

## GALLANTT ISPAT LIMITED

1. Name of Listed Entity: **GALLANTT ISPAT LIMITED**  
 2. Quarter ending: **31<sup>st</sup> March, 2019 (Yearly)**

<b>I. Composition of Board of Directors</b>								
<b>Title (Mr. / Ms)</b>	<b>Name of the Director</b>	<b>PAN\$ &amp; DIN</b>	<b>Category (Chairperson/Executive/Non-Executive/independent/Nominee) &amp;</b>	<b>Date of Appointment in the current term /cessation</b>	<b>Tenure *</b>	<b>No of Directorship in listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulations)</b>	<b>Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)</b>	<b>No of post of Chairpersons in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)</b>
Mr.	Chandra Prakash Agrawal *1	PAN: ABLPA8567C DIN: 01814318	Chairman/ Executive Director	01.04.2014/ Cessation on 31.03.2019	N.A.	2	NIL	NIL
Mr.	Prem Prakash Agrawal *2	PAN: ABLPA8569C DIN: 01397585	Executive Director	01.04.2014/ Cessation on 31.03.2019	N.A.	1	NIL	NIL
Mr.	Santosh Kumar Agrawal	PAN: ABLPA8568P DIN: 01045228	Executive Director	10.07.2014/ Cessation on 09.07.2019	N.A.	1	NIL	NIL

Mr.	Nitin Mahavir Prasad Kandoi	PAN: ADGPK2910C DIN: 01979952	Executive Director	10.07.2014/Cessation on 09.10.2019	N.A.	2	NIL	NIL
Mr.	Jyotirindra Nath Dey *3	PAN: AEGPD7088D DIN: 00180925	Independent Director	09.09.2014/Cessation on 31/03/2019	9 Years 5 Months Approx. (Based on Original Date of Appointment i.e. 10.10.2009)	3	5	1
Mr.	Piyush Kankrania *4	PAN: ATUPK5863E DIN: 05241962	Independent Director	09.09.2014/Cessation on 31/03/2019	7 Years Approx. (Based on Original Date of Appointment i.e. 29.03.2012)	1	1	1
Mrs.	Sangeeta Upadhyay	PAN: ADIPU5302N DIN: 06920195	Independent Director	10.07.2014/Cessation on 09.07.2019	4 Years 9 Months Approx. (Based on Original Date of Appointment i.e. 10.07.2014)	1	NIL	NIL
Mr.	Sanchit Dubey *5	PAN: CAGPD1492M DIN: 08335705	Independent Director	21.01.2019/Cessation on 20.01.2024	2 Months Approx. (Based on Original Date of Appointment i.e. 21.01.2019)	1	1	1

\$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.  
\* **1 Mr. Chandra Prakash Agrawal who held office of Chairman & Managing Director of the Company**

upto 31<sup>st</sup> March, 2019 has been re-appointed for a period of 5 years effective from April 01, 2019.

\* 2 Mr. Prem Prakash Agrawal who held office of Whole-time Director of the Company upto 31<sup>st</sup> March, 2019 has been re-appointed for a period of 5 years effective from April 01, 2019.

\* 3 Mr. Jyotirindra Nath Dey who held office of Independent Director of the Company upto 31<sup>st</sup> March, 2019 has been re-appointed for a Second Term of 5 consecutive years effective from April 01, 2019.

\* 4 Mr. Piyush Kankrania who held office of Independent Director of the Company upto 31<sup>st</sup> March, 2019 has been re-appointed for a Second Term of 5 consecutive years effective from April 01, 2019.

\*5 Mr. Sanchit Dubey has been appointed as an Additional Independent Director of the Company w.e.f. 21-01-2019.

## II. Composition of Committees

<i>Name of Committee</i>	<i>Name of Committee members</i>	<i>Category (Chairperson/Executive/Non-Executive/Independent/Nominee) \$</i>
1. Audit Committee	Mr. Piyush Kankrania Mr. Jyotirindra Nath Dey Mr. Sanchit Dubey	Independent (Chairperson) Independent Independent
2. Nomination & Remuneration Committee	Mr. Jyotirindra Nath Dey Mr. Piyush Kankrania Mr. Sanchit Dubey	Independent (Chairperson) Independent Independent
3. Risk Management Committee (if applicable)	N.A.	N.A.
4. Stakeholders Relationship Committee'	Mr. Sanchit Dubey Mr. Piyush Kankrania Mr. Jyotirindra Nath Dey	Independent (Chairperson) Independent Independent
5. Corporate Social Responsibility Committee Meeting	Mr. Jyotirindra Nath Dey Mr. Chandra Prakash Agrawal Mr. Prem Prakash Agrawal	Independent (Chairperson) Executive 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 Board of Directors

<i>Date(s) of Meeting (if any) in the previous quarter</i>	<i>Date(s) of Meeting (if any) in the relevant quarter</i>	<i>Maximum gap between any two consecutive meetings (in number of days)</i>
24.10.2018 31.10.2018 14.11.2018	<b>21.01.2019</b> <b>05.02.2019</b> <b>30.03.2019</b>	67 days

## IV. Meeting of Committees

<b>(a) Audit Committee</b>			
<i>Date(s) of meeting of the committee in the relevant quarter</i>	<i>Whether requirement of Quorum met (details)</i>	<i>Date(s) of meeting of the committee in the previous quarter</i>	<i>Maximum gap between any two consecutive meetings (in number of days*)</i>
<b>21.01.2019 05.02.2019 30.03.2019</b>	All three directors were present and the requisite quorum for the meeting was completed.	24.10.2018 31.10.2018 14.11.2018	67 days
<b>(b) Stakeholders Relationship Committee</b>			
<i>Date(s) of meeting of the committee in the relevant quarter</i>	<i>Whether requirement of Quorum met (details)</i>	<i>Date(s) of meeting of the committee in the previous quarter</i>	<i>Maximum gap between any two consecutive meetings in number of days*</i>
<b>21.01.2019 30.03.2019</b>	All three directors were present and the requisite quorum for the meeting was completed.	NIL	67 days
<b>(c) Nomination and Remuneration Committee</b>			
<i>Date(s) of meeting of the committee in the relevant quarter</i>	<i>Whether requirement of Quorum met (details)</i>	<i>Date(s) of meeting of the committee in the previous quarter</i>	<i>Maximum gap between any two consecutive meetings in number of days*</i>
<b>30.03.2019</b>	All three directors were present and the requisite quorum for the meeting was completed.	NIL	NIL
<b>(d) Corporate Social Responsibility Committee</b>			
<i>Date(s) of meeting of the committee in the relevant quarter</i>	<i>Whether requirement of Quorum met (details)</i>	<i>Date(s) of meeting of the committee in the previous quarter</i>	<i>Maximum gap between any two consecutive meetings in number of days*</i>
<b>30.03.2019</b>	All three directors were present and the requisite quorum for the meeting was completed.	31.10.2018	149 days
* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional			
<b>V. Related Party Transactions</b>			
<b>Subject</b>	<b>Compliance status (Yes/No/NA)</b> refer note below		
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
<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><b>VI. Affirmations</b></p>	
<p>1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.</p> <p>2. The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015</p> <p>a. Audit Committee</p> <p>b. Nomination &amp; remuneration committee</p> <p>c. Stakeholders relationship committee</p> <p>d. Risk management committee (applicable to the top 100 listed entities)</p> <p>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.</p> <p>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.</p> <p>5. This report and/or the report submitted in the previous quarter has been placed before Board of Directors.</p>	
<p><b>For GALLANTT ISPAT LIMITED</b></p> <p>Nitesh Kumar  <b>CS &amp; COMPLIANCE OFFICER</b>  <b>12.04.2019</b></p>	

<b>I. Disclosure on website in terms of Listing Regulations</b>		
<b>ITEM</b>	<b>COMPLIANCE STATUS (Yes/No/NA)</b>	
Details of business	Yes	
Terms and conditions of appointment of independent directors	Yes	
Composition of various committees of board of directors	Yes	
Code of conduct of board of directors and senior management personnel	Yes	
Details of establishment of vigil mechanism/ Whistle Blower policy	Yes	
Criteria of making payments to non-executive directors	Yes	
Policy on dealing with related party transactions	Yes	
Policy for determining 'material' subsidiaries	Yes	
Details of familiarization programmes imparted to independent directors	Yes	
Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances.	Yes	
E-mail address for grievance redressal and other relevant details	Yes	
Financial results	Yes	
Shareholding pattern	Yes	
Details of agreements entered into with the media companies and/or their associates	N.A.	
New name and the old name of the listed entity	N.A.	
<b>II. Annual Affirmations</b>		
<b>Particulars</b>	<b>Regulation Number</b>	<b>Compliance status (Yes/No/NA)</b>
Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes
Board composition	17(1)	Yes
Meeting of Board of directors	17(2)	Yes
Review of Compliance Reports	17(3)	Yes
Plans for orderly succession for appointments	17(4)	Yes

Code of Conduct	17(5)	Yes
Fees/compensation	17(6)	Yes
Minimum Information	17(7)	Yes
Compliance Certificate	17(8)	Yes
Risk Assessment & Management	17(9)	Yes
Performance Evaluation of Independent Directors	17(10)	Yes
Composition of Audit Committee	18(1)	Yes
Meeting of Audit Committee	18(2)	Yes
Composition of nomination & remuneration committee	19(1) & (2)	Yes
Composition of Stakeholder Relationship Committee	20(1) & (2)	Yes
Composition and role of risk management committee	21(1),(2),(3),(4)	N.A.
Vigil Mechanism	22	Yes
Policy for related party Transaction	23(1),(5),(6),(7) & (8)	Yes
Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes
Approval for material related party transactions	23(4)	N.A.
Composition of Board of Directors of unlisted material Subsidiary	24(1)	N.A.
Other Corporate Governance requirement with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	Yes
Maximum Directorship & Tenure	25(1) & (2)	Yes
Meeting of independent directors	25(3) & (4)	Yes
Familiarization of independent directors	25(7)	Yes
Memberships in Committees	26(1)	Yes
Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes

Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes
Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	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>III Affirmations:</b></p> <p>The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied.</p>		
<p>For <b>GALLANTT ISPAT LIMITED</b></p> <p>Nitesh Kumar  <b>CS &amp; COMPLIANCE OFFICER</b>  <b>12.04.2019</b></p>		