

**Dated:** 19.10.2023

To  
**The Secretary**  
**The Calcutta Stock Exchange Limited**  
Listing Department  
7, Lyons Range,  
Kolkata – 700 001

Dear Sir,

**Sub: Submission of quarterly Compliance Report on Corporate Governance for the quarter ended September, 2023 as per Regulation 27 (2) of SEBI LODR, Regulations 2015.**

**Ref: Scrip Code: 26040**

Pursuant to Regulation 27 (2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the quarterly Compliance Report on Corporate Governance for the quarter ended 30<sup>th</sup> September, 2023 in the specified format.

We hope you shall find the same in order.

Thanking you,

Yours faithfully,  
for **Premier Ferro Alloys & Securities Limited**



**Dilip Kumar Yadav**  
**Company Secretary & Chief Financial Officer**  
A70539



**Encl: As Above**

## QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE

1. Name of Listed Entity **PREMIER FERRO ALLOYS & SECURITIES LIMITED**  
 2. Quarter ending **30<sup>th</sup> SEPTEMBER, 2023**

### I. Composition of Board of Directors:

Title	Name of the Director	PAN\$ & DIN	Category (Chairperson/Executive/Non-Executive/Independent/Nominee) &	Date of Birth	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of Appointment	Date of Re-appointment	Date of cessation	Tenure *	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directors in listed entities including this listed entity [in reference to Regulation 17A(1)]	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity
Mr.	Santinath Paul	AEJPP0592D & 03190144	Non-Executive	02/01/1952	NA	-	11/05/2012	29/09/2023	-	NA	1	-	1	1
Mr.	Vinit Agarwal	ACIPA8761G & 06944709	Non-Executive	30/01/1977	NA	-	09/08/2014	30/09/2022	-	NA	1	-	1	-

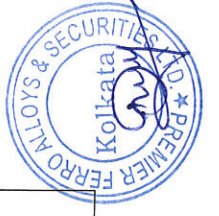


Ms.	Shampa Paul	ANCPP8760F & 07490402	Non-Executive Independent	25/01/ 1976	NA	-	29/02/ 2020	-	-	43 months	3	3	2	-
Mr.	Sudipta Datta	CDGPD0201D & 08713289	Non-Executive Independent	18/11/ 1992	NA	-	29/02/ 2020	-	-	43 months	1	1	1	-

& 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  
 \*to be filled only for Independent Director. Tenure would mean total period from which Independent director is serving on Board of directors of the listed entity in continuity without any cooling off period.



<b>II. Composition of Committees:</b>			
<b>Name of Committee</b>	<b>Name of Committee members</b>	<b>Category (Chairperson/Executive/Non-Executive/Independent/Nominee) &amp;</b>	<b>Date of Appointment</b>
1. Audit Committee	Mr. Santinath Paul Ms. Shampa Paul Mr. Sudipta Datta	Non-Executive Director Non-Executive-Independent Director Non-Executive-Independent Director	30.01.2020 30.01.2020 30.01.2020
2. Nomination & Remuneration Committee	Mr. Santinath Paul Mr. Vinit Agarwal Ms. Shampa Paul Mr. Sudipta Datta	Non-Executive Director Non-Executive Director Non-Executive-Independent Director Non-Executive-Independent Director	30.01.2020 30.01.2020 30.01.2020 30.01.2020
3. Risk Management Committee	Mr. Santinath Paul Mr. Vinit Agarwal Ms. Shampa Paul Mr. Sudipta Datta	Non-Executive Director Non-Executive Director Non-Executive-Independent Director Non-Executive-Independent Director	30.01.2020 30.01.2020 30.01.2020 30.01.2020
4. Asset Liability Committee	Mr. Santinath Paul Mr. Vinit Agarwal Ms. Shampa Paul Mr. Sudipta Datta	Non-Executive Director Non-Executive Director Non-Executive-Independent Director Non-Executive-Independent Director	30.01.2020 30.01.2020 30.01.2020 30.01.2020
5. Investment & Loan Committee	Mr. Santinath Paul Mr. Vinit Agarwal Ms. Shampa Paul Mr. Sudipta Datta	Non-Executive Director Non-Executive Director Non-Executive-Independent Director Non-Executive-Independent Director	30.01.2020 30.01.2020 30.01.2020 30.01.2020
6. Information Technology Strategy Committee	Mr. Santinath Paul Mr. Vinit Agarwal Mr. Sudipta Datta Mr. Bishal Agarwal	Non-Executive Director Non-Executive Director Independent Director Chief Technical Officer cum Chief Information Officer	15.01.2020 15.01.2020 28.12.2022 28.12.2022






Stakeholders Relationship Committee	Mr. Santinath Paul Mr. Vinit Agarwal Ms. Shampa Paul Mr. Sudipta Datta	Non-Executive Director Non-Executive Director Non-Executive-Independent Director Non-Executive-Independent Director	30.01.2023 30.01.2023 30.01.2023 30.01.2023
&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			

III. 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	Whether Quorum met*	Number of Directors present*	Number of independent directors present*	Maximum gap between any two consecutive (in number of days)		
28-04-2023		YES	4	2	87		
29-05-2023		YES	4	2	30		
	11-08-2023	YES	4	2	73		
	01-09-2023	YES	4	2	20		


V. Meeting of Committees							
Name of Committee	Date(s) of meeting of the committee in the relevant quarter	Whether Quorum met (details)*	Number of Directors present*	Number of independent director's present*	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days*	Number of Members attending the Meeting (other than Board of Directors)
Audit Committee	11-08-2023	Yes, all the 3 members were present	3	2	28-04-2023 29-05-2023	80	11-08-2023- 3

\* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional  
\*\* to be filled in only for the current quarter meetings.



<b>V. Related Party Transactions</b>	
<b>Subject</b>	<b>Compliance status (Yes/No/NA) refer note below</b>
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
<b>Note</b>	
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.	
<b>VI. Affirmations</b>	
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	
a. Audit Committee	
b. Nomination & Remuneration Committee	
c. Risk Management Committee	
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. Any comments/observations/advice of Board of Directors may be mentioned here: This quarter's report shall be placed before the Board of Directors in its next meeting. The previous quarter's report was placed before the Board of Directors at their meeting held on 11 <sup>th</sup> August, 2023 and the same was noted without any comments/observations/advice.	
	
<b>Date: 19/10/2023</b>	<b>Dilip Kumar Yadav</b> Company Secretary & Chief Financial Officer

**To be submitted by listed entity at the end of 6 months after end of financial year along-with  
The second quarter's report of next financial year**

<b>Affirmations</b>	<b>Regulation Number</b>	<b>Compliance status (Yes/No/NA) refer note below</b>
<i>Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website</i>	46(2)	YES
<i>Presence of Chairperson of Audit Committee at the Annual General Meeting</i>	18(1)(d)	YES
<i>Presence of Chairperson of the nomination and remuneration committee at the annual general meeting</i>	19(3)	YES
<i>Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting</i>	20(3)	YES
<i>Whether "Corporate Governance Report" disclosed in Annual Report</i>	34(3) read with para C of Schedule V	YES
<p><b>Note:</b></p> <p>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.</p> <p>2 If status is "No" details of non-compliance may be given here.</p> <p>3 If the Listed Entity would like to provide any other information the same may be indicated here</p>		
<p>Date: 19/10/2023</p> <div style="text-align: right;">  <p><i>Dilip Kumar Yadav</i> Dilip Kumar Yadav Company Secretary &amp; Chief Financial Officer</p> </div>		



Additional Half yearly Disclosure			
Applicability of disclosure	Applicable		
Reason for Non Applicability			
<b>I. Disclosure of Loans/ guarantees/comfort letters /securities etc. refer note below</b>			
<b>(A)Any loan or any other form of debt advanced by the listed entity directly or indirectly to</b>			
Entity	Aggregate amount advanced during six months (Amount in Rs.)	Balance outstanding at the end of six months (Amount in Rs.)	
Promoter or any other entity controlled by them	--	--	
Promoter Group or any other entity controlled by them	24,53,00,000	1,16,04,37,779	
Directors (including relatives) or any other entity controlled by them	--	--	
KMPs or any other entity controlled by them	--	--	
<b>(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</b>			
Entity	Type (guarantee, comfort letter etc.)	Aggregate amount of issuance during six months (Amount in Rs.)	Balance outstanding at the end of six months(taking into account any invocation) (Amount in Rs.)
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	--	--	--





**(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 (Amount in Rs.)	Balance outstanding at the end of six months (Amount in Rs.)
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	--	--	--

**(D) Additional Information**

**II. Affirmations**

Affirmations	Compliance Status	Company Remarks
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.	Yes	
Name	DILIP KUMAR YADAV	
Designation	CS & CFO	
Place	KOLKATA	
Date	19/10/2023	

