

STAR CEMENT LIMITED
(Formerly CEMENT MANUFACTURING COMPANY LTD)

Date: - 14.10.2019

To,
The Listing Department,
National Stock Exchange of India Limited
Exchange Plaza, C-1, Block-G
Bandra Kurla complex, Bandra-East
Mumbai-400051
Stock code: STARCEMENT

BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai-400001
Stock code: 540575

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 30th September, 2019.

Annexure I -For the Quarter ended 30th September, 2019
Annexure III - For the Quarter and half year ended 30th September, 2019

This is for your information and record.

Thanking you,
For Star Cement Limited



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Debabrata Thakurta
Company Secretary
Signed by: DEBABRATA THAKURTA

Debabrata Thakurta
(Company Secretary)

Encl. As stated

STAR CEMENT
Solid Setting

Regd. Office & Works : Lumshnong, P.O.- Khaliehriat, Dist.- East Jaintia Hills, Meghalaya- 793 210, Ph: 03655-278215/16/18, Fax: 03655-278217, e-mail:lumshnong@starcement.co.in
Works : Gopinath Bordoloi Road, Village - Chamatapathar, District - Kamrup (M), Guwahati - 782 402, Assam, e-mail : ggu@starcement.co.in
Guwahati Office : Mayur Garden, 2nd Floor, Opp. Rajiv Bhawan, G.S. Road, Guwahati - 781 005, Assam, Ph: 0361-2462215/16, Fax: 0361-2462217, e-mail: guwahati@starcement.co.in
Delhi Office: 281, Deepali, Pitampura, Delhi-110 034. Ph: 011 - 2703 3821/22/27, Fax: 011 - 2703 3824, e-mail: delhi@starcement.co.in
Kolkata Office: 3, Alipore Road, Satyam Towers, 1st Floor, Unit No. 9B, Kolkata - 700 027, Ph: 033-2448 4169/4170, e-mail: kolkata@starcement.co.in
Durgapur Office: C/O - Ma Chandi Durga Cements Ltd., Bamunara Industrial Area, P.O.- Bamunara, P.S.- Kanksha, Dist. Burdwan, West Bengal - 713 212
Siliguri Office: MLA House, 3rd Floor, above Reliance Trend Showroom, Sevok Road, Siliguri - 734 001, Ph: 0353-2643611/12

AN ISO 9001, ISO 14001 & OHSAS 18001 CERTIFIED COMPANY

CIN NO. L26942ML2001PLC006663

Quarterly Compliance report on Corporate Governance

Name of Listed Entity
Quarter endingSTAR CEMENT LIMITED
September 30, 2019

I Composition of Board of Directors								
Title (Mr. / Ms)	Name of the Director	PAN\$ & DIN	Category (Chairperson /Executive/Non - Executive/Independent/ Nominee)&	Date of Appointment in the current term/ cessation	Tenure (in months) *	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 listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)
Mr	SAJJAN BHAIJANKA	PAN :ACAPB0486F DIN :00246043	Chairperson - Executive	01-04-2018	NA	0	4	0
Mr	SANJAY AGARWAL	PAN :ADDP5363J DIN :00246132	Executive	01-04-2018	NA	1	1	0
Mr	RAJENDRA CHAMARIA	PAN :ABPPC5410Q DIN :00246171	Executive	01-04-2018	NA	0	0	0
Mr	PANKAJ KEJRIWAL	PAN :AFTPK9055K DIN :00383635	Non Executive - Non Independent	22-08-2016	NA	0	0	0
Mr	PREM KUMAR BHAIJANKA	PAN :ACAPB4176A DIN :00591512	Non Executive - Non Independent	31-07-2018	NA	0	0	0
Mr	PRAMOD KUMAR SHAH	PAN :ALUPS6697N DIN :00343256	Non Executive - Independent	13-11-2017	23	3	5	1
Mr	MANGILAL JAIN	PAN :ACXPJ3713C DIN :00353075	Non Executive - Independent	01-04-2019	61	3	7	4
Mr	SANTANU RAY	PAN :AFMPR5579N DIN :00642736	Non Executive - Independent	08-04-2017	30	7	7	2
Mrs	PLISTINA DKHAR	PAN :AKVPD5582F DIN :01375361	Non Executive - Independent	08-04-2017	30	2	0	0
Mrs	IBARIDOR KATHERINE WAR	PAN :AAXPW4437E DIN :03107920	Non Executive - Independent	08-04-2017	30	1	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. Pramod Kumar Shah	Non Executive - Independent
	Mr. Sajjan Bhajanka	Executive
Nomination & Remuneration Committee	Mr. Mangilal Jain	Chairperson - Non Executive -Independent
	Mr. Prem Kumar Bhajanka	Non Executive
	Mr. Pramod Kumar Shah	Non Executive - Independent
Risk Management Committee	Mr. Sanjay Agarwal	Chairperson - Executive
	Mr. Mangilal Jain	Non - Executive - Independent
	Mr. Sanjay Kumar Gupta	Executive
Stakeholder Relationship Committee	Mr. Mangilal Jain	Chairperson - Non Executive - Independent
	Mr. Sajjan Bhajanka	Executive
	Mr. Sanjay Agarwal	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
07-05-2019	-	
21-06-2019	31-07-2019	39 Days
	27-09-2019	57 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			
31-07-2019	Yes - All 3 members present	07-05-2019	84 days
Stakeholder Relationship Committee			
17-07-2019	Yes - All 3 members present	24-04-2019	-
		07-05-2019	-
Nomination and Remuneration Committee			
Nil	NA	07-05-2019	-

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

V

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

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
- 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.



Name & Designation

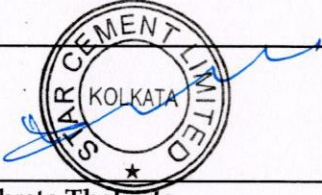
Company Secretary / Compliance Officer / Managing Director / CEO

Date

Debabrata Thakurta
Company Secretary

14-10-2019

ANNEXURE III

I. Affirmations		
Broad heading	Regulation Number	Compliance status (Yes/No/NA) <small>refer note below</small>
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)	YES
Presence of Chairperson of the nomination and remuneration committee at the Annual General Meeting	19(3)	YES
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	YES
<p>Note</p> <p>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.</p> <p>2 If status is "No" details of non-compliance may be given here.</p> <p>3 If the Listed Entity would like to provide any other information the same may be indicated here.</p>		
		
Name & Designation	Debabrata Thakurta	
Company Secretary / Compliance Officer / Managing Director / CEO	Company Secretary & Compliance Officer	
Date	14-10-2019	