

**ANNEXURE I**

1. Name of Listed Entity - **Usha Martin Limited**  
 2. Quarter ending - **30-Jun-2019**

**i. Composition Of Board Of Director**

T i t l e  ( M r / M s )	Name of the Director	DI N	P A N	Cate gory (Chai rpers on /Execu tive/No n- Execut ive/ Indepe ndent/ Nomin ee)	S u b C a t e g o r y	Dat e of App oint me nt	Dat e of ces sati on	T e n u r e	No of Dir ect ors hip in list ed enti ties incl udi ng this list ed enti ty	No of me mb ers hips in Au dit/ Sta keh old er Co mm itte e(s) incl udi ng this list ed enti ty	No of post of Chai rper son in Audi t/ Stak ehol der Co mmi ttee held in liste d entit ies incl udi ng this liste d entit y	Me mbe rshi p in Co mmi ttee s of the Co mpa ny	Remarks
Mr	BASANT KUMAR JHAWAR	0 0 8 6 2 3 7	AC UP J28 27 L	NED		21- Sep- 2017	01- Apr - 201 9		0	0	0		Details of directorship in other companies has been provided based on his last available disclosure prior to cessation of directorship in the Company.
Mr	PRASHANT JHAWAR	0 0 3	AC XP J99	NED		09- Aug- 2016			3	0	0		

		5 3 0 2 0	95 N										
Mr	BRIJ KISHORE JHAWAR	0 0 0 8 6 2 0 0	AE AP J93 84 G	NED		18- Sep- 2018		1	1	0		SC	
Mr	SALIL SINGHAL	0 0 0 0 6 6 2 9	AH NP S41 84 K	ID		31- Jul- 2014		5 9	2	2	0	AC,N RC	
Mr	GHYANENDR A NATH BAJPAI	0 0 9 4 6 1 3 8	AB EP B2 522 M	ID & NED		31- Jul- 2014	01- Apr - 201 9	5 6	1	6	1	AC,SC ,NRC	Details of directorship in other companies has been provided based on his annual disclosure prior to cessation of directorship in the Company.
Mr	PARTHA SARATHI BHATTACHA RYYA	0 0 3 2 9 4 7 9	AC ZP B3 511 C	ID		31- Jul- 2014		5 9	4	5	1	SC,RC ,NRC	
Mr	JITENDER BALAKRISHN AN	0 0 0 2 8 3 2	AE IPB 923 3Q	ID		31- Jul- 2014		5 9	6	8	3	AC,N RC	

Mr	VENKATACH ALAM RAMAKRISHN AN IYER	0 0 2 1 9 4 8 3 0	AB LP R5 706 Q	NED, ND		04- Nov- 2015		2	1	1		
Mr	RAJEEV JHAWAR	0 0 0 8 6 1 6 4	AC OP J27 08 A	ED	M D	19- May- 2018		3	4	1	SC,RC	
Mr	PRAVIN KUMAR JAIN	0 2 5 8 3 5 1 9	AD HP J30 88 M	ED	M D	05- Feb- 2019		1	3	0	AC,SC ,RC	
Mr	MUKESH ROHATGI	0 0 1 3 6 0 6 7	AA BP R5 751 J	ID		09- Dec- 2016		3 1	1	0 0	RMC	
Mr	VIJAY SINGH BAPNA	0 2 5 9 9 0 2 4	AD HP B4 747 P	ID		27- May- 2019		1	4	5 3		

Company Remarks	
Whether Permanent chairperson appointed	No

ii. **Composition of Committees**

a. **Audit Committee**

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	SALIL SINGHAL	ID	Member	29-Jul-2009	
2	PRAVIN KUMAR JAIN	ED	Member	22-May-2019	
3	JITENDER BALAKRISHNAN	ID	Chairperson	27-Jul-2010	
4	GHYANENDRA NATH BAJPAI	ID & NED	Member	07-Nov-2014	01-Apr-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	PARTHA SARATHI BHATTACHARYYA	ID	Chairperson	27-May-2019	
2	BRIJ KISHORE JHAWAR	NED	Member	14-Mar-2014	
3	PRAVIN KUMAR JAIN	ED	Member	14-March-2014	
4	RAJEEV JHAWAR	ED	Member	27-May-2019	
5	GHYANENDRA NATH BAJPAI	ID & NED	Chairperson	25-May-2016	01-Apr-2019

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	MUKESH ROHATGI	ID	Member	30-May-2014	
2	PARTHA SARATHI BHATTACHARYYA	ID	Chairperson	07-Nov-2014	
3	RAJEEV JHAWAR	ED	Member	07-Nov-2014	
4	PRAVIN KUMAR JAIN	ED	Member	07-Nov-2014	

Company Remarks	
Whether Permanent chairperson appointed	Yes

d. **Nomination and Remuneration Committee**

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	PARTHA SARATHI	ID	Member	22-May-2019	

	BHATTACHARYYA				
2	GHYANENDRA NATH BAJPAI	ID & NED	Member	14-March- 2014	01-Apr-2019
3	SALIL SINGHAL	ID	Member	30-May-2017	
4	JITENDER BALAKRISHNAN	ID	Chairperson	07-Nov-2014	

Company Remarks	
Whether Permanent chairperson appointed	Yes

iii. Meeting of Board of Directors

<b>Date(s) of Meeting (if any) in the previous quarter</b>	<b>Date(s) of Meeting (if any) in the relevant quarter</b>
05-Feb-2019	08-Apr-2019
	27-May-2019

Company Remarks	
Maximum gap between any two consecutive (in number of days)	61

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	Requirement of Quorum met (details)	Whether requirement of Quorum met (Yes/No)
Audit Committee		05-Feb-2019	2	Yes
Audit Committee		08-Apr-2019	2	Yes
Audit Committee		27-May-2019	2	Yes
Stakeholders Relationship Committee		05-Feb-2019	2	Yes
Stakeholders Relationship Committee		27-May-2019	2	Yes
Nomination & Remuneration Committee		05-Feb-2019	2	Yes
Nomination & Remuneration Committee		08-Apr-2019	2	Yes
Nomination & Remuneration Committee		27-May-2019	3	Yes
Risk Management Committee		30-Mar-2019	3	Yes

Company Remarks	
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	0

v. **Related Party Transactions**

<i>Subject</i>	<i>Compliance status (Yes/No/NA)</i>	<i>Remark</i>
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. - **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:

**Consequent to the resignation of Mrs. Aarthi Ramakrishnan (a woman director) from the Board of the Company on 9th January, 2019, the Company is to appoint a woman director and is in the process of identifying a suitable candidate. Corporate Governance Report for Q4FY18-19 was placed at Board Meeting dated 27-05-2019.**