



SPS STEELS ROLLING MILLS LIMITED

CIN: L51909WB1981PLC034409 | LEI No.: 3358002I2NC16VIDUE53 | GSTIN: 19AAHCS8719G1ZW



Date: 12.07.2022

To,
The Calcutta Stock Exchange Limited
7, Lyons Range,
Kolkata-700001

CSE Scrip Code: 015077

Dear Sir/ Madam,

Sub- Report on Corporate Governance for the Quarter ended on 30th June, 2022

Pursuant to Regulation 27 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the report on corporate governance in Annex I as per the SEBI circular vide SEBI/HO/CFD/CMD-2/P/CIR/2021/567 dated May 31, 2021 of the Company for the quarter ended on 30th June, 2022.

This is for your kind information and record. Please acknowledge the receipt of same.

Thanking You,

Yours Faithfully,

For SPS Steels Rolling Mills Limited


Ashutosh Sharma
Company Secretary & Compliance Officer



Enclosed-Annexure I

Regd. Office : "Diamond Prestige", 41A, A.J.C. Bose Road, 7th floor #701, Kolkata, West Bengal - 700017, India.

Unit I : Dr. Zakir Hussain Avenue, G.T.Road (Indo American More) Durgapur, West Burdwan, West Bengal - 713206, India.

Unit II : Village & P.O:- Poradiha, P.S. Santuri, District - Purulia, West Bengal - 722153, India.

Phone : 033 6625 5252 | **E-mail :** info@shakambhargroup.in | **Toll Free No. :** 1800-102-5868

Format of report on Corporate Governance to be submitted by a listed entity on quarterly basis

1. Name of Listed Entity: SPS Steels Rolling Mills Limited
2. Quarter ending : 30th June, 2022

I. Composition of Board of Directors												
Title (Mr./Ms)	Name of the Director	PAN\$ & DIN	Category (Chairperson /Executive/ Non-Executive/ Independent / Nominee)	Initial Date of Appointment	Date of Re-appointment	Date of Cessation	Tenure*	Date of Birth	No. Of directorship in listed entities including this listed entity [in reference to Regulation 17A(1)]	No of Independent Directorship in listed entities including this listed entity [in reference to provision 17A(1)]	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.	Deepak Kumar Agarwal	PAN-ABSPA2276K DIN-00646153	Managing Director	11-Apr-19	22-Jul-19	-	-	31-03-1970	1	-	4	-
Mr.	Ranabatar Agarwal	PAN-ABPPA0288E DIN-02930064	Executive Director	11-Apr-19	-	-	-	14-01-1944	1	-	-	-
Mr.	Sanjay Kumar Chowdhary	PAN-ACRPC3174E DIN-08402623	Executive(Whole Time Director)	11-Apr-19	18-May-20	-	-	09-08-1970	2	-	-	-
Mr.	Ajit Kumar Nath	PAN-ABEPPN6583C DIN-08641824	Non Executive-Independent	27-Dec-19	-	-	5	01-01-1953	1	1	4	-
Ms.	Priyanka Goenka	PAN-AGBPPB7422L DIN-08489182	Non Executive-Independent	20-Jun-19	-	-	5	03-11-1981	2	2	7	-
Mr.	Ashok Kumar Sharma	PAN-AGBPS2063E DIN-09273096	Non Executive-Independent	13-Aug-21	-	-	3	09-04-1959	1	1	4	4
	Whether Chairperson is related to managing director or CEO : YES											
	Whether Regular chairperson appointed : YES											

For SPS Steels Rolling Mills Limited

Ashtosh Sharma
Ashtosh Sharma
(Company Secretary and Compliance Officer)



II. Composition of Committees					
Name of Committee	Whether Regular chairperson appointed	Name of Committee members	Category (Chairperson/Executive/Non-Executive/Independent/Nominee) ⁵	Date of Appointment	Date of Cessation
1. Name of Listed Entity: SPS Steels Rolling Mills Limited 2. Quarter ending : 30th June, 2022					
1. Audit Committee	Yes	Ashok Kumar Sharma Priyanka Goenka Ajit Kumar Nath Deepak Kumar Agarwal	Chairperson-Independent Member-Independent Member-Independent Member		
2. Nomination & Remuneration Committee	Yes	Ashok Kumar Sharma Priyanka Goenka Ajit Kumar Nath Deepak Kumar Agarwal	Chairperson-Independent Member-Independent Member-Independent Member		
3. Stakeholders Relationship Committee	Yes	Ashok Kumar Sharma Priyanka Goenka Ajit Kumar Nath Deepak Kumar Agarwal	Chairperson-Independent Member-Independent Member-Independent Member		
4. Corporate Social Responsibility Committee	Yes	Ashok Kumar Sharma Priyanka Goenka Ajit Kumar Nath Deepak Kumar Agarwal	Chairperson-Independent Member-Independent Member-Independent Member		

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	Whether requirement of Quorum met*	Number of Directors present*	Number of independent directors present*	Maximum gap between any two consecutive (in number of days)
12-01-2022	28-05-2022	YES	6	3	58
12-02-2022	24-06-2022		6	3	27
31-03-2022	05-07-2022		6	3	11

* to be filled in only for the current quarter meetings

IV. Meetings of Committees: 1. Audit Committee 2. Nomination & Remuneration Committee 3. Corporate Social Responsibility Committee 4. Stakeholders Relationship Committee

Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)* Yes / No	Number of Directors present*	Number of independent directors present*	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days*
1 28-05-2022	Yes	4	3	12-02-2022	105
1 24-06-2022	Yes	4	3	-	-
1 05-07-2022	Yes	4	3	-	-
2 28-05-2022	Yes	4	3	31-03-2022	58
2 24-06-2022	Yes	4	3	-	-
2 05-07-2022	Yes	4	3	-	-
3 28-05-2022	Yes	4	3	31-03-2022	58
4 28-05-2022	Yes	4	3	31-03-2022	58

V. Related Party Transactions

Subject	Compliance status (Yes/No/NA) refer note below
Whether prior approval of audit committee obtained For SPS Steels Rolling Mills Limited	YES


Ashutosh Sharma
(Company Secretary and Compliance Officer)



Whether shareholder approval obtained for material RPT	NA
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by the Audit Committee	YES
1. Name of Listed Entity: SPS Steels Rolling Mills Limited	
2. Quarter ending : 30th June, 2022	
VI. Affirmations	
<ol style="list-style-type: none"> 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 <ol style="list-style-type: none"> a. Audit Committee b. Nomination & Remuneration Committee c. Stakeholders Relationship Committee d. Risk management committee (as applicable) 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 the board of directors may be mentioned here. 	

For SPS Steels Rolling Mills Limited


Ashutosh Sharma
(Company Secretary and Compliance Officer)

