

XBRL Excel Utility	
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5.	Steps for Filing Corporate Governance Report
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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 filling 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) .

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

1	Details of general information about company	General Info
2	Composition of BOD	Annexure I - Composition of BOD
3	Composition of Committee	Annexure I - Composition of Committee
4	Meeting of BOD	Annexure I - Meeting of BOD
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4. Import XBRL file

1. Now you can import and view previously generated XBRL files by clicking Import XBRL button on General information sheet.

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	ZENITHBIR
MSEI Symbol	NOTLISTED
ISIN	INE318D01020
Name of the entity	Zenith Birla (India) 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

Enter the quarter ended date only

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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																				
Add notes																				
Whether the listed entity has a Regular Chairman																				
No																				
Whether Chairman is related to MD or CEO																				
No																				
Sr	Title (Mr./Ms)	Name of the Director	RIN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether special resolution passed? (Refer Reg. 171A) of Listing Regulations	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of Director in listed entity (Refer Regulation 174 of Listing Regulations)	No of Directorship in listed entities including this listed entity (Refer Regulation 174C of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 174D of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 182 of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 182 of Listing Regulations)	Notes for not providing PAN	Notes for not providing DIN
1	Mr.	HANIF HANIF CHANDRA SHYAM	000131007	00001062	Non-Executive - Independent Director	Not Applicable		20-12-1967	NA		20-05-2019		22-09-2019	13-09-2019	24	0	0	0		
2	Mr.	ADITHYAN ANANDHARAO	00000004	00001112	Non-Executive - Independent Director	Chairperson		24-11-1969	NA		20-05-2019		21-09-2019		20	1	1	1		
3	Mr.	PURVISINDRAN D SETHAKANN	00000000	00000000	Non-Executive - Non Independent Director	Not Applicable		08-09-1968	NA		20-05-2019		27-09-2019		1	0	0	1		
4	Ms.	MURALI LAKSHMI POTY	00000000	07183338	Executive Director	Not Applicable		05-09-1975	NA		14-08-2019		27-09-2019		24	2	1	0		
5	Mr.	PRANAV SHINAI BHOSALE	00000000	00000000	Non-Executive - Independent Director	Not Applicable		21-01-1969	NA		13-03-2019		13-03-2019		24	2	2	1		

Annexure 1

II. Composition of Committees

Disclosure of notes on composition of committees explanatory

Add Notes

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 December 31, 2019.
 3. Date of Cessation must be for the current quarter only, i.e. October 1,2019 to December 31,2019.

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

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	08669626	PRAMOD SHIVAJI BHOSALE	Non-Executive - Independent Director	Member	13-03-2020		
2	08405653	PURUSHOTTAM D SONAWANE	Non-Executive - Non Independent Director	Member	29-03-2019		
3	06565115	SADHANA AVINASH PATIL	Non-Executive - Independent Director	Chairperson	29-03-2019		
4	08391062	SANJIVANI BHALCHANDRA SHINDE	Non-Executive - Independent Director	Member	29-03-2019	13-03-2020	
5							
6							
7							
8							
9							
10							

Note: Please enter DIN. After entering DIN, Name of Committee members and Category 1 of Directors shall be pre-filled 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	08669626	PRAMOD SHIVAJI BHOSALE	Non-Executive - Independent Director	Chairperson	13-03-2020		
2	08405653	PURUSHOTTAM D SONAWANE	Non-Executive - Non Independent Director	Member	29-03-2019		
3	06565115	SADHANA AVINASH PATIL	Non-Executive - Independent Director	Member	29-03-2019		
4	08391062	SANJIVANI BHALCHANDRA SHINDE	Non-Executive - Independent Director	Member	29-03-2019	13-03-2020	
5							
6							
7							
8							
9							
10							

Note: Please enter DIN. After entering DIN, Name of Committee members and Category 1 of Directors shall be pre-filled 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	08669626	PRAMOD SHIVAJI BHOSALE	Non-Executive - Independent Director	Member	13-03-2020		
2	08405653	PURUSHOTTAM D SONAWANE	Non-Executive - Non Independent Director	Chairperson	29-03-2019		
3	06565115	SADHANA AVINASH PATIL	Non-Executive - Independent Director	Member	29-03-2019		
4	08391062	SANJIVANI BHALCHANDRA SHINDE	Non-Executive - Independent Director	Member	29-03-2019	13-03-2020	
5							
6							
7							
8							
9							
10							

Risk Management Committee							
Whether the Risk Management 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							
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 pre-filled automatically

Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility 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							
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						

[Home](#)[Validate](#)**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)	Number of Directors present*	No. of Independent Directors attending the meeting*
	Add Delete					
1	14-11-2019			Yes	4	2
2	12-02-2020	89		Yes	4	2

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* to be filled in only for the current quarter meetings

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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	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Number of Directors present*	No. of Independent Directors attending the meeting*
Add Delete								
1	Audit Committee	14-11-2019				Yes	03	02
2	Audit Committee	12-02-2020	89			Yes	03	02
3	Nomination and remuneration committee	14-11-2019				Yes	03	02
4	Nomination and remuneration committee	12-02-2020	89			Yes	03	02
5	Stakeholders Relationship Committee	14-11-2019				Yes	03	02
6	Stakeholders Relationship Committee	12-02-2020				Yes	03	02

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* to be filled in only for the current quarter meetings

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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	NA	
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	
Disclosure of notes on related party transactions			Add Notes
Disclosure of notes of material transaction with related party			Add Notes

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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.zenithsteelpipes.com
2	Terms and conditions of appointment of independent directors	Yes		www.zenithsteelpipes.com
3	Composition of various committees of board of directors	Yes		www.zenithsteelpipes.com
4	Code of conduct of board of directors and senior management personnel	Yes		www.zenithsteelpipes.com
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		www.zenithsteelpipes.com
6	Criteria of making payments to non-executive directors	Yes		www.zenithsteelpipes.com
7	Policy on dealing with related party transactions	Yes		www.zenithsteelpipes.com
8	Policy for determining 'material' subsidiaries	Yes		www.zenithsteelpipes.com
9	Details of familiarization programmes imparted to independent directors	NA		
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		www.zenithsteelpipes.com
11	email address for grievance redressal and other relevant details	Yes		www.zenithsteelpipes.com
12	Financial results	Yes		www.zenithsteelpipes.com
13	Shareholding pattern	Yes		www.zenithsteelpipes.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	Yes		www.zenithsteelpipes.com
17	Advertisements as per regulation 47 (1)	Yes		www.zenithsteelpipes.com
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	Yes		www.zenithsteelpipes.com
20	Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes		www.zenithsteelpipes.com
21	Materiality Policy as per Regulation 30	Yes		www.zenithsteelpipes.com
22	Dividend Distribution policy as per Regulation 43A (as applicable)	Yes		www.zenithsteelpipes.com
23	It is certified that these contents on the website of the listed entity are correct	Yes		www.zenithsteelpipes.com
24	Disclosure of notes on website in terms of Listing Regulations explanatory [Text Block]		Add Notes	

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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 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:	Add Notes

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Annexure 1

Sr	Subject	Compliance status
1	Name of signatory	Suneel Sullere
2	Designation	Company Secretary and Compliance Officer

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Annexure II

II. Annual Affirmations			
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)
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
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
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) & (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)	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)	Yes
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

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Annexure II

1	Name of signatory	Suneel Sullere
2	Designation	Company Secretary and Compliance Officer

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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	Yes
Any other information to be provided		Add Notes

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Annexure II		
1	Name of signatory	Suneel Sullere
2	Designation	Company Secretary and Compliance Officer

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Signatory Details

Name of signatory	Suneel Sullere
Designation of person	Company Secretary and Compliance Officer
Place	Mumbai
Date	08-05-2020

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