



## Board Charter

## 1.0 Background:

Department of Public Enterprises under Ministry of Heavy Industries and Public Enterprises, Govt. of India has issued detailed guidelines on Corporate Governance for Central Public Sector Enterprises (CPSEs). MMTC Board of Directors in its 384<sup>th</sup> meeting held on 31<sup>st</sup> January 2011 has approved adoption of these guidelines. The Guidelines envisage inter alia a formal statement of Board Charter clearly defining the roles and responsibilities of the Board and individual directors.

Accordingly, this Board Charter has been approved by the Board in its 392<sup>nd</sup> meeting held on 12<sup>th</sup> December 2011.

## 2.0 Composition of Board:

The composition of Board shall be in line with the DPE guidelines and Clause 49 of the listing agreement entered into with the Stock Exchanges, as amended from time to time. Presently, the requirements with regard to Composition of the Board of Directors are as under:

- (i) The Board of Directors of the company shall have an optimum combination of Functional, Nominee and Independent Directors.
- (ii) The number of Nominee Directors appointed by Government shall be restricted to a maximum of two.
- (iii) MIMTC being a listed company and being headed by an Executive Chairman, the number of Independent Directors shall be at least 50% of the total strength of the Board.

### **3.0 Responsibilities and Powers of the Board of Directors:**

The Board shall be primarily responsible for efficient management of the affairs of the company and to ensure sustainability and value creation for its stakeholders by setting strategies and policies.

Board's responsibilities shall include overseeing the functioning of the Company, monitoring legal and statutory compliance and management of risks on the basis of information provided to it.

The Board shall also be responsible for overseeing MMTC's corporate governance framework.

The operations of the Company shall be managed under the directions of the Board within the framework set out by the Companies Act, 1956 and the Memorandum & Articles of Association of the Company.

- 3.1 Subject to the provisions of the Companies Act, the Board of Directors of MMTC shall be entitled to exercise all such powers, and to do all such acts and things, as the company is authorized to exercise and do; provided that the Board shall not exercise any power or do any act or thing which is directed or required, whether by the Companies Act, 1956 or any other

# Sample Board Of Directors Charter

**Albert A Gayle**



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In a global inundated with screens and the cacophony of instant transmission, the profound energy and mental resonance of verbal art usually fade into obscurity, eclipsed by the continuous barrage of noise and distractions. Yet, situated within the musical pages of **Sample Board Of Directors Charter**, a fascinating function of literary elegance that pulses with fresh emotions, lies an remarkable journey waiting to be embarked upon. Written with a virtuoso wordsmith, this enchanting opus courses readers on a psychological odyssey, softly revealing the latent possible and profound impact stuck within the complicated web of language. Within the heart-wrenching expanse with this evocative evaluation, we shall embark upon an introspective exploration of the book is central subjects, dissect its charming writing fashion, and immerse ourselves in the indelible impression it leaves upon the depths of readers souls.

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### **Table of Contents Sample Board Of Directors Charter**

1. Understanding the eBook Sample Board Of Directors Charter
  - The Rise of Digital Reading Sample Board Of Directors Charter
  - Advantages of eBooks Over Traditional Books
2. Identifying Sample Board Of Directors Charter
  - Exploring Different Genres
  - Considering Fiction vs. Non-Fiction
  - Determining Your Reading Goals
3. Choosing the Right eBook Platform
  - Popular eBook Platforms
  - Features to Look for in an Sample Board Of Directors Charter
  - User-Friendly Interface
4. Exploring eBook Recommendations from Sample Board Of Directors Charter
  - Personalized Recommendations

- Sample Board Of Directors Charter User Reviews and Ratings
- Sample Board Of Directors Charter and Bestseller Lists
- 5. Accessing Sample Board Of Directors Charter Free and Paid eBooks
  - Sample Board Of Directors Charter Public Domain eBooks
  - Sample Board Of Directors Charter eBook Subscription Services
  - Sample Board Of Directors Charter Budget-Friendly Options
- 6. Navigating Sample Board Of Directors Charter eBook Formats
  - ePub, PDF, MOBI, and More
  - Sample Board Of Directors Charter Compatibility with Devices
  - Sample Board Of Directors Charter Enhanced eBook Features
- 7. Enhancing Your Reading Experience
  - Adjustable Fonts and Text Sizes of Sample Board Of Directors Charter
  - Highlighting and Note-Taking Sample Board Of Directors Charter
  - Interactive Elements Sample Board Of Directors Charter
- 8. Staying Engaged with Sample Board Of Directors Charter
  - Joining Online Reading Communities
  - Participating in Virtual Book Clubs
  - Following Authors and Publishers Sample Board Of Directors Charter
- 9. Balancing eBooks and Physical Books Sample Board Of Directors Charter
  - Benefits of a Digital Library
  - Creating a Diverse Reading Collection Sample Board Of Directors Charter
- 10. Overcoming Reading Challenges
  - Dealing with Digital Eye Strain
  - Minimizing Distractions
  - Managing Screen Time
- 11. Cultivating a Reading Routine Sample Board Of Directors Charter
  - Setting Reading Goals Sample Board Of Directors Charter
  - Carving Out Dedicated Reading Time
- 12. Sourcing Reliable Information of Sample Board Of Directors Charter
  - Fact-Checking eBook Content of Sample Board Of Directors Charter

- Distinguishing Credible Sources
- 13. Promoting Lifelong Learning
  - Utilizing eBooks for Skill Development
  - Exploring Educational eBooks
- 14. Embracing eBook Trends
  - Integration of Multimedia Elements
  - Interactive and Gamified eBooks

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