

Uttam Value Steels Limited

Registered office : Uttam House, 69, P. D' Mello Road, Mumbai - 400 009.
Tel.: +91-22-6656 3500 • Fax : +91-22-2348 5025
CIN No.: L27100MH1970PLC014621
Website: www.uttamvalue.com



5th January, 2017

To, The Listing Manager, BSE Limited, P.J. Towers, Dalal Street, Mumbai - 400001	To, The Listing Manager, The National Stock Exchange of India Limited Exchange Plaza, 5 th Floor, Plot No. C/1, G Block, Bandra Kurla Complex Bandra (East), Mumbai - 400 051
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Dear Sir/ Madam,

Sub: Compliance with Regulation 27(2) of the SEBI (Listing Obligations and Disclosure Requirements), Regulation 2015.

Please find enclosed herewith Quarterly Compliance Report on Corporate Governance for the quarter ended 31st December, 2016 in the format prescribed.

Kindly take the same on your record.

Thanking you,

Yours truly,

For Uttam Value Steels Limited

(Ram Gaud)



Sr. General Manager & Company Secretary

Encl: As Above

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ANNEXURE I

Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity : Uttam Value Steels Limited
2. Quarter ending : 31.12.2016

I. Composition of Board								
Title (Mr./Ms)	Name of the Director	PAN ^s & DIN	Category (Chairperson /Executive/Nominee - Executive/Independent/ Nominee)	Date of Appointment in the current term /cessation	Tenure*	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 Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)
Mr.	Rajinder Miglani	AABPM7288D 00286788	Director	28/12/2012	NA	2	1	Nil
Mr.	B L Khanna	AAJPK5628D 00841927	Chairman/ Independent Director	20/06/2012	2 Years 7 Months	2	Nil	1
Mr.	S. K. Soni	AALPS4912J 00046856	Independent Director	25/05/2013	2 Years 7 Months	3	Nil	Nil
Mr.	Rajeev Kumar	AGVPK0221G 01879049	Nominee Director (IDBI)	23/12/2016	NA	2	Nil	Nil
Mr.	B L Khurana	AFWPK2592L 00671592	Independent Director	29/05/2015	2 Year 0 Months	4	3	Nil
Mr.	Rajiv Munjal	AENPM0024P 05195651	Whole Time Director	28/12/2012	NA	1	1	1
Ms.	Jagath Chandra	AFJPC2361L 07147686	Director	30/05/2016	NA	1	2	Nil



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§ PAN number of any director would not be displayed on the website of Stock Exchange *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.

II. Composition of Committee

Name of Committee	Name of Committee members	Category (Chairperson/Executive/Non-Executive/independent /Nominee)§
1. Audit Committee	Shri B L Khanna	Chairman
	Shri Rajiv Munjal	Whole - Time Director
	Shri B L Khurana	Independent
2. Nomination & Remuneration Committee	Shri. B L Khurana	Chairman
	Shri S. K. Soni	Independent
	Shri B L Khanna	Independent
3. Risk Management Committee(if applicable)	NA	NA
4. Stakeholders Relationship Committee	Shri Rajiv Munjal	Chairman
	Shri Rajinder Miglani	Director
	Ms. Jagath Chandra	Director

& 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 Director

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 (in number of days
06.08.2016	14.11.2016	99 days [excluding the date of meetings]
	23.12.2016	38 days [excluding the date of meetings]

IV. Meeting of Committees

Date(s) of meeting of the Audit 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 *
14.11.2016	Yes - all the members of the Audit Committee were present.	06.08.2016	99 days [excluding the date of meeting]



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*This information has to be mandatorily given for audit committee, for rest of the committees giving this information is optional.

V. Related Party Transaction

Subject	Compliance status (Yes/No/NA) refer note below
Whether prior approval of audit committee obtain	Yes
Whether shareholder approval obtained for material RPT	Yes
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes

Note:

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.

VI. Affirmations

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. Stakeholders relationship committee
 - d. Risk management committee (applicable to the top 100 listed entities).
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. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of Board of Directors may be mentioned here:

For Uttam Value Steels Limited



Ram Gaud
Sr. General Manager & Company Secretary

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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	
<i>Item</i>	<i>Compliance status (Yes/No/NA) refer note below</i>
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/ Whistle Blower policy	Yes
Criteria of making payments to non-executive directors	Yes
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	Yes
New name and the old name of the listed entity	Yes
II Annual Affirmations	
<i>Particulars</i>	<i>Compliance status (Yes/No/NA) refer note below</i>
<i>Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'</i>	Yes
<i>Board composition</i>	Yes
<i>Meeting of Board of directors</i>	Yes
<i>Review of Compliance Reports</i>	Yes
<i>Plans for orderly succession for appointments</i>	Yes
<i>Code of Conduct</i>	Yes
<i>Fees/compensation</i>	Yes
<i>Minimum Information</i>	Yes
<i>Compliance Certificate</i>	Yes
<i>Risk Assessment & Management</i>	Yes



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<i>Performance Evaluation of Independent Directors</i>	Yes
<i>Composition of Audit Committee</i>	Yes
<i>Meeting of Audit Committee</i>	Yes
<i>Composition of nomination & remuneration committee</i>	Yes
<i>Composition of Stakeholder Relationship Committee</i>	Yes
<i>Composition and role of risk management committee</i>	NA
<i>Vigil Mechanism</i>	Yes
<i>Policy for related party Transaction</i>	Yes
<i>Prior or Omnibus approval of Audit Committee for all related party transactions</i>	Yes
<i>Approval for material related party transactions</i>	Yes
<i>Composition of Board of Directors of unlisted material Subsidiary</i>	Yes
<i>Other Corporate Governance requirements with respect to subsidiary of listed entity</i>	Yes
<i>Maximum Directorship & Tenure</i>	Yes
<i>Meeting of independent directors</i>	Yes
<i>Familiarization of independent directors</i>	Yes
<i>Memberships in Committees</i>	Yes
<i>Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel</i>	Yes
<i>Disclosure of Shareholding by Non- Executive Directors</i>	Yes
<i>Policy with respect to Obligations of directors and senior management</i>	Yes
Note	
<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>	
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.	

For Uttam Value Steels Limited



(Ram Gaud)

Sr. General Manager & Company Secretary