

Corporate Governance

SUNFLAG IRON	
Scrip Code :500404	Quarter Ending : September 2016

Annexure 1

Composition of Board of Directors

Title	Name of the Director	Category	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	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity
Mr	E. R. C. SHEKAR	Non-Executive - Independent Director	26 Sep 2014	-	36	2	2	2
Mr	JAYESH M. PARMAR	Non-Executive - Independent Director	26 Sep 2014	-	36	1	1	0
Mr	KUMAR JITENDRA SINGH	Non-Executive - Independent Director	26 Sep 2014	-	36	2	2	0
Mr	P. B. BHARDWAJ	Non-Executive - Non Independent Director,Chairperson	12 Sep 1984	-	-	1	0	0
Mr	PRANAV RAVI BHUSHAN BHARDWAJ	Executive Director,MD	03 Feb 2000	-	-	1	1	0
Mr	RAVI BHUSHAN BHARDWAJ	Non-Executive - Non Independent Director	01 Oct 1998	-	-	1	1	0
Mr	S. GAJENDRAN	Non-Executive - Independent Director	26 Sep 2014	-	36	2	4	2
Mr	SURENDRA KUMAR GUPTA	Executive Director,MD	21 May 2007	-	-	1	1	0
Mr	VINOD KUMARR KAPUR	Non-Executive - Non Independent Director	08 Feb 2016	-	-	1	0	0
Mrs	NEELAM KOTHARI	Non-Executive - Independent Director	29 Sep 2015	-	60	1	1	0

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Composition Of Committee

Audit Committee

Name of Committee members	Category
DR. E.R.C. SHEKAR	Non-Executive - Independent Director,Chairperson
MR. JAYESH M PARMAR	Non-Executive - Independent Director,Member
MR. K.J. SINGH	Non-Executive - Independent Director,Member
MR. S. GAJENDRAN	Non-Executive - Independent Director,Member
MRS. NEELAM KOTHARI	Non-Executive - Independent Director,Member

Corporate Social Responsibility Committee

Name of Committee members	Category
DR. E.R.C. SHEKAR	Non-Executive - Independent Director,Member
MR. JAYESH M PARMAR	Non-Executive - Independent Director,Member
MR. RAVI BHUSHAN BHARDWAJ	Non-Executive - Non Independent Director,Chairperson
MR. SURENDRA KUMAR GUPTA	Executive Director,Member

Nomination and remuneration committee

Name of Committee members	Category
DR. E.R.C. SHEKAR	Non-Executive - Independent Director,Chairperson
MR. JAYESH M PARMAR	Non-Executive - Independent Director,Member
MR. RAVI BHUSHAN BHARDWAJ	Non-Executive - Non Independent Director,Member
MR. S. GAJENDRAN	Non-Executive - Independent Director,Member

Risk Management Committee	
Name of Committee members	Category
DR. E.R.C. SHEKAR	Non-Executive - Independent Director, Chairperson
MR. JAYESH M PARMAR	Non-Executive - Independent Director, Member
MR. SURENDRA KUMAR GUPTA	Executive Director, Member

Stakeholders Relationship Committee	
Name of Committee members	Category
DR. E.R.C. SHEKAR	Non-Executive - Independent Director, Chairperson
MR. PRANAV BHARDWAJ	Executive Director, Member
MR. RAVI BHUSHAN BHARDWAJ	Non-Executive - Non Independent Director, Member
MR. S. GAJENDRAN	Non-Executive - Independent Director, Member
MR. SURENDRA KUMAR GUPTA	Executive Director, Member

Annexure 1

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 meeting (in number of days)
28 May 2016	-	0
-	19 Aug 2016	82

Annexure 1

Meeting Of Committees

Name of Committee	Date(s) of meeting of the committee in the relevant quarter	Whether 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)
Audit Committee	19 Aug 2016	-	28 May 2016	82
Nomination and remuneration committee	-	-	28 May 2016	0
Corporate Social Responsibility Committee	19 Aug 2016	-	28 May 2016	82
Stakeholders Relationship Committee	19 Aug 2016	-	28 May 2016	82

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Related Party Transactions

Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance
Whether prior approval of audit committee obtained	NA	-
Whether shareholder approval obtained for material RPT	NA	-
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by audit committee	NA	-

Annexure 1

Affirmations

Subject	Compliance status (Yes/No)
The composition of board of directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
The composition of audit committee is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
The composition of the nomination and remuneration committee is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
The composition of the stakeholders relationship committee is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
The composition of the risk management committee is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
The committee members have been made aware of their powers, role and responsibilities as specified in of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
The meetings of the board of directors and the above committees have been conducted in the manner as specified SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes

Signatory Details

Name of signatory	CS Pranab Panigrahi
Designation of person	Company Secretary

Annexure 3

Broad heading	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance
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)	No	Due to health issue, Dr ERC Shekar, Chairman of the Audit Committee was unable to attend the 30th Annual General Meeting of the Company held on 23-09-2016.
Presence of chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	No	Due to health issue, Dr ERC Shekar, Chairman of the Nomination and Remuneration Committee was unable to attend the 30th Annual General Meeting of the Company held on 23-09-2016.
Whether corporate governance report disclosed in annual report	34(3) read with para C of Schedule V	Yes	-

Signatory Details

Name of signatory	CS Pranab Panigrahi
Designation of person	Company Secretary