



SRU STEELS LIMITED

CIN:L17300DL1995PLC107286

Registered & Corporate Office : A-48, 1st Floor, Wazirpur Industrial Area, Delhi - 110 052
E-mail : srusteels@yahoo.in, Website : www.srusteels.in • Tel : 011-27474749

SRU/CS/2018-19/55

Date: July12, 2018

The Manager,
Listing Department
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai-400001

Sub: "Quarterly Compliance Report on Corporate Governance under Regulation 27 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for Quarter ended June 30, 2018.

Dear Sir,

In terms of Regulation 27 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the Quarterly Compliance Report on Corporate Governance for Quarter ended June 30, 2018.

Kindly take the same on records.

Thanking You,

For SRU Steels Limited



Diksha Gandhi
Company Secretary

Encl: As above

QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE

Name of the Company: - SRU Steels Limited

CIN No: L17300DL1995PLC107286

Quarter ended on: June 30, 2018

| 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* | Number of Directorship in listed entities including this listed entity | Number of Memberships in Audit/ Stakeholder Committee(s) including this listed entity | Number of post of Chairperson in Audit/ Stakeholder Committee including this listed entity |
| Mr. | Ramesh Agarwal | 00151223 & AAGPA5769G | Managing Director (Executive) | 01/09/2015 | ----- | 01 | 01 | 00 |
| Mr. | Rajeev Mittal | 00082115 & AADPM9001G | Independent Director | 29/09/2014 | 3 years and 9 months | 01 | 01 | 01 |
| Mr. | Naresh Kumar Garg | 00986846 & AAYPG1306K | Non-Executive | 03/10/2006 | ---- | 01 | 00 | 00 |
| Mr. | Prem Prakash Agarwal | 00081871 & AADPA0510E | Independent Director | 29/09/2014 | 3 years and 9 months | 01 | 02 | 00 |
| Mr. | Pankaj Jain | 01234804 & ADGPJ4296A | Independent Director | 29/09/2014 | 3 years and 9 months | 01 | 02 | 01 |
| Mr. | Ashok Kumar Mahawar | 02600539 & | Independent Director | 29/09/2014 | 3 years and 9 months | 01 | 00 | 00 |



| | | | | | | | | |
|--------------------|-----------------------|---------------|------------|-------|----|----|----|--|
| | ADRRPM 4141J | | | | | | | |
| Mrs. Richa Agarwal | 00082722 & AGFPA6980N | Non-Executive | 23/06/2014 | ----- | 01 | 00 | 00 | |

*The tenure of all the independent Director is calculated from the date of their appointment under new Companies Act, 2013.

| II. Composition of Committees | | | |
|---|---|--|--|
| Name of Committee | Name of Committee members | Category (Chairperson/Executive/ Non-Executive/Independent/Nominee) | |
| Audit Committee | Mr. Rajeev Mittal (Chairman) Mr. Prem Prakash Agarwal (Member) Mr. Pankaj Jain (Member) | Non-Executive & Independent Director Non-Executive & Independent Director Non-Executive & Independent Director | |
| Nomination & Remuneration Committee | Mr. Prem Prakash Agarwal (Chairman) Mr. Pankaj Jain (Member) Mr. Ashok Kumar Mahawar (Member) | Non-Executive & Independent Director Non-Executive & Independent Director Non-Executive & Independent Director | |
| Risk Management Committee (if applicable) | N.A | N.A | |
| Stakeholders Relationship Committee | Mr. Pankaj Jain (Chairman) Mr. Ramesh Agarwal (Member) Mr. Prem Prakash Agarwal (Member) | Non-Executive & Independent Director Executive Non-Executive & Independent Director | |
| 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 meetings (in number of days) | |
| February 14, 2018 | May 30, 2018 | 104 days | |



| IV. Meeting of Committees | | | |
|--|--|--|---|
| Date(s) of Meeting of Committee in the relevant quarter | Whether requirement of Quorum met (details) | Date(s) of Meeting of Committee in the previous quarter | Maximum gap between any two consecutive meetings (in number of days) |
| 1. Audit Committee | | | |
| May 30, 2018 | All the members were present and thus, quorum was met | February 14, 2018 | 104 days |
| 2. Nomination and Remuneration Committee | | | |
| May 30, 2018 | All the members were present and thus, quorum was met. | February 14, 2018 | 104 days |
| 3. Investor Grievances Committee/ Shareholders Relationship Committee | | | |
| June 08, 2018 | All the members were present and thus, quorum was met. | March 08, 2018 | 91 days |

| V. Related Party Transactions | |
|--|--------------------------------------|
| Subject | Compliance status (Yes/No/NA) |
| Whether prior approval of audit committee obtained | Yes |
| 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 | Yes |



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: The Board had taken note of the report of Corporate Governance of the Previous quarter ended on 31st March, 2018, submitted in accordance with the SEBI (Listing Obligation and Disclosure Requirements), Regulations, 2015 entered with the Stock Exchange. The Director read the report and they were satisfied about the content therein.



Diksha Gandhi
Company Secretary & Compliance Officer

Date: 12/07/2018
Place: New Delhi