

## ANNEXURE I

1	Name of Listed Entity	Impex Ferro Tech Limited
2	Quarter ending	31st March, 2017

## I. Composition of Board of Directors

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 (In Years)	No. of Directorship in listed entities including this listed entity	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
<b>Current Position</b>								
Mr.	Suresh Kumar Patni	PAN: AESPP2029L DIN: 00032674	Chairperson/Executive	01.07.2013	-	3 (Three)	2 (Two)	-
Mr.	Ankit Patni	PAN: AJWPP2920M DIN: 00034907	Non-Executive	30.09.2015	-	3 (Three)	2 (Two)	-
Mrs.	Sujata Agarwal	PAN: AKXPA1423C DIN: 06833458	Independent	08.10.2014	5	3 (Three)	1 (One)	2 (Two)
Mr.	Rohit Jain	PAN: AHWPJ6653M DIN: 07129693	Independent	23.03.2015	5	1 (One)	1 (One)	1 (One)
Mr.	Nanda Samal	PAN: APGPS1060R DIN: 02566965	Independent	16.01.2015	5	1 (One)	1 (One)	-
Mr.	Satish Kumar Singh	PAN: DBWPS3449R DIN: 05295625	Executive	24.08.2015	-	1 (One)	-	-

## II. Composition of Committees

	Name of Committee	Name of Committee members	Category (Chairperson/Executive/Non-Executive/Independent/Nominee)
1	Audit Committee	Mr. Rohit Jain	Chairperson/Independent
		Mr. Nanda Samal	Independent
		Mr. Ankit Patni	Non-Executive
2	Nomination & Remuneration Committee	Mr. Rohit Jain	Chairperson/Independent
		Mrs. Sujata Agarwal	Independent
		Mr. Ankit Patni	Non-Executive
3	Risk Management Committee (If Applicable)	N.A.	
4	Stakeholders Relationship Committee	Mrs. Sujata Agarwal	Chairperson/Independent
		Mr. Rohit Jain	Independent
		Mr. Suresh Kumar Patni	Non-Executive

## 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)
14.11.2016	14.02.2017	91

## IV. Meeting of Committees

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 (in number of days)
14.11.2016	Yes	14.02.2017	91
	Yes	14.02.2017	-

## V. Related Party Transactions

Subject	Compliance status (Yes/No/NA)
Whether prior approval of audit committee obtained	NA
Whether shareholder approval obtained for material RPT	NA
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	NA

## VI. Affirmations

- The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.: Yes
- The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015
  - Audit Committee: Yes
  - Nomination & remuneration committee: Yes
  - Stakeholders relationship committee: Yes
  - Risk management committee (applicable to the top 100 listed entities): NA
- 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
- 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
- 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:

*Richa Agarwal*  
 RICHA AGARWAL  
 Company Secretary  
 PAN : BASPA7091L

## ANNEXURE II

I. Disclosure on website in terms of Listing Regulations	
Items	Compliance status (Yes/No/NA)
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	Yes
Policy on dealing with related party transactions	Yes
Policy for determining 'material' subsidiaries	NA
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	NA
New name and the old name of the listed entity	NA

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)	Yes
Board composition	17(1)	Yes
Meeting of Board of directors	17(2)	Yes
Review of Compliance Reports	17(3)	Yes
Plans for orderly succession for appointments	17(4)	Yes
Code of Conduct	17(5)	Yes
Fees/compensation	17(6)	Yes
Minimum Information	17(7)	Yes
Compliance Certificate	17(8)	Yes
Risk Assessment & Management	17(9)	Yes
Performance Evaluation of Independent Directors	17(10)	Yes
Composition of Audit Committee	18(1)	Yes
Meeting of Audit Committee	18(2)	Yes
Composition of nomination & remuneration committee	19(1) & (2)	Yes
Composition of Stakeholder Relationship Committee	20(1) & (2)	Yes
Composition and role of risk management committee	21(1),(2),(3), (4)	NA
Vigil Mechanism	22	Yes
Policy for related party Transaction	23(1),(5),(6), (7) & (8)	Yes
Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	NA
Approval for material related party transactions	23(4)	NA
Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA
Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4), (5) & (6)	NA
Maximum Directorship & Tenure	25(1) & (2)	Yes
Meeting of independent directors	25(3) & (4)	Yes
Familiarization of independent directors	25(7)	Yes
Memberships in Committees	26(1)	Yes
Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes
Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes
Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes

## 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.

*Richa Agarwal*

**RICHA AGARWAL**  
Company Secretary  
PAN : BASPA7091L