



**BEEKAY STEEL INDUSTRIES LTD.**

**An ISO 9001 : 2008 Organisation**

Registered Office: Lansdowne Towers, 4th Floor 2/1A, Sarat Bose Road, Kolkata-20

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Ref: BSIL/RKS/QCGR/BSE/2015-16/15

Dated: 09.04.2016

To  
**The Dy. General Manager**  
**BSE Limited,**  
P.J. Towers,  
Floor No. 25,  
Dalal Street,  
Mumbai – 400 001.

Dear Sir,

**Sub:- Submission of Quarterly Compliance Report on Corporate Governance for the quarter ended on 31.03.2016**  
**Ref : Scrip Code No. 539018, BEEKAY**

Enclosed please find herewith the Quarterly Compliance Report on Corporate Governance for the quarter and year ended 31.03.2016 in the format as specified by the SEBI as per the new regulation 27(2)(a) of the SEBI(Listing Obligations & Disclosure Requirements) Regulations, 2015 vide No. SEBI/LAD-NRO/GN/2015-16/013 dated September 02, 2015. The company has already filed online the said Quarterly Report on Corporate Governance under XBRL mode as specified by BSE vide its notice ref. no. DCS/CUMP/34/2015-16 Dated March 16, 2016.

This is the compliance of Corporate Governance under Reg. 27(2)(a) of SEBI (LODR) Reg., 2015.

Please acknowledge the receipt of the above document.

Thanking you.  
Yours faithfully,  
For **Beekay Steel Industries Ltd.**

**(Rabindra Kumar Sahoo)**  
**Company Secretary**

Encls: as above.

**REPORT ON CORPORATE GOVERNANCE FOR THE QUARTER & YEAR ENDED 31.03.2016**

1. Name of Listed Entity: **BEEKAY STEEL INDUSTRIES LIMITED**
2. Quarter ending: **31/03/2016**

<b>I. Composition of Board of Directors</b>								
Title (Mr / Ms)	Name of the Director	PAN\$ & DIN	Category (Chairperson /Executive/Non-Executive/independent/Nominee ) &	Date of Appointment in the current term/cessation	Tenure*	No of Directors hip in listed entities including this listed entity  (Refer Regulation 25(1) of Listing Regulation)	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.	Suresh Chand Bansal	AECPB6323F/00103134	Executive Chairman	13.08.2014	---	01	02	Nil
Mr.	Mukesh Chand Bansal	AGLPB9454G/00103098	Managing Director	13.08.2014	----	02	01	01
Mr.	Vikas Bansal	AEQPB2455N/00103065	Executive Director	01.10.2013	---	01	Nil	Nil
Mr.	Manav Bansal	AEIPB4167N/00103024	Whole time Director	01.04.2014	---	02	02	Nil
Mr.	Gautam Bansal	AEIPB4968A/00102957	Whole time Director	01.06.2015	---	01	01	Nil
Mr.	Vijay Kumar Bansal	ADJPB1682R/01979712	Non-Executive Director	08.05.2001	---	01	Nil	Nil
Mr.	Bhal Chandra Khaitan	AEPVK7401G/00343007	Non-Executive Independent Director	01.04.2014	24 m	04	02	02
Mr.	Brijesh Kumar Dalmia	ACTPD2685D/00013370	Non-Executive Independent Director	01.04.2014	24 m	02	04	01
Mr.	Ravi Shankar Sridharan	AKCPR1765R/03120944	Non-Executive Independent Director	01.04.2014	24 m	01	Nil	Nil
Mr.	Srikumar Banerjee	ADUPB5859M/03504452	Non-Executive Independent Director	01.04.2014	24 m	01	Nil	Nil
Mr.	Tapan Kumar Banerjee	ADZPB8839Q/07108739	Non-Executive Independent Director	31.03.2015	12 m	02	Nil	Nil
Ms.	Shyanthi Sengupta	CHFPS4540F/07139909	Non-Executive Independent Woman Director	31.03.2015	12 m	02	Nil	Nil



For Beekay Steel Industries Ltd.

*[Signature]*  
Company Secretary



§ PAN number of any director would not be displayed on the website of Stock Exchange

& Category of directors means executive/non-executive/independent/Nominee. if a director fits into more than one category write all categories separating them with hyphen

\* to be filled only for Independent Director. Tenure would mean total period from which Independent director is serving on Board of directors of the listed entity in continuity without any cooling off period.

## II. Composition of Committees

Name of Committee	Name of Committee members	Category (Chairperson/Executive/Non-Executive/independent/Nominee) §
1. Audit Committee	Mr. Bhal Chandra Khaitan	Non-Executive - Independent Director-Chairman
	Mr. Suresh Chand Bansal	Executive Chairman-Member
	Mr. Brijesh Kumar Dalmia	Non-Executive - Independent Director-Member
2. Nomination & Remuneration Committee	Mr. Bhal Chandra Khaitan	Non-Executive - Independent Director-Chairman
	Mr. Brijesh Kumar Dalmia	Non-Executive - Independent Director-Member
	Mr. Ravishankar Sridharan	Non-Executive - Independent Director-Member
3. Risk Management Committee(if applicable)	N.A	
4. Stakeholders Relationship Committee'	Mr. Brijesh Kumar Dalmia	Non-Executive - Independent Director-Chairman
	Mr. Suresh Chand Bansal	Executive Chairman-Member
	Mr. Gautam Bansal	Wholetime Director-Member

& Category of directors means executive/non-executive/independent/Nominee. if a director fits into more than one category write all categories separating them with hyphen

## 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	Maximum gap between any two consecutive (in number of days)
13 <sup>th</sup> November, 2015 & 30 <sup>th</sup> December, 2015	12 <sup>th</sup> February, 2016	46 & 43

## IV. Meeting of Committees- AUDIT COMMITTEE

Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days*



For Beekay Steel Industries Ltd

*[Signature]*  
Company Secretary

12 <sup>th</sup> February, 2016	Yes Present-Mr. Bhal Chandra Khaitan, Mr. Suresh Chand Bansal and Mr. Brijesh Kumar Dalmia.	13 <sup>th</sup> November, 2015	91
<b>Meeting of Committees- NOMINATION &amp; REMUNERATION COMMITTEE</b>			
NIL	N.A.	NIL	N.A.
<b>Meeting of Committees- STAKEHOLDERS RELATIONSHIP COMMITTEE</b>			
12 <sup>th</sup> February, 2016	Yes Mr. Brijesh Kumar Dalmia, Mr. Suresh Chand Bansal & Mr. Gautam Bansal	13 <sup>th</sup> November, 2015	91



For Beekay Steel Industries Ltd

*[Handwritten Signature]*  
Company Secretary



\* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional

**V. Related Party Transactions**

<i>Subject</i>	<i>Compliance status (Yes/No/NA)<sup>refer note below</sup></i>
Whether prior approval of audit committee obtained	N.A.
Whether shareholder approval obtained for material RPT	N.A.
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes

**Note**

- 1 In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A.. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.
- 2 If status is "No" details of non-compliance may be given here.

**VI. Affirmations**

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
  - a. Audit Committee
  - b. Nomination & remuneration committee
  - c. Stakeholders relationship committee
  - d. Risk management committee (applicable to the top 100 listed entities) – N.A.
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 Board of Directors may be mentioned here:

**For Beekay Steel Industries Ltd.**



**R.K. Sahoo  
Company Secretary & Compliance Officer**

*For Beekay Steel Industries Ltd*



*Company Secretary*




Note:


Information at Table I and II above need to be necessarily given in 1<sup>st</sup> quarter of each financial year. However if there is no change of information in subsequent quarter(s) of that financial year, this information may not be given by Listed entity and instead a statement "same as previous quarter" may be given.

**ANNEXURE II**

**Format to be submitted by listed entity at the end of the financial year (for the whole of financial year)**

<b>I. Disclosure on website in terms of Listing Regulations</b>		
<b>Item</b>	<b>Compliance status</b> <small>(Yes/No/NA) refer note</small>	
Details of business	Yes	
Terms and conditions of appointment of independent directors	Yes	
Composition of various committees of board of directors	Yes	
Code of conduct of board of directors and senior management personnel	Yes	
Details of establishment of vigil mechanism/ Whistle Blower policy	Yes	
Criteria of making payments to non-executive directors	N.A.	
Policy on dealing with related party transactions	Yes	
Policy for determining 'material' subsidiaries	N.A.	
Details of familiarization programmes imparted to independent directors	Yes	
Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes	
email address for grievance redressal and other relevant details	Yes	
Financial results	Yes	
Shareholding pattern	Yes	
Details of agreements entered into with the media companies and/or their associates	N.A.	
New name and the old name of the listed entity	N.A.	
<b>II Annual Affirmations</b>		
<b>Particulars</b>	<b>Regulation Number</b>	<b>Compliance status</b> <small>(Yes/No/NA) refer note below</small>
<i>Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'</i>	16(1)(b) & 25(6)	YES
<i>Board composition</i>	17(1)	YES
<i>Meeting of Board of directors</i>	17(2)	YES
<i>Review of Compliance Reports</i>	17(3)	YES
<i>Plans for orderly succession for appointments</i>	17(4)	YES
<i>Code of Conduct</i>	17(5)	YES
<i>Fees/compensation</i>	17(6)	YES
<i>Minimum Information</i>	17(7)	YES
<i>Compliance Certificate</i>	17(8)	YES
<i>Risk Assessment &amp; Management</i>	17(9)	YES
<i>Performance Evaluation of Independent Directors</i>	17(10)	YES
<i>Composition of Audit Committee</i>	18(1)	YES
<i>Meeting of Audit Committee</i>	18(2)	YES
<i>Composition of nomination &amp; remuneration committee</i>	19(1) & (2)	YES
<i>Composition of Stakeholder Relationship Committee</i>	20(1) & (2)	YES
<i>Composition and role of risk management committee</i>	21(1),(2),(3),(4)	N.A.
<i>Vigil Mechanism</i>	22	YES
<i>Policy for related party Transaction</i>	23(1),(5),(6),(7) & (8)	YES
<i>Prior or Omnibus approval of Audit Committee for all related party transactions</i>	23(2), (3)	YES
<i>Approval for material related party transactions</i>	23(4)	N.A.
<i>Composition of Board of Directors of unlisted material Subsidiary</i>	24(1)	N.A.
<i>Other Corporate Governance requirements with respect to subsidiary of listed entity</i>	24(2),(3),(4),(5) & (6)	N.A.
<i>Maximum Directorship &amp; Tenure</i>	25(1) & (2)	YES
<i>Meeting of independent directors</i>	25(3) & (4)	YES
<i>Familiarization of independent directors</i>	25(7)	YES
<i>Memberships in Committees</i>	26(1)	YES
<i>Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel</i>	26(3)	YES
<i>Disclosure of Shareholding by Non- Executive Directors</i>	26(4)	N.A.
<i>Policy with respect to Obligations of directors and senior management</i>	26(2) & 26(5)	YES
<b>Note</b>		
1 In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/ N.A.. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.		
2 If status is "No" details of non-compliance may be given here.		
3 If the Listed Entity would like to provide any other information the same may be indicated here.		
<b>III Affirmations:</b>		
The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied. -N.A		
<b>FOR BEEKAY STEEL INDUSTRIES LIMITED</b>		
R.K. SAHOO 		
Company Secretary & Compliance Officer		

For Beekay Steel Industries Ltd

  
Company Secretary

