

# Uttam Galva Steels Limited

Registered Office : Uttam House, 69, P. D' Mello Road, Mumbai - 400 009.  
Tel. : +91-22-6656 3500 • Fax : +91-22-2348 5025  
CIN No.: L27104MH1985PLC035806  
Website : www.uttamgalva.com



6<sup>th</sup> October, 2016

To,

**BSE Limited.**

P.J. Towers,  
Dalal Street,  
Mumbai - 400001

**National Stock Exchange of India Limited**

Exchange Plaza, 5<sup>th</sup> Floor,  
Plot No. C/1, G Block,  
Bandra-Kurla Complex,  
Bandra (East)  
Mumbai - 400 051

Dear Sir/ Madam,

**Sub: Compliance with Regulation 27(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Please find enclosed herewith Quarterly Compliance Report on Corporate Governance for the quarter ended 30<sup>th</sup> September, 2016 in the prescribed format.

Thanking you,

Yours truly,

For **UTTAM GALVA STEELS LIMITED**

*R Agrawal*



**R Agrawal**  
**Compliance Officer**

Encl: As Above

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## ANNEXURE I

### FORMAT TO BE SUBMITTED BY LISTED ENTITY ON QUARTERLY BASIS

1. Name of Listed Entity: **UTTAM GALVA STEELS LIMITED**

2. Quarter ending : **30TH SEPTEMBER, 2016**

Title (Mr./Ms.)	Name of the Director	PAN & DIN	Category (Chairperson/Executive/ Non-Executive/ in dependent/ Nominee) <sup>6</sup>	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)	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)
Mr.	Rajinder Kumar Miglani	AABPM7288D 00286788	Chairperson/ Non-Executive	01.04.2015	NA	2	1	1
Mr.	Anuj R Miglani	AABPM6332L 00287097	Managing Director/ Executive	10.11.2015	NA	1	2	Nil
Mr.	O P Gahrotra	AAAPG7437M 00936696	Independent	01.04.2014	2 Years 6 Months	1	1	1
Mr.	R K Dubey	AFIPD3083M 03302782	Independent	30.10.2015	11 Months	1	1	Nil
Mrs.	Swarna Prabha Sukumar	AKRPS5427N 01327918	Independent	04.11.2014	1 Year 10 Months	1	2	1
Mr.	B L Khurana	AFWPK2592L 00671592	Independent	27.05.2016	4 Month	4	3	Nil
Mr.	Gurusharan Singh Sawhney	AELPS8980G 02335334	Executive	30.05.2014	NA	1	1	Nil

<sup>5</sup>PAN number of any director would not be displayed on the website of Stock Exchange

<sup>6</sup>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	Name of Committee members	Category (Chairperson/Executive/ Non-Executive/independent/Nominee) <sup>5</sup>
1. Audit Committee	Mr. O P Gahrotra Mrs. Swarna Prabha Sukumar Mr. B L Khurana Mr. R K Dubey	Independent Independent Independent Independent
2. Nomination & Remuneration Committee	Mr. O P Gahrotra Mrs. Swarna Prabha Sukumar Mr. B L Khurana	Independent Independent Independent
3. Risk Management Committee(if applicable)	NA	NA
4. Stakeholders Relationship Committee	Mrs. Swarna Prabha Sukumar Mr. Anuj R Miglani Mr. G S Sawhney	Independent Managing Director/ Executive Executive

<sup>5</sup> 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

Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Maximum gap between any two consecutive (in number of days)
27.05.2016	05.08.2016	70 days (excluding Date of Meeting)



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<b>IV. Meeting of Committees : 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>
05.08.2016	Yes	27.05.2016	70 days (excluding Date of Meeting)

\* 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

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 (wherever required)
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

- The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
- The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015
  - Audit Committee
  - Nomination & remuneration committee
  - Stakeholders relationship committee
  - Risk management committee (applicable to the top 100 listed entities)
- The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
- 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.
- This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of Board of Directors may be mentioned here:

For UTTAM GALVA STEELS LIMITED

R Agrawal  
 Compliance Officer



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## ANNEXURE III

**Format to be submitted by listed entity at the end of 6 months after end of financial year along-with second quarter report of next financial year**

### I Affirmations

Broad heading	Regulation Number	Compliance status (Yes/No/NA)
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

- 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.

For UTTAM GALVA STEELS LIMITED



*R Agrawal*

R Agrawal  
Compliance Officer