

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-2023**

i. Composition of Board of Director

Title (Mr./Ms)	Name of the Director	DIN	PAN	Category (Chairperson /Executive/ Non-Executive/ Independent/ Nominnee)	Sub Category	Initial Date of Appointment	Date of Appointment	Date of cessation	Tenure	Date of Birth	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status	Whether special resolution passed? [Refer Reg. 17 (1A) of Listing Regulations]	Date of passing special resolution	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 proviso to regulation 17A (1)]	No of memberships in Audit/ Stakeholder Committee(s) including this listed entity	No of post of Chairperson in Audit / Stakeholder Committee held in listed entities including this listed entity	Membership in Committees of the Company	Remarks
Mr.	Rajeev Jhawar	00086164		ED	M D	19-May-1998	19-May-2023			11-Nov-1964	No				Active	NA		2	1	3	0	AC	
Mr.	Venkat achalam Ramakrishna lyer	02194830		ID		12-Nov-2021	12-Nov-2021		22.18	29-Apr-1954	No				Active	NA		1	1	2	1	AC,S C,R C,N RC	



Mr.	Vijay Singh Bapna	02 59 90 24	ID,C & NED	27-May-2019	27-May-2023	52.03	28-Aug-1948	No	Active	Yes	20-Jun-2023	3	3	4	2	AC,R C,N RC
Mr.	Sethurathnam Ravi	00 00 97 90	ID	12-Nov-2021	12-Nov-2021	22.18	12-Jul-1959	No	Active	NA		4	3	7	3	AC,R C,N RC
Mrs.	Ramni Nirula	00 01 53 30	ID	26-Jul-2019	26-Jul-2019	50.04	27-May-1952	No	Active	NA		4	4	2	0	RMC ,NR C
Mr.	Sumit Kumar Modak	00 98 35 27	ED	27-Apr-2023	27-Apr-2023		10-May-1953	No	Active	NA		1	0	1	0	SC,R C
Mr.	Tapas Gango padhya y	10 12 23 97	NED	27-Apr-2023	27-Apr-2023		13-Aug-1958	No	Active	NA		1	0	1	0	SC,R C

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

ii. Composition of Committees

a. Audit Committee

Sr. No.	Name of Committee members	Category	Chairperson/Member	Date of Appointment	Date of Cessation
1	Vijay Singh Bapna	ID,C & NED	Chairperson	26-Jul-2019	
2	Rajeev Jhawar	ED	Member	25-May-2020	
3	Sethurathnam Ravi	ID	Member	12-Nov-2021	
4	Venkatachalam Ramakrishna Iyer	ID	Member	27-Apr-2023	



Company Remarks	
Whether Regular chairperson appointed	Yes

b. Stakeholders Relationship Committee

Sr. No.	Name of Committee members	Category	Chairperson/Member	Date of Appointment	Date of Cessation
1.	Venkatachalam Ramakrishna Iyer	ID	Chairperson	12-Nov-2021	
2.	Sumit Kumar Modak	ED	Member	27-Apr-2023	
3.	Tapas Gangopadhyay	NED	Member	27-Apr-2023	

Company Remarks	
Whether Regular chairperson appointed	Yes

c. Risk Management Committee

Sr. No.	Name of Committee members	Category	Chairperson/Member	Date of Appointment	Date of Cessation
1.	Vijay Singh Bapna	ID,C & NED	Chairperson	20-May-2021	
2.	Ramni Nirula	ID	Member	20-May-2021	
3.	Venkatachalam Ramakrishna Iyer	ID	Member	12-Nov-2021	
4.	Sethurathnam Ravi	ID	Member	11-Feb-2022	
5.	Sumit Kumar Modak	ED	Member	27-Apr-2023	
6.	Tapas Gangopadhyay	NED	Member	27-Apr-2023	

Company Remarks	
Whether Regular chairperson appointed	Yes

d. Nomination and Remuneration Committee

Sr. No.	Name of Committee members	Category	Chairperson/Member	Date of Appointment	Date of Cessation
1.	Ramni Nirula	ID	Chairperson	26-Jul-2019	
2.	Vijay Singh Bapna	ID,C & NED	Member	25-Oct-2021	
3.	Venkatachalam Ramakrishna Iyer	ID	Member	12-Nov-2021	
4.	Sethurathnam Ravi	ID	Member	12-Nov-2021	

Company Remarks	
Whether Regular chairperson appointed	Yes



iii. Meeting of Board of Directors

Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Number of Directors present (All directors including Independent Director)	No. of Independent Directors attending the meeting
27-Apr-2023	Yes	9	8	4
05-Aug-2023	Yes	7	7	4

Company Remarks	
Maximum gap between any two consecutive (in number of days)	99

iv. Meeting of Committees

Name of the Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors present (All directors including Independent Director)	Number of Independent directors attending the meeting	Number of Members attending the Meeting (Other than Board of Directors)
Audit Committee	05-Apr-2023	Yes	3	3	2	0
Audit Committee	27-Apr-2023	Yes	3	3	2	0
Audit Committee	05-Aug-2023	Yes	4	4	3	0
Stakeholders Relationship Committee	27-Apr-2023	Yes	3	3	2	0
Stakeholders Relationship Committee	05-Aug-2023	Yes	3	3	2	0
Nomination & Remuneration Committee	27-Apr-2023	Yes	4	4	4	0
Risk Management Committee	05-Aug-2023	Yes	6	6	4	0

Company Remarks	
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	99

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

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 1000 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 2023 was placed at the Board Meeting held on 5th August 2023.

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	

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			
Promoter or any other entity controlled by them	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	Promoter or any other entity controlled by them	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

(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>			
<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>			

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

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Affirmations

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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

Name:
Designation:
Place:
Date:

During the year ended 30th September 2023:

- 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, the applicability of the disclosure has been mentioned as Not Applicable

