

NARAYANI STEELS LIMITED

23A, N S ROAD, ROOM NO.31,7TH FLOOR, KOLKATA-700001

PH-03346025371

NARAYANISTEELSVIZAG@GMAIL.COM

WWW.NARAYANISTEELS.CO.IN

GSTIN:37AAACN8563G1Z8

CIN: L27109WB1996PLC082021

To
BSE Limited
Listing Department
01st floor, Phiroze Jeejeebhoy Towers,
Dalal Street, Fort, Mumbai-400001

Sub: Quarterly Compliance Report on Corporate Governance under Regulation 27 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

Script Code:540080

Script ID:NARAYANI

Dear Sir/ Madam,

Pursuant to Regulation 27(2) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015, we hereby submit the Compliance Report on Corporate Governance, in the format prescribed by the SEBI

Please take the above on records

For Narayani Steels Limited

ARUN
KUMAR
MEHER

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by ARUN
KUMAR MEHER
Date: 2022.04.11
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Arun Kumar Meher
Company Secretary



Format of report on Corporate Governance to be submitted by a listed entity on quarterly basis

1. Name of Listed Entity Narayani Steels Limited
2. Quarter ending:31.03.2022

I. Composition of Board of Directors												
Title (Mr / Ms)	Name of the Director	PAN & DIN	Category (Chair person /Executive/ Non-Executive/ independent / Nominee) &	Initial Date of Appointment	Date of Re-appointment	Date of Cessation	Tenure *	Date of Birth	No. Of directorship in listed entities including this listed entity <i>[in reference to Regulation 17A(1)]</i>	No of Independent Directors hip in listed entities including this listed entity <i>[in reference to proviso to regulation 17A(1)]</i>	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity <i>(Refer Regulation 26(1) of Listing Regulations)</i>	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity <i>(Refer Regulation 26(1) of Listing Regulations)</i>
Mr	Sumit Kumar Agarwal	02184000	Executive Director	16.03.2022				18.10.1975	1	1	0	0
Mr	Asit Baran Bhattacharjee	02559634	Non Executive Independent Director	16.03.2022				13.07.1952	1	1	0	2
Mr.	Ajit Kumar Nath	08641824	Non Executive Independent Director	16.03.2022				01.01.1953	2	2	2	0
Mr	Akansha Agarwal	09540310	Non Executive	16.03.2022				13.12.1992	1	1	2	0



भारतीय प्रतिभूति और विनिमय बोर्ड
Securities and Exchange Board of India

			Independent Director									
Mr	Sunil Choudhary	00289479	Executive Director	04.09.2015		16.03.2022		04.07.1965	1	0	0	0
Mr.	Krishnamacharulu Eunny	07281774	Non Executive Independent Director	10.09.2015		16.03.2022	60 months	11.09.1944	1	1	1	1
Mr	Ankit Gupta	08415248	Executive Director	06.04.2019		16.03.2022	60 months	07.08.1989	1	0	0	0
Mrs	Swarnalath Mandaleeka	08398259	Non Executive Non Independent Director	28.01.2021		16.03.2022		22.08.1988	1	0	0	0
Mr	Prakash Kumar Thakur	08037310	Non Executive Independent Director	28.07.2020		19.02.2022	60 months	15.01.1997	1	1	2	0
Mr	Rabi Kumar Gupta	07284335	Non Executive Independent Director	28.07.2020		19.02.2022	60 months	28.03.1984	1	1	1	1
			Whether Regular chairperson appointed→No									
			Whether Chairperson is related to managing director or CEO→No									
			<p><i>\$PAN of any director would not be displayed on the website of Stock Exchange</i></p> <p><i>&Category of directors means executive/non-executive/independent/Nominee. if a director fits into more than onecategory write all categories separating them with hyphen</i></p> <p><i>* to be filled only for Independent Director. Tenure would mean total period from which Independent director is servingon Board of directors of the listed entity in continuity without any cooling off period.</i></p>									



II. Composition of Committees					
Name of Committee	Whether Regular chairperson appointed	Name of Committee members	Category (Chairperson/Executive/Non-Executive/independent/Nominee) §	Date of Appointment	Date of Cessation
1. Audit Committee	Yes	1.Asit Baran Bhattacharjee (Non Executive Independent Director)	Chairman	16.03.2022	
		2.Ajit Kumar Nath. (Non Executive Independent Director)	Member	16.03.2022	
		3.Akansha Agarwal (Non Executive Independent Director)	Member	16.03.2022	
2. Nomination & Remuneration Committee	Yes	1.Asit Baran Bhattacharjee (Non Executive Independent Director)	Chairman	16.03.2022	
		2.Ajit Kumar Nath. (Non Executive Independent Director)	Member	16.03.2022	
		3.Akansha Agarwal (Non Executive Independent Director)	Member	16.03.2022	
3. Risk Management Committee (if applicable)	NA	1.Asit Baran Bhattacharjee (Non Executive Independent Director)	Chairman	16.03.2022	
		2.Ajit Kumar Nath. (Non Executive Independent Director)	Member	16.03.2022	
		3.Akansha Agarwal (Non Executive Independent Director)	Member	16.03.2022	



			Executive Independent Director)		
4. Stakeholders Relationship Committee'	Yes				
<i>&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</i>					
III. Meeting of Board of Directors					
<i>Date(s) of Meeting (if any) in the previous quarter</i>	<i>Date(s) of Meeting (if any) in the relevant quarter</i>	<i>Whether requirement of Quorum met*</i>	<i>Number of Directors present*</i>	<i>Number of independent directors present*</i>	<i>Maximum gap between any two consecutive (in number of days)</i>
Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable
<i>* to be filled in only for the current quarter meetings</i>					
IV. Meetings of Committees					
<i>Date(s) of meeting of the committee in the relevant quarter</i>	<i>Whether requirement of Quorum met (details)*</i>	<i>Number of Directors present*</i>	<i>Number of independent directors present*</i>	<i>Date(s) of meeting of the committee in the previous quarter</i>	<i>Maximum gap between any two consecutive meetings in number of days*</i>
Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable
<i>* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional</i>					
<i>**to be filled in only for the current quarter meetings</i>					
V. Related Party Transactions					
Subject				Compliance status (Yes/No/NA)	
				<i>refer note below</i>	
Whether prior approval of audit committee obtained				Not Applicable	



Whether shareholder approval obtained for material RPT	Not Applicable
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by the Audit Committee	Not Applicable
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.	
VI. Affirmations	
<ol style="list-style-type: none">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<ol style="list-style-type: none">a. Audit Committeeb. Nomination & Remuneration Committeec. Stakeholders Relationship Committeed. Risk management committee (as 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 and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of the board of directors may be mentioned here.6. This is to inform you that our Company i.e. Narayani Steels Limited was taken over by another company i.e. Rishikunj Vincom Private Limited by Order dated January 11, 2022 passed by the Hon'ble National Company Law Tribunal (NCLT), Kolkata Bench in IA(IB) No.955/KB/2021 in CP(IB) No. 986/KB/2020 and in terms of the approved Resolution Plan under section 31(1) of the Insolvency and Bankruptcy Code, 2016. Accordingly a Monitoring Committee was constituted to monitor the Compliance and payment obligations of Resolution Applicant(RA) to various secured and unsecured creditors of the Narayani Steels Limited. All the information are duly intimate to the BSE. After Constitution of Monitoring Committee old Directors of Narayani Steels Limited Sunil Choudhary, MD of Company resigned & New Directors of Resolution Applicant (RA) is appointing. Now Exit Offer completed and work relating to Reduction of Share Capital is going on. The Chairman informed that from 01st April,2022 onwards the new management has taken over the Corporate Debtor and all functions are being operated by successful resolution Applicant without any obstacles. So before 01st April,2022 Power of Board was stand suspended and controlled by Monitoring Committee.	



Name & Designation

Company Secretary / Compliance Officer

Note:

Information at Table I and II above need to be necessarily given in 1st quarter of each financial year. However, if there is no change of information in subsequent quarter(s) of that financial year, this information may not be given by Listed entity and instead a statement "same as previous quarter" may be given.

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Format to be submitted twice a year, on a half yearly basis by the listed entity at the end of every 6 months of the financial year

Half year ending – 31.03.2022

I. Disclosure of Loans / guarantees / comfort letters / securities etc. <small>refer note below</small>			
(A) Any loan or any other form of debt advanced by the listed entity directly or indirectly to:			
Entity	Aggregate amount advanced during six months	Balance outstanding at the end of six months	
Promoter or any other entity controlled by them	NIL	NIL	
Promoter Group or any other entity controlled by them	NIL	NIL	
Directors (including relatives) or any other entity controlled by them	NIL	NIL	
KMPs or any other entity controlled by them	NIL	NIL	
(B) Any guarantee/ comfort letter (by whatever name called) provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by:			
Entity	Type (guarantee, comfort letter etc.)	Aggregate amount of issuance during six months	Balance outstanding at the end of six months (taking into account any invocation)
Promoter or any other entity controlled by them	NIL	NIL	NIL
Promoter Group or any other entity controlled by them	NIL	NIL	NIL
Directors (including relatives) or any other entity controlled by them	NIL	NIL	NIL



KMPs or any other entity controlled by them	NIL	NIL	NIL
(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:			
Entity	Type of security (cash, shares etc.)	Aggregate value of security provided during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them	NIL	NIL	NIL
Promoter Group or any other entity controlled by them	NIL	NIL	NIL
Directors (including relatives) or any other entity controlled by them	NIL	NIL	NIL
KMPs NIL entity controlled by them	NIL	NIL	NIL
II. Affirmations: All loans (or other form of debt), guarantees, comfort 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 entity to promoter(s), promoter group, director(s) (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them are in the economic interest of the company.			
Name & Designation CEO / CFO			
Note 1. These disclosures shall exclude any loan (or other form of debt), guarantee / comfort letter (by whatever name called) or security provided in connection with any loan or any other form of debt; a) by a government company to/ for the Government or government company b) by the listed entity to/for its subsidiary [and joint-venture company] whose accounts are consolidated with the listed entity. c) by a banking company or an insurance company ; and d) by the listed entity to its employees or directors as a part of the service conditions 2. If the Listed Entity would like to provide any other information, the same may be indicated as Para D in the above table..			

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