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General information about company

Scrip code	518029
NSE Symbol	GSCLCEMENT
MSEI Symbol	
ISIN	INE542A01039
Name of the entity	GUJARAT SIDHEE CEMENT LIMITED
Date of start of financial year	01-04-2019
Date of end of financial year	31-03-2020
Reporting Quarter	Yearly
Date of Report	31-03-2020
Risk management committee	Not Applicable
Market Capitalisation as per immediate previous Financial Year	Top 2000 listed entities

Corporate Governance : Quarter ending : March 2020

Quarter Ending :March 2020

Annexure 1 Composition of Board of Directors

Title	Name of the Director	Category	Initial Date of Appointment	Date of Appointment in Current Term (Date of Re-appointment)	Date of cessation	Tenure of Director (in months)	No of Directorship in listed entities including this listed entity	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity
Mr	M. N. Mehta	Non-Executive - Non Independent Director, Chairperson	07 Dec 1984	23 Aug 2016	-	-	2	0	0
Mr	Jay M. Mehta	Executive Director	30 Apr 1992	01 Jan 2016	-	-	3	2	0
Mr	M. L. Tandon	Non-Executive - Independent Director	08 Jul 1987	01 Apr 2019	-	12.00	1	1	0
Mr	Hemnabh Khatau	Non-Executive - Non Independent Director	25 Oct 2008	13 Aug 2018	-	-	2	0	0
Mr	M. N. Rao	Non-Executive - Independent Director	31 May 2014	31 May 2019	-	10.00	2	3	2
Mr	K. N. Bhandari	Non-Executive - Independent Director	31 May 2014	31 May 2019	-	10.00	6	6	3
Mr	Venkatesh Mysore	Non-Executive - Non Independent Director	29 Oct 2010	25 Jul 2017	-	-	2	2	1
Mr	Bimal Thakkar	Non-Executive - Independent Director	25 Oct 2008	01 Apr 2019	-	12.00	3	4	1
Mrs	Bhagyam Ramani	Non-Executive - Independent Director	31 May 2014	04 Aug 2019	-	8.00	4	3	0
Mrs	Juhi Chawla Mehta	Non-Executive - Non Independent Director	31 May 2014	31 May 2014	-	-	1	0	0
Mr	Ashwani Kumar	Non-Executive - Independent	12 Feb 2019	12 Feb 2019	-	14.00	2	0	0

		Director							
Mr	M. N. Sarma	Non-Executive - Independent Director	26 May 2019	26 May 2019	-	10.00	1	0	0
Mr	Sharad Bhatt	Non-Executive - Nominee Director	13 Nov 2019	13 Nov 2019	04 Mar 2020	-	1	0	0
Mr	M. S. Gilotra	Executive Director,MD	11 Dec 1998	01 Jan 2016	-	-	2	4	

Corporate Governance

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Annexure 1

Composition Of Committee

Audit Committee			
Name of Committee members	Category	Date Of Appointment	Date of Cessation
M. N. Rao	Non-Executive - Independent Director,Chairperson	24-05-2019	-
M. L. Tandon	Non-Executive - Independent Director,Member	30-01-2007	-
Bimal Thakkar	Non-Executive - Independent Director,Member	23-07-2009	-
M. S. Gilotra	Executive Director,Member	10-02-2015	-

Nomination and remuneration committee

Name of Committee members	Category	Date Of Appointment	Date of Cessation
K. N. Bhandari	Non-Executive - Independent Director,Chairperson	24-05-2019	-
M. L. Tandon	Non-Executive - Independent Director,Member	29-01-2008	-
Bimal Thakkar	Non-Executive - Independent Director,Member	12-02-2019	-
Ashwani Kumar	Non-Executive - Independent Director,Member	24-05-2019	-

Stakeholders Relationship Committee

Name of Committee members	Category	Date Of Appointment	Date of Cessation
Venkatesh Mysore	Non-Executive - Non Independent Director,Chairperson	25-07-2017	-
Jay M. Mehta	Executive Director,Member	30-05-2002	-
M. N. Rao	Non-Executive - Independent Director,Member	02-11-2018	-
M. S. Gilotra	Executive Director,Member	30-05-2002	-

Corporate Social Responsibility Committee

Name of Committee members	Category	Date Of Appointment	Date of Cessation
Jay M. Mehta	Executive Director,Chairperson	31-05-2014	-
Juhi Chawla Mehta	Non-Executive - Non Independent Director,Member	31-05-2014	-
Bimal Thakkar	Non-Executive - Independent Director,Member	31-05-2014	-
M. S. Gilotra	Executive Director,Member	31-05-2014	-

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Annexure 1

Meeting Of Board Of Directors

Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the relevant quarter	Maximum gap between any two consecutive meeting (in number of days)
13 Nov 2019	-	0
-	10 Feb 2020	88

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Annexure 1

Meeting Of Committees

Name of Committee	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings (in number of days)
Audit Committee	-	Yes,	13 Nov 2019	0
Audit Committee	10 Feb 2020	Yes,	-	88
Stakeholders Relationship Committee	-	Yes,	13 Nov 2019	0
Stakeholders Relationship Committee	10 Feb 2020	Yes,	-	88

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Annexure 1

Related Party Transactions

Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance
Whether prior approval of audit committee obtained	Yes	-
Whether shareholder approval obtained for material RPT	NA	-
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by audit committee	Yes	-

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Annexure 1

Affirmations

Subject	Compliance status (Yes/No)
The composition of board of directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
The composition of audit committee is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
The composition of the nomination and remuneration committee is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
The composition of the stakeholders relationship committee is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
The composition of the risk management committee is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	NA

The committee members have been made aware of their powers, role and responsibilities as specified in of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
The meetings of the board of directors and the above committees have been conducted in the manner as specified SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
5.This report and/or the report submitted in the previous quarter has been placed before board of directors	Yes

Signatory Details

Name of signatory	V. R. Mohnot
Designation of person	Company Secretary and Compliance Officer

Annexure 2
Website Affirmations

Item	Compliance status	Details of non-compliance
Details of business	Yes	-
Terms and conditions of appointment of independent directors	Yes	-
Composition of various committees of board of directors	Yes	-
Code of conduct of board of directors and senior management personnel	Yes	-
Details of establishment of vigil mechanism or whistle blower policy	Yes	-
Criteria of making payments to non-executive directors	NA	-
Policy on dealing with related party transactions	Yes	-
Policy for determining material subsidiaries	Yes	-
Details of familiarization programmes imparted to independent directors	Yes	-
Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes	-
Email address for grievance redressal and other relevant details	Yes	-
Financial results	Yes	-
Shareholding pattern	Yes	-
Details of agreements entered into with the media companies and/or their associates	NA	-
New name and the old name of the listed entity	NA	-
Criteria of making payments to non-executive directors	Yes	-

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Annexure 2

Annual Affirmation

Sr.	Particulars	Regulation Number	Compliance status (Yes/No)	If status is “No” details of non-compliance
1	Independent directors 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 or compensation	17(6)	Yes	-
8	Minimum information	17(7)	Yes	-
9	Compliance certificate	17(8)	Yes	-
10	Risk assessment and 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 and 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	Disclosure of shareholding by non-executive directors	-	Yes	-
19	Policy for related party transaction	23(1),(5),(6),(7) & (8)	Yes	-
20	Prior or omnibus approval of audit committee for all related party transactions	23(2), (3)	Yes	-

21	Approval for material related party transactions	23(4)	Yes	-
22	Composition of board of directors of unlisted material subsidiary	24(1)	Yes	-
23	Other corporate governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	Yes	-
24	Maximum directorship and tenure	25(1) & (2)	Yes	-
25	Meeting of independent directors	25(3) & (4)	Yes	-
26	Familiarization of independent directors	25(7)	Yes	-
27	Memberships in committees	26(1)	Yes	-
28	Affirmation with compliance to code of conduct from members of board of directors and senior management personnel	26(3)	Yes	-
29	Disclosure of shareholding by non-executive directors	26(4)	Yes	-
30	Policy with respect to obligations of directors and senior management	26(2) & 26(5)	Yes	-

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Annexure 2

Affirmation

Sr.	Particulars	Compliance status (Yes/No)
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

Signatory Details

Name of signatory	V. R. Mohnot
Designation of person	Company Secretary and Compliance Officer

Annexure 3

Broad heading	Regulation Number	Compliance status(Yes/No/NA)	If status is "No" details of non-compliance
no record found			

Name of signatory	V. R. Mohnot
Designation of person	Company Secretary and Compliance Officer