



# Advance Steel Tubes Ltd.

CIN : L2423IUP1978PLC004583

AN ISO 9001 : 2000 Company

Manufacturers of : 'ERW' M.S. Black & Galvanised Pipes,  
Steel Tubular Poles, Steel Structures, Metal Crash Barrier & Scaffoldings



**Sales Office** : 81, FUNCTIONAL INDUSTRIAL ESTATE, PATPARGANJ, DELHI-110092  
Phones : 011-43041400 (100 Lines) Fax : 91-11-22145978  
Website : [www.advance-india.com](http://www.advance-india.com), [www.advance.co.in](http://www.advance.co.in)  
E-mail : [info@advance.co.in](mailto:info@advance.co.in)

Dated: 20/04/2022

The Secretary,  
**Calcutta Stock Exchange**  
7, Lyons Range  
Kolkata- 700001

Dear Sir/ Madam,

**Sub: Corporate Governance Report for the Quarter Ended on 31/03/2022**

Please find for your record:

1. Corporate Governance Report under Regulation 27(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the quarter ended 31/03/2022.

This is for your information and record.

Your Faithfully

Yours Faithfully,  
**For Advance Steel Tubes Limited**

**Deoki Nandan Agarwal**  
(Managing Director)



**QUARTERLY CORPORATE GOVERNANCE REPORT**

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

**2. Quarter ending - 31.03.2022**

**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 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. Audit Committee	1. Mr. Jay Vilas Dubey, Chairperson 2. Mr. Naresh Chand Maheshwari, Member 3. Mr. Deoki Nandan Agarwal, Member 4. Mrs. Parveen Gupta	Independent Independent Executive Independent
2. Nomination & Remuneration Committee	1. Mr. Jay Vilas Dubey, Chairperson 2. Mr. Naresh Chand Maheshwari, Member 3. Mr. Deoki Nandan Agarwal, Member 4. Mrs. Parveen Gupta	Independent Independent Executive Independent
Corporate Social Responsibility Committee	1. Mr. Jay Vilas Dubey, Chairperson 2. Mr. Naresh Chand Maheshwari, Member 3. Mr. Deoki Nandan Agarwal, Member 4. Mrs. Parveen Gupta	Independent Independent Executive Independent



**IV. Meeting of Committees\***

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 - 11.02.2022	YES	1. Audit Committee - 14.11.2021 2. Nomination & Remuneration Committee - 14.11.2021	1. Audit Committee - 90 days (exclusive of meeting dates)

3

**V. Related Party Transactions**

Subject	Compliance Status (YES/NO/NA)
Whether Prior Approval of Audit Committee obtained	Yes
Whether Shareholder approval obtained for material RTP	NA
Whether details of RTP entered into pursuant to omnibus approval have been reviewed by the Audit Committee	Yes

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



<b>Affirmations</b>		
<b>Broad Headings</b>	<b>Regulation Number</b>	<b>Compliance Status (Yes/No/Na)</b>
Copy of the Annual report including Balance Sheet, Profit and loss account, Directors report, Corporate Governance Report, Business Responsibility Report displayed on the website	46(2)	na
Presence of Chairperson of Audit Committee at Annual General Meeting	18(1)(d)	na
Presence of Chairperson of Nomination & Remuneration Committee at the Annual General Meeting	19(3)	na
Presence of Chairperson of the Stakeholder Relationship Committee at the Annual General Meeting	20(3)	NA
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para Cof Schedule V	na

For Advance Steel Tubes Limited

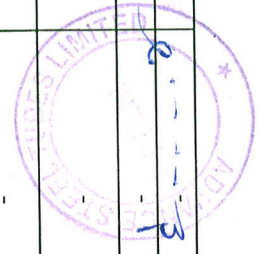


Deoki Nandan Agarwal  
(Director)

**Annexure -IV, Half year ending on 30.09.2021**

**Disclosure of Loans/ Gaurantees/ Comfort Letters/ Securities etc.**

<b>(A) Any Loan or any other form of debt advanced by the listed entity directly or indirectly to:</b>			
<b>Entity</b>	<b>aggregate amount advanced during six months</b>	<b>Balance outstanding at the end of six months</b>	
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 netity controlled by them	-	-	
	-	-	
<b>(B) Any Gaurantee/ Confrot letter (by whatever name called) provided by the listed netity directly or indirectly, in connection with any loan(s) or any other form of debt availed by:</b>			
<b>Entity</b>	<b>Type (gaurantee, comfrot, letter etc</b>	<b>Aggregate amount of issuance during six months</b>	<b>balances outstanding at the end of six months (taking into account any invocation)</b>
Promoter or any other entity controlled by them	-	-	-
Promoter group or any other entity controlled by them	-	-	-
Director including relatives or any other entity controlled by them	-	-	-
kmps or any other entity controlled by them	-	-	-
	-	-	-
<b>(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:</b>			
<b>Entity</b>	<b>Type (gaurantee, comfrot, letter etc</b>	<b>Aggregate amount of issuance during six months</b>	<b>balances outstanding at the end of six months (taking into account any invocation)</b>
Promoter or any other entity controlled by them	-	-	-
Promoter group or any other entity controlled by them	-	-	-
Director including relatives or any other entity controlled by them	-	-	-
kmps or any other entity controlled by them	-	-	-



<b>Affirmations:</b>				
All loans (or other form of debt), gaurantees, confort 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 antity to promoter(s), promoter group, directo(s)(including their relatives), key managerial personnel(including their relatives) or any entity controlled by them are in the economic interest in the company.				

**For Advance Steel Tubes Limited**



**Deoki Nandan Agarwal  
(Director)**