

# Star Ferro and Cement Limited

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E-mail : info@starferrocement.com, Website : www.starferrocement.com, CIN : L27310ML2011PLC008564

Date: July 11, 2016

To,  
The Listing Department,  
National Stock Exchange of India Limited  
Exchange Plaza, C-1, Block-G  
Bandra Kurla complex, Bandra-East  
Mumbai-400 051  
Stock code: SFCL

BSE Limited  
Phiroze Jeejeebhoy Towers  
Dalal Street  
Mumbai-400 001  
Stock code: 536666

Dear Sir(s),

Sub: Regulation 27(2): Compliance Report on Corporate Governance

Pursuant to Regulation 27(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed the Compliance report on Corporate Governance for the Quarter ended 30<sup>th</sup> June, 2016.

This is for your information and record.

Thanking you,  
For Star Ferro and Cement Limited



Debabrata Thakurta  
(Company Secretary)



Encl. As stated

## Quarterly Compliance report on Corporate Governance

Name of Listed Entity      Star Ferro and Cement Limited  
 Quarter ending              30th June, 2016

Composition of Board of Directors									
I	Title (Mr./ Ms)	Name of the Director	PANs & DIN	Category (Chairperson /Executive/Non - Executive/Independent/ Nominee)&	Date of Appointment in the current term/ cessation	Tenure*	No. of Directorship in listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulations)	No. of memberships in Audit/ Stakeholders' Relationship Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of Post of Chairperson in Audit/Stakeholder Committee held in this listed entity (Refer Regulation 26(1) of Listing Regulations)
Mr	Sajjan Bhajanka		PAN : ACAPB0486F DIN : 00246043	Chairperson - Non Executive	10.03.2011	NA	1	6	1
Mr	Sanjay Agarwal		PAN : ADDPA5363J DIN : 00246132	Non Executive	10.03.2011	NA	0	0	0
Mr	Hari Prasad Agarwal		PAN : ADBPA7649D DIN : 00266005	Non Executive	02.09.2014	NA	0	5	0
Mr	Mangilal Jain		PAN : ACXPJ3713C DIN : 00353075	Non Executive - Independent	20.09.2014	1 year	4	8	3
Mr	Santanu Ray		PAN : AFMPR5579N DIN : 00642736	Non Executive - Independent	20.09.2014	1 year	3	6	1
Mr	Manindra Nath Banerjee		PAN : AEPPB2264F DIN : 00312918	Non Executive - Independent	20.09.2014	1 year	3	6	2
Mrs	Plistina Dkhar		PAN : AKVDPD5582F DIN : 01375361	Non Executive - Independent	20.09.2014	1 year	2	0	0

\$ PAN number of any director would not be displayed on the website of Stock Exchange

& Category of directors means executive / non-executive / independent / Nominee. if a director fits into more than one category write all categories separating them with hyphen

\* to be filled only for Independent Director. Tenure would mean total period from which Independent director is serving on Board of directors of the listed entity in continuity without any cooling off period.



II

Composition of Committees	
Name of the Committee	Name of the Committee members Category (Chairperson/Executive/Non-Executive/Independent/Nominee)&
Audit Committee	Mr. Mangilal Jain Chairperson - Non Executive - Independent
	Mr. Santanu Ray Non Executive - Independent
	Mr. Manindra Nath Banerjee Non Executive - Independent
	Mr. Hari Prasad Agarwal Non Executive
Nomination & Remuneration Committee	Mr. Sajjan Bhajanka Non Executive
	Mr. Mangilal Jain Chairperson - Non Executive - Independent
	Mr. Santanu Ray Non Executive - Independent
Risk Management Committee	Mr. Manindra Nath Banerjee Non Executive - Independent
	Mr. Hari Prasad Agarwal Non Executive - Independent
Stakeholder Relationship Committee	Not Applicable
	Mr. Manindra Nath Banerjee Chairperson - Non Executive - Independent
	Mr. Hari Prasad Agarwal Non Executive

& Category of directors means executive / non-executive / independent / Nominee. if a director fits into more than one category write all categories separating them with hyphen.

III

Meeting of the Board of Directors	
Date of Meeting 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
09.02.2016	03.05.2016 83 days

IV

Meeting of Committees		
Dates of meeting of the Committee in the relevant quarter	Whether the requirement of quorum met (details)	Date (s) of the meeting of the Committee in the previous quarter Maximum gaps between any two consecutive meetings in number of days*
Audit Committee 03.05.2016	Yes - All 5 members present	09.02.2016 83 days

\*This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional.



Related Party Transactions		Compliance status
Subject		
Whether prior approval of Audit Committee obtained		N.A.
Whether shareholder approval obtained for material RPT		N.A.
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee		N.A.

Note:

1 In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A.. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.

2 If status is "No" details of non-compliance may be given here.

#### VI Affirmations

- 1 The Composition of the Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
- 2 The Composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015
  - a. Audit Committee
  - b. Nomination & Remuneration Committee
  - c. Stakeholder Relationship Committee
  - d. Risk Management Committee - Not Applicable
- 3 The Committee members have been aware of their powers, role, and responsibilities as specified in SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015.
- 4 The meetings of the Board of Directors and the above committee have been conducted in the manner as specified in SEBI manner as specified in SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015.
- 5 This report will be placed before the Board of Directors in the ensuing Board meeting.

**STAR FERRO AND CEMENT LTD.**

Name & Designation

Company Secretary/Compliance Officer/Managing Director/CEO

Debabrata Thakurta

Company Secretary



Company Secretary