

General information about company	
Scrip code	532323
NSE Symbol	
MSEI Symbol	
ISIN	INE555C01029
Name of the entity	SHIVA CEMENT LIMITED
Date of start of financial year	01-04-2022
Date of end of financial year	31-03-2023
Reporting Quarter	Yearly
Date of Report	31-03-2023
Risk management committee	Not Applicable
Market Capitalisation as per immediate previous Financial Year	Top 2000 listed entities

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					No	Disqualification of Directors under section 164 of the Companies Act, 2013											Textual Information(1)			
Whether Chairperson is related to MD or CEO					No															
AN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status	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 Chairpe in Au Stakeh Comm held liste entiti includ this list entity (I Regula 26(1) Listin Regulat
R3625G	07742914	Executive Director	Not Applicable		15-01-1971	No					NA		28-02-2017				1	0	2	0
G9284G	01325989	Non-Executive - Non Independent Director	Not Applicable		23-01-1949	No					NA		12-08-1985				2	0	1	1
M5590P	01326783	Non-Executive - Independent Director	Not Applicable		20-10-1951	No					NA		01-04-2015	01-04-2020	31-03-2023	96	1	1	1	1
'K2276L	03578016	Non-Executive - Non Independent Director	Not Applicable		16-01-1967	No					NA		28-02-2017				1	0	1	0

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory

Whether the listed entity has a Regular Chairperson

AN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status	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 Chairperson in Audit/ Stakeholder Committee held by this listed entity (Refer Regulation 26(1) of Listing Regulations)
'T4025G	01539889	Non-Executive - Independent Director	Not Applicable		17-10-1953	No					NA		21-04-2022	21-04-2022		11.09	1	1	2	0
'B2732L	01920464	Non-Executive - Independent Director	Not Applicable		06-10-1968	No					NA		23-04-2019	23-04-2019		47.07	1	1	1	0
S6920F	02692742	Non-Executive - Independent Director	Not Applicable		30-06-1956	No					NA		23-04-2019	21-10-2022		41.14	1	1	1	0

Text Block	
Textual Information(1)	The Board elects a Non-Executive Director as the Chairman of the Board Meeting in every meeting.

Audit Committee Details							
Whether the Audit 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	01326783	BIMAL KUMAR MANGARAJ	Non-Executive - Independent Director	Chairperson	30-05-2014	31-03-2023	Textual Information(1)
2	01920464	SUDESHNA BANERJEE	Non-Executive - Independent Director	Member	26-06-2019		
3	07742914	MANOJ KUMAR RUSTAGI	Executive Director	Member	26-06-2017		
4	01539889	JAGDISH CHANDRA TOSHNIWAL	Non-Executive - Independent Director	Member	21-04-2022		
5	02692742	SANJAY SHARMA	Non-Executive - Independent Director	Member	26-06-2019		

Sr Text Block	
Textual Information(1)	Mr. Bimal Kumar Mangaraj appointed as a chairperson of the Audit Committee wef from 26th June 2019

Nomination and remuneration committee							
Whether the Nomination and remuneration 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	01920464	SUDESHNA BANERJEE	Non-Executive - Independent Director	Chairperson	13-04-2022		Textual Information(1)
2	01326783	BIMAL KUMAR MANGARAJ	Non-Executive - Independent Director	Member	12-08-2015	31-03-2023	
3	03578016	NARINDER SINGH KAHLON	Non-Executive - Non Independent Director	Member	27-10-2017		
4	01539889	JAGDISH CHANDRA TOSHNIWAL	Non-Executive - Independent Director	Member	20-01-2023		

Sr Text Block	
Textual Information(1)	Ms. Sudeshna Banerjee appointed as a chairperson of the Nomination and Remuneration Committee wef from 13th April 2022

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	01325989	RAJENDRA PRASAD GUPTA	Non-Executive - Non Independent Director	Chairperson	30-07-2015		Textual Information(1)
2	03578016	NARINDER SINGH KAHLON	Non-Executive - Non Independent Director	Member	27-10-2017		
3	07742914	MANOJ KUMAR RUSTAGI	Executive Director	Member	27-10-2017		
4	01539889	JAGDISH CHANDRA TOSHNIWAL	Non-Executive - Independent Director	Member	21-04-2022		

Sr Text Block	
Textual Information(1)	Mr. Rajendra Prasad Gupta appointed as a chairperson of the Stakeholder's Relationship Committee wef from 26th June 2019

Risk Management Committee							
Whether the Risk Management 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	01539889	JAGDISH CHANDRA TOSHNIWAL	Non-Executive - Independent Director	Chairperson	21-04-2022		Textual Information(1)
2	03578016	NARINDER SINGH KAHLON	Non-Executive - Non Independent Director	Member	21-04-2022		
3	07742914	MANOJ KUMAR RUSTAGI	Executive Director	Member	21-04-2022		
4	02692742	SANJAY SHARMA	Non-Executive - Independent Director	Member	20-01-2023		

Sr Text Block	
Textual Information(1)	Mr. Jagdish Toshniwal appointed as a chairperson of the Risk Management Committee wef from 20th January 2023

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	01920464	SUDESHNA BANERJEE	Non-Executive - Independent Director	Chairperson	24-06-2019		Textual Information(1)
2	07742914	MANOJ KUMAR RUSTAGI	Executive Director	Member	04-08-2017		
3	03578016	NARINDER SINGH KAHLON	Non-Executive - Non Independent Director	Member	04-08-2017		

Sr Text Block	
Textual Information(1)	Ms. Sudeshna Banerjee appointed as a chairperson of the Corporate Social Responsibility Committee wef from 21st April 2022

Other Committee						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks
1	01325989	RAJENDRA PRASAD GUPTA	Project Review Committee	Non-Executive - Non Independent Director	Chairperson	Textual Information(1)
2	01920464	SUDESHNA BANERJEE	Project Review Committee	Non-Executive - Independent Director	Member	
3	07742914	MANOJ KUMAR RUSTAGI	Project Review Committee	Executive Director	Member	
4	01539889	JAGDISH CHANDRA TOSHNIWAL	Project Review Committee	Non-Executive - Independent Director	Member	
5	02692742	SANJAY SHARMA	Project Review Committee	Non-Executive - Independent Director	Member	
6	03578016	NARINDER SINGH KAHLON	Finance Committee	Non-Executive - Non Independent Director	Member	
7	07742914	MANOJ KUMAR RUSTAGI	Finance Committee	Executive Director	Member	

Other Committee Text Block	
Textual Information(1)	Mr. Rajendra Prasad Gupta appointed as a chairperson of the Project Review Committee wef from 4th February 2021

Annexure 1								
Annexure 1								
III. Meeting of Board of Directors								
Disclosure of notes on meeting of board of directors explanatory								
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)	Total Number of Directors as on date of the meeting	Number of Directors present* (All directors including Independent Director)	No. of Independent Directors attending the meeting*
1	21-10-2022				Yes	6	6	3
2		20-01-2023	90		Yes	7	6	4

Annexure 1										
IV. Meeting of Committees										
Disclosure of notes on meeting of committees explanatory										
Sr	Name of 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)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
1	Audit Committee	21-10-2022				Yes	4	4	3	0
2	Audit Committee	20-01-2023	90			Yes	5	5	4	0
3	Nomination and remuneration committee	21-10-2022				Yes	3	3	2	0
4	Other Committee	21-10-2022		Project Review Committee		Yes	4	4	2	0
5	Other Committee	20-01-2023	90	Project Review Committee		Yes	5	4	3	0
6	Stakeholders Relationship Committee	20-01-2023				Yes	4	3	1	0

Annexure 1										
IV. Meeting of Committees										
Sr	Name of 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)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
7	Risk Management Committee	30-12-2022				Yes	3	3	1	0
8	Risk Management Committee	16-03-2023	75			Yes	4	4	2	0

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	Yes	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	

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 1000 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)

Annexure 1		
Sr	Subject	Compliance status
1	Name of signatory	Sneha Bindra
2	Designation	Company Secretary

Text Block	
Textual Information(1)	The Company has constituted a Risk Management Committee on a voluntary basis. However, the same is not applicable to the Company.

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		www.shivacement.com
2	Terms and conditions of appointment of independent directors	Yes		www.shivacement.com
3	Composition of various committees of board of directors	Yes		www.shivacement.com
4	Code of conduct of board of directors and senior management personnel	Yes		www.shivacement.com
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		www.shivacement.com
6	Criteria of making payments to non-executive directors	Yes		www.shivacement.com
7	Policy on dealing with related party transactions	Yes		www.shivacement.com
8	Policy for determining 'material' subsidiaries	Yes		www.shivacement.com
9	Details of familiarization programmes imparted to independent directors	Yes		www.shivacement.com

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		www.shivacement.com
11	email address for grievance redressal and other relevant details	Yes		www.shivacement.com
12	Financial results	Yes		www.shivacement.com
13	Shareholding pattern	Yes		www.shivacement.com
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	NA		
17	Advertisements as per regulation 47 (1)	Yes		www.shivacement.com
18	Credit rating or revision in credit rating obtained	Yes		www.shivacement.com
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		www.shivacement.com
21	Materiality Policy as per Regulation 30	Yes		www.shivacement.com
22	Dividend Distribution policy as per Regulation 43A (as applicable)	Yes		www.shivacement.com
23	It is certified that these contents on the website of the listed entity are correct	Yes		www.shivacement.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)	Yes	
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)	Yes	
23	Meeting of Risk Management Committee	21(3A)	Yes	
24	Vigil Mechanism	22	Yes	
25	Policy for related party Transaction	23(1),(1A),(5),(6), (7) & (8)	Yes	
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)	Yes	
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 - Add Notes			

Annexure II		
1	Name of signatory	Sneha Bindra
2	Designation	Company Secretary

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	Sneha Bindra
2	Designation	Company Secretary

Additional Half yearly Disclosure		
Applicability of disclosure	Not Applicable	
Reason for Non Applicability	Textual Information(1)	

Text Block	
Textual Information(1)	The Company has not advanced any loan or given any guarantee or provided any securities directly or indirectly to its promoter or promoter group or Directors (including relatives) or KMPs or other entity controlled by aforesaid during the period half year ended 31.03.2023

Signatory Details	
Name of signatory	Sneha Bindra
Designation of person	Company Secretary
Place	Sundargarh
Date	21-04-2023

