

GALLANTT METAL LIMITED

1. Name of Listed Entity: **GALLANTT METAL LIMITED**
 2. Quarter ending: **31st March, 2020 (Quarterly)**

I. Composition of Board of Directors													
S.N.	Title (Mr. / Ms)	Name of the Director	PAN\$ & DIN	Category (Chairperson /Executive / Non-Executive / independent / Nominee) &	Initial Date of Appointment	Date of Re-appointment	Date of Cessation	Tenure* (in months)	Date of Birth	No. Of directorship in listed entities including this listed entity [in reference to Regulation 17A(1)]	No of Independent Directorship in listed entities including this listed entity [in reference to provision 17A(1)]	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)
1.	Mr.	Chandra Prakash Agrawal	PAN: ABLPA8567C & DIN: 01814318	Executive Director	01-04-2005	01-09-2015		180 Months Approx	25-12-1955	2	NIL	NIL	NIL
2.	Mr.	Dinesh Raghbir Prasad Agarwal	PAN: AAKPA8079K & DIN:	Executive Director	07-02-2005	01-11-2015		182 Months Approx	19-03-1965	1	NIL	NIL	NIL

			01017125										
3.	Mr.	Prashant Jalan	PAN: AETPJ9789C & DIN: 06619739	Executive Director	12-08-2013	12-08-2019		80 Months Approx	01-07-1974	1	NIL	NIL	NIL
4.	Mr.	Nitin Mahavir Prasad Kandoi	PAN: ADGPK2910C & DIN: 01979952	Non-Executive - Non Independent Director	07-02-2005			182 Months Approx	21-07-1972	2	NIL	1	1
5.	Mr.	Jyotirindra Nath Dey	PAN: AEGPD7088D & DIN: 00180925	Non-Executive - Independent Director	30-11-2005	01-04-2019		172 Months Approx	06-06-1936	2	2	2	2
6.	Mrs.	Richa Bhartiya	PAN: AFFPT7256K & DIN: 06905283	Non-Executive - Independent Director	12-11-2014	12-11-2019		65 Months Approx	14-05-1987	1	1	1	1
7.	Mr.	Ashtbhuja Prasad Srivastava	PAN: ACRPS4673G & DIN: 08434115	Non-Executive - Independent Director	29-04-2019			11 Months Approx	24-06-1951	2	2	NIL	NIL
8.	Mr.	Dindayal Jalan	PAN: ABHPJ9120E & DIN: 00006882	Non-Executive - Independent Director	23-06-2019			10 Months Approx	29-09-1956	2	2	NIL	NIL

Whether Regular chairperson appointed - YES

Whether Chairperson is related to managing director or CEO – **YES** (Chairperson Mr. Chandra Prakash Agrawal is also Managing Director of the Company)

\$ PAN 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 Committee	Whether Regular Chairperson appointed	Name of Committee members	Category (Chairperson/Executive/Non-Executive/Independent/Nominee) \$	Date of Appointment	Date of Cessation
1. Audit Committee	Yes	Richa Bhartiya	Independent (Chairperson)*	12-11-2014	
		Jyotirindra Nath Dey	Independent (Member)	30-11-2005	
		Nitin Mahavir Prasad Kandoi	Non-Executive (Member)	23-06-2019	
2. Nomination & Remuneration Committee	Yes	Jyotirindra Nath Dey	Independent (Chairperson)	30-11-2005	
		Nitin Mahavir Prasad Kandoi	Non-Executive (Member)	23-06-2019	
		Richa Bhartiya	Independent (Member)	12-11-2014	
3. Risk Management Committee (if applicable)		N.A.	N.A.	N.A.	N.A.
4. Stakeholders Relationship Committee'	Yes	Nitin Mahavir Prasad Kandoi	Non-Executive (Chairperson)	23-06-2019	
		Richa Bhartiya	Independent (Member)	12-11-2014	
		Jyotirindra Nath Dey	Independent (Member)	30-11-2005	
5. Corporate Social Responsibility Committee	Yes	Jyotirindra Nath Dey	Independent (Chairperson)	03-05-2014	
		Chandra Prakash Agrawal	Executive (Member)	03-05-2014	
		Dinesh Raghbir Prasad Agarwal	Executive (Member)	03-05-2014	

&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

* Mrs. Richa Bhartiya has been appointed as Chairperson of Audit Committee effective from 23.06.2019. Earlier she was associated as a member of the Audit Committee.

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	Whether requirement of Quorum met*	Number of Directors present* (previous/relevant quarter)	Number of independent directors' present* (previous/relevant quarter)	Maximum gap between any two consecutives (in number of days)
21-10-2019		Yes	7	3	
	18-01-2020	Yes	7	3	88 days

* to be filled in only for the current quarter meetings

IV. Meetings of Committees

(a) Audit Committee

Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)*	Number of Directors present* (previous/relevant quarter)	Number of independent directors' present* (previous/relevant quarter)	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutives meetings in number of days*
	Yes	3	2	21-10-2019	
18-01-2020	Yes	3	2		88 days

(b) Stakeholders Relationship Committee

Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)*	Number of Directors present* (previous/relevant quarter)	Number of independent directors' present* (previous/relevant quarter)	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutives meetings in number of days*
NIL	No Stakeholders Relationship Committee meeting was held during the relevant quarter.	NIL	NIL	NIL	NIL

(c) Nomination and Remuneration Committee

Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)*	Number of Directors present* (previous/relevant quarter)	Number of independent directors' present* (previous/relevant quarter)	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days*
	Yes	3	2	21-10-2019	
Nil	Nil	Nil	Nil	Nil	Nil

(d) Corporate Social Responsibility Committee

Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)*	Number of Directors present* (previous/relevant quarter)	Number of independent directors' present* (previous/relevant quarter)	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days*
	Yes	3	1	21-10-2019	
18-01-2020	Yes	3	1		88 days

* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional
**to be filled in only for the current quarter meetings

V. Related Party Transactions

Subject	Compliance status (Yes/No/NA) 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 the 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 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
 - a. Audit Committee -**Yes**
 - b. Nomination & Remuneration Committee -**Yes**
 - c. Stakeholders Relationship Committee -**Yes**
 - d. Risk management committee (applicable to the top 100 listed entities) -**NA**
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. - **Yes**
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. - **Yes**
5. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of the board of directors may be mentioned here. -**Yes**

For GALLANTT METAL LIMITED

S/d-

Arnab Banerji

CS & COMPLIANCE OFFICER

08.05.2020

ANNEXURE - II

I. Disclosure on website in terms of Listing Regulations	
ITEM	COMPLIANCE STATUS (Yes/No/NA)
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.

II. Annual Affirmations		
Particulars	Regulation Number	Compliance status (Yes/No/NA)
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 requirements 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

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.
3. If the Listed Entity would like to provide any other information the same may be indicated here.

III Affirmations:

The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied.

For **GALLANTT METAL LIMITED**

S/d-

Arnab Banerji

CS & COMPLIANCE OFFICER

08-05-2020