

**FORMAT FOR QUARTERLY INTEGRATED FILING (GOVERNANCE)**

**A. Compliance Report on Corporate Governance to be submitted by a listed entity on a quarterly basis**

1. **Name of the Listed Entity:** Mishra Dhatu Nigam Limited
2. **Quarter ending:** 30<sup>th</sup> June, 2025

<b>I. Composition of Board of Directors</b>												
<b>Title (Mr./Ms)</b>	<b>Name of the Director</b>	<b>PAN<sup>s</sup> &amp; DIN</b>	<b>Category (Chairperson /Executive/Non-Executive/independent/ Nominee) &amp;</b>	<b>Initial Date of Appointment</b>	<b>Date of Re-appointment</b>	<b>Date of Cessation</b>	<b>Tenure*</b>	<b>Date of Birth</b>	<b>No. of directorship in listed entities including this listed entity  [with reference to Regulation 17A]</b>	<b>No. of Independent Directorship in listed entities including this listed entity  [with reference to proviso to regulation 17A(1)] &amp; reg. 17A(2)]</b>	<b>No. of memberships in Audit/ Stakeholder Committee(s) including this listed entity  (Refer Regulation 26(1) of the LODR Regulations)</b>	<b>No. of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity  (Refer Regulation 26(1) of the LODR Regulations)</b>
Mr	Dr. S. V. S. Narayana Murty	AJLPS5555Q-11065319	Executive Director- C&MD	28-04-2025	28-04-2025	-	-	13-12-1969	1	0	0	0
Mr	Gowri Sankara Rao Naramsetti	AAUPN4062F-08925899	Executive Director	27-10-2020	27-10-2020	31-05-2025	-	15-05-1965	0	0	0	0
Mrs	V. T. Rema	ACVPR6521Q-09561611	Non-Executive - Independent Director	05-04-2022	18-04-2025	-	0.2	28-02-1958	1	1	2	1
Mr	Thulasiramanan Muthukumar	ACRPM9231C-09636771	Executive Director	23-06-2022	23-06-2022	-	-	23-06-1965	1	0	1	0
Mr	Amit Satija	AMFPK4689Q-08989543	Non-Executive – Nominee Director	10-12-2024	10-12-2024	-	-	07-08-1978	2	0	0	0
Mr	Ajay Kumar Chauhan	AAHPC8659E-09394953	Non-Executive - Independent Director	18-04-2025	18-04-2025	-	0.2	08-10-1960	1	1	1	1
Ms	Aruna Sarap	EHRPS8094A-09583629	Non-Executive - Independent Director	18-04-2025	18-04-2025	-	0.2	18-09-1977	1	1	1	0

Whether Regular chairperson appointed – Yes
Whether Chairperson is related to managing director or CEO – Yes
<p><b>Note:</b> Since Chairperson and Managing Director are same hence we have opted "Yes" against whether Chairperson is related to Managing Director.</p> <p>The tenure of Smt. V.T. Rema (DIN: 09561611) as Independent Director on the Board of MIDHANI ended w.e.f. April 5, 2025 and Administrative Ministry i.e. Ministry of Defence re-appointed her as Independent Director on the Board of MIDHANI w.e.f. April 18, 2025.</p> <p>Dr. S.V. S. Narayana Murty is holding additional charge of Director (Finance) w.e.f June 1, 2025.</p>

\$PAN number of any director would not be displayed on the website of Stock Exchange

&Category of directors means executive/non-executive/independent/Nominee. If a director fits into more than one category write all categories separating them with hyphen

\* to be filled only for Independent Director. Tenure would mean total period from which Independent director is serving on Board of directors of the listed entity in continuity without any cooling off period.

## II. Composition of Committees

Name of Committee	Whether Regular chairperson appointed	Name of Committee members	Category (Chairperson/Executive/Non-Executive/independent/ Nominee) &	Date of Appointment	Date of Cessation
1. Audit Committee	Yes	1. Shri Ajay Kumar Chauhan 2. Smt. V. T. Rema 3. Shri Thulasiramanan Muthukumar 4. Ms. Aruna Sarap	1. Non-Executive - Independent Director 2.Non-Executive - Independent Director 3. Executive Director 4. Non-Executive - Independent Director	18-04-2025 18-04-2025 18-04-2025 18-04-2025	- - 30-06-2025 -
2. Nomination & Remuneration Committee	Yes	1. Shri Ajay Kumar Chauhan 2. Smt. V. T. Rema 3. Ms. Aruna Sarap	1. Non-Executive - Independent Director 2.Non-Executive - Independent Director 3. Non-Executive - Independent Director	18-04-2025 18-04-2025 18-04-2025	- - -
3. Risk Management Committee (if applicable)	Yes	1. Dr. S. V. S. Narayana Murty 2. Shri Gowri Sankara Rao Naramsetti 3. Shri Thulasiramanan Muthukumar 4.Shri Ajay Kumar Chauhan 5. Shri Sasidharan Palasseri 6. Smt. K. Madhubala 7. Dr. S. V. S. Narayana Murty- Member as Additional Charge of Director (Finance)	1. Executive Director 2. Executive Director 3. Executive Director 4. Non-Executive - Independent Director 5. General Manager (Engineering Services) 6. General Manager (Finance & Accounts) 7. Executive Director	28-04-2025 18-04-2025 18-04-2025 18-04-2025 18-04-2025 18-04-2025 01-06-2025	- 31-05-2025 30-06-2025 - 31-05-2025 - -
4. Stakeholders Relationship Committee	Yes	1. Smt. V. T. Rema 2. Shri Gowri Sankara Rao Naramsetti 3. Shri Thulasiramanan Muthukumar 4. Dr. S. V. S. Narayana Murty- Member as Additional Charge of	1. Non-Executive - Independent Director 2. Executive Director 3. Executive Director 4. Executive Director	18-04-2025 18-04-2025 18-04-2025 01-06-2025	- 31-05-2025 30-06-2025 -

		Director (Finance)			
5. Corporate Social Responsibility Committee	Yes	1. Dr. S. V. S. Narayana Murty 2. Shri Gowri Sankara Rao Naramsetti 3. Shri Thulasiramanan Muthukumar 4. Ms. Aruna Sarap 5. Dr. S. V. S. Narayana Murty-Member as Additional Charge of Director (Finance)	1. Executive Director 2. Executive Director 3. Executive Director 4. Non-Executive - Independent Director 5. Executive Director	28-04-2025 18-04-2025 18-04-2025 18-04-2025 01-06-2025	- 31-05-2025 30-06-2025 - -

& Category of directors means executive/non-executive/independent/Nominee. if a director fits into more than one category write all categories separating them with hyphen

III. Meeting of Board of Directors					
Date(s) of Meeting in the relevant quarter	Whether requirement of Quorum met*	Number of Directors present*	Number of independent directors present*	Date(s) of Meeting in the previous quarter	Maximum gap between any two consecutive meetings (in number of days)
	Yes / No				
	Yes	5	5	19-03-2025	-
25-04-2025	Yes	6	6	-	36
28-05-2025	Yes	7	7	-	32
30-06-2025	Yes	6	6	-	32

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

IV. Meeting of Committees						
Name of the Committee	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)*	Number of Directors present*	Number of independent directors present*	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days**
		Yes / No				
Audit Committee	28-05-2025	Yes	4	3	-	-
Corporate Social Responsibility Committee	27-05-2025	Yes	4	1	-	-
Nomination and remuneration committee	25-04-2025	Yes	3	3	-	-

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

\*\* This information has to be mandatorily be given for audit committee and Risk Management Committee, for rest of the committees giving this information is optional



**V. Affirmations**

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**
  - b. Nomination & remuneration committee - **Yes**
  - c. Stakeholders relationship committee - **Yes**
  - d. Risk management committee (applicable to the top 1000 listed entities, voluntary for entities ranked 1001 to 2000) - **Yes**
3. 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**
4. 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**
5. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. - **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**

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		--
Number of cyber security incidence or breaches or loss of data event occurred during the quarter		--
Sr.	Date of the event	Brief details of the event

**Name & Designation:** Paul Antony**Company Secretary / Compliance Officer / Managing Director / CEO / CFO****Note:**

Information at Table I and II above need to be necessarily given in 1<sup>st</sup> quarter of each financial year. However, if there is no change of information in subsequent quarter(s) of that financial year, this information may not be given by the listed entity and instead a statement "same as previous quarter" may be given.

### INVESTOR GRIEVANCE REDRESSAL REPORT

Investor Grievance Redressal Report	
No. of investor complaints pending at the beginning of Quarter	0
No. of investor complaints received during the Quarter	0
No. of investor complaints disposed off during the Quarter	0
No. of investor complaints those remaining unresolved at the end of the Quarter	0

### DISCLOSURE OF IMPOSITION OF FINE OR PENALTY

The details of imposition of fine or penalty during the quarter in terms of sub-para 20 of para A of Part A of Schedule III are given below:

S. No.	Name of the authority	Nature and details of the action(s) taken or order(s) passed	Date of receipt of direction or order, including any ad-interim or interim orders, or any other communication from the authority	Details of the violation(s)/ contravention(s) committed or alleged to be committed	Impact on financial, operation or other activities of the listed entity, quantifiable in monetary terms to the extent possible
1.	BSE Limited	Fine	29-05-2025	17(1), 18(1) and 19(1)/19(2)	None
2.	National Stock Exchange of India Limited	Fine	29-05-2025	17(1), 18(1) and 19(1)/19(2)	None

**Note:**

Company has not paid any fine to Stock Exchanges with respect to non-compliance under Regulations 17,18, 19 of SEBI LODR as Authority to appoint Independent Directors vest with Administrative Ministry i.e. Ministry of Defence.