



Through Online Filing

SECY / SE / 2026 / 007-008
Wednesday, 21st January, 2026

The General Manager,
Department of Corporate Services,
BSE Limited
Phiroze Jeejeebhoy Towers, Dalal Street,
MUMBAI - 400 001

SUNFLAG IRON & STEEL CO. LTD.

REGD. OFFICE :
33/1, MOUNT ROAD, SADAR, NAGPUR - 440 001. MH., (INDIA)
PH.: 0712-2524661, 2532901, 2520356, 2520358 FAX : 0712-2520360
E-Mail : admin@sunflagsteel.com
Website : www.sunflagsteel.com
CIN: L27100MH1984PLC034003

The Manager, Listing Department,
National Stock Exchange of India Ltd.,
"Exchange Plaza", C - 1, Block - G,
Bandra - Kurla Complex, Bandra (East),
MUMBAI - 400 051

Sub: Compliance Report on Integrated Filing (Governance) – SEBI Circular SEBI/HO/CFD/CFD-PoD-2/CIR/P/2024/185 dated December 31, 2024 for the Third Quarter (Q-3) ended 31st December, 2025.

Ref: Sunflag Iron and Steel Company Limited – BSE Scrip Code: 500404 / NSE Symbol: SUNFLAG

Dear Sir / Madam,

Pursuant to the *SEBI Circular SEBI/HO/CFD/CFD-PoD-2/CIR/P/2024/185 dated December 31, 2024*, read with Regulations 13(3) and 27(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, please find enclosed herewith the Compliance Report on Integrated Filing (Governance) of the Company for the Third Quarter (Q-3) ended 31st December, 2025 in the prescribed format.

Kindly place the aforesaid documents (Compliance Report/s) on record.

Sincerely,

For **Sunflag Iron and Steel Company Limited**

CS Ashutosh Mishra
Head Company Secretary & Compliance Officer
Membership No. ACS - 23011



Encl: As above

Visit us at www.sunflagsteel.com

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FORMAT FOR QUARTERLY INTEGRATED FILING (GOVERNANCE)

ANNEXURE I

A. QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE

- 1. NAME OF LISTED ENTITY : SUNFLAG IRON AND STEEL COMPANY LIMITED**
- 2. QUARTER ENDING : 31st DECEMBER, 2025**

Title (Mr. / Ms.)	Name of the Director(s)	PAN ^S & DIN	Category (Chairperson /Executive /Non- Executive / Independent/ Nominee) ^{&}	Initial Date of Appointment	Date of Re- appointment	Date of Cessation	Tenure of Director* (In months)	Date of Birth	Number of Directorship in listed entities including this listed entity (with reference to Regulation 17A)	Number of Independent Directorship in listed entities including this listed entity (with reference to proviso to Regulation 17A (1) & 17A(2) 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 Committees held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	<u>Membership of Committees</u> 1. Audit Committee 2. Nomination and Remuneration Committee 3. Stakeholders' Relationship Committee 4. Risk Management Committee 5. Corporate Social Responsibility Committee
Mr.	Ravi Bhushan Satya Dev Bhardwaj	00054700	Chairman (Non- executive) C & NED	01.10.1998	-	-	-	23.10.1943	1	-	1	1	1. Nomination and Remuneration Committee 2. Stakeholders' Relationship Committee 3. Corporate Social Responsibility Committee
Mr.	Pranav Ravi Bhardwaj	00054805	Managing Director (Executive) ED	03.02.2000	17.01.2021	-	-	20.04.1974	1	-	1	-	1. Stakeholders' Relationship Committee
Mr.	Anand Sadashiv Kapre	00019530	Non- executive, (Independent Director) ID	21.09.2020	21.09.2023	-	63	01.05.1949	2	2@	1	1	1. Audit Committee 2. Nomination and Remuneration Committee 3. Risk Management Committee 4. Corporate Social Responsibility Committee
Mr.	Suhrit Ravi Bhushan Bhardwaj	02318190	Director Non- executive, non- independent	27.03.2017	-	-	-	05.05.1975	1	-	-	-	-



Mr.	Ramchandra Vasant Dalvi	00012065	Whole-time Director (Non-independent, executive)	14.08.2017	14.08.2023	-	-	07.12.1950	1	-	1	-	1. Corporate Social Responsibility Committee 2. Risk Management Committee 3. Stakeholders' Relationship Committee
Ms.	Vinita Bahri	03109454	Non-executive, (Independent Director) ID	21.09.2020	21.09.2025	-	63	25.05.1970	2	2	4	-	1. Audit Committee 2. Nomination and Remuneration Committee 3. Stakeholders' Relationship Committee 4. Corporate Social Responsibility Committee 5. Risk Management Committee
Mr.	Mattegunta Anjani Venkatramana Goutham	00101447	Non-executive, (Independent Director) ID	12.08.2022	12.08.2025	-	41	01-08-1952	1	1	1	-	1. Audit Committee 2. Nomination and Remuneration Committee 3. Corporate Social Responsibility Committee 4. Risk Management Committee
Mr.	Tirthnath Indranath Jha	07593002	Non-executive, (Independent Director) ID	03.09.2022	03.09.2025	-	40	25-08-1958	1	1	1	-	1. Audit Committee

@ 1 Company out of 2 Companies i.e. Facor Steels Ltd. is under Liquidation.

Whether Regular Chairperson appointed : Yes

Whether Chairperson is related to Managing Director or CEO : Yes

* 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 filed only for Independent Director/s. 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						
S. N.	Name of Committees	Whether Regular Chairperson appointment	Name of Committee members	Category (Chairperson / Executive / Non-Executive / Independent / Nominee) *	Date of Appointment	Date of Cessation
1	Audit Committee	Yes	Mr. Anand Sadashiv Kapre CA Vinita Bahri CA Mattegunta Anjani Venkatramana Goutham Mr. Tirthnath Indranath Jha	Chairperson (Non-executive, Independent Director) Non-executive, Independent Director Non-executive, Independent Director Non-executive, Independent Director	20.09.2025 28.09.2022 11.08.2023 11.08.2025	- - - -
2	Nomination and Remuneration Committee	Yes	Mr. Anand Sadashiv Kapre Mr. Ravi Bhushan Satya Dev Bhardwaj CA Vinita Bahri CA Mattegunta Anjani Venkatramana Goutham	Chairperson (Non-executive, Independent Director) Non-executive, Non-independent Non-executive, Independent Director Non-executive, Independent Director	28.09.2022 21.05.2014 28.09.2022 20.09.2025	- - - -
3	Stakeholders' Relationship Committee	Yes	Mr. Ravi Bhushan Satya Dev Bhardwaj Mr. Pranav Ravi Bhardwaj Mr. Ramchandra Vasant Dalvi CA Vinita Bahri	Chairperson (Non-executive, Non-independent) Executive – Managing Director Executive – Director (Technical) Non-executive, Independent Director	28.01.2002 28.01.2002 29.02.2024 20.09.2025	- - - -
4	Risk Management Committee	Yes	Mr. Anand Sadashiv Kapre Mr. Ramchandra Vasant Dalvi CA Vinita Bahri CA Mattegunta Anjani Venkatramana Goutham	Chairperson - Non-executive, Independent Director Executive - Director (Technical) Non-executive, Independent Director Non-executive, Independent Director	20.09.2025 13.08.2023 29.02.2024 11.08.2025	- - - -
5	Corporate Social Responsibility Committee	Yes	Mr. Ravi Bhushan Satya Dev Bhardwaj Mr. Ramchandra Vasant Dalvi CA Vinita Bahri CA Mattegunta Anjani Venkatramana Goutham Mr. Anand Sadashiv Kapre	Chairperson (Non-executive, Non-independent) Executive - Director (Technical) Non-executive, Independent Director Non-executive, Independent Director Non-executive, Independent Director	21.05.2014 13.08.2020 28.09.2022 11.08.2025 11.08.2025	- - - - -

III. Meeting of Board of Directors

Date(s) of Meeting in the relevant quarter	Whether requirement of Quorum met (details) *	Total Number of Directors as on date of the Meeting	Number of Directors Present *	Number of Independent Directors Present *	Date(s) of Meeting in the previous quarter	Maximum gap between any two consecutive meeting (in number of days)
	Yes	10	8	5	21 st July, 2025	
	Yes	9	8	5	11 th August, 2025	20 Days
13 th November, 2025	Yes	8	7	3		93 Days



IV. Meeting of Committees – Audit Committee

Date(s) of Meeting of the Committee in the relevant quarter	Whether requirement of Quorum met (details) *	Total Number of Directors in the Committee as on date of Meeting	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	4	3	3	21 st July, 2025	
	Yes	3	3	3	11 th August, 2025	20 Days
13 th November, 2025	Yes	4	4	4	-	93 Days

IV. Meeting of Committees – Nomination and Remuneration Committee

Date(s) of Meeting of the Committee in the relevant quarter	Whether requirement of Quorum met (details) *	Total Number of Directors in the Committee as on date of Meeting	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	4	4	3	21 st July, 2025	
	Yes	4	4	3	11 th August, 2025	20 Days
-	-	-	-	-	-	-

IV. Meeting of Committees – Stakeholders' Relationship Committee

Date(s) of Meeting of the Committee in the relevant quarter	Whether requirement of Quorum met (details) *	Total Number of Directors in the Committee as on date of Meeting	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	4	4	1	11 th August, 2025	
13 th November, 2025	Yes	4	3	0	-	93 Days

IV. Meeting of Committees – Risk Management Committee

Date(s) of Meeting of the Committee in the relevant quarter	Whether requirement of Quorum met (details) *	Total Number of Directors in the Committee as on date of Meeting	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	3	3	2	11 th August, 2025	
-	-	-	-	-	-	-



IV. Meeting of Committees – Corporate Social Responsibility Committee

Date(s) of Meeting of the Committee in the relevant quarter	Whether requirement of Quorum met (details) *	Total Number of Directors in the Committee as on date of Meeting	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	4	3	1	11 th August, 2025	-
13 th November, 2025	Yes	5	4	2	-	93 Days

* To be filled in only for the current quarter meeting; **This information has to be mandatorily given for Audit Committee and Risk Management Committee, for rest of the committees giving this information is optional.

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
Date of the Event	NA
Brief Details of the Event	NA

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 - **Yes**
 - a. Audit Committee
 - b. Nomination and Remuneration Committee
 - c. Stakeholders Relationship Committee
 - d. Risk Management Committee (as applicable)
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. Any comments /observations /advice of Board of Directors may be mentioned here: **Yes**

Place: Nagpur
Date: 21st January, 2026



For Sunflag Iron and Steel Company Limited

CS Ashutosh Mishra
Head Company Secretary & Compliance Officer
Membership No. ACS – 23011

B. INVESTOR GRIEVANCE REDRESSAL REPORT

Investor Grievance Redressal Report	
No. of investor complaints pending at the beginning of Quarter	01
No. of investor complaints received during the Quarter	07
No. of investor complaints disposed-off during the Quarter	06
No. of investor complaints those remaining unresolved at the end of the Quarter	02

C. DISCLOSURE OF ACQUISITION OF SHARES OR VOTING RIGHTS IN UNLISTED COMPANIES

The details of acquisition of shares or voting rights in unlisted companies during the quarter in terms of sub-para 1 of para-A of Part A of Schedule III are given below:

S. No.	Name of the unlisted company in which shares or voting rights have been acquired	Date of acquisition	Aggregate holding (% shares or voting rights) as at the end of the previous quarter	% shares or voting rights acquired during the quarter	Aggregate holding (% shares or voting rights) as at the end of the quarter
	-	-	-	-	-

D. 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
	-	-	-	-	-



E. DISCLOSURE OF UPDATES TO ONGOING TAX LITIGATIONS OR DISPUTES

The updates on tax litigations or disputes in terms of sub-para 8 of para B of Part A of Schedule III read with corresponding provisions of Annexure 18 of the Master Circular are given below:

S. No.	Name of the opposing party	Date of initiation of the litigation / dispute	Status of the litigation / dispute as per last disclosure	Current status of the litigation / dispute
	-	-	-	-

Place: Nagpur
Date: 21st January, 2026



For Sunflag Iron and Steel Company Limited

A handwritten signature in blue ink, appearing to be "CS Ashutosh Mishra".

CS Ashutosh Mishra
Head Company Secretary & Compliance Officer
Membership No. ACS – 23011