

**ANNEXURE I**

**Format to be submitted by listed entity on quarterly basis**

1. Name of Listed Entity - **Usha Martin Limited**  
 2. Quarter ending - **31-Dec-2019**

**i. Composition Of Board Of Director**

T i t l e  ( M r . / M s )	Name of the Dir ect or	D I N	P A N	Cat ego ry (Ch airp ers on /Exe cutiv e/No n- Exec utive/ Inde pend ent/ Nomi nee)	S u b C a t e g o r y	Ini tia l D a t e of A p p o i n t m e n t	Dat e of App oint m e n t	Dat e of ces sati on	T e n u r e	D a t e of Bir th	Wh eth er spe cial res olut ion pas sed ?	D a t e of p a ss in g s p e ci al res ol uti on	N o. of Di rec tor s hi p in lis ted e n t iti e s in clu di ng th is lis ted e n t ity	No of Inde pend ent Dire ctor ship in lis ted entit ies inclu ding this lis ted ent ity	No of me m b e r s hi p s in Au dit/ Sta keh old er Co m m it te e(s) inclu ding this lis ted ent ity	No of pos t of Ch air pers on in Au dit/ St ak eh old er Co m m it te e hel d in lis ted ent iti e s inclu ding th is lis ted ent ity	Me m b e r s hi p in Co m m it tee s of the Co m p a n y	Rem arks
M r.	Raj eev Jha war	0 0 8 6 1 6	A C O P J	ED	M D	19- Ma y- 199 8	19- May- 2018			1 1- N o v- 1 9	NA		3	1	4	1	SC	



		4	8						6								
		A	A					4									
M	Brij	0	A	NED		27-	18-		1	Yes	3	1	0	1	0	SC	
r.	Kis	0	E			Oct	Sep-		9-		0-						
	hor	0	A			-	2018		A		M						
	e	8	PJ			200			pr		ar						
	Jha	6	9			4			-		-						
	war	2	3						1		2						
		0	8						9		0						
		0	4						3		1						
		0	G						7		9						
M	Pra	0	A	ED	M	27-	05-		1	NA		1	0	3	0	AC,SC	
r.	vin	2	D		D	Jul-	Feb-		5-								
	Ku	5	H			201	2019		Ja								
	mar	8	PJ			0			n-								
	Jai	3	3						1								
	n	5	0						9								
		1	8						5								
		9	8						4								
			M														
M	Ve	0	A	NED		04-	04-		2	NA		2	1	1	1	NRC	
r.	nka	2	B	,ND		No	Nov-		9-								
	tae	1	L			v-	2015		A								
	hal	9	P			201			pr								
	am	4	R			5			-								
	Ra	8	5						1								
	ma	3	7						9								
	kris	0	0						5								
	hna		6						4								
	Iye		Q														
	r																
M	Vij	0	A	ID		27-	27-		7	NA		4	4	7	4	AC	
r.	ay	2	D			Ma	May-		2								
	Sin	5	H			y-	2019		8-								
	Ba	9	P			201			A								
	pna	9	B			9			u								
		0	4						g-								
		2	7						1								
		4	4						9								
			7						4								
			P						8								
M	Mu	0	A	ID,C		09-	09-		3	NA		1	1	2	1	AC,SC	
r.	kes	0	A	&		De	Dec-		7							,NRC	
	h	1	B	NED		c-	2016		2								
	Ra	3	P			201			7-								
	mbi	6	R			6			S								
	hari	0	5						ep								
	Ro	6	7						-								
	hat	7	5						1								
	gi		IJ						9								
									4								
									9								



Mrs .	Ramni Nirula	0015303805B	A A JP B	ID		26-Jul-2019	26-Jul-2019		5	27-May-1952	NA		5	5	5	0	NRC	
-------	--------------	-------------	----------	----	--	-------------	-------------	--	---	-------------	----	--	---	---	---	---	-----	--

Company Remarks	
Whether Regular chairperson appointed	No
Whether Chairperson is related to MD or CEO	No

## ii. Composition of Committees

### a. Audit Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Vijay Singh Bapna	ID	Chairperson	26-Jul-2019	
2	Mukesh Rambihari Rohatgi	ID,C & NED	Member	26-Jul-2019	
3	Pravin Kumar Jain	ED	Member	27-May-2019	

Company Remarks	
Whether Permanent chairperson appointed	Yes

### b. Stakeholders Relationship Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Mukesh Rambihari Rohatgi	ID,C & NED	Chairperson	26-Jul-2019	
2	Brij Kishore Jhavar	NED	Member	14-Mar-2014	
3	Rajeev Jhavar	ED	Member	27-May-2019	
4	Pravin Kumar Jain	ED	Member	14-Mar-2014	

Company Remarks	
Whether Permanent chairperson appointed	Yes

### c. Risk Management Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
---------	----------------------	----------	------------------------	------------------	----------------

Company Remarks	Risk Management Committee of the Company has been dissolved w.e.f. 26.07.2019 since the Company does not fall under top 500 listed entities on the basis of market capitalisation as on 31.03.2019.
Whether Permanent	



chairperson appointed	
-----------------------	--

**d. Nomination and Remuneration Committee**

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Mukesh Rambihari Rohatgi	ID,C & NED	Chairperson	26-Jul-2019	
2	Ramni Nirula	ID	Member	26-Jul-2019	
3	Venkatachalam Ramakrishna Iyer	NED,ND	Member	26-Jul-2019	

Company Remarks	
Whether Permanent chairperson appointed	Yes

**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
26-Jul-2019	09-Nov-2019	Yes	6	3
21-Sep-2019		Yes	6	3

Company Remarks	
Maximum gap between any two consecutive (in number of days)	48

**iv. Meeting of Committees**

Name of the Committee	Date(s) of meeting during of the committee in the previous quarter	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Number of Directors present	Number of independent directors present
Audit Committee	26-Jul-2019		Yes	3	2
Audit Committee		09-Nov-2019	Yes	3	2
Stakeholders Relationship Committee	26-Jul-2019		Yes	4	1
Stakeholders Relationship Committee		09-Nov-2019	Yes	3	1
Nomination & Remuneration Committee	26-Jul-2019		Yes	3	3

Company Remarks	
Maximum gap between any two consecutive (in number of days) [Only for Audit	105



Committee]

v. **Related Party Transactions**

<b>Subject</b>	<b>Compliance status (Yes/No/NA)</b>	<b>Remark</b>
Whether prior approval of audit committee 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	

Disclosure of notes on related party transactions and  
Disclosure of notes of material related party transactions

VI. **Affirmations**

1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - **No**
2. The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015
  - a. Audit Committee - **Yes**
  - b. Nomination & remuneration committee - **Yes**
  - c. Stakeholders relationship committee - **Yes**
  - d. Risk management committee (applicable to the top 100 listed entities) - **Not 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. - **Yes**
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.- **Yes**
5. a. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. - **Yes**  
b. Any comments/observations/advice of Board of Directors may be mentioned here:

**The Company does not presently have a regular Chairperson. During the period 1st October, 2019 to 31st December, 2019, the Board of Directors at every Board Meeting elected a Director as Chairman of the meeting. The Corporate Governance Report for the Quarter ended 30th September, 2019 was placed at the Board Meeting held on 9th November, 2019.**

Name : Shampa Ghosh Ray  
Designation : Company Secretary

