

Corporate Governance Report

1 Name of the Listed Company:- **SONA BLW Precision Forgings Limited**
 2 Quarter Ended:- **30th September, 2021**

I Composition of Board of Directors

Sr No.	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Initial Date of appointment	Date of Re-appointment	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(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)
1	Mr	Sunjay Kapur	ABCPK7670F	00145529	Non-Executive - Nominee Director	Chairperson related to Promoter		15-10-1971	22-08-2006	05-07-2019		2	1	1	0
2	Mr	Vivek Vikram Singh	BCXPS0515E	07698495	Executive Director	Not Applicable	CEO-MD	24-07-1979	05-07-2019			1	0	1	0
3	Mr	Amit Dixit	AHXP7229A	01798942	Non-Executive - Nominee Director	Not Applicable		26-01-1973	05-07-2019			3	0	1	0
4	Mr	Ganesh Mani	BANPM2093P	08385423	Non-Executive - Nominee Director	Not Applicable		01-01-1988	05-07-2019			1	0	2	0
5	Mr	Jeffrey Mark Overly	AEXPO9702Q	09041143	Non-Executive - Independent Director	Not Applicable		27-04-1958	12-02-2021	12-02-2021	8	1	1	2	0
6	Mr	Prasan Abhaykumar Firodia	AADPF4269R	00029664	Non-Executive - Independent Director	Not Applicable		16-02-1979	05-07-2019	27-01-2021	27	2	1	4	1
7	Mrs.	Shradha Suri	AATPS7675Q	00176902	Non-Executive - Independent Director	Not Applicable		22-03-1978	05-08-2020	05-08-2020	14	3	2	5	1
8	Mr	Subbu Venkata Rama Behara	AHGPB2288L	00289721	Non-Executive - Independent Director	Not Applicable		14-02-1954	05-07-2019	05-07-2019	27	4	4	4	3

II Composition of Committees

Name of the Committee	Whether Regular Chairperson Appointed	Name of the Committee Members	DIN	Category 1	Category 2	Date of Appointed
Audit Committee	Yes	Subbu Venkata Rama Behara	00289721	Non-Executive - Independent Director	Chairperson	05-07-2019
		Prasan Abhaykumar Firodia	00029664	Non-Executive - Independent Director	Member	12-02-2021
		Jeffrey Mark Overly	09041143	Non-Executive - Independent Director	Member	12-02-2021
		Ganesh Mani	08385423	Non-Executive - Nominee Director	Member	12-02-2021

Name of the Committee	Whether Regular Chairperson Appointed	Name of the Committee Members	DIN	Category 1	Category 2	Date of Appointed
Nomination and Remuneration Committee	Yes	Jeffrey Mark Overly	09041143	Non-Executive - Independent Director	Chairperson	12-02-2021
		Amit Dixit	01798942	Non-Executive - Nominee Director	Member	05-07-2019
		Sunjay Kapur	00145529	Non-Executive - Nominee Director	Member	12-02-2021
		Subbu Venkata Rama Behara	00289721	Non-Executive - Independent Director	Member	05-07-2019

Name of the Committee	Whether Regular Chairperson Appointed	Name of the Committee Members	DIN	Category 1	Category 2	Date of Appointed
Stakeholders Relationship Committee	Yes	Shradha Suri	00176902	Non-Executive - Independent Director	Chairperson	12-02-2021
		Prasan Abhaykumar Firodia	00029664	Non-Executive - Independent Director	Member	12-02-2021
		Jeffrey Mark Overly	09041143	Non-Executive - Independent Director	Member	12-02-2021
		Vivek Vikram Singh	07698495	Executive Director	Member	12-02-2021

Name of the Committee	Whether Regular Chairperson Appointed	Name of the Committee Members	DIN	Category 1	Category 2	Date of Appointed
Risk Management Committee	Yes	Jeffrey Mark Overly	09041143	Non-Executive - Independent Director	Chairperson	12-02-2021
		Sunjay Kapur	00145529	Non-Executive - Nominee Director	Member	12-02-2021
		Ganesh Mani	08385423	Non-Executive - Nominee Director	Member	12-02-2021
		Vivek Vikram Singh	07698495	Executive Director	Member	12-02-2021

Name of the Committee	Whether Regular Chairperson Appointed	Name of the Committee Members	DIN	Category 1	Category 2	Date of Appointed
Corporate Social Responsibility	Yes	Prasan Abhaykumar Firodia	00029664	Non-Executive - Independent Director	Chairperson	05-07-2019
		Sunjay Kapur	00145529	Non-Executive - Nominee Director	Member	05-07-2019
		Shradha Suri	00176902	Non-Executive - Independent Director	Member	12-02-2021
		Ganesh Mani	08385423	Non-Executive - Nominee Director	Member	12-02-2021

III Meeting of Board of Directors

Sr	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological	Maximum gap between any two consecutive (in number of days)	Whether requirement of Quorum met (Yes/No)	Number of Directors present* (Other than Independent Director)	No. of Independent Directors attending the meeting*
1	27-04-2021		Yes		
2	03-06-2021	36	Yes		
3	17-06-2021	13	Yes		
4	17-07-2021	29	Yes	4	2
5	06-08-2021	19	Yes	4	3

IV Meeting of Committees

Name of the Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Whether requirement of Quorum met (Yes/No)	Number of Directors present* (Other than Independent Director)	No. of Independent Directors attending the meeting*
Audit Committee	27-04-2021		Yes		
Audit Committee	17-07-2021	80	Yes	1	2
Audit Committee	06-08-2021	19	Yes	1	2
Corporate Social Responsibility Committee	27-04-2021		Yes		
Corporate Social Responsibility Committee	03-06-2021		Yes		
Corporate Social Responsibility Committee	27-07-2021		Yes	2	1
Nomination and remuneration committee	27-07-2021		Yes	2	2
Stakeholders Relationship committee	27-07-2021		Yes	1	2
Risk Management Committee	27-07-2021		Yes	3	1

V Related Party Transactions

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

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 500 listed entities)	Yes
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
9	Any comments/observations/advice of Board of Directors may be mentioned here:	NA

Signatory Details

Ajay Pratap Singh
Company Secretary and Compliance Officer
Gurgaon
19-10-2021

V Related Party Transactions

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

VI Affirmations

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1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
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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 500 listed entities)	Yes
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
9	Any comments/observations/advice of Board of Directors may be mentioned here:	NA

Signatory Details

Ajay Pratap Singh
Company Secretary and Compliance Officer
Gurgaon
18-10-2021

Additional Half yealy Disclosure	
Applicability of disclosure	Applicable
Reason for Non Applicability	NA

I. Disclosure of Loans/ guarantees/comfort letters /securities etc.refer note below		
(A)Any loan or any other form of debt advanced by the listed entity directly or indirectly to		
Entity	Aggregate amount advanced during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them	0	0
Promoter Group or any other entity controlled by them	0	0
Directors (including relatives) or any other entity controlled by them	0	0
KMPs or any other entity controlled by them	0	0

(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			
Entity	Type (guarantee, comfort letter etc.)	Aggregate amount of issuance during six months	Balance outstanding at the end of six months(taking into account any invocation)
Promoter or any other entity controlled by them	0	0	0
Promoter Group or any other entity controlled by them	0	0	0
Directors (including relatives) or any other entity controlled by them	0	0	0
KMPs or any other entity controlled by them	0	0	0

(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	Balance outstanding at the end of six months
Promoter or any other entity controlled by them	0	0	0
Promoter Group or any other entity controlled by them	0	0	0
Directors (including relatives) or any other entity controlled by them	0	0	0
KMPs or any other entity controlled by them	0	0	0

(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	The Company didn't provide any loan/guarantees/security to Promoter/Promoter Group/Directors/KMPs or entity controlled by them.	

Name	Rohit Nanda
Designation	CFO
Place	Gurugram
Date	18-10-2021