

Home

Validate

| General information about company |                        |
|-----------------------------------|------------------------|
| Scrip code                        | 513532                 |
| Name of the entity                | PRADEEP METALS LIMITED |
| Date of start of financial year   | 01-04-2016             |
| Date of end of financial year     | 31-03-2017             |
| Reporting Quarter                 | Yearly                 |
| Date of Report                    | 31-03-2017             |
| Risk management committee         | Not Applicable         |

Enter the quarter ended date only

Prev

Next

[Home](#)[Validate](#)

## Annexure I

Annexure I to be submitted by listed entity on quarterly basis

## I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory

[Add Notes](#)

Is there any change in information of board of directors compare to previous 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 |
|----|-----------------|----------------------|------------|------------------------|--|-------------------------|-------------------------|---|-------------------|--------------------------------|--|---|--|-------|
|    |                 | <a href="#">Add</a>  |            | <a href="#">Delete</a> |  |                         |                         |   |                   |                                |  |   |  |       |
| 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          |                         | 04-09-2014                              |                   |                                | 1  | 1   | 1  |       |
| 3  | Mr              | Kewal K. Nohria      | AACPN8340G | 00060015               | Non-Executive - Non Independent Director | Not Applicable          |                         | 11-09-2015                              |                   |                                | 8  | 6   | 2  |       |
| 4  | Mrs             | Neeru Goyal          | ADKPG7980L | 05017190               | Non-Executive - Non Independent Director | Not Applicable          |                         | 08-08-2013                              |                   |                                | 1  | 0   | 0  |       |
| 5  | Mr              | Suresh G. Vaidya     | AABPV7590H | 00220956               | Non-Executive - Independent Director     | Not Applicable          |                         | 04-09-2014                              |                   | 60                             | 2  | 3   | 1  |       |
| 6  | Mr              | Raj Kumar Mittal     | AAFPM4499L | 00020255               | Non-Executive - Independent Director     | Not Applicable          |                         | 04-09-2014                              |                   | 60                             | 2  | 2   | 2  |       |
| 7  | Mr              | Jaidev Shroff        | AALPS9283N | 00191050               | Non-Executive - Independent Director     | Not Applicable          |                         | 04-09-2014                              |                   | 60                             | 7  | 1   | 0  |       |
| 8  | Mr              | Rajeev Mehrotra      | AADPM8569P | 00198137               | Non-Executive - Independent Director     | Not Applicable          |                         | 04-09-2014                              | 27-03-2017        | 31                             | 1  | 0   | 0  | 17    |

[Prev](#)[Next](#)

[Home](#)[Validate](#)

## Annexure 1

## II. Composition of Committees

Disclosure of notes on composition of committees explanatory

[Add Notes](#)

Is there any change in information of committees 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   |
|----|---|---------------------------|--|---|---------------------------|
|    |   | <a href="#">Add</a>       | <a href="#">Delete</a>                   | Enter only one committee member name in one row |                           |
| 1  | Nomination and remuneration committee     | Dr. Kewal K. Nohria       | Non-Executive - Non Independent Director | Member  |                           |
| 2  | Nomination and remuneration committee     | Mr. Suresh G. Vaidya      | Non-Executive - Independent Director     | Member  |                           |
| 3  | Nomination and remuneration committee     | Mr. Raj Kumar Mittal      | Non-Executive - Independent Director     | Member  |                           |
| 4  | Corporate Social Responsibility Committee | Mrs. Neeru Goyal          | Non-Executive - Non Independent Director | Chairperson                                     |                           |
| 5  | Corporate Social Responsibility Committee | Mr. Raj Kumar Mittal      | Non-Executive - Independent Director     | Member  |                           |
| 6  | Other Committee                           | Mr. Pradeep Goyal         | Executive Director                       | Chairperson                                     | Risk Management Committee |
| 7  | Other Committee                           | Dr. Kewal K. Nohria       | Non-Executive - Non Independent Director | Member  | Risk Management Committee |
| 8  | Other Committee                           | Mr. Raj Kumar Mittal      | Non-Executive - Independent Director     | Member  | Risk Management Committee |
| 9  | Audit Committee                           | Mr. Raj Kumar Mittal      | Non-Executive - Independent Director     | Chairperson                                     |                           |
| 10 | Audit Committee                           | Dr. Kewal K. Nohria       | Non-Executive - Non Independent Director | Member  |                           |
| 11 | Audit Committee                           | Mr. Suresh G. Vaidya      | Non-Executive - Independent Director     | Member  |                           |
| 12 | Stakeholders Relationship Committee       | Mr. Omprakash Agarwal     | Non-Executive - Non Independent Director | Chairperson                                     |                           |
| 13 | Stakeholders Relationship Committee       | Dr. Kewal K. Nohria       | Non-Executive - Non Independent Director | Member  |                           |
| 14 | Stakeholders Relationship Committee       | Mr. Suresh G. Vaidya      | Non-Executive - Independent Director     | Member  |                           |

[Prev](#)[Next](#)

[Home](#)[Validate](#)

### Annexure 1

#### III. Meeting of Board of Directors

Disclosure of notes on meeting of board of directors explanatory

[Add Notes](#)

| Sr | Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order) | Maximum gap between any two consecutive (in number of days) |
|----|---|---|
|----|---|---|

[Add](#)[Delete](#)

1

08-11-2016

2

24-01-2017

76

[Prev](#)[Next](#)

[Home](#)[Validate](#)

## Annexure 1

## IV. Meeting of Committees

Disclosure of notes on meeting of committees explanatory

[Add Notes](#)

| 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                           | 24-01-2017  | Yes  | All Directors (3) were present      | 08-11-2016  | 76   |                               |
| 2  | Nomination and remuneration committee     | 24-01-2017  | Yes  | All Directors (4) were present      |   |  |                               |
| 3  | Stakeholders Relationship Committee       | 24-01-2017  | Yes  | All Directors (3) were present      |   |  |                               |
| 4  | Corporate Social Responsibility Committee | 24-01-2017  | Yes  | All Directors (3) were present      |   |  |                               |
| 5  | Other Committee                           | 16-03-2017  | Yes  | All Directors (4) were present      |   |  | Risk Management Committee     |
| 6  | Other Committee                           | 16-03-2017  | Yes  | All Directors (4) were present      |   |  | Independent Directors Meeting |

[Add](#)[Delete](#)[Prev](#)[Next](#)

[Home](#)[Validate](#)

## Annexure 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   | Yes                           |  |
| 3  | Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee | Yes                           |  |
| Disclosure of notes on related party transactions              |  |                               | <a href="#">Add Notes</a>                                      |
| Disclosure of notes of material transaction with related party |  |                               | <a href="#">Add Notes</a>                                      |

[Prev](#)[Next](#)

[Home](#)[Validate](#)

## Annexure 1

## VI. Affirmations

| Sr | Subject   | Compliance status (Yes/No) |
|----|---|----------------------------|
| 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<br>a. Audit Committee  | Yes                        |
| 3  | The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015.<br>b. Nomination & remuneration committee                                   | Yes                        |
| 4  | The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015.<br>c. Stakeholders relationship committee                                   | Yes                        |
| 5  | The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015.<br>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                        |
| 9  | Any comments/observations/advice of Board of Directors may be mentioned here:   | <a href="#">Add Notes</a>  |

[Prev](#)[Next](#)

[Home](#)[Validate](#)

## Annexure II

## Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)

## I. Disclosure on website in terms of Listing Regulations

| Sr | Item  | Compliance status | If status is "No" details of non-compliance may be given here. | Web address           |
|----|---|-------------------|--|-----------------------|
| 1  | Details of business   | Yes               |  | www.pradeepmetals.com |
| 2  | Terms and conditions of appointment of independent directors  | Yes               |  | www.pradeepmetals.com |
| 3  | Composition of various committees of board of directors   | Yes               |  | www.pradeepmetals.com |
| 4  | Code of conduct of board of directors and senior management personnel   | Yes               |  | www.pradeepmetals.com |
| 5  | Details of establishment of vigil mechanism/ Whistle Blower policy  | Yes               |  | www.pradeepmetals.com |
| 6  | Criteria of making payments to non-executive directors  | Yes               |  | www.pradeepmetals.com |
| 7  | Policy on dealing with related party transactions   | Yes               |  | www.pradeepmetals.com |
| 8  | Policy for determining 'material' subsidiaries  | NA                |  |                       |
| 9  | Details of familiarization programmes imparted to independent directors   | Yes               |  | www.pradeepmetals.com |
| 10 | Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances | Yes               |  | www.pradeepmetals.com |
| 11 | email address for grievance redressal and other relevant details  | Yes               |  | www.pradeepmetals.com |
| 12 | Financial results   | Yes               |  | www.pradeepmetals.com |
| 13 | Shareholding pattern  | Yes               |  | www.pradeepmetals.com |
| 14 | Details of agreements entered into with the media companies and/or their associates   | NA                |  |                       |
| 15 | New name and the old name of the listed entity  | NA                |  |                       |
| 16 | Disclosure of notes on website in terms of Listing Regulations explanatory [Text Block]   |                   | <a href="#">Add Notes</a>                                      |                       |

[Prev](#)[Next](#)

[Home](#)[Validate](#)

## Annexure II

## II. Annual Affirmations

| Sr                                   | Particulars   | Regulation Number       | Compliance status (Yes/No/NA) | If status is "No" details of non-compliance may be given here. |
|--------------------------------------|---|-------------------------|-------------------------------|--|
| 1                                    | Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility' | 16(1)(b) & 25(6)        | Yes                           |  |
| 2                                    | Board composition   | 17(1)                   | Yes                           |  |
| 3                                    | Meeting of Board of directors   | 17(2)                   | Yes                           |  |
| 4                                    | Review of Compliance Reports  | 17(3)                   | Yes                           |  |
| 5                                    | Plans for orderly succession for appointments   | 17(4)                   | Yes                           |  |
| 6                                    | Code of Conduct   | 17(5)                   | Yes                           |  |
| 7                                    | Fees/compensation   | 17(6)                   | Yes                           |  |
| 8                                    | Minimum Information   | 17(7)                   | Yes                           |  |
| 9                                    | Compliance Certificate  | 17(8)                   | Yes                           |  |
| 10                                   | Risk Assessment & Management  | 17(9)                   | Yes                           |  |
| 11                                   | Performance Evaluation of Independent Directors   | 17(10)                  | Yes                           |  |
| 12                                   | Composition of Audit Committee  | 18(1)                   | Yes                           |  |
| 13                                   | Meeting of Audit Committee  | 18(2)                   | Yes                           |  |
| 14                                   | Composition of nomination & remuneration committee  | 19(1) & (2)             | Yes                           |  |
| 15                                   | Composition of Stakeholder Relationship Committee   | 20(1) & (2)             | Yes                           |  |
| 16                                   | Composition and role of risk management committee   | 21(1),(2),(3),(4)       | Yes                           |  |
| 17                                   | Vigil Mechanism   | 22                      | Yes                           |  |
| 18                                   | Policy for related party Transaction  | 23(1),(5),(6),(7) & (8) | Yes                           |  |
| 19                                   | Prior or Omnibus approval of Audit Committee for all related party transactions                                   | 23(2), (3)              | Yes                           |  |
| 20                                   | Approval for material related party transactions  | 23(4)                   | Yes                           |  |
| 21                                   | Composition of Board of Directors of unlisted material Subsidiary   | 24(1)                   | NA                            |  |
| 22                                   | Other Corporate Governance requirements with respect to subsidiary of listed entity                               | 24(2),(3),(4),(5) & (6) | Yes                           |  |
| 23                                   | Maximum Directorship & Tenure   | 25(1) & (2)             | Yes                           |  |
| 24                                   | Meeting of independent directors  | 25(3) & (4)             | Yes                           |  |
| 25                                   | Familiarization of independent directors  | 25(7)                   | Yes                           |  |
| 26                                   | Memberships in Committees   | 26(1)                   | Yes                           |  |
| 27                                   | Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel | 26(3)                   | Yes                           |  |
| 28                                   | Disclosure of Shareholding by Non-Executive Directors   | 26(4)                   | Yes                           |  |
| 29                                   | Policy with respect to Obligations of directors and senior management   | 26(2) & 26(5)           | Yes                           |  |
| Any other information to be provided |   |                         |                               | <a href="#">Add Notes</a>                                      |

[Prev](#)[Next](#)

Home

Validate

### Annexure II

#### III. Affirmations

| Sr                                   | Particulars  | Compliance status<br>(Yes/No/NA) |
|--------------------------------------|--|----------------------------------|
| 1                                    | The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied | NA                               |
| Any other information to be provided |  | <a href="#">Add Notes</a>        |

Prev

Next

[Home](#)[Validate](#)

### Signatory Details

|                       |                   |
|-----------------------|-------------------|
| Name of signatory     | SUCHITA SINGH     |
| Designation of person | Company Secretary |
| Place                 | Navi Mumbai       |
| Date                  | 13-04-2017        |

[Prev](#)