

**QUARTERLY CORPORATE GOVERNANCE REPORT**

**1. Name of the Listed Entity - ADVANCE STEEL TUBES LIMITED**

**2. Quarter ending - 30.06.2018**

**I. Composition of Board of Directors**

Title (Mr./M/s)	Name of the Director	DIN & PAN	Category/Chair person/Executive/Non-Executive/Independent/Nominee	Date of appointment of the current term/cessation	Tenure (only for Independent Directors)	No. of Directorship in listed entities including this listed entity	No. of membership in Audit/stakeholder committee(s) held in listed entities including this listed entity	No. of post of chairperson in Audit/stakeholder committee held in listed entities including this listed entity
Mr.	Deoki Nandan Agarwal	DIN: 00586794, PAN: AAGPA8928F	Executive- Managing Director, Non- Independent	03-12-1979		1	1	Nil
Mr.	Aashish Agarwal	DIN:00026311 PAN: ACQPA9889D	Non-Executive, Non- Independent	17/08/2015		1	1	Nil
Mr.	Daulat Ram Agarwala	DIN: 00586956 PAN: ADCPA8428R	Non-Executive, Non- Independent	29/09/1980		2	2	Nil
Mr.	Lalit Agarwal	DIN: 00109920 PAN: AADPA8981B	Non-Executive, Non- Independent	14/11/1987	NA	3	2	Nil

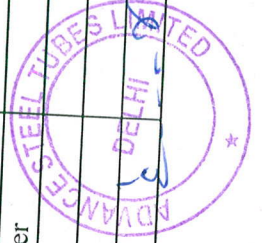


Mrs.	Parveen Gupta	DIN: 00180678 PAN: AAHPG1027E	Independent	08-01-2015	For 5 years	2	2	Nil
Mr.	Jay Vilas Dubey	DIN:00150464 PAN: ADCPD2906R	Independent	11-03-2011	NA	1	1	1
Mrs.	Naresh Chnad Maheshwari	DIN: 00218051 PAN: AHTPM6743Q	Independent	11-03-2011	For 5 years	2	2	Nil
Mr.	Suyash Agarwal	DIN: 07520380 PAN: APUPA3181P	Non-Executive, Non	26/05/2016		1	1	Nil

## II. Composition of Committees

Name of the committee

Name of Committee Members	Category (Chairperson/Executive/Non-Executive/Independent/Nominee)
1. Mr. Jay Vilas Dubey, Chairperson	Independent
2. Mr. Naresh Chand Maheshwari, Member	Independent
3. Mr. Deoki Nandan Agarwal, Member	Executive
4. Mrs. Parveen Gupta	Independent
2. Nomination & Remuneration Committee	
1. Mr. Jay Vilas Dubey, Chairperson	Independent
2. Mr. Naresh Chand Maheshwari, Member	Independent
3. Mr. Deoki Nandan Agarwal, Member	Executive
4. Mrs. Parveen Gupta	Independent
Corporate Social Responsibility Committee	
1. Mr. Jay Vilas Dubey, Chairperson	Independent
2. Mr. Naresh Chand Maheshwari, Member	Independent
3. Mr. Deoki Nandan Agarwal, Member	Executive
4. Mrs. Parveen Gupta	Independent





<b>IV. Meeting of Committees*</b>			
Dates of meeting of committee in the relevant Quarter	Whether requirement of quorum met	Dates of meeting in the Previous Quarter	Maximum gap between any two consecutive meetings (in days)
1. Audit Committee - 30/05/2018	YES	1. Audit Committee - 14/02/2018 2. Nomination & Remuneration Committee nil	1. Audit Committee - 91 days (exclusive of meeting dates)
* The information is given only for the 2 committees i.e Audit Committee/ Nomination & Remuneration Committee.			
<b>V. Related Party Transactions</b>			
		<b>Subject</b>	<b>Compliance Status (YES/NO/NA)</b>
Whether Prior Approval of Audit Committee obtained			Yes
Whether Shareholder approval obtained for material RTP			NA
			Yes
<b>VI. Affirmations</b>			
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 - Not Applicable
- 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.

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 will be placed before the board at the ensuing Board Meeting.

**For Advance Steel Tubes Limited**

  
**Deoki Nandan Agarwal**  
(Managing Director)



## 1. Disclosure on website in terms of Listing Regulations

Item	Compliance Status (Yes/No/NA)
Details of Business	Y
Terms and Conditions of Appointment of Independent Directors	Y
Composition of Various Committees of Board of Directors	Y
New Name and the old name of the listed entity	N.A.
Details of establishment of Vigil Mechanism/Whistle Blower Policy	Y
Criteria of making payments to non-executive director	Y
Policy on dealing with related party transactions	Y
Policy for determining Material Subsidiaries	Y
Details of familiarization programmes imparted to Independent Directors	Y
Contact Information of the designated officials of the Listed Entity who are responsible for assiting and handling Investor grievances	Y
Email address for grievance redressal and other relevant details	Y
Financial Results	Y
Shareholding Pattern	Y
Details of Agreements entered into with the media companies and/or their associates	Y
New Name and the old name of the listed entity	N.A.

## II. ANNUAL AFFIRMATIONS

Particulars	Regulation Number	Compliance Status (yes/No/NA)
Independent Director(S) have been appointed in terms of specified criteria of independence' and/or 'eligibility'	16(1)(b) & 25(6)	Y
Board Composition	17(1)	Y
Meeting of Board of Directors	17(2)	Y
Review of Compliance Reports	17(3)	Y
plans for orderly succession for appointments	17(4)	Y





Code of Conduct		
fees/compensations	17(5)	Y
Minimum Information	17(6)	Y
Compliance Certificate	17(7)	Y
Risk Assessment and Management	17(8)	Y
Performance Evaluation of Independent Directors	17(9)	Y
Composition of Audit Committee	17(10)	Y
Meeting fo Audit Committees	18(1)	Y
Composition of Nomintaion & Remuneration Committees	18(2)	Y
Composition of Stakeholder Relationship Committee	19(1)& (2)	Y
Composition of Risk Management Committee	20(1) & (2)	Y
Vigil Mechanism	21(1),(2),(3),(4)	Y
Policy for Related Party Transactions	22	Y
Policy for omnibus approval of Audit Committee for all related party transactions	23(1), (5), (6), (7), (8)	Y
Approval for material related party transaction	23(2)&(3)	Y
Composition of Board of Directors of unlisted material subsidiary	23(4)	Y
	24(1)	N.A.
Other Corporate Governance Requirements with respect to subsidiary of listed entity		N.A.
Maximum Directorship & tenure	24(2),(3),(4),(5), (6)	Y
Meeting of Independent Directors	25(1) & (2)	Y
Familiarisation of Independent Directors	25 (3) & (4)	Y
Memberships in Committees	25(7)	Y
Affirmation with compliance to Code of Conduct from members of Board of Directors and Senior management personnels	26(1)	Y
Disclosure of shareholding by non- Executive Directors	26(3)	Y
Policy with respect to Obligations of Directors and senior management	26(4)	Y
	26(2) & (5)	Y

**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.

3. If the Listed Entity would like to provide any other infromation the same may be indicated here.



### III. AFFIRMATIONS

The Listed Entity has approved material subsidiary policy and the Corporate Governance Requirements with respect to subsidiary of listed entity have been complied.

**For Advance Steel Tubes Limited**

  
**Deoki Nandan Agarwal**  
(Director)

