

General information about company	
Scrip code	513532
NSE Symbol	NOT LISTED
MSEI Symbol	NOT LISTED
ISIN	INE770A01010
Name of the entity	Pradeep Metals Limited
Date of start of financial year	01-04-2022
Date of end of financial year	31-03-2023
Reporting Quarter	Yearly
Date of Report	31-03-2023
Risk management committee	Not Applicable
Market Capitalisation as per immediate previous Financial Year	Top 2000 listed entities

Annexure I

Annexure I to be submitted by listed entity on quarterly basis

I. Composition of Board of Directors

Composition of board of directors explanatory																				
Whether the listed entity has a Regular Chairperson					Yes															
Whether Chairperson is related to MD or CEO					Yes	Disqualification of Directors under section 164 of the Companies Act, 2013														
DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	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 Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of Chairpersons in Audit Stakeholder Committee held by this listed entity (Refer Regulation 26(1) of Listing Regulations)	
498G	00008370	Executive Director	Chairperson	MD	20-11-1955	No				Active	NA	12-08-1983	17-12-2020			3	2	4	2	
340G	00060015	Non-Executive - Non Independent Director	Not Applicable		10-01-1932	No				Active	Yes	25-09-2020	14-04-2008	25-09-2020		1	0	2	0	
980L	05017190	Non-Executive - Non Independent Director	Not Applicable		07-09-1958	No				Active	NA	29-01-2009	13-08-2021			1	0	0	0	
61E	08786430	Non-Executive - Non Independent Director	Not Applicable		17-08-1984	No				Active	NA	25-09-2020	30-07-2022			1	0	0	0	

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory

Whether the listed entity has a Regular Chairperson

√	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	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 Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of Chairpe in Au Stakehc Comm held liste entiti includ this lis entity (I Regula 26(1) Listin Regulat
7590H	00220956	Non-Executive - Independent Director	Not Applicable		01-04-1939	No				Active	Yes	10-08-2019	24-06-2005	10-08-2019		60	2	2	3	0
525H	01565319	Non-Executive - Independent Director	Not Applicable		24-12-1964	No				Active	NA		13-05-2017	12-05-2022		60	1	1	1	0
7397F	07969734	Non-Executive - Independent Director	Not Applicable		15-02-1981	No				Active	NA		10-11-2017	09-11-2022		60	1	1	1	1
5390A	06962408	Non-Executive - Independent Director	Not Applicable		03-08-1973	No				Active	NA		28-12-2018			60	1	1	2	1

Audit Committee Details							
Whether the Audit Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	07969734	Kartick Maheshwari	Non-Executive - Independent Director	Chairperson	10-11-2017		
2	00060015	Kewal Krishan Nohria	Non-Executive - Non Independent Director	Member	25-09-2020		
3	00220956	Suresh Gopal Vaidya	Non-Executive - Independent Director	Member	10-08-2019		
4	01565319	Jayavardhan Dhar Diwan	Non-Executive - Independent Director	Member	13-05-2017		
5	06962408	Nandita Nagpal Vohra	Non-Executive - Independent Director	Member	12-05-2022		

Nomination and remuneration committee							
Whether the Nomination and remuneration committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	01565319	Jayavardhan Dhar Diwan	Non-Executive - Independent Director	Chairperson	13-05-2017		
2	00220956	Suresh Gopal Vaidya	Non-Executive - Independent Director	Member	10-08-2019		
3	00060015	Kewal Krishan Nohria	Non-Executive - Non Independent Director	Member	25-09-2020		
4	07969734	Kartick Maheshwari	Non-Executive - Independent Director	Member	10-11-2017		

Stakeholders Relationship Committee							
Whether the Stakeholders Relationship Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	06962408	Nandita Nagpal Vohra	Non-Executive - Independent Director	Chairperson	04-02-2020		
2	00060015	Kewal Krishan Nohria	Non-Executive - Non Independent Director	Member	25-09-2020		
3	00220956	Suresh Gopal Vaidya	Non-Executive - Independent Director	Member	10-08-2019		

Other Committee						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks

Annexure 1

Annexure 1

III. Meeting of Board of Directors

Disclosure of notes on meeting of board of directors explanatory								
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)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Number of Directors present* (All directors including Independent Director)	No. of Independent Directors attending the meeting*
1	10-11-2022				Yes	8	8	4
2		03-02-2023	84		Yes	8	8	4

Annexure 1

IV. Meeting of Committees

Disclosure of notes on meeting of committees explanatory										
Sr	Name of Committee	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)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
1	Audit Committee	10-11-2022				Yes	5	5	4	0
2	Audit Committee	03-02-2023	84			Yes	5	5	4	0
3	Stakeholders Relationship Committee	03-02-2023				Yes	3	3	2	0

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	No	Since transaction with wholly owned subsidiary shareholders approval not required
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	

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 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 1000 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

Annexure 1

Sr	Subject	Compliance status
1	Name of signatory	Abhishek Joshi
2	Designation	Company Secretary and Compliance Officer

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 (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
1	Details of business	Yes		https://www.pradeepmetals.com/about-us/
2	Terms and conditions of appointment of independent directors	Yes		https://www.pradeepmetals.com/our-team/
3	Composition of various committees of board of directors	Yes		https://www.pradeepmetals.com/our-team/
4	Code of conduct of board of directors and senior management personnel	Yes		https://www.pradeepmetals.com/policies/
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		https://www.pradeepmetals.com/policies/
6	Criteria of making payments to non-executive directors	Yes		https://www.pradeepmetals.com/policies/
7	Policy on dealing with related party transactions	Yes		https://www.pradeepmetals.com/policies/
8	Policy for determining 'material' subsidiaries	Yes		https://www.pradeepmetals.com/policies/
9	Details of familiarization programmes imparted to independent directors	Yes		https://www.pradeepmetals.com/corporate-governance/

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 (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		https://www.pradeepmetals.com/contact-us/
11	email address for grievance redressal and other relevant details	Yes		https://www.pradeepmetals.com/contact-us/
12	Financial results	Yes		https://www.pradeepmetals.com/financial-reports/
13	Shareholding pattern	Yes		https://www.pradeepmetals.com/quarterly-disclosures/
14	Details of agreements entered into with the media companies and/or their associates	NA		
15	Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or institutional investors simultaneously with submission to stock exchange	NA		
16	New name and the old name of the listed entity	NA		
17	Advertisements as per regulation 47 (1)	Yes		https://www.pradeepmetals.com/announcements/
18	Credit rating or revision in credit rating obtained	Yes		https://www.pradeepmetals.com/announcements/
19	Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	Yes		https://www.pradeepmetals.com/financial-reports/
20	Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes		https://www.pradeepmetals.com/disclosure-under-regulation-46-sebi-lodr/
21	Materiality Policy as per Regulation 30	Yes		https://www.pradeepmetals.com/policies/
22	Dividend Distribution policy as per Regulation 43A (as applicable)	Yes		https://www.pradeepmetals.com/policies/
23	It is certified that these contents on the website of the listed entity are correct	Yes		https://www.pradeepmetals.com/

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), 17(1A) & 17(1B)	Yes	
3	Meeting of Board of directors	17(2)	Yes	
4	Quorum of Board meeting	17(2A)	Yes	
5	Review of Compliance Reports	17(3)	Yes	
6	Plans for orderly succession for appointments	17(4)	Yes	
7	Code of Conduct	17(5)	Yes	
8	Fees/compensation	17(6)	Yes	
9	Minimum Information	17(7)	Yes	
10	Compliance Certificate	17(8)	Yes	

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.
11	Risk Assessment & Management	17(9)	Yes	
12	Performance Evaluation of Independent Directors	17(10)	Yes	
13	Recommendation of Board	17(11)	Yes	
14	Maximum number of Directorships	17A	Yes	
15	Composition of Audit Committee	18(1)	Yes	
16	Meeting of Audit Committee	18(2)	Yes	
17	Composition of nomination & remuneration committee	19(1) & (2)	Yes	
18	Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes	
19	Meeting of Nomination and Remuneration Committee	19(3A)	Yes	
20	Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	Yes	

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.
21	Meeting of Stakeholders Relationship Committee	20(3A)	Yes	
22	Composition and role of risk management committee	21(1),(2),(3),(4)	NA	
23	Meeting of Risk Management Committee	21(3A)	NA	
24	Vigil Mechanism	22	Yes	
25	Policy for related party Transaction	23(1),(1A),(5),(6), (7) & (8)	Yes	
26	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
27	Approval for material related party transactions	23(4)	Yes	
28	Disclosure of related party transactions on consolidated basis	23(9)	Yes	
29	Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA	
30	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	NA	

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.
31	Annual Secretarial Compliance Report	24(A)	Yes	
32	Alternate Director to Independent Director	25(1)	NA	
33	Maximum Tenure	25(2)	Yes	
34	Meeting of independent directors	25(3) & (4)	Yes	
35	Familiarization of independent directors	25(7)	Yes	
36	Declaration from Independent Director	25(8) & (9)	Yes	
37	D & O Insurance for Independent Directors	25(10)	Yes	
38	Memberships in Committees	26(1)	Yes	
39	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
40	Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes	
41	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
	Any other information to be provided - Add Notes			

Annexure II

1	Name of signatory	Abhishek Joshi
2	Designation	Company Secretary and Compliance Officer

Annexure II

III. Affirmations

Sr	Particulars	Compliance status (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	Yes
	Any other information to be provided	Textual Information(1)

Text Block

Textual Information(1)

The Company has an approved Material Subsidiary Policy. However, the Subsidiaries of the Company being incorporated outside India, Corporate Governance requirements under SEBI LODR are not applicable to it.

Annexure II

1	Name of signatory	Abhishek Joshi
2	Designation	Company Secretary and Compliance Officer

Additional Half yearly Disclosure			
Applicability of disclosure	Applicable		
Reason for Non Applicability	Textual Information(1)		
I. Disclosure of Loans/ guarantees/comfort letters /securities etc.refer note below			
(A)Any loan or any other form of debt advanced by the listed entity directly or indirectly to			
Entity	Aggregate amount advanced during six months	Balance outstanding at the end of six months	
Promoter or any other entity controlled by them	2343000	233362800	
Promoter Group or any other entity controlled by them	0	0	
Directors (including relatives) or any other entity controlled by them	0	0	
KMPs or any other entity controlled by them	0	0	
(B) Any guarantee / comfort letter (by whatever name called) provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed By			
Entity	Type (guarantee, comfort letter etc.)	Aggregate amount of issuance during six months	Balance outstanding at the end of six months(taking into account any invocation)
Promoter or any other entity controlled by them	Corporate Guarantee	-30487050	123255000
Promoter Group or any other entity controlled by them	0	0	0
Directors (including relatives) or any other entity controlled by them	0	0	0
KMPs or any other entity controlled by them	0	0	0
(C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by			
Entity	Type of security (cash, shares etc.)	Aggregate value of security provided during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them	0	0	0
Promoter Group or any other entity controlled by them	0	0	0

Directors (including relatives) or any other entity controlled by them	0	0	0
KMPs or any other entity controlled by them	0	0	0
(D) Additional Information			Textual Information(2)
II. Affirmations			
Affirmations		Compliance Status	Company Remarks
All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to promoter(s), promoter group, director(s) (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them are in the economic interest of the company.		Yes	Textual Information(3)
Name	Kavita Ojha		
Designation	CFO		
Place	Navi Mumbai		
Date	20-04-2023		

Signatory Details

Name of signatory	Abhishek Joshi
Designation of person	Company Secretary and Compliance Officer
Place	Navi Mumbai
Date	20-04-2023

