



Date: - 18.04.2023

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 March, 2023.

This is for your information and record.

Thanking you,
For Star Cement Limited

X

Debabrata Thakurta
Company Secretary
Signed by: DEBARRATA THAKURTA

**Debabrata Thakurta
(Company Secretary)**

Encl. As stated

STAR CEMENT LIMITED

Century House, P-15/1 CPT Colony, Taratala Road, Kolkata -700088. Email: kolkata@starcement.co.in
Registered Office & Works: Village & PO – Lumshnong, P.S. Khliehriat, District – East Jaintia Hills, Meghalaya – 793210. Phone: 03655-278215/16/18. Fax Number: 03655-278217.
Email: lumshnong@starcement.co.in. Website: www.starcement.co.in
ISO 9001:2015, ISO 14001:2015 & ISO 45001:2018 CERTIFIED COMPANY.
CIN : L26942ML2001PLC006663

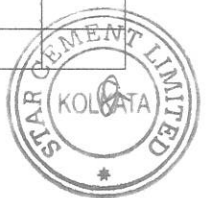
General information about company	
Scrip code	540575
NSE Symbol	STARCEMENT
MSEI Symbol	NOTLISTED
ISIN	INE460H01021
Name of the entity	STAR CEMENT LIMITED
Date of start of financial year	01-04-2022
Date of end of financial year	31-03-2023
Reporting Quarter	Yearly
Date of Report	31-03-2023
Risk management committee	Applicable
Market Capitalisation as per immediate previous Financial Year	Top 1000 listed entities

Annexure I

Annexure I to be submitted by listed entity on quarterly basis

I. Composition of Board of Directors

Disclosure of notes on 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																						
Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether the director is disqualified?	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 post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Notes for not providing PAN	Notes for not providing DIN
1	Mr	SAJJAN BHAJANKA	ACAPB0486F	00246043	Executive Director	Chairperson related to Promoter	CEO-MD	03-06-1952	No	Active	NA		16-11-2002	01-04-2021			2	0	4	0		
2	Mr	SANJAY AGARWAL	ADDPAS363J	00246132	Executive Director	Not Applicable	MD	06-04-1961	No	Active	NA		16-11-2002	01-04-2021			2	0	1	0		
3	Mr	RAJENDRA CHAMARIA	ABPPCS410Q	00246171	Executive Director	Not Applicable	MD	16-03-1958	No	Active	NA		01-04-2012	01-04-2021			1	0	0	0		
4	Mr	PANKAJ KEJRIWAL	AFTPK9055K	00383635	Executive Director	Not Applicable		01-12-1971	No	Active	NA		26-03-2003	01-02-2022			1	0	0	0		
5	Mr	PREM KUMAR BHAJANKA	ACAPB4176A	00591512	Executive Director	Not Applicable	MD	02-05-1958	No	Active	NA		16-11-2002	13-08-2021			2	0	0	0		
6	Mr	PRAMOD KUMAR SHAH	ALUPS6697N	00343256	Non-Executive - Independent Director	Not Applicable		02-12-1951	No	Active	NA		13-11-2017	01-04-2020	31-03-2023	65.00	4	4	10	3		
7	Mr	AMIT KIRAN DEB	AFOPD8770P	02107792	Non-Executive - Independent Director	Not Applicable		26-12-1948	No	Active	NA		01-04-2020	01-04-2020		36.00	6	6	8	5		
8	Mrs	PLUSTINA DKHAR	AKVPD5582F	01375361	Non-Executive - Independent Director	Not Applicable		01-01-1960	No	Active	NA		08-04-2017	01-04-2022		72.00	2	2	0	0		
9	Mrs	IBARIDOR KATHERINE WAR	AAXPW4437E	03107920	Non-Executive - Independent Director	Not Applicable		13-12-1975	No	Active	NA		08-04-2017	01-04-2022		72.00	1	1	0	0		
10	Mr	BRIJ BHUSHAN AGARWAL	ACGPA0365A	01125056	Non-Executive - Non Independent Director	Not Applicable		13-09-1972	No	Active	NA		01-02-2022	01-02-2022			2	0	0	0		
11	Mr	NIRMALYA BHATTACHARYA	AGVPB9876G	09037566	Non-Executive - Independent Director	Not Applicable		25-07-1949	No	Active	NA		01-02-2022	01-02-2022		14.00	2	2	4	2		
12	Mr	DEEPAK SINGHAL	AIHPS1143H	00957347	Non-Executive - Independent Director	Not Applicable		25-05-1959	No	Active	NA		29-06-2022	29-06-2022		9.00	1	1	0	0		



Annexure 1
II. Composition of Committees

Disclosure of notes on composition of committees explanatory

Is there any change in information of committees compare to previous quarter

YES

Note: Please enter DIN. After entering DIN, Name of Committee members and Category 1 of Directors shall be prefilled automatically

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	02107792	AMIT KIRAN DEB	Non-Executive - Independent Director	Chairperson	01-04-2020		
2	00343256	PRAMOD KUMAR SHAH	Non-Executive - Independent Director	Member	13-11-2017	31-03-2023	
3	00246043	SAJJAN BHAJANKA	Executive Director	Member	10-04-2007		

Note: Please enter DIN. After entering DIN, Name of Committee members and Category 1 of Directors shall be prefilled automatically

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	02107792	AMIT KIRAN DEB	Non-Executive - Independent Director	Chairperson	01-04-2020		
2	09037566	NIRMALYA BHATTACHARYYA	Non-Executive - Independent Director	Member	01-02-2022		
3	00343256	PRAMOD KUMAR SHAH	Non-Executive - Independent Director	Member	13-11-2017	31-03-2023	

Note: Please enter DIN. After entering DIN, Name of Committee members and Category 1 of Directors shall be prefilled automatically

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	00343256	PRAMOD KUMAR SHAH	Non-Executive - Independent Director	Chairperson	01-04-2020	31-03-2023	
2	00246043	SAJJAN BHAJANKA	Executive Director	Member	08-04-2017		
3	00246132	SANJAY AGARWAL	Executive Director	Member	08-04-2017		

For this quarter kindly note the following points:

1. Date of Appointment and Date of Cessation (if applicable) must be mandatorily filled for every Committee.
2. Date of Appointment can be any day upto September 30, 2022.
3. Date of Cessation must be for the current quarter only, i.e. July 1,2022 to September 30,2022



Risk Management Committee							
Whether the Risk Management 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	00246132	SANJAY AGARWAL	Executive Director	Chairperson	12-11-2018		
2	09037566	NIRMALYA BHATTACHARYYA	Non-Executive - Independent Director	Member	01-02-2022		
3	00343256	PRAMOD KUMAR SHAH	Non-Executive - Independent Director	Member	01-02-2022	31-03-2023	

Note: Please enter DIN. After entering DIN, Name of Committee members and Category 1 of Directors shall be pre-filled automatically

Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility 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	00246132	SANJAY AGARWAL	Executive Director	Chairperson	20-09-2014		
2	00246043	SAJJAN BHAJANKA	Executive Director	Member	20-07-2016		
3	00343256	PRAMOD KUMAR SHAH	Non-Executive - Independent Director	Member	01-02-2022	31-03-2023	

Other Committee							
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1							
2							



Annexure 1							
III. Meeting of Board of Directors							
Disclosure of notes on meeting of board of directors explanatory							
Sr	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)	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	14-11-2022			Yes	12	8	3
2	03-02-2023	80		Yes	12	8	4

* to be filled in only for the current quarter meetings

Annexure 1										
IV. Meeting of Committees										
Disclosure of notes on meeting of board of directors 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	14-11-2022				Yes	3	3	2	0
2	Audit Committee	03-02-2023	80			Yes	3	3	2	0
3	Nomination and remuneration committee	14-11-2022				Yes	3	2	2	0
4	Nomination and remuneration committee	03-02-2023	80			Yes	3	3	3	0
5	Risk Management Committee	17-01-2023				Yes	3	2	1	0
6	Stakeholders Relationship Committee	23-11-2022				Yes	3	3	1	0
7	Stakeholders Relationship Committee	02-01-2023	39			Yes	3	3	1	0
8	Corporate Social Responsibility Committee	03-02-2023	31			Yes	3	2	1	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	Yes	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	
		Disclosure of notes on related party transactions	
		Disclosure of notes of material transaction with related party	



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.starcement.co.in/overview
2	Terms and conditions of appointment of independent directors	YES		https://www.starcement.co.in/upload/images/files/Terms-and-Conditions-of-appointment-of-Independent-Directors.pdf
3	Composition of various committees of board of directors	YES		https://www.starcement.co.in/upload/images/files/BoardCompositionandCommitteeStructure.pdf
4	Code of conduct of board of directors and senior management personnel	YES		https://www.starcement.co.in/upload/images/files/Code-of-Conduct-for-Senior-Management.pdf
5	Details of establishment of vigil mechanism/ Whistle Blower policy	YES		https://www.starcement.co.in/upload/images/files/Whistle-Blower-Policy-4.pdf
6	Criteria of making payments to non-executive directors	YES		https://www.starcement.co.in/upload/images/files/Remuneration-Policy.pdf
7	Policy on dealing with related party transactions	YES		https://www.starcement.co.in/upload/images/files/Revised-Related-Party-Policy.pdf
8	Policy for determining 'material' subsidiaries	YES		https://www.starcement.co.in/upload/images/files/Policy-on-Material-Subsidiary.pdf
9	Details of familiarization programmes imparted to independent directors	YES		https://www.starcement.co.in/upload/images/files/Familiarization-Programme.pdf
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	YES		https://www.starcement.co.in/upload/images/files/Designated-Official-Handling-Investor-Grievances.pdf
11	email address for grievance redressal and other relevant details	YES		https://www.starcement.co.in/upload/images/files/Investor_grievance_contact_details.pdf
12	Financial results	YES		https://www.starcement.co.in/investor/financial-results
13	Shareholding pattern	YES		https://www.starcement.co.in/investor/shareholding-pattern
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	YES		https://www.starcement.co.in/investor/earnings-call
16	New name and the old name of the listed entity	NA		
17	Advertisements as per regulation 47 (1)	YES		https://www.starcement.co.in/investor/investor-information
18	Credit rating or revision in credit rating obtained	YES		https://www.starcement.co.in/upload/images/files/Credit_Rating.pdf
19	Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	YES		https://www.starcement.co.in/investor/annual-report-subsidiary-companies
20	Whether company has provided information under separate section on its website as per Regulation 46(2)	YES		https://www.starcement.co.in/investor/disclosures-under-regulation-46-of-the-lodr
21	Materiality Policy as per Regulation 30	YES		https://www.starcement.co.in/investor/stock-exchange-updates
22	Dividend Distribution policy as per Regulation 43A (as applicable)	YES		https://www.starcement.co.in/upload/images/files/Dividend-policy.pdf
23	It is certified that these contents on the website of the listed entity are correct	YES		https://www.starcement.co.in/
24	Disclosure of notes on website in terms of Listing Regulations explanatory [Text Block]			



Annexure 1 VI. Affirmations		
Sr	Subject	Compliance status (Yes/No/NA)
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)	YES
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
9	Any comments/observations/advice of Board of Directors may be mentioned here:	

Annexure 1		
Sr	Subject	Compliance status
1	Name of Signatory	Debabrata Thakurta
2	Designation	Company Secretary & Compliance Officer



Annexure II

Sr	Item	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'	Yes	
2	Board composition	Yes	
3	Meeting of Board of directors	Yes	
4	Quorum of Board meeting	Yes	
5	Review of Compliance Reports	Yes	
6	Plans for orderly succession for appointments	Yes	
7	Code of Conduct	Yes	
8	Fees/compensation	Yes	
9	Minimum Information	Yes	
10	Compliance Certificate	Yes	
11	Risk Assessment & Management	Yes	
12	Performance Evaluation of Independent Directors	Yes	
13	Recommendation of Board	Yes	
14	Maximum number of Directorships	Yes	
15	Composition of Audit Committee	Yes	
16	Meeting of Audit Committee	Yes	
17	Composition of nomination & remuneration committee	Yes	
18	Quorum of Nomination and Remuneration Committee meeting	Yes	
19	Meeting of Nomination and Remuneration Committee	Yes	
20	Composition of Stakeholder Relationship Committee	Yes	
21	Meeting of Stakeholders Relationship Committee	Yes	
22	Composition and role of risk management committee	Yes	
23	Meeting of Risk Management Committee	Yes	
24	Vigil Mechanism	Yes	
25	Policy for related party Transaction	Yes	
26	Prior or Omnibus approval of Audit Committee for all related party transactions	Yes	
27	Approval for material related party transactions	Yes	
28	Disclosure of related party transactions on consolidated basis	Yes	
29	Composition of Board of Directors of unlisted material Subsidiary	Yes	
30	Other Corporate Governance requirements with respect to subsidiary of listed entity	Yes	
31	Annual Secretarial Compliance Report	Yes	
32	Alternate Director to Independent Director	Yes	
33	Maximum Tenure	Yes	
34	Meeting of independent directors	Yes	
35	Familiarization of independent directors	Yes	
36	Declaration from Independent Director	Yes	
37	D & O Insurance for Independent Directors	Yes	
38	Memberships in Committees	Yes	
39	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	Yes	
40	Disclosure of Shareholding by Non-Executive Directors	Yes	
41	Policy with respect to Obligations of directors and senior management	Yes	

Any other information to be provided



Annexure II		
Sr	Subject	Compliance status
1	Name of Signatory	Debabrata Thakurta
2	Designation	Company Secretary & 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
2	Any other information to be provided	

Annexure II		
Sr	Subject	Compliance status
1	Name of Signatory	Debabrata Thakurta
2	Designation	Company Secretary & Compliance Officer



Additional Half yearly Disclosure

Applicability of disclosure

Not Applicable

Reason for Non Applicability

I. Disclosure of Loans/ guarantees/comfort letters /securities etc.refer note below

The Figure should be mentioned in Actual INR only

(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		
Promoter Group or any other entity controlled by them		
Directors (including relatives) or any other entity controlled by them		
KMPs or any other entity controlled by them		

(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			
Promoter Group or any other entity controlled by them			
Directors (including relatives) or any other entity controlled by them			
KMPs or any other entity controlled by them			

(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			
Promoter Group or any other entity controlled by them			
Directors (including relatives) or any other entity controlled by them			
KMPs or any other entity controlled by them			

(D) Additional Information

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.		
Name		
Designation		
Place		
Date		

Signatory Details

Name of signatory	Debabrata Thakurta
Designation of person	Company Secretary and Compliance Officer
Place	Kolkata
Date	18-04-2023

