

General information about company	
Scrip code	532731
NSE Symbol	ROHITFERRO
MSEI Symbol	NOTLISTED
ISIN	INE248H01012
Name of the entity	ROHIT FERRO-TECH 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	Any other

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														Textual Information(1)						
Whether the listed entity has a Regular Chairperson														Yes						
Whether Chairperson is related to MD or CEO														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 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 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)	Notes for not providing PAN	Notes for not providing DIN
1	Mr	SURESH KUMAR PATNI	AESPP2029L	00032674	Non-Executive - Non Independent Director	Chairperson related to Promoter		13-07-1959	NA		07-04-2000	27-08-2007		239	3	0	2	0		
2	Mr	ANKIT PATNI	AJWPP2920M	00034907	Executive Director	Not Applicable	MD	13-01-1985	NA		30-09-2015	29-08-2019		54	3	0	2	0		
3	Mr	R.K. BURNWAL	AHKPB3056E	07479341	Executive Director	Not Applicable		08-01-1967	NA		24-03-2016	24-03-2019		48	1	0	0	0		
4	Mrs	SUJATA AGARWAL	AKXPA1423C	06833458	Non-Executive - Independent Director	Not Applicable		22-11-1979	NA		02-12-2014	02-12-2019		63	3	3	4	3		

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory

Wether the listed entity has a Regular Chairperson

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	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 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)	Notes for not providing PAN	Notes for not providing DIN
5	Mr	ANKIT RUNGTA	ACTPR0588H	06893793	Non-Executive - Independent Director	Not Applicable		24-09-1984	NA		02-12-2014	02-12-2019	07-03-2020	63	0	0	0	0		
6	Mr	ANKIT JAIN	AICPJ1998E	07672255	Non-Executive - Independent Director	Not Applicable		04-08-1988	NA		14-12-2016		07-03-2020	39	1	1	2	1		
7	Mr	SHARAT MALIK	AEUPM4121J	08529458	Non-Executive - Independent Director	Not Applicable		09-08-1968	NA		14-08-2019			7	3	3	3	1		

Text Block

Textual Information(1)	<p>1. Tenure of Directors have been calculated from date of thier initial appointment and for completed months of their respective services.</p> <p>2. The membership in Stakeholders Relationship Committee and Audit Committee also incudes thier chairmanship in respective Committees.</p> <p>3. Mr. Ankit Rungta and Mr. Ankit Jain, Independent Directors have resigned form the Company w.e.f. 7th March, 2020 and their resignations are still pending to be approved by Committe of Creditors (CoC) due to global outbreak of COVID-19 Disease.</p> <p>4. Further, the National Company Law Tribunal (NCLT), Kolkata Bench, vide order dated 7th February, 2020 in Company Petition No. 1214/KB/2018 (Insolvency Commencement Order) has initiated Corporate Insolvency Resolution Process (CIRP) based on petition filed by the State Bank of India under Section 7 of the Insolvency and Bankruptcy Code, 2016 (the Code). Mr Supriyo Kumar Chaudhuri (IP Registration No. IBBI/IPA-001/IP-P00644/2017-18/11098) was appointed as Interim Resolution Professional (IRP) to manage affairs of the Company in accordance with the provisions of the Code. He was later on confirmed as Resolution Professional (RP) by Committe of Creditors at their 1st meeting held on 5th March, 2020.</p> <p>In consonance with the stipulation contained in Section 17, 18 and 20 of the IBC, 2016, the powers of the Board of Directors of the Company stand suspended and the same shall be vested with and exercised by RP.</p>
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Further, as per SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the provisions specified in Regulations 17, 18, 19 and 20 are not applicable to the Company w.e.f 7th February, 2020 due to initiation of CIRP against the Company.

Annexure 1

II. Composition of Committees

Disclosure of notes on composition of committees explanatory | Textual Information(1)

Annexure 1 Text Block

Textual Information(1)	<p>1. In consonance with the stipulation contained in Section 17, 18 and 20 of the IBC, 2016, the powers of the Board of Directors and its Committees stand suspended and the same shall be vested with and exercised by Resolution Professional.</p> <p>Further, as per SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the provisions specified in Regulations 17, 18, 19 and 20 are not applicable to the Company w.e.f 7th February, 2020 due to initiation of CIRP against the Company.</p> <p>2. Mr. Ankit Rungta and Mr. Ankit Jain, Independent Directors have resigned form the Company w.e.f. 7th March, 2020 and their resignations are still pending to be approved by Committe of Creditors (CoC) due to global outbreak of COVID-19 Disease.</p>
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Audit Committee Details							
Whether the Audit Committee has a Regular Chairperson					No		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	07672255	ANKIT JAIN	Non-Executive - Independent Director	Chairperson	14-12-2016	07-03-2020	Textual Information(1)
2	06833458	SUJATA AGARWAL	Non-Executive - Independent Director	Member	02-12-2014		
3	06893793	ANKIT RUNGTA	Non-Executive - Independent Director	Member	02-12-2014	07-03-2020	Textual Information(2)

Sr Text Block

Textual Information(1)	Mr. Ankit Jain, Independent Director has resigned form the Company w.e.f. 7th March, 2020 and his resignation is still pending to be approved by Committe of Creditors (CoC) due to global outbreak of COVID-19 Disease.
Textual Information(2)	Mr. Ankit Rungta, Independent Director has resigned form the Company w.e.f. 7th March, 2020 and his resignation is still pending to be approved by Committe of Creditors (CoC) due to global outbreak of COVID-19 Disease.

Nomination and remuneration committee							
Whether the Nomination and remuneration committee has a Regular Chairperson					No		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	06893793	ANKIT RUNGTA	Non-Executive - Independent Director	Chairperson	02-12-2014	07-03-2020	Textual Information(1)
2	07672255	ANKIT JAIN	Non-Executive - Independent Director	Member	14-12-2016	07-03-2020	Textual Information(2)
3	08529458	SHARAT MALIK	Non-Executive - Independent Director	Member	14-08-2019		

Sr Text Block	
Textual Information(1)	Mr. Ankit Rungta, Independent Director has resigned form the Company w.e.f. 7th March, 2020 and his resignation is still pending to be approved by Committe of Creditors (CoC) due to global outbreak of COVID-19 Disease.
Textual Information(2)	Mr. Ankit Jain, Independent Director has resigned form the Company w.e.f. 7th March, 2020 and his resignation is still pending to be approved by Committe of Creditors (CoC) due to global outbreak of COVID-19 Disease.

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	06833458	SUJATA AGARWAL	Non-Executive - Independent Director	Chairperson	02-12-2014		
2	00032674	SURESH KUMAR PATNI	Non-Executive - Non Independent Director	Member	30-05-2014		
3	08529458	SHARAT MALIK	Non-Executive - Independent Director	Member	14-08-2019		

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	06833458	SUJATA AGARWAL	Non-Executive - Independent Director	Chairperson	02-12-2014		
2	00032674	SURESH KUMAR PATNI	Non-Executive - Non Independent Director	Member	07-05-2014		
3	07479341	R.K. BURNWAL	Executive Director	Member	30-05-2016		

Other Committee						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks

Annexure 1							
Annexure 1							
III. Meeting of Board of Directors							
Disclosure of notes on meeting of board of directors explanatory							Textual Information(1)
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	Whether requirement of Quorum met (Yes/No)	Number of Directors present*	No. of Independent Directors attending the meeting*
1	16-12-2019				Yes	4	1
2		18-01-2020	32		Yes	3	1

Text Block	
Textual Information(1)	<p>In consonance with the stipulation contained in Section 17, 18 and 20 of the IBC, 2016, the powers of the Board of Directors and its Committees stand suspended and the same shall be vested with and exercised by Resolution Professional.</p> <p>Further, as per SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the provisions specified in Regulations 17, 18, 19 and 20 are not applicable to the Company w.e.f 7th February, 2020 due to initiation of CIRP against the Company.</p> <p>However, there was one meeting held on 13th February, 2020 for approval of Quarterly Financial Results for the Quarter ended 31.12.2019 alongwith some other matters in presence of Directors, KMP and IRP, Mr. Supriyo Kumar Chaudhuri and intimation of the same was already given to Stock Exchanges.</p>

Annexure 1	
IV. Meeting of Committees	
Disclosure of notes on meeting of committees explanatory	Textual Information(1)
Text Block	
Textual Information(1)	<p>In consonance with the stipulation contained in Section 17, 18 and 20 of the IBC, 2016, the powers of the Board of Directors and its Committees stand suspended and the same shall be vested with and exercised by Resolution Professional.</p> <p>Further, as per SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the provisions specified in Regulations 17, 18, 19 and 20 are not applicable to the Company w.e.f 7th February, 2020 due to initiation of CIRP against the Company.</p>

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	NA	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	NA	
Disclosure of notes on related party transactions			Textual Information(1)

Text Block	
Textual Information(1)	<p>In consonance with the stipulation contained in Section 17, 18 and 20 of the IBC, 2016, the powers of the Board of Directors and its Committees stand suspended and the same shall be vested with and exercised by Resolution Professional.</p> <p>Further, as per SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the provisions specified in Regulations 17, 18, 19 and 20 are not applicable to the Company w.e.f 7th February, 2020 due to initiation of CIRP against the Company.</p>

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 500 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

9	Any comments/observations/advice of Board of Directors may be mentioned here:	Textual Information(1)
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Annexure 1		
Sr	Subject	Compliance status
1	Name of signatory	Anil Prasad Shaw
2	Designation	Company Secretary and Compliance Officer

Text Block	
Textual Information(1)	<p>The confirmation of point numbers 1 to 8 are upto period of 6th February, 2020 during relevent quarter ended 31.03.2020.</p> <p>In consonance with the stipulation contained in Section 17, 18 and 20 of the IBC, 2016, the powers of the Board of Directors and its Committees stand suspended and the same shall be vested with and exercised by Resolution Professional.</p> <p>Further, as per SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the provisions specified in Regulations 17, 18, 19 and 20 are not applicable to the Company w.e.f 7th February, 2020 due to initiation of CIRP against the Company.</p>

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		https://www.rohitferrotech.com/profile.html
2	Terms and conditions of appointment of independent directors	Yes		https://www.rohitferrotech.com/draft-letter.html
3	Composition of various committees of board of directors	Yes		https://www.rohitferrotech.com/composition-board-committees.pdf
4	Code of conduct of board of directors and senior management personnel	Yes		https://www.rohitferrotech.com/code-of-conduct.html
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		https://www.rohitferrotech.com/vigil-mechannism.pdf
6	Criteria of making payments to non-executive directors	Yes		https://www.rohitferrotech.com/nomination-remuneration-policy.pdf
7	Policy on dealing with related party transactions	Yes		https://www.rohitferrotech.com/Policy-on-Materiality-of-Related-party-Transactions-and-on-dealing-with-RPT.pdf

8	Policy for determining 'material' subsidiaries	Yes		https://www.rohitferrotech.com/policy-for-determination-of-material-subsiidiary.pdf
9	Details of familiarization programmes imparted to independent directors	Yes		https://www.rohitferrotech.com/familiarisation-programme-19-20.pdf

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		https://www.rohitferrotech.com/investor-grievance.html
11	email address for grievance redressal and other relevant details	Yes		https://www.rohitferrotech.com/investor-grievance.html
12	Financial results	Yes		https://www.rohitferrotech.com/financial.html
13	Shareholding pattern	Yes		https://www.rohitferrotech.com/investors.html
14	Details of agreements entered into with the media companies and/or their associates	NA		
15	Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or institutional investors simultaneously with submission to stock exchange	NA		
16	New name and the old name of the listed entity	Yes		https://www.rohitferrotech.com/profile.html
17	Advertisements as per regulation 47 (1)	Yes		https://www.rohitferrotech.com/notice-board-meeting.pdf
18	Credit rating or revision in credit rating obtained	NA		
19	Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	NA		
20	Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes		https://www.rohitferrotech.com/investors.html
21	Materiality Policy as per Regulation 30	Yes		https://www.rohitferrotech.com/policy-disclosure-material-event-information.pdf
22	Dividend Distribution policy as per Regulation 43A (as applicable)	NA		
23	It is certified that these contents on the website of the listed entity are correct	Yes		https://www.rohitferrotech.com/

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), 17(1A) & 17(1B)	Yes	
3	Meeting of Board of directors	17(2)	Yes	
4	Quorum of Board meeting	17(2A)	Yes	
5	Review of Compliance Reports	17(3)	Yes	
6	Plans for orderly succession for appointments	17(4)	Yes	
7	Code of Conduct	17(5)	Yes	
8	Fees/compensation	17(6)	Yes	
9	Minimum Information	17(7)	Yes	
10	Compliance Certificate	17(8)	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	Risk Assessment & Management	17(9)	NA	
12	Performance Evaluation of Independent Directors	17(10)	Yes	
13	Recommendation of Board	17(11)	Yes	
14	Maximum number of Directorships	17A	Yes	
15	Composition of Audit Committee	18(1)	Yes	
16	Meeting of Audit Committee	18(2)	Yes	
17	Composition of nomination & remuneration committee	19(1) & (2)	Yes	
18	Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes	
19	Meeting of Nomination and Remuneration Committee	19(3A)	Yes	
20	Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	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	Meeting of Stakeholders Relationship Committee	20(3A)	Yes	
22	Composition and role of risk management committee	21(1),(2),(3),(4)	NA	
23	Meeting of Risk Management Committee	21(3A)	NA	
24	Vigil Mechanism	22	Yes	
25	Policy for related party Transaction	23(1),(1A),(5),(6),(7)	Yes	

		& (8)		
26	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
27	Approval for material related party transactions	23(4)	NA	
28	Disclosure of related party transactions on consolidated basis	23(9)	Yes	
29	Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA	
30	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	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.
31	Annual Secretarial Compliance Report	24(A)	Yes	
32	Alternate Director to Independent Director	25(1)	NA	
33	Maximum Tenure	25(2)	Yes	
34	Meeting of independent directors	25(3) & (4)	Yes	
35	Familiarization of independent directors	25(7)	Yes	
36	Declaration from Independent Director	25(8) & (9)	Yes	
37	D & O Insurance for Independent Directors	25(10)	NA	
38	Memberships in Committees	26(1)	Yes	
39	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
40	Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes	
41	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
Any other information to be provided			Textual Information(1)	

Text Block

Textual Information(1)	<p>The confirmation of point numbers 1 to 8 are upto period of 6th February, 2020 during relevant quarter ended 31.03.2020.</p> <p>In consonance with the stipulation contained in Section 17, 18 and 20 of the IBC, 2016, the powers of the Board of Directors and its Committees stand suspended and the same shall be vested with and exercised by Resolution Professional.</p> <p>Further, as per SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the provisions specified in Regulations 17, 18, 19 and 20 are not applicable to the Company w.e.f 7th February, 2020 due to initiation of CIRP against the Company.</p>
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Annexure II		
1	Name of signatory	Anil Prasad Shaw
2	Designation	Company Secretary and Compliance Officer

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	NA
	Any other information to be provided	

Annexure II		
1	Name of signatory	Anil Prasad Shaw
2	Designation	Company Secretary and Compliance Officer

Signatory Details	
Name of signatory	Anil Prasad Shaw
Designation of person	Company Secretary and Compliance Officer
Place	Kolkata
Date	15-05-2020