

Uttam Galva Steels Limited

Registered Office : Uttam House, 69, P. D' Mello Road, Mumbai - 400 009.
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CIN No.: L27104MH1985PLC035806
Website : www.uttamgalva.com



7th April, 2016

BSE Limited.

P.J. Towers,
Dalal Street,
Mumbai - 400001

National Stock Exchange of India Limited

Exchange Plaza, 5th Floor,
Plot No. C/1, G Block,
Bandra-Kurla Complex,
Bandra (East)
Mumbai - 400 051

Dear Sir/ Madam,

Sub: Compliance with Regulation 27(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Please find enclosed herewith Quarterly Compliance Report on Corporate Governance for the quarter ended 31st March, 2016 in the prescribed format.

Thanking you,

Yours truly,

For **UTTAM GALVA STEELS LIMITED**

R Agrawal

President & Company Secretary



Encl: As Above

ANNEXURE I
Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity **Uttam Galva Steels Limited**
2. Quarter ending **31st March, 2016**

Title (Mr./Ms.)	Name of the Director	PAN & DIN	Category (Chairperson /Executive/ Non-Executive/in dependent/ 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)	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)
Mr.	Rajinder Kumar Miglani	AABPM7288D 00286788	Chairperson/ Non-Executive	01.04.2015	NA	2	1	1
Mr.	Anuj R Miglani	AABPM6332L 00287097	Managing Director/ Executive	10.11.2015	NA	1	2	Nil
Mr.	Ankit Miglani	AACPM1902D 00444956	Non-Executive	01.04.2015	NA	1	Nil	Nil
Mr.	O P Gahrotra	AAAPG7437M 00936696	Independent	01.04.2014	2 Years	1	1	1
Mr.	R K Dubey	AFIPD3083M 03302782	Independent	30.10.2015	5 Months	1	Nil	Nil
Mrs.	Swarna Prabha Sukumar	AKRPS5427N 01327918	Independent	04.11.2014	1 Year 4 Months	1	2	1
Mr.	Gurusharan Singh Sawhney	AELPS8980G 02335334	Executive	30.05.2014	NA	1	1	Nil

⁵PAN number of any director would not be displayed on the website of Stock Exchange

⁶Category 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 Committee	Name of Committee members	Category (Chairperson/Executive/ Non-Executive/independent/Nominee) ⁵
1. Audit Committee	Mr. O P Gahrotra Mrs. Swarna Prabha Sukumar Mr. G S Sawhney	Independent Independent Executive
2. Nomination & Remuneration Committee	Mr. O P Gahrotra Mrs. Swarna Prabha Sukumar Mr. Rajinder Miglani	Independent Independent Non-Executive
3. Risk Management Committee(if applicable)	NA	NA
4. Stakeholders Relationship Committee	Mrs. Swarna Prabha Sukumar Mr. Anuj R Miglani Mr. G S Sawhney	Independent Managing Director/Executive Executive

⁶Category 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 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 (in number of days)
30.10.2015	12.02.2016	104 days (excluding Date of Meeting)



IV. Meeting of Committees : Audit 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*
30.10.2015	Yes	12.02.2016	104 days (excluding Date of Meeting)
* 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			
Subject		Compliance status (Yes/No/NA)refer note below	
Whether prior approval of audit committee obtained		Yes	
Whether shareholder approval obtained for material RPT		NA	
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 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. Stakeholders relationship committee d. Risk management committee (applicable to the top 100 listed entities) 3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015. 4. 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. 5. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of Board of Directors may be mentioned here:			
For UTTAM GALVA STEELS LIMITED  R Agrawal President & Company Secretary 			

ANNEXURE II

Format 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

Item	Compliance status (Yes/No/NA) refer note below
Details of business	Yes
Terms and conditions of appointment of independent directors	Yes
Composition of various committees of board of directors	Yes
Code of conduct of board of directors and senior management personnel	Yes
Details of establishment of vigil mechanism/ Whistle Blower policy	Yes
Criteria of making payments to non-executive directors	Yes
Policy on dealing with related party transactions	Yes
Policy for determining 'material' subsidiaries	Yes
Details of familiarization programmes imparted to independent directors	Yes
Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes
email address for grievance redressal and other relevant details	Yes
Financial results	Yes
Shareholding pattern	Yes
Details of agreements entered into with the media companies and/or their associates	NA
New name and the old name of the listed entity	NA

II Annual Affirmations

Particulars	Regulation Number	Compliance status
Independent director(s) have been appointed in terms of specified criteria of Board composition	16(1)(b) & 25(6)	Yes
Meeting of Board of directors	17(1)	Yes
Review of Compliance Reports	17(2)	Yes
Plans for orderly succession for appointments	17(3)	Yes
Code of Conduct	17(4)	Yes
Fees/compensation	17(5)	Yes
Minimum Information	17(6)	Yes
Compliance Certificate	17(7)	Yes
Risk Assessment & Management	17(8)	Yes
Performance Evaluation of Independent Directors	17(9)	Yes
Composition of Audit Committee	17(10)	Yes
Meeting of Audit Committee	18(1)	Yes
Composition of nomination & remuneration committee	18(2)	Yes
Composition of Stakeholder Relationship Committee	19(1) & (2)	Yes
Composition and role of risk management committee	20(1) & (2)	Yes
Vigil Mechanism	21(1),(2),(3),(4)	NA
Policy for related party Transaction	22	Yes
Prior or Omnibus approval of Audit Committee for all related party transactions	23(1),(5),(6),(7) & (8)	Yes
Approval for material related party transactions	23(2), (3)	Yes
Composition of Board of Directors of unlisted material Subsidiary	23(4)	NA
Other Corporate Governance requirements with respect to subsidiary of listed entity	24(1)	NA
Maximum Directorship & Tenure	24(2),(3),(4),(5) & (6)	NA
Meeting of independent directors	25(1) & (2)	Yes
Familiarization of independent directors	25(3) & (4)	Yes
Memberships in Committees	25(7)	
Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(1)	Yes
Disclosure of Shareholding by Non- Executive Directors	26(3)	Yes
Policy with respect to Obligations of directors and senior management	26(4)	Yes
	26(2) & 26(5)	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.
- 3 If the Listed Entity would like to provide any other information the same may be indicated here.



III Affirmations:

The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied

R Agrawal

R Agrawal

President & Company Secretary

