

ANNEXURE I

Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity - **Usha Martin Limited**
 2. Quarter ending - **30-Sep-2021**

i. Composition Of Board Of Director

T i t l e (M r / M s)	N a m e o f t h e D i r e c t o r	D I N	P A N	C a t e g o r y (C h a i r p e r s o n / E x e c u t i v e / N o n - E x e c u t i v e / I n d e p e n d e n t / N o m i n e e)	S u b C a t e g o r y	I n i t i a l D a t e o f A p p o i n t m e n t	D a t e o f A p p o i n t m e n t	D a t e o f c e s s a t i o n	T e n u r e	D a t e o f B i r t h	W h e t h e r s p e c i a l r e s o l u t i o n p a s s e d ?	D a t e o f p a s s i n g s p e c i a l r e s o l u t i o n	N o. o f D i r e c t o r s h i p i n l i s t e d e n t i t i e s i n c l u d i n g t h i s l i s t e d e n t i t y	N o o f I n d e p e n d e n t D i r e c t o r s h i p i n l i s t e d e n t i t y i n c l u d i n g t h i s l i s t e d e n t i t y	N o o f m e m b e r s h i p i n A u d i t / S t a k e h o l d e r C o m m i t t e e (s) i n c l u d i n g t h i s l i s t e d e n t i t y	N o o f p o s t o f C h a i r p e r s o n i n A u d i t / S t a k e h o l d e r C o m m i t t e e h e l d i n l i s t e d e n t i t y i n c l u d i n g t h i s l i s t e d e n t i t y	M e m b e r s h i p i n C o m m i t t e e s o f t h e C o m p a n y	R e m a r k s
M r.	R a j e e v J h a w a r	0 0 8 6 1 6 4	A C P J 0 7 0 8 A	ED	M D	19- M a y- 19 98	19- M a y- 2018			1 1- N o v- 1 9 6 4	NA		2	1	4	0	AC,SC	



M r.	Dh rub Jyo ti Bas u	0 2 4 9 8 0 3 1 7	A A M P B 3 1 0 6 E	ED		06- Jun - 20 20	06- Jun- 2020			2 8- A u g- 1 9 5 8	NA		1	0	1	0	SC,RC
M r.	Ve nka tac hal am Ra ma kri shn a Iye r	0 2 1 9 4 8 3 0	A B L P R 5 7 0 6 Q	NED, ND		04- No v- 20 15	04- Nov- 2015			2 9- A p r- 1 9 5 4	NA		2	1	2	2	RMC,N RC
M r.	Vij ay Sin gh Ba pn a	0 2 5 9 9 0 2 4 4	A D H P B 4 7 4 7 P	ID		27- Ma y- 20 19	27- May- 2019		2 8	2 8- A u g- 1 9 4 8	NA		4	4	6	4	AC,RC
M r.	Mu kes h Ra mb iha ri Ro hat gi	0 0 1 3 6 0 6 7	A A B P R 5 7 5 1J	ID,C & NED		09- Dec - 20 16	09- Dec- 2016		5 8	2 7- S e p- 1 9 4 9	NA		1	1	2	1	AC,SC, NRC
M rs .	Ra mn i Nir ula	0 0 0 1 5 3 3 0	A AJ P B 9 0 8 5 B	ID		26- Jul- 20 19	26- Jul- 2019		2 6	2 7- M a y- 1 9 5 2	NA		5	5	2	0	RMC,N RC



M	De	0	A	ED		15-	15-			1	NA		1	0	0	0	RMC
r.	vad	8	B			Ma	Mar-			8-							
	ip	6	R			r-	2021			D							
	Bh	5	P			20				ec							
	ow	6	B			21				-							
	mi	5	0							1							
	k	0	9							9							
		5	7							6							
			5							4							
			B														

Company Remarks	
Whether Permanent chairperson appointed	Yes
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	Rajeev Jhawar	ED	Member	25-May-2020	

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	Rajeev Jhawar	ED	Member	27-May-2019	
3	Dhrub Jyoti Basu	ED	Member	06-Jun-2020	

Company Remarks	
Whether Permanent chairperson appointed	Yes

c. Risk Management Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Vijay Singh Bapna	ID	Chairperson	20-May-2021	
2	Ramni Nirula	ID	Member	20-May-2021	
3	Dhrub Jyoti Basu	ED	Member	20-May-2021	
4	Devadip Bhowmik	ED	Member	20-May-2021	
5	Venkatachalam Ramakrishna Iyer	NED,ND	Member	20-May-2021	

Company Remarks	
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Whether Permanent chairperson appointed	Yes
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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	Member	26-Jul-2019	
2	Ramni Nirula	ID	Chairperson	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
20-May-2021	28-Jul-2021	Yes	7	3
	21-Sep-2021	Yes	7	3

Company Remarks	
Maximum gap between any two consecutive (in number of days)	68

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	20-May-2021		Yes	1	2
Audit Committee		28-Jul-2021	Yes	1	2
Audit Committee		21-Sep-2021	Yes	1	2
Stakeholders Relationship Committee	20-May-2021		Yes	2	1
Stakeholders Relationship Committee		28-Jul-2021	Yes	2	1
Nomination & Remuneration Committee	20-May-2021		Yes	1	2
Risk Management Committee		28-Jul-2021	Yes	3	2

Company Remarks	
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	68



v. **Related Party Transactions**

Subject	Compliance status (Yes/No/NA)	Remark
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	
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VI. **Affirmations**

1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - **Yes**
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) - **Yes**
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 Corporate Governance Report for the quarter ended 30th June, 2021 was placed at the Board Meeting held on 28th July, 2021.

Name : **Shampa Ghosh Ray**
Designation : **Company Secretary & Compliance Officer**



ANNEXURE III**Affirmations**

Broad Heading	Regulation Number	Compliance Status	Company Remark
Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	Yes	
Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes	
Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes	
Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	Yes	
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	

Note:

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Name : Shampa Ghosh Ray
Designation : Company Secretary & Compliance Officer



ANNEXURE IV

(A) Any loan or any other form of debt advanced by the listed entity directly or indirectly to

Aggregate amount advanced during six months				Balance outstanding at the end of six months			
<i>Promoter or any other entity controlled by them</i>	<i>Promoter Group or any other entity controlled by them</i>	<i>Directors (including relatives) or any other entity controlled by them</i>	<i>KMPs or any other entity controlled by them</i>	<i>Promoter or any other entity controlled by them</i>	<i>Promoter Group or any other entity controlled by them</i>	<i>Directors (including relatives) or any other entity controlled by them</i>	<i>KMPs or any other entity controlled by them</i>

(B) Any guarantee/ comfort letter (by whatever name called) provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by:

Entity	Type (guarantee, comfort letter etc.)	Aggregate amount of issuance during six months	Balance outstanding at the end of six months (taking into account any invocation)
<i>Promoter or any other entity controlled by them</i>			
<i>Promoter Group or any other entity controlled by them</i>			
<i>Directors (including relatives) or any other entity controlled by them</i>			
<i>KMPs or any other entity controlled by them</i>			

(C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by:

Entity	Type of Security (cash, shares etc.)	Aggregate value of security provided during six months	Balance outstanding at the end of six months
<i>Promoter or any other entity controlled by them</i>			



Promoter Group or any other entity controlled by them			
Directors (including relatives) or any other entity controlled by them			
KMPs or any other entity controlled by them			

(D) If the Listed Entity would like to provide any other information the same may be indicated here

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Affirmations

All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to promoter(s), promoter group, director(s) (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them are in the economic interest of the company

Company Remarks in case of non-compliant status

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Name:
Designation:
Place:
Date:

Note: During the half year ended September 30, 2021:

- a) No loan or any other form of debt has been advanced by the Company to the specified categories of entities in respect of whom disclosure is required;
- b) No guarantee/ comfort letter (by whatever name called) has been provided by the Company in connection with any loan(s) or any other form of debt availed by the specified categories of entities in respect of whom disclosure is required;
- c) No security has been provided by the Company in connection with any loan(s) or any other form of debt availed by the specified categories of entities in respect of whom disclosure is required.

Hence, applicability of the disclosure has been mentioned as 'Not Applicable'.

