

ANNEXURE I

Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity - **SHREE CEMENT LIMITED**
 2. Quarter ending - **31-Mar-2023**

i. Composition Of Board Of Director

Title (Mr./Ms)	Name of the Director	DIN	PAN	Category (Chairperson /Executive /Non-Executive/ Independent/ Nominee)	Sub Category	Initial Date of Appointment	Date of Appointment	Date of cessation	Tenure	Date of Birth	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status	Whether special resolution passed? [Refer Reg. 17 (1A) of Listing Regulations]	Date of passing special resolution	No. of Directorship in listed entities including this listed entity [in reference to Regulation 17A (1)]	No of Independent Directorship in listed entities including this listed entity [in reference to proviso to regulation 17A (1)]	No of memberships in Audit/ Stakeholder Committee(s) including this listed entity	No of post of Chairpersons in Audit/ Stakeholder Committee held in listed entities including this listed entity	Memberships in Committees of the Company	Remarks
Mr.	Hari Mohan Bangur	00244329	ADJPB0982E	C,ED		31-Jul-1992				29-Oct-1952	No				Active	NA		1	0	0	0		
Mr.	Prashant Bangur	00403621	AHAPB4776F	ED		23-Aug-2012				22-Jun-1980	No				Active	NA		1	0	0	0		RMC
Mr.	Neeraj Akhoury	07419090	AAWPA5310M	ED	MD	14-Oct-2022				17-Sep-1968	No				Active	NA		1	0	1	0		SC,RC
Mr.	Shreekanth Somany	00021423	AIYPS6272Q	ID		01-Sep-2014	01-Sep-2019		103	29-Jul-1948	No				Active	NA		3	2	4	1		AC,NRC
Mr.	Nitin Dayalji Desai	02895410	AAFPD7516B	ID		01-Sep-2014	01-Sep-2019		103	05-Jul-1941	No				Active	Yes	08-Mar-2019	1	1	2	0		AC,SC,NRC
Ms.	Uma Ghurka	00351117	ADRP7397Q	ID		11-Nov-2019	11-Nov-2019		40.2	15-Jan-1954	No				Active	NA		1	1	0	0		
Mr.	Prakash Narayan Chhangani	08189579	AALPC4856H	ED		30-Jul-2018		13-Feb-2023		20-Aug-1960	No				Active	NA		0	0	0	0		RMC
Mr.	Sanjiv Krishnaji Shelgikar	00094311	ARBPS8401P	ID		05-Aug-2015	05-Aug-2020		91.26	07-Apr-1955	No				Active	NA		1	1	2	1		AC,SC,RC,NRC
Mr.	Zubair Ahmed	00182990	AALPA1829N	ID		21-May-2022	21-May-2022		10.1	16-May-1953	No				Active	NA		1	1	1	0		AC

Company Remarks	
Whether Regular chairperson appointed	Yes
Whether Chairperson is related to MD or CEO	No

ii. Composition of Committees

a. Audit Committee

Sr. No.	Name of Committee members	Category	Chairperson/Member	Date of Appointment	Date of Cessation
1	Shreekant Somany	ID	Chairperson	14-Nov-2015	
2	Nitin Dayalji Desai	ID	Member	14-Nov-2015	
3	Sanjiv Krishnaji Shelgikar	ID	Member	14-Nov-2015	
4	Zubair Ahmed	ID	Member	14-Oct-2022	

Company Remarks	
Whether Regular chairperson appointed	Yes

b. Stakeholders Relationship Committee

Sr. No.	Name of Committee members	Category	Chairperson/Member	Date of Appointment	Date of Cessation
1	Sanjiv Krishnaji Shelgikar	ID	Chairperson	14-Oct-2022	
2	Nitin Dayalji Desai	ID	Member	21-Jan-2013	
3	Neeraj Akhoury	ED	Member	14-Oct-2022	

Company Remarks	
Whether Regular chairperson appointed	Yes

c. Risk Management Committee

Sr. No.	Name of Committee members	Category	Chairperson/Member	Date of Appointment	Date of Cessation
1	Sanjiv Krishnaji Shelgikar	ID	Chairperson	14-Nov-2015	
2	Prashant Bangur	ED	Member	21-May-2021	
3	Prakash Narayan Chhangani	ED	Member	21-May-2021	13-Feb-2023
4	Neeraj Akhoury	ED	Member	14-Oct-2022	

Company Remarks	
Whether Regular chairperson appointed	Yes

d. Nomination and Remuneration Committee

Sr. No.	Name of Committee members	Category	Chairperson/Member	Date of Appointment	Date of Cessation
1	Nitin Dayalji Desai	ID	Chairperson	14-Oct-2022	
2	Shreekant Somany	ID	Member	07-May-2008	
3	Sanjiv Krishnaji Shelgikar	ID	Member	06-Sep-2022	

Company Remarks	
Whether Regular chairperson appointed	Yes

iii. Meeting of Board of Directors

Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Number of Directors present (All directors including Independent Director)	No. of Independent Directors attending the meeting
14-Oct-2022	Yes	11	11	6
08-Feb-2023	Yes	9	7	4

Company Remarks	
Maximum gap between any two consecutive (in number of days)	116

iv. Meeting of Committees

Name of the Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors present (All directors including Independent Director)	Number of Independent directors attending the meeting	Number of Members attending the Meeting (Other than Board of Directors)
Audit Committee	14-Oct-2022	Yes	4	4	4	0
Audit Committee	08-Feb-2023	Yes	4	3	3	0
Nomination & Remuneration Committee	14-Oct-2022	Yes	3	3	3	0
Nomination & Remuneration Committee	08-Feb-2023	Yes	3	3	3	0
Risk Management Committee	14-Jan-2023	Yes	4	2	0	0
Risk Management Committee	08-Feb-2023	Yes	4	3	1	0
Stakeholders Relationship Committee	08-Feb-2023	Yes	3	3	2	0

Company Remarks	
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	116

v. Related Party Transactions

Subject	Compliance status (Yes/No/NA)	Remark
Whether prior approval of audit committee obtained	Yes	
Whether shareholder approval obtained for material RPT	Not Applicable	
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	

Disclosure of notes on related party transactions and Disclosure of notes of material related party transactions	
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VI. Affirmations

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
 - a. Audit Committee - **Yes**
 - b. Nomination & remuneration committee - **Yes**
 - c. Stakeholders relationship committee - **Yes**
 - d. Risk management committee (applicable to the top 1000 listed entities) - **Yes**
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. - **Yes**
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.- **Yes**
5. a. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. - **Yes**
 b. Any comments/observations/advice of Board of Directors may be mentioned here:

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Name : S. S. Khandelwal
 Designation : Company Secretary & Compliance Officer

Confidential

ANNEXURE II

Format 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			
Item	Compliance status (Yes/No/NA)	Company Remark	Website
As per regulation 46(2) of the LODR:			
Details of business	Yes		https://www.shreecement.com/about-us
Terms and conditions of appointment of independent directors	Yes		https://www.shreecement.com/uploads/investors/shareholder/letter-appointment-independent-directors.pdf
Composition of various committees of board of directors	Yes		https://www.shreecement.com/uploads/cleanup/BOARD%20COMMITTEES.pdf
Code of conduct of board of directors and senior management personnel	Yes		https://www.shreecement.com/uploads/cleanup/ethics-transparency-accountability-policy.pdf
Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		https://www.shreecement.com/uploads/investors/whistleblower-policy.pdf
Criteria of making payments to non-executive directors	Not Applicable		
Policy on dealing with related party transactions	Yes		https://www.shreecement.com/uploads/cleanup/Related%20Party%20Transaction%20Policy.pdf
Policy for determining 'material' subsidiaries	Yes		https://www.shreecement.com/uploads/cleanup/policy-determining-material-subsidiaries.pdf
Details of familiarization programs imparted to independent directors	Yes		https://www.shreecement.com/investors/disclosure-regulation
Email address for grievance redressal and other relevant details entity who are responsible for assisting and handling investor grievances	Yes		https://www.shreecement.com/investors/disclosure-regulation
Contact information of the designated officials of the listed entity who are responsible	Yes		https://www.shreecement.com/investors/disclosure-regulation
Financial results	Yes		https://www.shreecement.com/investors/disclosure-regulation
Shareholding pattern	Yes		https://www.shreecement.com/investors/disclosure-regulation
Details of agreements entered into with the media companies and/or their associates	Not Applicable		
Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or institutional investors simultaneously with submission to stock	Yes		https://www.shreecement.com/investors/disclosure-regulation
New name and the old name of the listed entity	Not Applicable		
Advertisements as per regulation 47 (1)	Yes		https://www.shreecement.com/investors/disclosure-regulation
Credit rating or revision in credit rating obtained by the entity for all its outstanding	Yes		https://www.shreecement.com/investors/disclosure-regulation
Separate audited financial statements of each subsidiary of the listed entity in respect of	Yes		https://www.shreecement.com/investors/disclosure-regulation
As per other regulations of the LODR:			
Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes		https://www.shreecement.com/investors/disclosure-regulation
Materiality Policy as per Regulation 30	Yes		https://www.shreecement.com/uploads/cleanup/determination-materiality-policy.pdf
Dividend Distribution policy as per Regulation 43A (as applicable)	Yes		https://www.shreecement.com/uploads/cleanup/dividend-distribution-policy.pdf
It is certified that these contents on the website of the listed entity are correct.	Yes		N.A.
II Annual Affirmations			
Particulars	Regulation Number	Compliance status (Yes/No/NA)	Company Remark
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), 17(1A) & 17(1B)	Yes	
Meeting of Board of directors	17(2)	Yes	
Quorum of Board meeting	17(2A)	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	
Recommendation of Board	17(11)	Yes	
Maximum number of directorship	17A	Yes	
Composition of Audit Committee	18(1)	Yes	
Meeting of Audit Committee	18(2)	Yes	
Composition of nomination & remuneration committee	19(1) & (2)	Yes	
Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes	
Meeting of nomination & remuneration committee	19(3A)	Yes	
Composition of Stakeholder Relationship Committee	20(1), 20(2) and 20(2A)	Yes	
Meeting of stakeholder relationship committee	20(3A)	Yes	
Composition and role of risk management committee	21(1),(2),(3),(4)	Yes	
Meeting of Risk Management Committee	21(3A)	Yes	
Vigil Mechanism	22	Yes	
Policy for related party Transaction	23(1),(1A),(5),(6),(7)	Yes	
Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
Approval for material related party transactions	23(4)	Yes	
Disclosure of related party transactions on consolidated basis	23(9)	Yes	
Composition of Board of Directors of unlisted material Subsidiary	24(1)	Yes	
Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	Yes	
Annual Secretarial Compliance Report	24(A)	Yes	
Alternate Director to Independent Director	25(1)	Not Applicable	
Maximum Tenure	25(2)	Yes	
Meeting of independent directors	25(3) & (4)	Yes	
Familiarization of independent directors	25(7)	Yes	
Declaration from Independent Director	25(8) & (9)	Yes	
D & O Insurance for Independent Directors	25(10)	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	

Other Information

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. - **Yes**

Other Information

Name : S. S. Khandelwal
Designation : Company Secretary & Compliance Officer

ANNEXURE IV

%symbol%	%companyName%	%quarterEnded%
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(A) Any loan or any other form of debt advanced by the listed entity directly or indirectly to

Aggregate amount advanced during six months				Balance outstanding at the end of six months			
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 entity controlled by them	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 entity controlled by them
57,20,000	0	0	0	1,97,61,813*	0	0	0

(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	0	0	0
Promoter Group or any other entity controlled by them	0	0	0
Directors (including relatives) or any other entity controlled by them	0	0	0
KMPs or any other entity controlled by them	0	0	0

(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	0	0	0
Promoter Group or any other entity controlled by them	0	0	0
Directors (including relatives) or any other entity controlled by them	0	0	0
KMPs or any other entity controlled by them	0	0	0

(D) If the Listed Entity would like to provide any other information the same may be indicated here

Excluding the accrued interest amounting to Rs. 1,55,929/.

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

Company Remarks in case of non-compliant status

Name: Subhash Jajoo
Designation: Chief Financial Officer
Place: Kolkata
Date: 19-Apr-2023