

# SATHAVAHANA ISPAT LIMITED

(CIN: L27109TG1989PLC010654)

REGD. OFFICE: 314, SRI RAMAKRISHNA TOWERS, NAGARJUNANAGAR, HYDERABAD – 500 073  
CORP. OFFICE, 505,5<sup>TH</sup> FLOOR, BLOCK 1, DIVYASHAKTI COMPLEX, AMEERPET, HYDERABAD – 500 016

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## ANNEXURE – I

### COMPLIANCE REPORT ON CORPORATE GOVERNANCE

1. Name of Listed Entity: SATHAVAHANA ISPAT LIMITED

2. Quarter ending: 31<sup>ST</sup> DECEMBER, 2017

I. Composition of Board of Directors									
Title (Mr. / Ms)	Name of the Director	PAN & DIN	Category (Chairperson/Executive/Non- Executive/independent/Nomi nee)	Date of Appointment in the current term / cessation	Tenure (in Years)	Tenure (in Months)	No of Directors hip in listed entities including this listed entity (Refer Regulatio n 25(1) of Listing Regulatio ns)	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.	K.Thanu Pillai	ACUPP4974C 00115814	Chairperson – Independent – Non Executive	01.10.2014	18.93	227	2	2	1
Mr.	A.S.Rao	ACCPA8762B 00899415	Executive – Non independent	27.07.2015	28.16	337	1	1	Nil



Mr.	Syed Anis Hussain	ABAPH6022N 00115949	Non executive -Independent	01.10.2014	12.05	144	2	2	1
Mr.	S.N.Rao	AEJPR8085D 00116021	Non executive -Independent	01.10.2014	18.92	227	1	1	NIL
Ms.	Y.Prameela Rani	AAEPY5373J 03270909	Non executive -Independent	20.11.2017 cessation	3.13	37	1	2	NIL
Mr.	M. Sreerama Mohan Rao	ACEPM1514F 05113980	Non executive -Independent	01.10.2017 cessation.	3	36	1	1	Nil
Mr.	A.Naresh Kumar	ACCPA8761C 00112566	Executive – Non independent	01.06.2014	25.67	308	1	1	Nil
Mr.	Shailendra Dasari	AGEPD0469L 07263439	Executive –independent	01.10.2015	2.25	27	1	Nil	Nil

**II. Composition of Committees :**

Name of Committee	Name of Committee members	Category (Chairperson/Executive/Non-Executive/independent/Nominee)
<b>1. Audit Committee</b>	K.Thanu Pillai	Independent -Non executive-(Chairman)
	Syed Anis Hussain	Independent - Non executive
	S.N.Rao	Independent - Non executive
	Y.Prameela Rani (cessation 20.11.2017)	Independent - Non executive
	M. Sreerama Mohan Rao ( cessation n 01.10..2017)	Independent - Non executive
<b>2. Nomination &amp; Remuneration Committee</b>	K.Thanu Pillai	Independent -Non executive-(Chairman)
	Syed Anis Hussain	Independent -Non executive
	S.N.Rao	Independent -Non executive
<b>3. Risk Management Committee(if applicable)</b>	Not applicable	Not applicable



4. Stakeholders Relationship Committee'	Syed Anis Hussain	Independent -Non executive-(Chairman)	
	A.S.Rao	Executive – Non independent	
	A.Naresh Kumar	Executive – Non independent	
<b>III. Meeting of Board of Directors :</b>			
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)	
29.09.2017	08.12.2017	69	
<b>IV. Meeting of Committees :</b>			
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
<b>Audit Committee:</b>			
08.12.2017	Yes, all present - (2 Members cessation)	14.09.2017	84
<b>Nomination &amp; Remuneration Committee:</b>			
	----		N.A
<b>Stakeholders Relationship Committee:</b>			
04.10.2017	Yes, all present	04.07.2017	
09.10.2017	Yes, all present	10.07.2017	
23.10.2017	Yes, all present	17.07.2017	
06.11.2017	Yes, all present	24.07.2017	
13.11.2017	Yes, all present	01.08.2017	
20.11.2017	Yes, all present	07.08.2017	



04.12.2017	Yes, all present	14.08.2017	
11.12.2017	Yes, all present	28.08.2017	
19.12.2017	Yes, all present	04.09.2017	
27.12.2017	Yes, all present	15.09.2017	

**V. Related Party Transactions:**

Subject	Compliance status (Yes/No/NA)
Whether prior approval of Audit obtained	Yes
Whether shareholder approval obtained for material RPT.	Not applicable
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes

**VI. Affirmations**

- The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
- The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015
  - Audit Committee
  - Nomination & remuneration committee
  - Stakeholders relationship committee
  - Risk management committee (applicable to the top 100 listed entities)
- The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
- 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.
- 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:

**Name & Designation**

(A. Naresh Kumar)  
**Managing Director**  
 Date:11.01.2018



SATHAVAHANA ISPAT LIMITED

STATEMENT OF RELATED PARTY TRANSACTIONS FOR THE PERIOD ENDED 30.09.2017

SL No.	Name of the Related Party /Nature of Transaction	2017-18 Q2		2016-17			
		Amount of Transaction	Amount Outstanding	Amount of Transaction	Amount Outstanding		
		₹	₹	₹	₹		
<b>1.0</b>	<b>Key Management Personnel:</b>						
1.1	<b>Managerial Remuneration:</b>						
	Shri A.S.Rao	2328064	12050215	Cr.	3638084	8749442	Cr.
	Shri A. Naresh Kumar	2780984	5638697	Cr.	4476638	6809198	Cr.
	Dr. Shailendra Dasari	2430000	1864916	Cr.	2079700	257014	Cr.
1.2	<b>Rent:</b>						
	Shri A.Naresh Kumar	291600	3615840	Cr.	583200	2828520	Cr.
1.3	<b>Rent Deposit:</b>						
	Shri A. Naresh Kumar	0	1215000	Dr.	0	1215000	Dr.
<b>2.0</b>	<b>Relatives of Key Management Personnel:</b>						
2.1	<b>Rent:</b>						
	Smt. A. Mutya Bai	491700	1023276	Cr.	983400	205536	Cr.
	Shri A. Ashok Kumar	500400	6605280	Cr.	1000800	5254200	Cr.
2.2	<b>Rent Deposit:</b>						
	Smt. A. Mutya Bai	0	473400	Dr	0	473400	Dr
	Shri A. Ashok Kumar	0	1515600	Dr	0	1515600	Dr

