agrawal	PAN : AKKPA6196R DIN :03330313	Non Executive	11-09-2017	NA	0	2	0
Mr	Mangilal Jain	PAN : ACXPJ3713C DIN : 00353075	Non Executive - Independent	01-04-2015	48	3	7	4
Mr	Santanu Ray	PAN : AFMPR5579N DIN :00642736	Non Executive - Independent	01-04-2015	48	7	7	2
Mrs	Plistina Dkhar	PAN : AKVPD5582F DIN:01375361	Non Executive - Independent	01-04-2015	48	2	0	0

\$ PAN number of any director would not be displayed on the website of Stock Exchange

&amp; 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 Agrawal	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 Agrawal	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
07-05-2019	31-07-2019	84 days
	27-09-2019	57 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*
<b>Audit Committee</b>			
31-07-2019	Yes. All the three members were present	07-05-2019	84 days
<b>Stakeholder Relationship Committee</b>			
NIL	NA	24-04-2019	-
<b>Nomination &amp; Remuneration Committee</b>			
NIL	NA	07-05-2019	-

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

V

Related Party Transaction	Compliance status
Subject	
Whether prior approval of Audit Committee obtained	Yes
Whether shareholder approval obtained for material RPT	Yes
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**

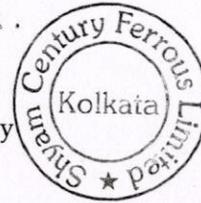
**Company Secretary/Compliance Officer/Managing Director/ CEO**

**Date**

*Neha Agarwal*  
Neha Agarwal

Company Secretary

14-10-2019



**ANNEXURE III**

<b>I. Affirmations</b>		
<i>Broad heading</i>	<i>Regulation Number</i>	<i>Compliance status (Yes/No/NA)</i> <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
<p><b>Note</b></p> <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><b>Name &amp; Designation</b>  <b>Company Secretary / Compliance Officer / Managing Director / CEO</b>  <b>Date:</b></p>		



**Neha Agarwal**

**Company Secretary & Compliance Officer**  
**14.10.2019**