

Sec/Steels/092/FY 2019-20

Date: 06.01.2020

The Secretary
BSE Limited
New Trading Wing,
Rotunda Building,
PJ Tower, Dalal Street,
Mumbai- 400001
Scrip Code: 539044

The Manager
National Stock Exchange of India Limited
Exchange Plaza, C-1, Block "G"
5th floor, Bandra Kurla Complex,
Bandra East,
Mumbai- 400051
Symbol: MANAKSTEEL

Sir,

Sub: Corporate Governance for the quarter ended 31st December, 2019

Please find enclosed Quarterly Compliance Report on Corporate Governance of the Company for the quarter ended 31st December, 2019.

This is in compliance with Regulation 27(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Thanking you,
Yours faithfully,
For Manaksia Steels Limited



Ajay Sharma
(Company Secretary)
Membership No.: A34079



Encl: a/a

1	Name of Listed Entity	Manaksia Steels Limited
2	Quarter ending	31 st December, 2019

I. Composition of Board of Directors

Title (Mr/Ms)	Name of the Director	SPAN & DIN	& Category (Chairperson / Executive/ Non-Executive/ Independent/ Nominee)	Date of Birth	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 Committees 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.	Ajay Kumar Chakraborty	AAAPC0207F/00133604	Non-Executive Independent Director	07/04/1945	17-11-2014	26-09-2019	-	63	4	4	3	2
Dr.	Kali Kumar Chaudhuri	ABVPC9186H/00206157	Non-Executive Independent Director- Chairperson	18/09/1945	17-11-2014	26-09-2019	-	63	3	3	4	1
Mr.	Smita Khaitan	AAQPK1671F/01116869	Non-Executive Independent Woman Director	12/12/1949	17-11-2014	26-09-2019	-	63	2	2	5	1
Mr.	Varun Agrawal	ACXPA1870F/00441271	Managing Director/ Executive Director	09/10/1982	17-11-2014	11-02-2019	-	-	1	0	2	0
Mr.	Suresh Kumar Agrawal	ACSPA0116B/00520769	Non-Executive Director/Non Independent	28/07/1953	11-02-2016	25-09-2019	-	-	2	0	1	0

Mr.	Mrinal Kanti Pal	AFNPP6116L/ 00867865	Director Non-Executive Director/Non Independent Director	13/01/1956	23-11-2014	27-09-2018	-		2	0	0	0
Mr.	Ramesh Kumar Maheshwari	AZPM0448M/ 00545364	Non-Executive Independent Director	01/05/1956	16-07-2019	-	-	6	2	2	4	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.

@ There is no permanent Chairman of the Board. Dr. Kali Kumar Chaudhuri was appointed as the Chairman of the Board at its meetings held on 11.11.2019 till the conclusion of the meeting.

II. Composition of Committees

Sr No.	Name of Committee	Name of Committee members	Date of Appointment	Date of Cessation	Category (Chairperson/Executive/Non-Executive/Independent/Nominee) \$
1	Audit Committee	Dr. Kali Kumar Chaudhuri Mrs. Smita Khaitan Mr. Varun Agrawal Mr. Ramesh Kumar Maheshwari	23.11.2014 23.11.2014 08.05.2018 16.07.2019	- - - -	Non-Executive /Independent Director/ Chairman* Non-Executive /Independent Woman Director Executive Director Non-Executive /Independent Director
2	Nomination & Remuneration Committee	Dr. Kali Kumar Chaudhuri Mrs. Smita Khaitan Mr. Suresh Kumar Agrawal Mr. Ramesh Kumar Maheshwari	23.11.2014 23.11.2014 21.07.2016 16.07.2019	- - - -	Non-Executive /Independent Director Non-Executive /Independent Woman Director/ Chairman Non-Executive Director Non-Executive /Independent Director
3	Risk Management Committee (if applicable)	Not Applicable			
4	Stakeholders Relationship Committee	Mr. Suresh Kumar Agrawal Mr. Varun Agrawal Mrs. Smita Khaitan Mr. Ramesh Kumar Maheshwari	23.11.2014 23.11.2014 14.02.2019 16.07.2019	- - - -	Non-Executive Director Executive Director Non-Executive/Independent Woman Director/ Chairman** Non-Executive /Independent Director
5	Corporate Social Responsibility Committee	Mr. Suresh Kumar Agrawal Dr. Kali Kumar Chaudhuri Mr. Varun Agrawal Mrs. Smita Khaitan	12.08.2015 12.08.2015 14.02.2019 16.07.2019	- - - -	Non-Executive Director/ Chairman*** Non-Executive / Independent Director Executive Director Non-Executive /Independent Woman Director

\$ 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

*There is no permanent Chairman of the Audit Committee. Dr. Kali Kumar Chaudhuri was elected as the Chairman of the Audit Committee at its meeting held on 11.11.2019 till the conclusion of the meeting.

**There is no permanent Chairman of the Stakeholders Relationship Committee. Mrs. Smita Khaitan was elected as the Chairman of Stakeholders Relationship Committee at its last meeting held on 30.05.2019 till the conclusion of that meeting.

*** There is no permanent Chairman of the Corporate Social Responsibility Committee. Mr. Suresh Kumar Agrawal was elected as the Chairman of Corporate Social Responsibility Committee at its meeting held on 11.11.2019 till the conclusion of the meeting.

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 the requirement of quorum met	Number of Directors present	Number of Independent Director(s) present	Maximum gap between any two consecutive (in number of days)
16 th July, 2019	11 th November, 2019	Yes	6	3	89 days
13 th August, 2019					

IV. Meeting of Committees

Name of the Committee	Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Whether the requirement of quorum met	Number of Members present	Number of Independent Director(s) present	Maximum gap between any two consecutive meetings in number of days*
Audit Committee	13 th August, 2019	11 th November, 2019	Yes	4	3	89 days
Nomination and Remuneration Committee	16 th July, 2019	-	-	-	-	-
Corporate Social Responsibility Committee	-	11 th November, 2019	Yes	4	2	-

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	Yes
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes*
The Audit Committee has reviewed the Related Party Transactions for the Quarter and half year ended 30 th September, 2019.	
Note	
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 (Not Applicable)
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. There are no comments/ observations/advice of Board of Directors in the Report submitted and placed before the Board of Directors for the quarter and half year ended 30th September, 2019.

For Manaksia Steels Limited



Ajay Sharma

Company Secretary & Compliance Officer

Membership No.: A34079

