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### General information about company

Scrip code	502175
NSE Symbol	
MSEI Symbol	
ISIN	INE626A01014
Name of the entity	SAURASHTRA CEMENT LIMITED
Date of start of financial year	01-04-2018
Date of end of financial year	31-03-2019
Reporting Quarter	Yearly
Date of Report	31-03-2019
Risk management committee	Not Applicable

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ended date only

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Annexure 1

Annexure 1 to be submitted by listed entity on quarterly basis

I. Composition of Board of Directors

Sr	Title (Mr./Ms)	Name of the Director	PAN	DIN	Category 2 of directors	Category 3 of directors	Add. Notes		Date of appointment in the current term	Date of cessation	Tenure of director (in months)	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 past of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Notes for not providing PAN	Notes for not providing DIN
							Whether the listed entity has a Regular Chairperson	Yes								
1	Mr.	M. A. MEHTA	AABPM7687C	00632865	Non-Executive - Non Independent Director	Chairperson		15-10-2004		7	0	0	0			
2	Mr.	JAY M. MEHTA	AABPM7683S	00152072	Executive Director	Not Applicable	MD	01-01-2016		3	3	0	0			
3	Mr.	HEMANG D MEHTA	AABPM7686D	00146580	Non-Executive - Non Independent Director	Not Applicable		14-08-2018		1	0	0	0			
4	Mr.	HEMABH R KHATAU	AACP932RD	02390064	Non-Executive - Non Independent Director	Not Applicable		26-07-2017		2	0	0	0			
5	Mr.	M. H. DKO	ADDPM205BN	00027131	Non-Executive - Independent Director	Not Applicable		30-05-2014		60	2	3	1			
6	Mr.	V. S. BAGHAVAN	AAMP3581M	00111079	Non-Executive - Independent Director	Not Applicable		30-05-2014		60	3	3	1			
7	Mr.	B. J. DESHMUKH	AASP0156BN	00001357	Non-Executive - Independent Director	Not Applicable		30-05-2014		60	1	0	0			
8	Mr.	K. M. BHANDARI	AEIP9563SE	00026078	Non-Executive - Independent Director	Not Applicable		30-05-2014		60	7	7	1			
9	Mr.	P. K. BEHL	AHUPR797DM	00653859	Non-Executive - Independent Director	Not Applicable		07-03-2019		57	2	3	0			
10	Mr.	JAYANT GODROLE	ACHPF088BN	00056830	Non-Executive - Independent Director	Not Applicable		30-05-2014		60	7	8	1			
11	Mr.	BIMAL THAKKAR	AAAP7931SR	00087404	Non-Executive - Independent Director	Not Applicable		30-05-2014		60	3	4	1			
12	Mrs.	BHAGYAM RAMMAL	AGFPM8495C	00107097	Non-Executive - Independent Director	Not Applicable		04-08-2014		56	4	2	0			
13	Mr.	KSHWANI KUMAR	AGSPR644BA	02710641	Non-Executive - Independent Director	Not Applicable		13-02-2019		2	2	0	0			
14	Mr.	M. S. GILOTRA	AEIPG739J	00152190	Executive Director	Not Applicable	MD	01-01-2016		2	2	4	0			

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Annexure 1

ii. Composition of Committees

Disclosure of notes on composition of committees explanatory

Add Notes

For this quarter kindly note the following points:  
 1. Date of Appointment and Date of Cessation (if applicable) must be mandatorily filled for every Committee.  
 2. Date of Appointment can be any day upto March 31, 2019.  
 3. Date of Cessation must be for the current quarter only, i.e. January 1 2019 to March 31 2019.

Audit Committee Details							
Sr	DIN Number	Name of Committee members	Whether the Audit Committee has a Regular Chairperson		Date of Appointment	Date of Cessation	Remarks
			Category 1 of directors	Category 2 of directors			
1	00653859	P. K. BEHL	Non-Executive - Independent Director	Member	01-11-2018	07-03-2019	
2	0007131	M. N. BAO	Non-Executive - Independent Director	Chairperson	29-01-2001		
3	0011019	S. V. S. BAGHAVAN	Non-Executive - Independent Director	Member	21-10-2003		
4	0002678	K. N. BHANDARI	Non-Executive - Independent Director	Member	24-10-2016		
5	00152190	M. S. GILOTRA	Executive Director	Member	02-02-2016		
6							
7							
8							
9							
10							

Nomination and remuneration committee							
Sr	DIN Number	Name of Committee members	Whether the Nomination and remuneration committee has a Regular Chairperson		Date of Appointment	Date of Cessation	Remarks
			Category 1 of directors	Category 2 of directors			
1	0011019	S. V. S. BAGHAVAN	Non-Executive - Independent Director	Chairperson	30-07-2002		
2	00027131	M. N. BAO	Non-Executive - Independent Director	Member	30-07-2002		
3	00107097	BHAGRAM JAINMAL	Non-Executive - Independent Director	Member	23-05-2016		
4	00026078	K. N. BHANDARI	Non-Executive - Independent Director	Member	08-02-2018		
5	00653859	P. K. BEHL	Non-Executive - Independent Director	Member	13-02-2019	07-03-2019	
6							
7							
8							
9							
10							

Stakeholders Relationship Committee							
Sr	DIN Number	Name of Committee members	Whether the Stakeholders Relationship Committee has a Regular Chairperson		Date of Appointment	Date of Cessation	Remarks
			Category 1 of directors	Category 2 of directors			
1	00087404	BIMAL THAKKAR	Non-Executive - Independent Director	Chairperson	23-05-2016		
2	00152072	JAY M. MENTA	Executive Director	Member	30-07-2002		
3	00152190	M. S. GILOTRA	Executive Director	Member	30-07-2002		
4							
5							
6							
7							
8							
9							

Risk Management Committee					
Whether the Risk Management Committee has a Regular Chairperson					
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Remarks
1					
2					
3					
4					
5					
6					
7					
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10					

Corporate Social Responsibility Committee					
Whether the Corporate Social Responsibility Committee has a Regular Chairperson					
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Remarks
1	0012072	JAY M. MEHTA Executive Director		Chairperson 30-05-2014	
2	00152190	M. S. GLOTRA Executive Director		Member 30-05-2014	
3	00056830	JAYANT GOBBOLE Non-Executive - Independent Director		Member 30-05-2014	
4	00087404	BIMAL THAKKAR Non-Executive - Independent Director		Member 30-05-2014	
5					
6					
7					
8					
9					
10					

Other Committees						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks
1						
2						
3						
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10						

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**Annexure 1**

**III. Meeting of Board of Directors**

Disclosure of notes on meeting of board of directors explanatory **Add Notes**

Sr	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Notes for not providing Date
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1	01-11-2018		
2	13-02-2019		103

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Annexure 1

IV. Meeting of Committees

Disclosure of notes on meeting of committees explanatory

Sr	Name of Committee	Disclosure of notes on meeting of committees explanatory			Add Notes		Name of other committee	Reason for not providing date
		Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Requirement of Quorum met	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	13-02-2019	Yes		01-11-2018	103		
2	Stakeholders Relationship Committee	13-02-2019	Yes		01-11-2018	103		

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V. Related Party Transactions

Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	Yes	
2	Whether shareholder approval obtained for material RPT	NA	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	
Disclosure of notes on related party transactions			
Disclosure of notes of material transaction with related party			
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Annexure II

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

I. Disclosure on website in terms of Listing Regulations

Sr	Item	Compliance status	If status is "No" details of non-compliance may be given here.	Web address
1	Details of business	Yes		www.saurashtracementlimited.com
2	Terms and conditions of appointment of independent directors	Yes		www.saurashtracementlimited.com
3	Composition of various committees of board of directors	Yes		www.saurashtracementlimited.com
4	Code of conduct of board of directors and senior management personnel	Yes		www.saurashtracementlimited.com
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		www.saurashtracementlimited.com
6	Criteria of making payments to non-executive directors	NA		
7	Policy on dealing with related party transactions	Yes		www.saurashtracementlimited.com
8	Policy for determining 'material' subsidiaries	Yes		www.saurashtracementlimited.com
9	Details of familiarization programmes imparted to independent directors	Yes		www.saurashtracementlimited.com
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		www.saurashtracementlimited.com
11	email address for grievance redressal and other relevant details	Yes		www.saurashtracementlimited.com
12	Financial results	Yes		www.saurashtracementlimited.com
13	Shareholding pattern	Yes		www.saurashtracementlimited.com
14	Details of agreements entered into with the media companies and/or their associates	Yes		www.saurashtracementlimited.com
15	New name and the old name of the listed entity	NA		
15		NA		
16	Disclosure of notes on website in terms of Listing Regulations explanatory [Text Block]			

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Annexure 1		
VI. Affirmations		
Sr	Subject	Compliance status (Yes/No)
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 <b>a. Audit Committee</b>	Yes
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. <b>b. Nomination &amp; remuneration committee</b>	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. <b>c. Stakeholders relationship committee</b>	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. <b>d. Risk management committee (applicable to the top 100 listed entities)</b>	NA
6	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
7	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
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes
9	<b>Any comments/observations/advice of Board of Directors may be mentioned here:</b>	Add Notes

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Annexure 1		
Sr	Subject	Compliance status
1	Name of signatory	Sonali Sanas
2	Designation	Company Secretary and

Annexure II				
II. Annual Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Independent director(s) have been appointed in terms of specified criteria of 'Independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes	
2	Board composition	17(1)	Yes	
3	Meeting of Board of directors	17(2)	Yes	
4	Review of Compliance Reports	17(3)	Yes	
5	Plans for orderly succession for appointments	17(4)	Yes	
6	Code of Conduct	17(5)	Yes	
7	Fees/compensation	17(6)	Yes	
8	Minimum information	17(7)	Yes	
9	Compliance Certificate	17(8)	Yes	
10	Risk Assessment & Management	17(9)	Yes	
11	Performance Evaluation of Independent Directors	17(10)	Yes	
12	Composition of Audit Committee	18(1)	Yes	
13	Meeting of Audit Committee	18(2)	Yes	
14	Composition of nomination & remuneration committee	19(1) & (2)	Yes	
15	Composition of Stakeholder Relationship Committee	20(1) & (2)	Yes	
16	Composition and role of risk management committee	21(1),(2),(3),(4)	NA	
17	Vigil Mechanism	22	Yes	
18	Policy for related party Transaction	23(1),(5),(6),(7) & (8)	Yes	
19	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
20	Approval for material related party transactions	23(4)	Yes	
21	Composition of Board of Directors of unlisted material Subsidiary	24(1)	Yes	
22	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	Yes	
23	Maximum Directorship & Tenure	25(1) & (2)	Yes	
24	Meeting of Independent directors	25(3) & (4)	Yes	
25	Familiarization of Independent directors	25(7)	Yes	
26	Memberships in Committees	26(1)	Yes	
27	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
28	Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes	
29	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
Any other information to be provided				

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Annexure II	
1	Name of signatory
2	Designation
	Sonal Sanas
	Company Secretary and Compliance Officer

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Annexure II		
III. Affirmations		
Sr	Particulars	Compliance status (Yes/No/NA)
1	The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied	Yes
Any other information to be provided		<a href="#">Add Notes</a>

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Annexure II		
1	Name of signatory	Sonali Sanas
2	Designation	Company Secretary and C

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Signatory Details	
Name of signatory	Sonali Sanas
Designation of person	Company Secretary and Compliance Officer
Place	Mumbai
Date	09-04-2019

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