506261 Scrip code NSE Symbol MSEI Symbol ISIN INE737D01021 Name of the entity MODISON METALS LIMITED Date of start of financial year 01-04-2020 Date of end of financial year 31-03-2021 Yearly Reporting Quarter 31-03-2021 Date of Report Risk management committee Not Applicable Any other Market Capitalisation as per immediate previous Financial Year **Annexure I** Annexure I to be submitted by listed entity on quarterly basis I. Composition of Board of Directors Disclosure of notes on composition of board of directors explanatory Wether the listed entity has a Regular Chairperson Whether Chairperson is related to MD or CEO No No of post No of Number of Chairperson Independent No of memberships Directorship Directorship in Audit/ Whether in Audit/ in listed in listed Stakeholder special Stakeholder Committee entities entities Tenure resolution Committee(s) Category 2 Category **Initial Date** including including held in listed Date of Re-Date of (Mr Name of the Category 1 passed? passing including this PAN this listed DIN 3 of of this listed of entities director appointment Director of directors [Refer Reg. special cessation listed entity appointment Birth entity (Refer including directors directors (in entity Ms) 17(1A) of resolution (Refer Regulation (Refer this listed Regulation Listing 17A of Regulation entity (Refer Regulations] 26(1) of Listing 17A(1) of Regulation Listing Listing Regulations) 26(1) of Regulations) Regulations Listing Regulations) GIRDHARILAL Executive AAIPM2892A 00027373 06-NA 09-07-2018 Mr MD 01-01-1997 Applicable MODI Director 1941 -80 RAJKUMAR Not Executive Mr AAIPM2658Q 00027449 03-NA 09-06-1998 01-04-2019 MODI Applicable Director 1965 05-KUMARJAY Not Executive Mr AGQPM7711A 00059396 12-NA 01-04-2012 01-04-2019 Applicable 1978 Non-15-RAMAVTAR Executive -06-08-4 Mr AAIPG6492Q 00140376 07-28-04-2008 01-04-2019 60 Yes Applicable 2019 **GOENKA** Independent 1942 **I. Composition of Board of Directors** Disclosure of notes on composition of board of directors explanatory Wether the listed entity has a Regular Chairperson No of No of Independen: Directorship Directorship Whether in listed in listed special entities entities Tenure resolution Initial Date including including Category Date of Re-(Mr Name of the Category 1 Category 2 passed? Date of passing Sr PAN DIN of this listed this listed 3 of director appointment special Director of directors of directors [Refer Reg. cessation appointment directors Birth entity (Refer entity (in Ms) 17(1A) of resolution Regulation (Refer Listing 17A of Regulation Regulations] Listing 17A(1) of Regulations) Listing Regulations Non-RITA Executive -ABZPB1569R 06973893 11-27-10-2014 27-10-2019 60 Mrs NA BHATIA Independent Applicable 1949 Director Non-ASHOK Executive -Mr AAAPJ9994L 07209136 Chairperson 10-NA 02-11-2015 60 JATIA Independent 1958 Director Non-Executive -RAKESH ARRPS5001K 07319353 02-11-2015 Mr Non 03-NA Applicable Independent 1968 Director MANISH 12-Executive Not AJMPS9052M 08796273 07-NA 20-07-2020 Mr KUMAR Applicable 1973 SRIVASTAVA **Audit Committee Details** Whether the Audit Committee has a Regular Chairperson Yes DIN Name of Committee Date of Category 2 of Date of Category 1 of directors Remarks Number members directors Appointment Cessation Non-Executive - Independent 06973893 RITA BHATIA Chairperson 27-10-2014 Director RAMAVTARNon-Executive - Independent 00140376 Member 24-06-2013 Director **GOENKA** RAJKUMAR MODI 00027449 **Executive Director** Member 31-01-2003 Non-Executive - Independent 07209136 ASHOK JATIA Member 02-11-2015 Director Nomination and remuneration committee Whether the Nomination and remuneration committee has a Regular Chairperson Yes DIN Name of Committee Category 2 of Date of Date of Category 1 of directors Remarks directors Number members Appointment Cessation RAMAVTAR Non-Executive - Independent Chairperson 24-06-2013 00140376 **GOENKA** Director Non-Executive - Independent 07209136 **ASHOK JATIA** Member 02-11-2015 Director Non-Executive - Independent RITA BHATIA Member 06973893 27-10-2014 Director Stakeholders Relationship Committee Whether the Stakeholders Relationship Committee has a Regular Chairperson Yes DIN Name of Committee Category 2 of Date of Date of Category 1 of directors Remarks directors Cessation Number members Appointment Non-Executive - Independent 07209136 **ASHOK JATIA** Chairperson 14-11-2016 Director **GIRDHARILAL** 00027373 **Executive Director** Member 31-01-2003 MODI 00027449 RAJKUMAR MODI **Executive Director** Member 31-01-2003 Risk Management Committee Whether the Risk Management Committee has a Regular Chairperson Yes DIN Name of Committee Category 2 of Date of Date of Category 1 of directors Remarks Number members directors Appointment Cessation 00027449 RAJKUMAR MODI Executive Director Chairperson 05-11-2014 00059396 **KUMARJAY MODI Executive Director** Member 05-11-2014 Non-Executive - Non 07319353 RAKESH SINGH Member 05-11-2014 **Independent Director Corporate Social Responsibility Committee** Whether the Corporate Social Responsibility Committee has a Regular Chairperson Yes DIN Name of Committee Date of Category 2 of Date of Category 1 of directors Remarks Number members directors Cessation Appointment **GIRDHARILAL** 00027373 **Executive Director** Chairperson 26-05-2014 MODI RAMAVTARNon-Executive - Independent 00140376 Member 26-05-2014 **GOENKA** Director 00027449 RAJKUMAR MODI **Executive Director** Member 10-11-2020 Other Committee DIN Name of Committee Name of other Category 2 of Category 1 of directors Remarks Number members committee directors FINANCE 00027373 GIRDHARILAL MODI **Executive Director** Chairperson COMMITTEE FINANCE Non-Executive - Independent 00140376 RAMAVTAR GOENKA Member **COMMITTEE** Director **Annexure 1** Annexure 1 III. Meeting of Board of Directors Disclosure of notes on meeting of board of directors explanatory Notes for Date(s) of Whether No. of Independent Date(s) of meeting Maximum gap between Number of meeting (if any) requirement of any two consecutive (in Directors attending (if any) in the Directors providing Quorum met in the current number of days) the meeting\* previous quarter present\* (Yes/No) Date quarter 10-11-2020 Yes 03-02-2021 84 Yes 8 3 **Annexure 1 IV. Meeting of Committees** Disclosure of notes on meeting of committees explanatory No. of Whether Date(s) of meeting (Enter Number Maximum gap Reson for Independent requirement dates of Previous quarter Name of between any two Name of other not Directors of Quorum providing Committee and Current quarter in consecutive (in committee Directors attending met chronological order) number of days) date present\* the (Yes/No) meeting\* Audit 10-11-2020 Yes Committee Audit 84 03-02-2021 Yes Committee Nomination and 03-02-2021 Yes remuneration committee Stakeholders Relationship 02-02-2021 Yes Committee INDEPENDENT Other 03-02-2021 DIRECTOR Yes Committee **MEETING** Corporate Social 02-02-2021 Yes Responsibility Committee **Annexure 1** V. Related Party Transactions If status is Noldetails of non-Compliance status Sr Subject (Yes/No/NA) compliance may be given here. Yes Whether prior approval of audit committee obtained Whether shareholder approval obtained for material RPT Yes Whether details of RPT entered into pursuant to omnibus approval Yes have been reviewed by Audit Committee **Annexure 1** VI. Affirmations Compliance Sr Subject status (Yes/No) The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Yes Regulations, 2015 The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Yes Regulations, 2015 a. Audit Committee The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Yes Regulations, 2015. b. Nomination & remuneration committee The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Yes Regulations, 2015. c. Stakeholders relationship committee The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) NA Regulations, 2015. d. Risk management committee (applicable to the top 500 listed entities) The committee members have been made aware of their powers, role and responsibilities as specified in SEBI Yes (Listing obligations and disclosure requirements) Regulations, 2015. The meetings of the board of directors and the above committees have been conducted in the manner as specified in Yes 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. **Annexure 1** Subject Compliance status Name of signatory MANIKA ARORA Designation Company Secretary and Compliance Officer **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 Compliance If status is Nodetails of non-Sr Item status Web address compliance may be given here. (Yes/No/NA) Details of business Yes www.modison.com Terms and conditions of appointment http://www.modison.com/appointment-Yes of independent directors letter.html Composition of various committees of http://www.modison.com/board-Yes board of directors committee.html Code of conduct of board of directors http://www.modison.com/board-Yes and senior management personnel committee.html Details of establishment of vigil http://www.modison.com/company-Yes mechanism/ Whistle Blower policy code-and-policies.html Criteria of making payments to non-NA executive directors http://www.modison.com/company-Policy on dealing with related party Yes transactions code-and-policies.html Policy for determining material http://www.modison.com/company-Yes code-and-policies.html subsidiaries Details of familiarization programmes http://www.modison.com/company-Yes imparted to independent directors code-and-policies.html **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 If status is No Compliance details of non-Sr Item status Web address compliance may (Yes/No/NA) be given here. Contact information of the designated officials of the http://www.modison.com/grievancelisted entity who are responsible for assisting and Yes helpdesk.html handling investor grievances email address for grievance redressal and other http://www.modison.com/grievance-Yes relevant details helpdesk.html http://www.modison.com/financial-12 | Financial results Yes updates.html http://www.modison.com/listing-13 | Shareholding pattern Yes compliance.html Details of agreements entered into with the media companies and/or their associates Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or http://www.modison.com/other-Yes institutional investors simultaneously with announcements.html submission to stock exchange 16 New name and the old name of the listed entity NA http://www.modison.com/financial-Advertisements as per regulation 47 (1) Yes updates.html http://www.modison.com/listing-18 Credit rating or revision in credit rating obtained Yes compliance.html Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant Yes http://www.modison.com/subsidiaries.html financial year Whether company has provided information under http://www.modison.com/company-codeseparate section on its website as per Regulation Yes and-policies.html 46(2) http://www.modison.com/company-code-21 | Materiality Policy as per Regulation 30 Yes and-policies.html Dividend Distribution policy as per Regulation 43A NA (as applicable) It is certified that these contents on the website of the Yes www.modison.com listed entity are correct **Annexure II** II. Annual Affirmations Compliance status | If status is Noldetails of non-Regulation Particulars Number (Yes/No/NA) compliance may be given here. Independent director(s) have been appointed in terms of 16(1)(b) & Yes specified criteria of independence and/or eligibility 25(6) 17(1), 17(1A) & **Board** composition Yes 17(1B) 17(2) Yes Meeting of Board of directors Quorum of Board meeting 17(2A) Yes Review of Compliance Reports 17(3) Yes Yes 17(4) Plans for orderly succession for appointments Code of Conduct 17(5) Yes Yes Fees/compensation 17(6) 17(7) Yes Minimum Information 17(8) Yes Compliance Certificate **Annexure II** II. Annual Affirmations If status is Nodetails of non-compliance Regulation Compliance status Particulars Number (Yes/No/NA) may be given here. 11 Risk Assessment & Management 17(9) Yes Performance Evaluation of Independent 17(10) Yes Directors 13 Recommendation of Board 17(11) Yes 14 Maximum number of Directorships 17A Yes 15 Composition of Audit Committee 18(1) Yes 16 Meeting of Audit Committee 18(2) Yes Composition of nomination & remuneration 19(1) & (2) Yes committee Quorum of Nomination and Remuneration 19(2A) Yes Committee meeting Meeting of Nomination and Remuneration 19(3A) Yes Committee Composition of Stakeholder Relationship 20(1), 20(2) & Yes Committee 20(2A) **Annexure II** II. Annual Affirmations If status is Noldetails of non-Regulation Compliance status Sr Particulars Number (Yes/No/NA) compliance may be given here. 21 Meeting of Stakeholders Relationship Committee 20(3A) Yes NA 22 | Composition and role of risk management committee 21(1),(2),(3),(4) 23 | Meeting of Risk Management Committee 21(3A) NA 22 24 Vigil Mechanism Yes 23(1),(1A),(5), 25 Policy for related party Transaction Yes (6),(7) & (8) Prior or Omnibus approval of Audit Committee for 23(2), (3) Yes all related party transactions 23(4) Approval for material related party transactions Yes Disclosure of related party transactions on 23(9) Yes consolidated basis Composition of Board of Directors of unlisted 24(1) Yes material Subsidiary Other Corporate Governance requirements with 24(2),(3),(4),(5) Yes respect to subsidiary of listed entity & (6) **Annexure II** II. Annual Affirmations Compliance If status is Noldetails of non-Regulation Sr Particulars status Number compliance may be given here. (Yes/No/NA) 31 Annual Secretarial Compliance Report 24(A) Yes 32 | Alternate Director to Independent Director 25(1) NA 25(2) Yes 33 | Maximum Tenure 25(3) & 34 | Meeting of independent directors Yes (4) 25(7) 35 | Familiarization of independent directors Yes 25(8) & 36 Declaration from Independent Director Yes (9) 25(10) NA 37 D & O Insurance for Independent Directors 38 Memberships in Committees 26(1) Yes Affirmation with compliance to code of conduct from members of 26(3) Yes Board of Directors and Senior management personnel 40 Disclosure of Shareholding by Non-Executive Directors Yes 26(4) Policy with respect to Obligations of directors and senior 26(2) & 26(5) management Any other information to be provided - Add Notes **Annexure II** MANIKA ARORA Name of signatory Designation Company Secretary and Compliance Officer **Annexure II** III. Affirmations **Compliance status** Sr Particulars (Yes/No/NA) The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with Yes respect to subsidiary of Listed Entity have been complied Any other information to be provided **Annexure II** MANIKA ARORA Name of signatory Company Secretary and Compliance Officer Designation **Signatory Details** MANIKA ARORA Name of signatory Designation of person Company Secretary and Compliance Officer Place **MUMBAI** 05-04-2021 Date

**General information about company** 

Notes for

providing

PAN

not

Notes for

not

providing

DIN

No of post

Chairperson

in Audit/

Stakeholder

Committee

eld in listed

entities

including

this listed

entity (Refer

Regulation

26(1) of

Listing Regulations)

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Notes for

providing

PAN

not

Number of

memberships

in Audit/

Stakeholder

Committee(s)

including this

listed entity

(Refer

Regulation

26(1) of

Listing

Regulations)