



**Through Online Filing**

SECY / SE / 2026 / 76 - 77  
Friday, 10<sup>th</sup> April, 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 Fourth Quarter (Q-4) and Financial/Half Year ended 31<sup>st</sup> March, 2026.**

**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 Compliance Report on Integrated Filing (Governance) of the Company for the Fourth Quarter (Q-4) and Financial/Half Year ended 31<sup>st</sup> March, 2026 in the prescribed format.

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

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](http://www.sunflagsteel.com)

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PUNE MUMBAI HIGHWAY,  
OPP. KSB PUMPS, S. No. 5743,  
KHARALWADI, PIMPRI,  
PUNE - 411 018,  
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705, 7th FLOOR, CHALLAMALL,  
11/11A, SIR THIAGARAYA ROAD,  
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E-mail : mktg\_sz@sunflagsteel.com

## FORMAT FOR QUARTERLY INTEGRATED FILING (GOVERNANCE)

A. QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE

1. NAME OF LISTED ENTITY : SUNFLAG IRON AND STEEL COMPANY LIMITED
2. QUARTER ENDING : 31<sup>st</sup> MARCH, 2026

Title (Mr. / Ms.)	Name of the Director(s)	PAN <sup>s</sup> & 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	17.01.2026	-	-	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	-	66	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	-	66	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	-	44	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	-	43	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

<sup>5</sup> PAN number of any director would not be displayed on the website of Stock Exchange

<sup>&</sup> 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

<sup>\*</sup> 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	8	7	3	13 <sup>th</sup> November, 2025	-
13 <sup>th</sup> February, 2026	Yes	8	7	4	-	91 Days



<b>IV. Meeting of Committees – Audit Committee</b>						
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	4	13 <sup>th</sup> November, 2025	-
13 <sup>th</sup> February, 2026	Yes	4	4	4		91 Days
<b>IV. Meeting of Committees – Nomination and Remuneration Committee</b>						
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 **
-	-	-	-	-	-	-
13 <sup>th</sup> February, 2026	Yes	4	3	3	-	-
<b>IV. Meeting of Committees – Stakeholders' Relationship Committee</b>						
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	0	13 <sup>th</sup> November, 2025	-
13 <sup>th</sup> February, 2026	Yes	4	4	1	-	91 Days
<b>IV. Meeting of Committees – Risk Management Committee</b>						
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 **
-	-	-	-	-	-	-
13 <sup>th</sup> February, 2026	Yes	4	4	3	-	-



<b>IV. Meeting of Committees – Corporate Social Responsibility Committee</b>						
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	5	4	2	13 <sup>th</sup> November, 2025	-
13 <sup>th</sup> February, 2026	Yes	5	5	3	-	91 Days
14 <sup>th</sup> March, 2026	Yes	5	4	3	-	28 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.

<b>Details of Cyber Security Incidence</b>	
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:**

- The composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 - **Yes**
- The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 - **Yes**
  - Audit Committee
  - Nomination and Remuneration Committee
  - Stakeholders Relationship Committee
  - Risk Management Committee (as applicable)
- 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**
- 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**
- 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**



For Sunflag Iron and Steel Company Limited

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

Place: Nagpur  
Date: 10<sup>th</sup> April, 2026

**B. INVESTOR GRIEVANCE REDRESSAL REPORT**

Investor Grievance Redressal Report	
No. of investor complaints pending at the beginning of Quarter	02
No. of investor complaints received during the Quarter	07
No. of investor complaints disposed-off during the Quarter	07
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: 10<sup>th</sup> April, 2026



For Sunflag Iron and Steel Company Limited

A handwritten signature in blue ink, appearing to be "Ashutosh Mishra", written over a faint circular stamp.

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

**F. Disclosure of Loans/ Guarantees/ Comfort Letters/ Securities etc.**  
**(Half Year Ending 31<sup>st</sup> March , 2026)**

**I. Disclosure of Loans / guarantees / comfort letters / securities etc. refer note below**

(A) Any loan or any other form of debt advanced by the listed entity directly or indirectly to:

Entity	Aggregate amount advanced during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them	-	-
Promoter Group or any other entity controlled by them	-	-
Directors (including relatives) or any other entity controlled by them	- NIL	-
KMPs or any other entity controlled by them	-	-

(B) Any guarantee/ comfort letter (by whatever name called) provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by:

Entity	Type (guarantee, comfort letter etc.)	Aggregate amount of issuance during six months	Balance outstanding at the end of six months (taking into account any invocation)
Promoter or any other entity controlled by them	-	-	-
Promoter Group or any other entity controlled by them	-	-	-
Directors (including relatives) or any other entity controlled by them	-	NIL	-
KMPs or any other entity controlled by them		-	-



(C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by:

Entity	Type of security (cash, shares etc.)	Aggregate value of security provided during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them	-	-	-
Promoter Group or any other entity controlled by them	-	-	-
Directors (including relatives) or any other entity controlled by them	-	NIL	-
KMPs or any other entity controlled by them	-	-	-

## II. Affirmations:

All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to promoter(s), promoter group, director(s) (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them are in the economic interest of the Company.

For Sunflag Iron and Steel Company Limited

Date: 10<sup>th</sup> April, 2026  
Place: Nagpur



*S. Mahadevan Iyer*  
S. Mahadevan Iyer  
Chief Financial Officer (C.F.O.)

### Note

- These disclosures shall exclude any loan (or other form of debt), guarantee / comfort letter (by whatever name called) or security provided in connection with any loan or any other form of debt;
  - by a government company to/ for the Government or government company
  - by the listed entity to/for its subsidiary [and joint-venture company] whose accounts are consolidated with the listed entity.
  - by a banking company or an insurance company; and
  - by the listed entity to its employees or directors as a part of the service conditions
- If the Listed Entity would like to provide any other information, the same may be indicated as Para D in the above table.

## HALF YEARLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE

### G. Affirmations on Compliance Requirements for AGM

I. Affirmations		
Broad heading	Regulation Number	Compliance Status (Yes / No / NA)
Copy of the Annual Report including Balance Sheet, Profit and Loss Account, Directors Report, Corporate Governance Report, BRSR & BRSR Core, if applicable, displayed on Website.	46(2)	Yes
Presence of Chairperson of Audit Committee at the Annual General Meeting.	18(1)(d)	Yes
Presence of Chairperson of the Nomination and Remuneration Committee at the Annual General Meeting.	19(3)	Yes
Presence of Chairperson of the Stakeholder Relationship Committee at the Annual General Meeting.	20(3)	Yes
Disclosure of the Secretarial Audit Report of the listed entity and the material subsidiaries in the Annual Report	24A(1)	Yes
Compliance with the conditions laid down for Secretarial Auditor or the person signing the Secretarial Compliance Report	24A(1A), 24A(1B), 24A(1C)	Yes
Submission of Annual Secretarial Compliance Report	24A(2)	Yes
Whether "Corporate Governance Report" disclosed in Annual Report.	34(3) read with para-C of Schedule V	Yes

Date: 10-04-2026  
Place: Nagpur



For Sunflag Iron and Steel Company Limited

CS Ashutosh Mishra

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

**YEARLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE**

**H. WEBSITE AFFIRMATIONS**

<b>I. Disclosure on website in terms of Listing Regulations</b>		
<b>Item</b>	<b>Compliance Status (Yes / No / NA)</b>	<b>If Yes provide link to website. If No / NA provide reasons</b>
Details of business	Yes	<a href="https://sunflagsteel.com/investor-relations/">https://sunflagsteel.com/investor-relations/</a>
Memorandum of Association and Articles of Association	Yes	<a href="https://sunflagsteel.com/wp-content/uploads/2025/01/Sunflag-Memorandum-and-Articles-of-Association-Final.pdf">https://sunflagsteel.com/wp-content/uploads/2025/01/Sunflag-Memorandum-and-Articles-of-Association-Final.pdf</a>
Brief profile of Board of Directors including directorship and full-time positions in Body Corporates	Yes	<a href="https://sunflagsteel.com/wp-content/uploads/2025/09/SUNFLAG-Directors-Profile.pdf">https://sunflagsteel.com/wp-content/uploads/2025/09/SUNFLAG-Directors-Profile.pdf</a>
Terms and conditions of appointment of Independent Directors	Yes	<a href="https://sunflagsteel.com/investor-relations/">https://sunflagsteel.com/investor-relations/</a>
Composition of various committees of Board of Directors	Yes	<a href="https://sunflagsteel.com/investor-relations/">https://sunflagsteel.com/investor-relations/</a>
Code of conduct of Board of Directors and Senior Management Personnel	Yes	<a href="https://sunflagsteel.com/investor-relations/">https://sunflagsteel.com/investor-relations/</a>
Details of establishment of Vigil Mechanism / Whistle Blower policy	Yes	<a href="https://sunflagsteel.com/investor-relations/">https://sunflagsteel.com/investor-relations/</a>
Criteria of making payments to Non-executive Directors	Yes	<a href="https://sunflagsteel.com/investor-relations/">https://sunflagsteel.com/investor-relations/</a>
Policy on dealing with Related Party Transactions	Yes	<a href="https://sunflagsteel.com/investor-relations/">https://sunflagsteel.com/investor-relations/</a>
Policy for determining 'material' subsidiaries	Yes	<a href="https://sunflagsteel.com/investor-relations/">https://sunflagsteel.com/investor-relations/</a>
Details of familiarization programmes imparted to Independent Directors	Yes	<a href="https://sunflagsteel.com/investor-relations/">https://sunflagsteel.com/investor-relations/</a>
Email address for grievance redressal and other relevant details	Yes	<a href="https://sunflagsteel.com/investor-relations/">https://sunflagsteel.com/investor-relations/</a>
Contact information of the Designated Officials of the listed entity who are responsible for assisting and handling Investor Grievances	Yes	<a href="https://sunflagsteel.com/investor-relations/">https://sunflagsteel.com/investor-relations/</a>
Financial Results	Yes	<a href="https://sunflagsteel.com/investor-relations/">https://sunflagsteel.com/investor-relations/</a>
Shareholding Pattern	Yes	<a href="https://sunflagsteel.com/investor-relations/">https://sunflagsteel.com/investor-relations/</a>
Details of agreements entered into with the media companies and/or their associates	NA	--
i) Schedule of analyst or institutional investor meet	NA	--
ii) Presentations prepared by the listed entity to analysts or institutional investors meets, post earnings or quarterly calls prior to beginning of such events.	NA	--
Audio recordings or video recordings, if any and transcripts of post earnings/quarterly calls, by whatever name called, conducted physically or through digital means.	NA	--
New name and the old name of the listed entity	NA	--



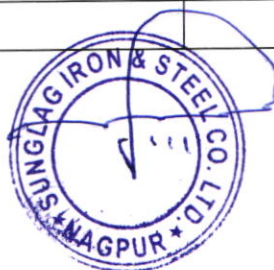
Advertisements as per regulation 47(1)	Yes	<a href="https://sunflagsteel.com/investor-relations/">https://sunflagsteel.com/investor-relations/</a>
Credit rating or revision in credit rating obtained	Yes	<a href="https://sunflagsteel.com/investor-relations/">https://sunflagsteel.com/investor-relations/</a>
Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	Yes	<a href="https://sunflagsteel.com/investor-relations/">https://sunflagsteel.com/investor-relations/</a>
Secretarial Compliance Report	Yes	<a href="https://sunflagsteel.com/investor-relations/">https://sunflagsteel.com/investor-relations/</a>
Materiality Policy as per Regulation 30(4)	Yes	<a href="https://sunflagsteel.com/investor-relations/">https://sunflagsteel.com/investor-relations/</a>
Disclosure of contact details of KMP who are authorized for the purpose of determining materiality as required under regulation 30(5)	Yes	<a href="https://sunflagsteel.com/investor-relations/">https://sunflagsteel.com/investor-relations/</a>
Disclosures under regulation 30(8)	Yes	<a href="https://sunflagsteel.com/investor-relations/">https://sunflagsteel.com/investor-relations/</a>
Statements of deviation(s) or variations(s) as specified in regulation 32	NA	---
Dividend Distribution policy as per Regulation 43A (1)	Yes	<a href="https://sunflagsteel.com/investor-relations/">https://sunflagsteel.com/investor-relations/</a>
Annual return as provided under section 92 of the Companies Act, 2013	Yes	<a href="https://sunflagsteel.com/investor-relations/">https://sunflagsteel.com/investor-relations/</a>
Employee Benefit scheme documents framed in term of SEBI (SBEB) Regulation, 2021	NA	---
Confirmation that the above disclosures are in a separate section as specified in regulation 46(2)	Yes	<a href="https://sunflagsteel.com/investor-relations/">https://sunflagsteel.com/investor-relations/</a>
Compliance with regulation 46(3) with respect to accuracy of disclosures on the website and timely updating	Yes	<a href="https://sunflagsteel.com/investor-relations/">https://sunflagsteel.com/investor-relations/</a>
It is certified that these contents on the website of the listed entity are correct		

I. Affirmations W.R.T. Compliance with Corporate Governance Provisions (Annual – 4<sup>th</sup> quarter)

II. Annual Affirmations		
Particulars	Regulation Number	Compliance Status (Yes / No / NA)
Independent Director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b)	Yes
Board Composition	17(1), 17(1A) & 17(1C), 17(1D) & 17(1E)	Yes
Meeting of Board of Directors	17(2)	Yes
Quorum of Board Meeting	17(2A)	Yes
Review of Compliance Reports	17(3)	Yes
Plans for orderly succession for appointments	17(4)	Yes
Code of Conduct	17(5)	Yes
Fees / compensation	17(6)	Yes
Minimum Information	17(7)	Yes
Compliance Certificate	17(8)	Yes
Risk Assessment & Management	17(9)	Yes
Performance Evaluation of Independent Directors	17(10)	Yes
Recommendation of Board	17(11)	Yes



Maximum number of Directorships	17A	Yes
Composition of Audit Committee	18(1)	Yes
Meeting of Audit Committee	18(2)	Yes
Role of Audit Committee and information to be reviewed by the audit committee	18(3)	Yes
Composition of Nomination & Remuneration Committee	19(1) & (2)	Yes
Quorum of Nomination and Remuneration Committee Meeting	19(2A)	Yes
Meeting of Nomination and Remuneration Committee	19(3A)	Yes
Role of Nomination and Remuneration Committee	19(4)	Yes
Composition of Stakeholders' Relationship Committee	20(1), 20(2) & 20(2A)	Yes
Meeting of Stakeholders Relationship Committee	20(3A)	Yes
Role of Stakeholders Relationship Committee	20(4)	Yes
Composition and role of Risk Management Committee	21(1), (2), (3), (4)	Yes
Meeting of Risk Management Committee	21(3A)	Yes
Quorum of Risk Management Committee meeting	21(3B)	Yes
Gap between the meetings of the Risk Management Committee	21(3C)	Yes
Vigil Mechanism	22	Yes
Policy for related party Transaction	23(1), (1A), (5), (6), & (8)	Yes
Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes
Approval for material related party transactions	23(4)	NA
Disclosure of Related Party Transactions on consolidated basis	23(9)	Yes
Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA
Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2), (3), (4), (5) & (6)	Yes
Alternate Director to Independent Director	25(1)	NA
Maximum Tenure	25(2)	Yes
Appointment, Re-appointment or removal of an Independent Director through special resolution or the alternate mechanism	25(2A)	Yes
Meeting of Independent Directors	25(3) & (4)	Yes
Familiarization of independent directors	25(7)	Yes
Declaration from Independent Director	25(8) & (9)	Yes
Director and Officers insurance	25(10)	Yes
Confirmation with respect to appointment of Independent Directors who resigned from the listed entity	25(11)	Yes
Memberships in Committees	26(1)	Yes



Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes
Policy with respect to Obligations of Directors and Senior Management	26(2) & 26(5)	Yes
Approval of the Board and shareholders for compensation or profit sharing in connection with dealings in the securities of the listed entity	26(6)	NA
Vacancies in respect Key Managerial Personnel	26A(1) & 26A(2), 26A(3)	NA

**Note:**

1. In the column "Compliance Status". Compliance or non-compliance may be indicated by Yes / No / NA for example, if the Board has been composed in accordance with the requirements of Regulations. "Yes" may be indicated. Similarly, in case the Listed Equity has no related party transactions, the words "N. A. may be indicated
2. If status is "No" details of non-compliance may be given here.
3. If the Listed Entity would like to provide any other information the same may be indicated here

**III. Affirmations:**

The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied. **Yes**



Place: Nagpur  
Date: 10<sup>th</sup> April, 2026

**For Sunflag Iron and Steel Company Limited**

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

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