



MSP STEEL & POWER LIMITED

(An ISO 9001 : 2008, 14001 : 2004 OHSAS 18001 : 2007 Certified Company)
Corporate Office : 16/S, Block - A, New Alipore, Kolkata - 700 053, Ph. : +91-33-4005 7777, 4014 5676
Fax : +91-33-4005 7799, 2398 2239, Email : contactus@mspsteel.com, Web : www.mspsteel.com
CIN No. : L27109WB1968PLC027399

Ref : MSPL/SE/2015-16

Date : 12th January, 2016

To,
Listing Department
National Stock Exchange of India Limited,
"EXCHANGE PLAZA", C-1, Block G,
Bandra – Kurla Complex, Bandra (E),
Mumbai – 400 051
Fax No.: (022) 26598237/38

Dear Sir,

Sub: Compliance under Regulation 27(2)(a) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the third quarter ended 31st December, 2015

Kindly find enclosed the Quarterly Compliance Report on Corporate Governance pursuant to Regulation 27(2)(a) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the third quarter ended 31st December, 2015.

This is for your kind information and record.

Thanking You.

Yours faithfully,
For MSP STEEL & POWER LTD


Ruchi Garg
Company Secretary

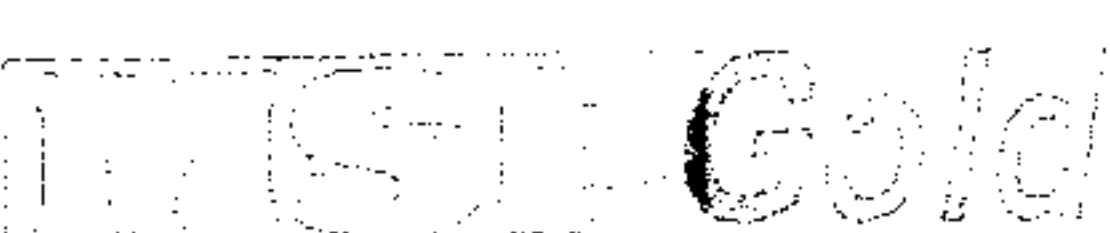
Encl. as above

cc: The Manager,
BSE Limited
Phirozee Jeejeebhoy Towers
Dalal Street
Mumbai- 400 001

- For your information and record.

Regd. Office :
1, Crooked Lane, Kolkata - 700 069, Ph. : +91-33-2248 3795, Fax : +91-33-2248 1720

Works :
Village & P.O. : Jamgaon, Dist. : Raigarh, Pin - 496 001, Chattisgarh
Ph. : 07762-264449/51/52/53, Fax : 07762-264450


THERMEX[®]TMT BARS
STRUCTURAL STEEL

1. Name of Listed Entity- MSP Steel & Power Limited

2. Quarter ending- 31st December ,2015

I. Composition of Board of Directors

| Title (Mr. / Ms) | Name of the Director | PAN & DIN | Category (Chairperson/Execu tive/Non- Executive/independ ent/Nominee) | Date of Appointment in the current term /cessation | Tenure* | No of Directorship in listed entities including this listed entity (Refer Regulation 25(1) 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 Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations) |
|------------------------|-----------------------|--------------------------------|---|---|--------------------------------|--|--|---|
| Mr. | SAKET AGRAWAL | DIN-00129209 PAN-ACJPA0455C | Executive | 05.07.2003 | N.A | Two | Audit Committee-1 Stakeholder Committee-1 | None |
| Mr. | MANISH AGRAWAL | DIN-00129240 PAN-ACJPA0456B | Non-executive | 05.07.2003 | N.A | One | Audit Committee-1 Stakeholder Committee-1 | None |
| Mr. | DHANANJAY UCHIT SINGH | DIN-01018678 PAN-AFPPS6839H | Executive | 21.09.2015 | N.A | One | None | None |
| Mr. | NAVNEET JAGATRAMKA* | DIN-01579357 PAN-AELPJ6710M | Independent | 12.12.2003 | 12 years 20 days | One | Audit Committee-1 Stakeholder Committee-1 | None |
| Mr. | ASHOK KUMAR SOIN** | DIN-02986145 PAN-ARBPS2974D | Independent | 21.09.2012 | 3 years 3 months 10 days | One | Nil | None |
| Mrs. | PRIYANKA TIWARI | DIN-06944383 PAN-AYKPG1029R | Independent | 26.09.2014 | 15 months 5 days | One | Audit Committee-2 Stakeholder Committee-Nil | Audit Committee-Chairperson |
| Mr. | KAPIL DEO PANDEY | DIN-07208719 PAN-AFQPP0818J | Independent | 17.06.2015 | 6 months 14 days | One | Audit Committee-2 Stakeholder Committee-1 | Stakeholder Committee- Chairperson |

**Ashok Kumar Soin was regularized as a Non-executive Independent Director for a term of 5(five) consecutive years w.e.f 26th September, 2014.

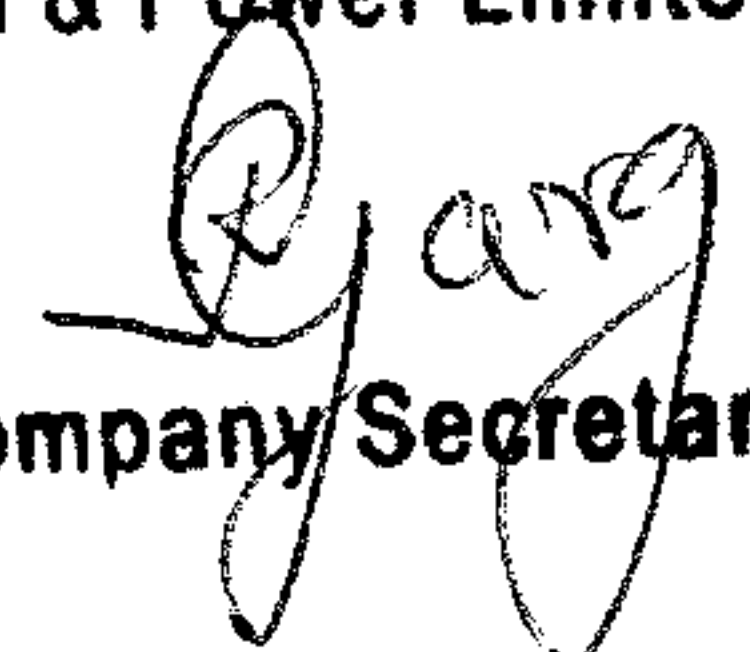
*Navneet Jagatramka was regularized as a Non-executive Independent Director for a term of 5(five) consecutive years w.e.f 26th September, 2014.

For MSP Steel & Power Limited


Company Secretary

| II. Composition of Committees | | | |
|--|--|--|---|
| Name of Committee | Name of Committee members | Category (Chairperson/Executive/Non-Executive/Independent/Nominee) \$ | |
| 1. Audit Committee | PRIYANKA TIWARI | Chairperson(Independent) | |
| | NAVNEET JAGATRAMKA | Independent | |
| | SAKET AGRAWAL | Executive | |
| | KAPIL DEO PANDEY | Independent | |
| 2. Nomination & Remuneration Committee | KAPIL DEO PANDEY | Chairperson(Independent) | |
| | NAVNEET JAGATRAMKA | Independent | |
| | MANISH AGRAWAL | Non-Executive | |
| 3. Risk Management Committee(if applicable) | N.A | N.A | |
| 4. Stakeholders Relationship Committee' | KAPIL DEO PANDEY | Chairperson(Independent) | |
| | SAKET AGRAWAL | Executive | |
| | MANISH AGRAWAL | Non-Executive | |
| III. Meeting of Board of Directors | | | |
| Date(s) of Meeting (if any) in the previous quarter- 14.08.2015 ; 28.09.2015 | Date(s) of Meeting (if any) in the relevant quarter- 09.11.2015 | Maximum gap between any two consecutive (in number of days)- 42 days(Calculated on the basis of last meeting of previous quarter & first meeting of relevant quarter) | |
| IV. Meeting of Committees-Annexure -1 | | | |
| Date(s) of meeting of the committee in the relevant quarter | Whether requirement of Quorum met (details) | Date(s) of meeting of the committee in the previous quarter | Maximum gap between any two consecutive meetings in number of days* |
| V. Related Party Transactions | | | |
| Subject | | Compliance status (Yes/No/NA) | |
| Whether prior approval of audit committee obtained | | YES | |
| Whether shareholder approval obtained for material RPT | | N.A | |
| Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee | | N.A | |

For MSP Steel & Power Limited


Company Secretary

VI. Affirmations

1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
2. The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015
 - a. Audit Committee
 - b. Nomination & remuneration committee
 - c. Stakeholders relationship committee
 - d. Risk management committee (applicable to the top 100 listed entities)
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.
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.
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:

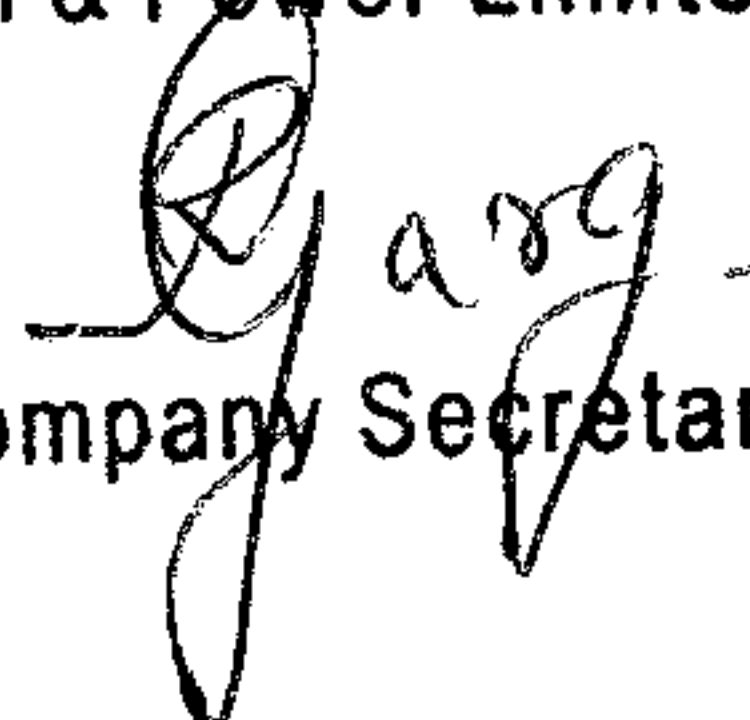
Ruchi Garg
Company Secretary

For MSP Steel & Power Limited


Company Secretary

| IV. Meeting of Committees-Annexure -1 | | | |
|---|---|---|---|
| Date(s) of meeting of the committee in the relevant quarter | Whether requirement of Quorum met (details) | Date(s) of meeting of the committee in the previous quarter | Maximum gap between any two consecutive meetings in number of days* |
| 1.Audit Committee- 09.11.2015 | All the members were present | 14.08.2015 | 87 days(Calculated on the basis of last meeting of previous quarter & first meeting of relevant quarter) |
| 2.Nomination & remuneration Committee- Nil | N.A | 14.08.2015 | N.A |
| 3.Stakeholders Relationship Committee'- 09.11.2015 | All the members were present | 14.08.2015 | 87 days (Calculated on the basis of last meeting of previous quarter & first meeting of relevant quarter) |
| 4.Corporate Social Responsibility Committee- Nil | N.A | 13.08.2015 | N.A |

For MSP Steel & Power Limited


Company Secretary