



Pradeep Metals Limited

Manufacturers of Precision Closed Die Forgings

January 14, 2016

The General Manager – Listing Compliance,
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai- 400001

Scrip Code: 513532

Sub: Submission of Corporate Governance Report of Pradeep Metals Limited for the Quarter ended: December 2015 under Regulation 27(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir,

In terms of Regulation 27(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we wish to submit the below details with respect to Corporate Governance Report for the quarter ended 31st December, 2015.

Request you to kindly take it on record.

For Pradeep Metals Limited

Authorised Signatory

Attached: Corporate Governance Report for the quarter ended December, 2015

Corporate Governance Report

[Regulation 27(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

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General Information about Company

Scrip Code	513532
Name of the Company	Pradeep Metals Limited
Reporting Quarter	December 2015
Date of Report	January 14, 2016
Risk Management Committee	Yes

At 



Annexure I (Composition of Board of Directors)

Sr	Name of the Director	PAN	DIN	Category (Chairperson/ Executive/Non-Executive/ Independent/ Nominee)	Date of Appt. in current term	Date of Cessation	Tenure of Director (in months)	No of Directorship in Listed entities including this listed entity	Number of Memberships in Audit Committee (AC)/Stakeholder Committee (SC) including this entity			Number of Post of Chairperson in Audit/Stakeholder Committee held in listed entities including this entity		
									AC	SC	Total	AC	SC	Total
1	Mr. Pradeep Goyal	AASPG9498G	00008370	Chairman & MD	17.12.2014	N.A.	36 months	4	3	3	6	1	1	2
2	Mr. Omprakash Agarwal	AAOPA2258E	00022796	Non-Executive Director	04.09.2014	N.A.	Director liable to retire by rotation	1	-	1	1	-	1	1
3	Dr. Kewal K. Nohria	AACP8340G	00060015	Non-Executive Director	11.09.2015	N.A.	Director liable to retire by rotation	4	3	3	6	1	1	2
4	Mrs. Neeru Goyal	ADKPG7980L	05017190	Non-Executive Woman Director	08.08.2013	N.A.	Director liable to retire by rotation	1	-	-	-	-	-	-

Attn: Finance



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5	Mr. Suresh G. Vaidya	AABPV7590H	00220956	Independent Director	04.09.2014	N.A.	60 months	2	1	-	1	-	-	-
6	Mr. Raj Kumar Mittal	AAFPMA4499L	00020255	Independent Director	04.09.2014	N.A.	60 months	2	2	-	2	1	-	1
7	Mr. Rajeev Mehrotra	AADPM8569P	00198137	Independent Director	04.09.2014	N.A.	60 months	Nil	-	-	-	-	-	-
8	Mr. Jaidev Shroff	AALPS9283N	00191050	Independent Director	04.09.2014	N.A.	60 months	6	1	-	-	-	-	-

As per



Annexure II (Composition of Committees)

Sr	Name of the Committee	Name of the Committee Members	Category (Chairperson/ Executive/ Non-Executive/ Independents/ Nominee)
1	Audit Committee	Mr. Raj Kumar Mittal Dr. Kewal K. Nohria Mr. Suresh G. Vaidya	Chairperson- Independent Director Non-Executive Director Independent Director
2	Shareholders'/Stakeholders' relationship Committee	Mr. Omprakash Agarwal Dr. Kewal K. Nohria Mr. Suresh G. Vaidya	Chairperson- Non-Executive Director Non-Executive Director Independent Director
3	Nomination & Remuneration Committee	Mr. Rajeev Mehrotra Mr. Raj Kumar Mittal Dr. Kewal K. Nohria Mr. Suresh G. Vaidya	Chairperson- Independent Director Independent Director Non-Executive Director Independent Director
4	CSR Committee	Mrs. Neeru Goyal Mr. Rajeev Mehrotra Mr. Raj Kumar Mittal	Chairperson- Non-Executive Director Independent Director Independent Director
5	Risk Management Committee	Mr. Pradeep Goyal Mr. Rajeev Mehrotra Mr. Raj Kumar Mittal Dr. Kewal K. Nohria	Chairperson- Managing Director Independent Director Independent Director Non-Executive Director

Mr. Goyal



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Annexure III (Meeting of Board of Directors)

Sr. No	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 meetings (in number of days)
1	03.07.2015	Q3 (Oct-Dec. 2015) 07.11.2015	88 days
2	10.08.2015		

For G.M.



Annexure IV (Meeting of Committees)

Sr. No	Name of Committee	Date(s) of meeting of the Committee in the relevant quarter	Whether requirement of the Quorum met (Yes/No)	Requirement of Quorum of met (details)	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings (in no of days)
1	Audit Committee	07.11.2015	Yes	-	03.07.2015 10.08.2-15	- 88 days
2	Shareholders'/Stakeholders' relationship Committee	07.11.2015	Yes	-	Nil	182 days (08.05.2015-07.11.2015)
3	CSR Committee	07.11.2015	Yes	-	03.07.2015	126 days

Am Sir



Annexure 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	Yes	-
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	-
	Any other information to be provided	-	

For Sign



Pradeep Metals Limited-
Corporate Governance Report under Regulation 27(2) of SEBI (LODR) Regulations, 2015 for quarter ended 31st December, 2015

Annexure VI (Affirmations)

Sr. No	Subject	Compliance Status (Yes/No)	Notes
1	The composition of Board of Directors is in terms of SEBI (Listing Regulations and disclosures requirements) Regulations, 2015	Yes	-
2	The composition of following committee is in terms of SEBI (Listing Regulations and disclosures requirements) Regulations, 2015 a. Audit Committee	Yes	-
3	The composition of following committee is in terms of SEBI (Listing Regulations and disclosures requirements) Regulations, 2015 a. Nomination & Remuneration Committee	Yes	-
4	The composition of following committee is in terms of SEBI (Listing Regulations and disclosures requirements) Regulations, 2015 a. Stakeholders relationship Committee	Yes	-
5	The composition of following committee is in terms of SEBI (Listing Regulations and disclosures requirements) Regulations, 2015 a. Risk Management Committee (applicable to the top 100 listed entities)	Yes	-
6	The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing Regulations and disclosures 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 Regulations and disclosures requirements) Regulations, 2015	No	-
8	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 her:	No	This report shall be placed before the board of Directors in its proposed Meeting to be held in the month of February 2016.

Mr. S. J. S.

