Corporate Governance 30092017.xlsm.html

General information about company				
Scrip code	513532			
Name of the entity	PRADEEP METALS LIMITED			
Date of start of financial year	01-04-2017			
Date of end of financial year	31-03-2018			
Reporting Quarter	Half Yearly			
Date of Report	30-09-2017			
Risk management committee	Not Applicable			

	Annexure I													
	Annexure I to be submitted by listed entity on quarterly basis													
						I. Composi	tion of Bo	oard of Dire	ctors					
-					Disclos	ure of notes	s on comp	osition of b	oard of d	irectors of	explanatory			
			Ι	s there any	y change in	information	of board	of directors	compare	e to previ	ous quarter	Yes		
Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of appointment in the current term	Date of cessation	Tenure of director (in months)	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)	Notes
1	Mr	Pradeep Goyal	AASPG9498G	00008370	Executive Director	Chairperson	MD	17-12-2014			4	6	2	
2	Mr	Omprakash Agarwal	AAOPA2258E	00022796	Non- Executive - Non Independent Director	Not Applicable		21-08-2017			1	1	1	
3	Mr	Dr. Kewal K. Nohria	AACPN8340G	00060015	Non- Executive - Non Independent Director	Not Applicable		11-09-2015			3	6	0	
4	Mrs	Neeru Goyal	ADKPG7980L	05017190	Non- Executive - Non Independent Director	Not Applicable		29-09-2016			1	0	0	

	Annexure I													
					Annexure			y listed ent	• •		basis			
Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors		Date of appointment in the current term	Directors	Tenure of director (in months)	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)	Notes
5	Mr	Suresh Vaidya	AABPV7590H	00220956	Non- Executive - Independent Director	Not Applicable		04-09-2014		60	2	2	0	
6	Mr	Raj kumar Mittal	AAFPM4499L	00020255	Non- Executive - Independent Director	Not Applicable		04-09-2014	29-08- 2017	36	2	2	2	Textual Information(2)
7	Mr	Jaidev Shroff	AALPS9283N	00191050	Non- Executive - Independent Director	Not Applicable		04-09-2014		60	5	0	0	
8	Mr	Jayavardhan Dhar Diwan	AIAPD9525H	01565319	Non- Executive - Independent Director	Not Applicable		13-05-2017		60	2	2	0	Textual Information(3)

	Text Block
Textual Information(1)	Mr. Raj Kumar Mittal resigned as a Director of the Company w.e.f. 29th August, 2017.
Textual Information(2)	Mr. Jayavardhan Dhar Diwan was appointed as an Additional Director in the Board Meeting held on 13th May, 2017. His appointment was approved by the shareholders at the 34th Annual General Meeting held on 21st August, 2017.

	Annexure 1					
		II. Comp	osition of Committees			
	Di	sclosure of notes on com	position of committees explanatory	Textual Informatio	n(1)	
	Is there any chang	ge in information of comr	nittees compare to previous quarter	Yes		
Sr	Name Of Committee	Name of Committee members	Category 1 of directors	Category 2 of directors	Name of other committee	
1	Audit Committee	Dr. Kewal K. Nohria	Non-Executive - Non Independent Director	Member		
2	Audit Committee	Mr. Suresh G. Vaidya	Non-Executive - Independent Director	Member		
3	Nomination and remuneration committee	Mr. Jayavardhan Dhar Diwan	Non-Executive - Independent Director	Chairperson		
4	Nomination and remuneration committee	Dr. Kewal K. Nohria	Non-Executive - Non Independent Director	Member		
5	Nomination and remuneration committee	Mr. Suresh G. Vaidya	Non-Executive - Independent Director	Member		
6	Corporate Social Responsibility Committee	Mrs. Neeru Goyal	Non-Executive - Non Independent Director	Chairperson		
7	Corporate Social Responsibility Committee	Mr. Jayavardhan Dhar Diwan	Non-Executive - Independent Director	Member		
8	Stakeholders Relationship Committee	Mr. Omprakash Agarwal	Non-Executive - Non Independent Director	Chairperson	_	
9	Stakeholders Relationship Committee	Dr. Kewal K. Nohria	Non-Executive - Non Independent Director	Member		
10	Stakeholders Relationship Committee	Mr. Suresh G. Vaidya	Non-Executive - Independent Director	Member		

Text Block						
	Mr. Raj Kumar Mittal, Chairman of Audit Committee and Member of Nomination and Remuneration Committee and Corporate Social Responsibility Committee resigned as a Director of the Company w.e.f. 29-Aug-2017.					
Textual Information(1)	Resultantly, he ceased to be the Member of the abovenamed Committees and hence in the Composition, we are giving names of the remaining Committee Members. After re-constitution of the Committees, we shall provide details of the new Committee Members.					

	Annexure 1						
An	Annexure 1						
III	III. Meeting of Board of Directors						
	Disclosure of notes on m						
Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)				
1	13-05-2017						
2		21-08-2017	99				

	Annexure 1							
IV.	Meeting of Co	ommittees						
				Disclo	sure of notes on meetin	g of committees explanatory		
Sr	Name of Committee	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Requirement of Quorum met (details)	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings (in number of days)	Name of other committee	
1	Audit Committee	21-08-2017	Yes	All (3) Directors were Present	13-05-2017	99		
2	Stakeholders Relationship Committee	21-08-2017	Yes	All (3) Directors were Present	13-05-2017	99		

	Annexure 1						
V. 1	V. Related Party Transactions						
Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non- compliance may be given here.				
1	Whether prior approval of audit committee obtained	Yes					
2	Whether shareholder approval obtained for material RPT	NA					
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes					

	Annexure 1						
VI	Affirmations						
Sr	r Subject						
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					
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes					
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes					
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 100 listed entities)	NA					
6	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					
7	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					
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes					

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	Annexure III						
Ar	Annexure III 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. A	Affirmations						
Sr	Broad heading	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.			
1	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				
2	Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes				
3	Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes				
4	Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes				

Signatory Details			
Name of signatory	Suchita Singh		
Designation of person	Company Secretary		
Place	Navi Mumbai		
Date	10-10-2017		