



## STEELCAST LIMITED

REGD. OFFICE & WORKS RUVAPARI ROAD  
BHAVNAGAR, GUJARAT  
INDIA 364 005  
PHONE (91) (278) 251 9062  
FAX (91) (278) 242 0589, 251 9831  
E-MAIL info@steelcast.net  
WEBSITE www.steelcast.net  
CIN L27310GJ1972PLC002033

AC/1341-A/IX

By Courier & Fax

January 15, 2016

Department of Corporate Services,  
BSE Limited,  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai 400 001

Dear Sir,

**Sub: Submission of Revised Quarterly Compliance Report on Corporate Governance for the Quarter ended December 31, 2015.**

**Ref: Scrip Code: 513517**

In the above regard, please find enclosed herewith Revised Quarterly Compliance Report on Corporate Governance as per Regulation 27(2)(a) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the quarter ended December 31, 2015.

You are requested to please take the same on your record.

Thanking you

Yours faithfully  
For STEELCAST LIMITED

(Kishor M. Kikani)  
Jr. Account Officer

Encl: As above



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**QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE**  
(In terms of requirement under Regulation 27(2) of SEBI  
(Listing Obligations and Disclosure Requirements) Regulations, 2015)

Name of the Company : STEELCAST LIMITED, Ruvapari Road, Bhavnagar 364 005  
Scrip Code: 513517

Quarter ending on: December 31, 2015

I. Composition of Board of Directors									
Title (Mr./Ms)	Name of the Director	PAN <sup>s</sup> & DIN	Category (Chairperson/ Executive/ Non-Executive/ independent/ Nominee) <sup>s</sup>	Date of Appointment in the current term /cessation	Tenure*	No of Directorship in listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulations)	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	Rajendra V Gandhi	AACPG6485D & 00189197	independent	01.10.2014	1 year & 3 Months	1	4	1	
Mr	Apurva R Shah	AABPS4096B & 00004781	independent	01.10.2014	1 year & 3 Months	4	5	1	
Mr	Rameshchandra V Shah	AJBPS3136R & 00062983	independent	01.10.2014	1 year & 3 Months	1	2	1	
Mr	Rajesh R Gandhi	ABDPG4798D & 00009879	independent	01.10.2014	1 year & 3 Months	1	4	1	
Ms	Manali C Tamboli	AAFPT9510P & 02544323	Non-Executive	16.05.2009	N.A	-	-	-	
Mr	T Kumar	ABRPT7639L & 00028100	Executive	06.08.2015	N.A	-	1	-	
Mr	Chetan M Tamboli	AAFPT9510P & 00028421	Executive/ Chairperson	01.09.2011	N.A	1	1	-	



<sup>5</sup>PAN number of any director would not be displayed on the website of Stock Exchange.  
<sup>6</sup>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)\$
<b>1. Audit Committee</b>	Mr. Rajendra V Gandhi	Chairperson/independent
	Mr. Apurva R Shah	Alternate Chairperson independent
<b>2. Nomination &amp; Remuneration Committee</b>	Mr. Rameshchandra V Shah	independent
	Mr. Rajesh R Gandhi	independent
	Mr. Rajendra V Gandhi	Chairperson/independent
	Mr. Apurva R Shah	Alternate Chairperson/ independent
	Mr. Rameshchandra V Shah	independent
<b>3. Risk Management Committee(if applicable)</b>	Mr. Rajesh R Gandhi	independent
	N.A.	
<b>4. Stakeholders Relationship Committee'</b>	Mr. Rameshchandra V Shah	Chairperson/independent
	Mr. Chetan M Tamboli	Executive
	Mr. T Kumar	Executive
	Mr. Rajendra V Gandhi	independent
	Mr. Apurva R Shah	independent
	Mr. Rajesh R Gandhi	independent

<sup>8</sup>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)
06.08.2015	27.10.2015	81

**IV. Meeting of Committees**

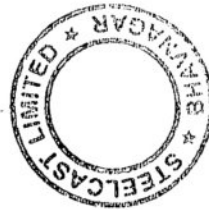


Name of Committee	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days*
1. Audit Committee	27.10.2015	Yes	06.08.2015	81
2. Nomination & Remuneration Committee	-	-	06.08.2015	-
3. Risk Management Committee(if applicable)	N.A.			
4. Stakeholders Relationship Committee'	N.A.			
* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional				
<b>V. Related Party Transactions</b>				
<b>Subject</b>		<b>Compliance status (Yes/No/NA)refer note below</b>		
Whether prior approval of audit committee obtained		Yes		
Whether shareholder approval obtained for material RPT		NA		
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee		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.				
<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
  - d. Risk management committee (applicable to the top 100 listed entities)
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 STEELCAST LIMITED



*Chetan M Tamboli*

(Chetan M Tamboli)  
CHAIRMAN & MANAGING DIRECTOR  
Place: Bhavnagar  
Date: January 10, 2016