

STAR CEMENT LIMITED
(Formerly CEMENT MANUFACTURING COMPANY LTD)

Date: - 15.01.2020

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 31st December, 2019.

This is for your information and record.

Thanking you,
For Star Cement Limited



X

Debabrata Thakurta
Company Secretary
Signed by: THAKURTA DEBABRATA

15-01-2020
Debabrata Thakurta
(Company Secretary)

Encl. As stated

STARCEMENT
Solid Setting

Regd. Office & Works : Lumshnong, P.O.- Khalielhat, 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 **STAR CEMENT LIMITED**
Quarter ending December 31, 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 Birth	Whether Special Resolution passed? (Refer Regulation 17(1A) of Listing Regulations)	Date of Passing Special Resolution	Date of Appointment in the current term/cessation	Tenure (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)	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	03-06-1952	NA	NA	01-04-2018	NA	3	0	4	0
Mr	SANJAY AGARWAL	PAN :ADDP A5363J DIN :00246132	Executive	06-04-1961	NA	NA	01-04-2018	NA	3	1	1	0
Mr	RAJENDRA CHAMARIA	PAN :ABPPC5410Q DIN :00246171	Executive	16-03-1958	NA	NA	01-04-2018	NA	1	0	0	0
Mr	PANKAJ KEJRIWAL	PAN :AFTPK9055K DIN :00383635	Non Executive - Non Independent	01-12-1971	NA	NA	27-09-2019	NA	1	0	0	0
Mr	PREM KUMAR BHAIJANKA	PAN :ACAPB4176A DIN :00591512	Non Executive - Non Independent	02-05-1958	NA	NA	31-07-2018	NA	2	0	0	0
Mr	PRAMOD KUMAR SHAH	PAN :ALUPS6697N DIN :00343256	Non Executive - Independent	02-12-1951	NA	NA	13-11-2017	26	3	3	5	1
Mr	MANGILAL JAIN	PAN :ACXPJ3713C DIN :00353075	Non Executive - Independent	14-07-1931	YES	27-03-2019	01-04-2019	64	3	3	7	4
Mr	SANTANU RAY	PAN :AFMPR5579N DIN :00642736	Non Executive - Independent	30-06-1947	NA	NA	08-04-2017	33	7	7	9	3
Mrs	PLISTINA DKHAR	PAN :AKVPD5582F DIN :01375361	Non Executive - Independent	01-01-1960	NA	NA	08-04-2017	33	2	2	0	0
Mrs	IBARIDOR KATHERINE WAR	PAN :AAXPW4437E DIN :03107920	Non Executive - Independent	13-12-1975	NA	NA	08-04-2017	33	1	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 Bhajarka	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
31-07-2019	-	
27-09-2019	05-11-2019	38 days



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			
05-11-2019	Yes - All 3 members present	31-07-2019	96 days
Stakeholder Relationship Committee			
24-12-2019	Yes - All 3 members present	17-07-2019	-

*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	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



15-01-2020