

| XBRL Excel Utility |  |
|--------------------|--|
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### 1. Overview

The excel utility can be used for creating the XBRL/XML file for e-filing of Corporate Governance Report

XBRL filing consists of two processes. Firstly generation of XBRL/XML file and upload of generated XBRL/XML file to BSE Listing Center Website ([www.listing.bseindia.com](http://www.listing.bseindia.com)) .

### 2. Before you begin

1. The version of Microsoft Excel in your system should be Microsoft Office Excel 2007 and above.
2. The system should have a file compression software to unzip excel utility file.
3. Make sure that you have downloaded the latest Excel Utility from BSE Website to your local system.
4. Make sure that you have downloaded the Chrome Browser to view report generated from Excel utility
5. Please enable the Macros (if disabled) as per instructions given in manual, so that all the functionalities of Excel Utility works fine. Please first go through Enable Macro - Manual attached with zip file.

### 3. Index

|    |  |   |
|----|--|---|
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### 5. Steps for Filing Corporate Governance Report

**I. Fill up the data:** Navigate to each field of every section in the sheet to provide applicable data in correct format. (Formats will get reflected while filling data.)

- Use paste special command to paste data from other sheet.

**II. Validating Sheets:** Click on the "Validate" button to ensure that the sheet has been properly filled and also data has been furnished in proper format. If there are some errors on the sheet, excel utility will prompt you about the same.

**III. Validate All Sheets:** Click on the "Home" button. And then click on "Validate All Sheet" button to ensure that all sheets has been properly filled and validated successfully. If there are some errors on the sheet, excel utility will prompt you about the same and stop validation at the same time. After correction, once again follow the same procedure to validate all sheets.

Excel Utility will not allow you to generate XBRL/XML until you rectify all errors.

**IV. Generate XML :** Excel Utility will not allow you to generate XBRL/XML unless successful validation of all sheet is completed. Now click on 'Generate XML' to generate XBRL/XML file.

- Save the XBRL/XML file in your desired folder in local system.

**V. Generate Report :** Excel Utility will allow you to generate Report. Now click on 'Generate Report' to generate html report.

- Save the HTML Report file in your desired folder in local system.
- To view HTML Report open "Chrome Web Browser" .
- To print report in PDF Format, Click on print button and save as PDF.

**VI. Upload XML file to BSE Listing Center:** For uploading the XBRL/XML file generated through Utility, login to BSE Listing Center and upload generated xml file. On Upload screen provide the required information and browse to select XML file and submit the XML.

### 6. Fill up the data in excel utility

1. Cells with red fonts indicate mandatory fields.
2. If mandatory field is left empty, then Utility will not allow you to proceed further for generating XML.
3. You are not allowed to enter data in the Grey Cells.
4. If fields are not applicable to your company then leave it blank. Do not insert Zero unless it is a mandatory field.
5. Data provided must be in correct format, otherwise Utility will not allow you to proceed further for generating XML.
6. Select data from "Dropdown list" wherever applicable.
7. Adding Notes: Click on "Add Notes" button to add notes

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### General information about company

|  |   |
|--|---|
| Scrip code   | 531845                                  |
| NSE Symbol   | ZENITHSTL                               |
| MSEI Symbol  | NA                                      |
| ISIN   | INE318D01020                            |
| Name of the entity   | ZENITH STEEL PIPES & INDUSTRIES LIMITED |
| Date of start of financial year                                | 01-04-2024                              |
| Date of end of financial year                                  | 31-03-2025                              |
| Reporting Quarter  | Quarterly                               |
| Date of Report   | 30-06-2024                              |
| Risk management committee                                      | Not Applicable                          |
| Market Capitalisation as per immediate previous Financial Year | Any other                               |

Enter the quarter  
ended date only

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| Annexure 1   |                        |           |          |  |                       |                       |               |                                      |                                |                              |                             |                |  |                                    |                             |                        |                   |   |   |  |  |   |   |                        |                              |                              |
|--|------------------------|-----------|----------|--|-----------------------|-----------------------|---------------|--------------------------------------|--------------------------------|------------------------------|-----------------------------|----------------|--|------------------------------------|-----------------------------|------------------------|-------------------|---|---|--|--|---|---|------------------------|------------------------------|------------------------------|
| Annexure 1 to be submitted by listed entity on quarterly basis             |                        |           |          |  |                       |                       |               |                                      |                                |                              |                             |                |  |                                    |                             |                        |                   |   |   |  |  |   |   |                        |                              |                              |
| 1. Composition of Board of Directors                                       |                        |           |          |  |                       |                       |               |                                      |                                |                              |                             |                |  |                                    |                             |                        |                   |   |   |  |  |   |   |                        |                              |                              |
| Disclosure of roles on composition of board of directors explanation       |                        |           |          |  |                       |                       |               |                                      |                                | Add Notes                    |                             |                |  |                                    |                             |                        |                   |   |   |  |  |   |   |                        |                              |                              |
| Whether the listed entity has a regular Chairperson                        |                        |           |          |  |                       |                       |               |                                      |                                | Yes                          |                             |                |  |                                    |                             |                        |                   |   |   |  |  |   |   |                        |                              |                              |
| Whether Chairperson is related to CEO or CFO                               |                        |           |          |  |                       |                       |               |                                      |                                | No                           |                             |                |  |                                    |                             |                        |                   |   |   |  |  |   |   |                        |                              |                              |
| Disqualification of Directors under section 169 of the Companies Act, 2013 |                        |           |          |  |                       |                       |               |                                      |                                |                              |                             |                |  |                                    |                             |                        |                   |   |   |  |  |   |   |                        |                              |                              |
| Sl. No.  | Name of the Director   | FAN       | DIN      | Category of directors                  | Category of directors | Category 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 (Under Reg. 17(9A) of Listing Regulations) | Date of passing special resolution | Initial Date of appointment | Date of re-appointment | Date of cessation | Notice of director (in case of cessation) | No. of disqualifications in last twelve months including the current twelve months (Under Regulation 17(9A) of Listing Regulations) | No. of independent non-executive directors in the Board (Under Regulation 17(9A) of Listing Regulations) | No. of non-independent non-executive directors in the Board (Under Regulation 17(9A) of Listing Regulations) | No. of persons of Chairperson in the Board (Under Regulation 17(9A) of Listing Regulations) | No. of persons of Chairperson in the Board (Under Regulation 17(9A) of Listing Regulations) | Reason for resignation | Notice for not providing FAN | Notice for not providing DIN |
| Add  | Remove                 |           |          |  |                       |                       |               |                                      |                                |                              |                             |                |  |                                    |                             |                        |                   |   |   |  |  |   |   |                        |                              |                              |
| 1  | DR. SURESH KUMAR SINGH | 117705024 | 00001111 | Non-Executive Independent Director     | Independent           |                       | 05-11-1960    | No                                   |                                |                              |                             | Active         | No   |                                    | 01-01-2015                  | 01-01-2017             | 01-01-2017        |   | 0   | 1  | 1  | 1   | 1   |                        |                              |                              |
| 2  | DR. SURESH KUMAR SINGH | 117705024 | 00001111 | Non-Executive Non-Independent Director | Non-Applicable        |                       | 05-11-1960    | No                                   |                                |                              |                             | Active         | No   |                                    | 01-01-2015                  | 01-01-2017             | 01-01-2017        |   | 0   | 1  | 1  | 1   | 1   |                        |                              |                              |
| 3  | DR. SURESH KUMAR SINGH | 117705024 | 00001111 | Non-Executive Non-Independent Director | Non-Applicable        |                       | 05-11-1960    | No                                   |                                |                              |                             | Active         | No   |                                    | 01-01-2015                  | 01-01-2017             | 01-01-2017        |   | 0   | 1  | 1  | 1   | 1   |                        |                              |                              |
| 4  | DR. SURESH KUMAR SINGH | 117705024 | 00001111 | Non-Executive Non-Independent Director | Non-Applicable        |                       | 05-11-1960    | No                                   |                                |                              |                             | Active         | No   |                                    | 01-01-2015                  | 01-01-2017             | 01-01-2017        |   | 0   | 1  | 1  | 1   | 1   |                        |                              |                              |
| 5  | DR. SURESH KUMAR SINGH | 117705024 | 00001111 | Non-Executive Non-Independent Director | Non-Applicable        |                       | 05-11-1960    | No                                   |                                |                              |                             | Active         | No   |                                    | 01-01-2015                  | 01-01-2017             | 01-01-2017        |   | 0   | 1  | 1  | 1   | 1   |                        |                              |                              |
| 6  | DR. SURESH KUMAR SINGH | 117705024 | 00001111 | Non-Executive Non-Independent Director | Non-Applicable        |                       | 05-11-1960    | No                                   |                                |                              |                             | Active         | No   |                                    | 01-01-2015                  | 01-01-2017             | 01-01-2017        |   | 0   | 1  | 1  | 1   | 1   |                        |                              |                              |
| 7  | DR. SURESH KUMAR SINGH | 117705024 | 00001111 | Non-Executive Non-Independent Director | Non-Applicable        |                       | 05-11-1960    | No                                   |                                |                              |                             | Active         | No   |                                    | 01-01-2015                  | 01-01-2017             | 01-01-2017        |   | 0   | 1  | 1  | 1   | 1   |                        |                              |                              |
| 8  | DR. SURESH KUMAR SINGH | 117705024 | 00001111 | Non-Executive Non-Independent Director | Non-Applicable        |                       | 05-11-1960    | No                                   |                                |                              |                             | Active         | No   |                                    | 01-01-2015                  | 01-01-2017             | 01-01-2017        |   | 0   | 1  | 1  | 1   | 1   |                        |                              |                              |

Annexure 1

II. Composition of Committees

Disclosure of notes on composition of committees explanatory
 

Add Notes

Note: Please enter DIN. After entering DIN, Name of Committee members and Category 1 of Directors shall be prefilled automatically

For this quarter kindly note the following points:  
 1. Date of Appointment and Date of Cessation (if applicable) must be mandatorily filled for every Committee.  
 2. Date of Appointment can be any day upto September 30, 2022.  
 3. Date of Cessation must be for the current quarter only, i.e. July 1,2022 to September 30,2022

| 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   | 06565115   | SADHANA AVINASH PATIL     | Non-Executive - Independent Director     | Chairperson             | 29-03-2019          |                   |         |
| 2   | 10240514   | GANESH RAMESH MAHENDRAN   | Non-Executive - Independent Director     | Member                  | 15-07-2023          |                   |         |
| 3   | 08405653   | PURUSHOTTAM D SONAWANE    | Non-Executive - Non Independent Director | Member                  | 29-03-2019          |                   |         |
| 4   |            |                           |  |                         |                     |                   |         |
| 5   |            |                           |  |                         |                     |                   |         |
| 6   |            |                           |  |                         |                     |                   |         |
| 7   |            |                           |  |                         |                     |                   |         |
| 8   |            |                           |  |                         |                     |                   |         |
| 9   |            |                           |  |                         |                     |                   |         |
| 10  |            |                           |  |                         |                     |                   |         |

Note: Please enter DIN. After entering DIN, Name of Committee members and Category 1 of Directors shall be prefilled automatically

| 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   | 10240514   | GANESH RAMESH MAHENDRAN   | Non-Executive - Independent Director     | Chairperson             | 15-07-2023          |                   |         |
| 2   | 06565115   | SADHANA AVINASH PATIL     | Non-Executive - Independent Director     | Member                  | 29-03-2019          |                   |         |
| 3   | 08405653   | PURUSHOTTAM D SONAWANE    | Non-Executive - Non Independent Director | Member                  | 29-03-2019          |                   |         |
| 4   |            |                           |  |                         |                     |                   |         |
| 5   |            |                           |  |                         |                     |                   |         |
| 6   |            |                           |  |                         |                     |                   |         |
| 7   |            |                           |  |                         |                     |                   |         |
| 8   |            |                           |  |                         |                     |                   |         |
| 9   |            |                           |  |                         |                     |                   |         |
| 10  |            |                           |  |                         |                     |                   |         |

Note: Please enter DIN. After entering DIN, Name of Committee members and Category 1 of Directors shall be prefilled automatically

| Stakeholders Relationship Committee                                       |            |                           |  |                         |                     |                   |         |
|---|------------|---------------------------|--|-------------------------|---------------------|-------------------|---------|
| Whether the Stakeholders Relationship 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   | 08405653   | PURUSHOTTAM D SONAWANE    | Non-Executive - Non Independent Director | Chairperson             | 29-03-2019          |                   |         |
| 2   | 06565115   | SADHANA AVINASH PATIL     | Non-Executive - Independent Director     | Member                  | 29-03-2019          |                   |         |
| 3   | 10240514   | GANESH RAMESH MAHENDRAN   | Non-Executive - Independent Director     | Member                  | 15-07-2023          |                   |         |
| 4   |            |                           |  |                         |                     |                   |         |
| 5   |            |                           |  |                         |                     |                   |         |
| 6   |            |                           |  |                         |                     |                   |         |
| 7   |            |                           |  |                         |                     |                   |         |
| 8   |            |                           |  |                         |                     |                   |         |
| 9   |            |                           |  |                         |                     |                   |         |
| 10  |            |                           |  |                         |                     |                   |         |

| 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 |
| 1   |            |                           |                         |                         |                     |                   |         |
| 2   |            |                           |                         |                         |                     |                   |         |
| 3   |            |                           |                         |                         |                     |                   |         |
| 4   |            |                           |                         |                         |                     |                   |         |
| 5   |            |                           |                         |                         |                     |                   |         |
| 6   |            |                           |                         |                         |                     |                   |         |
| 7   |            |                           |                         |                         |                     |                   |         |
| 8   |            |                           |                         |                         |                     |                   |         |
| 9   |            |                           |                         |                         |                     |                   |         |
| 10  |            |                           |                         |                         |                     |                   |         |

Note: Please enter DIN. After entering DIN, Name of Committee members and Category 1 of Directors shall be prefilled automatically

| Corporate Social Responsibility Committee                                       |            |                           |                         |                         |                     |                   |         |
|---|------------|---------------------------|-------------------------|-------------------------|---------------------|-------------------|---------|
| Whether the Corporate Social Responsibility 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 |
| 1   |            |                           |                         |                         |                     |                   |         |
| 2   |            |                           |                         |                         |                     |                   |         |
| 3   |            |                           |                         |                         |                     |                   |         |
| 4   |            |                           |                         |                         |                     |                   |         |
| 5   |            |                           |                         |                         |                     |                   |         |
| 6   |            |                           |                         |                         |                     |                   |         |
| 7   |            |                           |                         |                         |                     |                   |         |
| 8   |            |                           |                         |                         |                     |                   |         |
| 9   |            |                           |                         |                         |                     |                   |         |
| 10  |            |                           |                         |                         |                     |                   |         |

| Other Committee |            |                           |                         |                         |                         |         |
|-----------------|------------|---------------------------|-------------------------|-------------------------|-------------------------|---------|
| Sr              | DIN Number | Name of Committee members | Name of other committee | Category 1 of directors | Category 2 of directors | Remarks |
| 1               |            |                           |                         |                         |                         |         |
| 2               |            |                           |                         |                         |                         |         |
| 3               |            |                           |                         |                         |                         |         |
| 4               |            |                           |                         |                         |                         |         |
| 5               |            |                           |                         |                         |                         |         |
| 6               |            |                           |                         |                         |                         |         |
| 7               |            |                           |                         |                         |                         |         |
| 8               |            |                           |                         |                         |                         |         |
| 9               |            |                           |                         |                         |                         |         |
| 10              |            |                           |                         |                         |                         |         |

Annexure 1

III. Meeting of Board of Directors

Disclosure of notes on meeting of board of directors explanatory

Add Notes

| Sr                   | 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) | 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* |
|----------------------|---|---|------------------------------|--|---|---|---|
| <div>AddDelete</div> |   |   |                              |  |   |   |   |
| 1                    | 13-02-2024  |   |                              | Yes  | 6   | 6   | 3   |
| 2                    | 28-05-2024  | 104   |                              | Yes  | 6   | 6   | 3   |
| 3                    | 03-06-2024  | 5   |                              | Yes  | 6   | 6   | 3   |

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\* to be filled in only for the current quarter meetings

Annexure 1

IV. Meeting of Committees

| Disclosure of notes on meeting of committees explanatory |                   |   |   |                         |                              |  | Add Notes  |  |   |  |
|--|-------------------|---|---|-------------------------|------------------------------|--|--|--|---|--|
| 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 | Reson 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) |
| <div>AddDelete</div>                                     |                   |   |   |                         |                              |  |  |  |   |  |
| 1  | Audit Committee   | 13-02-2024  |   |                         |                              | Yes  | 3  | 3  | 2   | 0  |
| 2  | Audit Committee   | 28-05-2024  | 104   |                         |                              | Yes  | 3  | 3  | 2   | 0  |
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\* to be filled in only for the current quarter meetings

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### Details of Cyber security incidence

|  |                                   |
|--|-----------------------------------|
| Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter | No                                |
| Other details of cyber security incidence or breaches or loss of data event  | <a href="#">Add Notes</a>         |
| Number of cyber security incidence or breaches or loss of data event occurred during the quarter   |                                   |
| <b>Sr.</b>   | <b>Date of the event</b>          |
|  | <b>Brief details of the event</b> |

[Add Notes](#)

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| Sr   | Subject  | Compliance status<br>(Yes/No/NA) | If status is “No” details of non-compliance may<br>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                              |   |
| Disclosure of notes on related party transactions              |  |                                  | <a href="#">Add Notes</a>   |
| Disclosure of notes of material transaction with related party |  |                                  | <a href="#">Add Notes</a>   |

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## 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<br><b>a. Audit Committee</b>   | Yes                        |
| 3  | The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015.<br><b>b. Nomination &amp; remuneration committee</b>                                | Yes                        |
| 4  | The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015.<br><b>c. Stakeholders relationship committee</b>                                    | Yes                        |
| 5  | The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015.<br><b>d. Risk management committee (applicable to the top 1000 listed entities)</b> | 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  | <b>Any comments/observations/advice of Board of Directors may be mentioned here:</b>  | <a href="#">Add Notes</a>  |

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## Annexure 1

| Sr | Subject           | Compliance status                        |
|----|-------------------|--|
| 1  | Name of signatory | Prakhar Agarwal                          |
| 2  | Designation       | Company Secretary and Compliance Officer |

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### Signatory Details

|                       |  |
|-----------------------|--|
| Name of signatory     | Prakhar Agarwal                          |
| Designation of person | Company Secretary and Compliance Officer |
| Place                 | MUMBAI                                   |
| Date                  | 17-07-2024                               |

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