

General information about company

Scrip code	532656
NSE Symbol	
MSEI Symbol	
ISIN	INE828G01013
Name of the entity	FACOR ALLOYS 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

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

Yes

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	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 post of Chairpers on 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
1	Mr	RAM KISHAN SARAF	ABKPS8385H	00006102	Executive Director	Chairpers on related to Promoter	MD	01-04-2014			2	3	0		
2	Mr	ASHIM RAMKISHAN SARAF	ABKPS8386E	00009581	Executive Director	Not Applicable	CEO-MD	01-04-2014			2	1	0		
3	Mr	ANURAG SARAF	ABKPS8394J	00009631	Executive Director	Not Applicable	MD	01-02-2013			3	2	0		
4	Mr	ROHIT KUMAR SARAF	AGYPS7116H	00003994	Non-Executive - Non Independent Director	Not Applicable		12-08-2016			3	1	0		

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

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	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 post of Chairpersons 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
5	Mr	K. JAYABHARAT REDDY	AAYPK8947Q	00038342	Non-Executive - Independent Director	Not Applicable		09-09-2014		60	2	0	2		
6	Mr	A.S. KAPRE	AAEPK1573E	00019530	Non-Executive - Independent Director	Not Applicable		09-09-2014		60	3	1	4		
7	Mr	KISHAN LAL MEHROTRA	ACUPM1278J	00062172	Non-Executive - Independent Director	Not Applicable		09-09-2014		60	1	1	1		
8	Mrs	URMILA GUPTA	AAEPG9149A	00637110	Non-Executive - Independent Director	Not Applicable		13-02-2015		60	3	2	0		

Audit Committee Details

Whether the Audit Committee has a Regular Chairperson						Yes	
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00006102	RAM KISHAN SARAF	Executive Director	Member	23-09-2004		
2	00038342	K. JAYABHARAT REDDY	Non-Executive - Independent Director	Chairperson	23-09-2004		
3	00019530	A.S. KAPRE	Non-Executive - Independent Director	Member	01-11-2007		
4	00062172	KISHAN LAL MEHROTRA	Non-Executive - Independent Director	Member	11-08-2017		

Nomination and remuneration committee							
Whether the Nomination and remuneration committee has a Regular Chairperson						Yes	
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00006102	RAM KISHAN SARAF	Executive Director	Member	11-08-2018		
2	00062172	KISHAN LAL MEHROTRA	Non-Executive - Independent Director	Chairperson	06-05-2013		
3	00019530	A.S. KAPRE	Non-Executive - Independent Director	Member	25-07-2008		
4	00637110	URMILA GUPTA	Non-Executive - Independent Director	Member	13-02-2019		

Stakeholders Relationship Committee							
Whether the Stakeholders Relationship Committee has a Regular Chairperson						Yes	
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00006102	RAM KISHAN SARAF	Executive Director	Member	23-09-2004		
2	00009581	ASHIM RAMKISHAN SARAF	Executive Director	Member	12-02-2016		
3	00062172	KISHAN LAL MEHROTRA	Non-Executive - Independent Director	Chairperson	11-08-2017		

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	Date of Appointment	Date of Cessation	Remarks

Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility Committee has a Regular Chairperson						Yes	
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00006102	RAM KISHAN SARAF	Executive Director	Member	29-05-2014		
2	00009581	ASHIM RAMKISHAN SARAF	Executive Director	Member	29-05-2014		
3	00062172	KISHAN LAL MEHROTRA	Non-Executive - Independent Director	Chairperson	11-08-2017		

Other Committee							
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks	
1	00637110	URMILA GUPTA	Prevention of Sexual Harassment	Non-Executive - Independent Director	Chairperson		
2	00009581	ASHIM RAMKISHAN SARAF	Prevention of Sexual Harassment	Executive Director	Member		
3	99999999	C N HARMAN	Prevention of Sexual Harassment	Member	Member		

4	99999999	M S S SARMA	Prevention of Sexual Harassment	Member	Member	
5	99999999	S S SHARMA	Prevention of Sexual Harassment	Member	Member	

Annexure 1

Annexure 1

III. Meeting of Board of Directors

Disclosure of notes on meeting of board of directors explanatory

Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)	Notes for not providing Date
1	12-11-2018			
2		13-02-2019	92	

Annexure 1

IV. Meeting of Committees

Disclosure of notes on meeting of committees explanatory

Sr	Name of Committee	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)	Name of other committee	Reason for not providing date
1	Audit Committee	13-02-2019	Yes	3	12-11-2018	92		
2	Nomination and remuneration committee	13-02-2019	Yes	4				There was no NRC meeting held in the previous quarter.
3	Stakeholders Relationship Committee	13-02-2019	Yes	3				There was no SRC meeting held in the previous quarter .

Annexure 1

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	Yes	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	NA	

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. a. Audit Committee	Yes
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 100 listed entities)	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

Annexure 1

Sr	Subject	Compliance status
1	Name of signatory	R K Saraf
2	Designation	Managing Director

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 (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
1	Details of business	Yes		www.facoralloys.com
2	Terms and conditions of appointment of independent directors	Yes		www.facoralloys.com
3	Composition of various committees of board of directors	Yes		www.facoralloys.com
4	Code of conduct of board of directors and senior management personnel	Yes		www.facoralloys.com
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		www.facoralloys.com
6	Criteria of making payments to non-executive directors	Yes		www.facoralloys.com
7	Policy on dealing with related party transactions	Yes		www.facoralloys.com
8	Policy for determining 'material' subsidiaries	Yes		www.facoralloys.com
9	Details of familiarization programmes imparted to independent directors	Yes		www.facoralloys.com

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 (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		www.facoralloys.com
11	email address for grievance redressal and other relevant details	Yes		www.facoralloys.com
12	Financial results	Yes		www.facoralloys.com
13	Shareholding pattern	Yes		www.facoralloys.com
14	Details of agreements entered into with the media companies and/or their associates	NA		
15	New name and the old name of the listed entity	NA		

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)	No	It is under Implementation
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	

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.
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	

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.
21	Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA	
22	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	NA	
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 - Add Notes			

Annexure II

1	Name of signatory	R K Saraf
2	Designation	Managing Director

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	

Annexure II

1	Name of signatory	R K Saraf
2	Designation	Managing Director

Signatory Details

Name of signatory	R K Saraf
Designation of person	Managing Director
Place	NOIDA
Date	02-04-2019