

### SEAMEC/BSE/SMO/119/19

2nd April, 2019

To,
Deputy General Manager - Listing
BSE Limited
Corporate Relation Department,
1st Floor, Rotunda Building,
New Marine Lines,
Phirojee Jeejeebhoy Towers,
Dalal Street, Mumbai - 400 001.

Sub: Quarterly and Yearly Report on Implementation of Provisions of Corporate Governance

Dear Sir,

We furnish herewith the Quarterly and Yearly Report on implementation of provisions of Corporate Governance for the financial year ended 31st March, 2019.

Thanking you,

Yours faithfully, For SEAMEC LIMITED

Mymmy

S. N. Mdhanty PRESIDENT

Corporate Affairs, Legal and Company Secretary

Encl: As stated

Genera	al information about company	
Scrip code	526807	
NSE Symbol	SEAMECLTD	
MSEI Symbol		
ISIN	INE497B01018	
Name of the entity	SEAMEC LIMITED	
Date of start of financial year	01-04-2018	
Date of end of financial year	31-03-2019	
Reporting Quarter	Yearly	
Date of Report	31-03-2019	
Risk management committee	Applicable	



							Ar	nexure I							
				A	nnexure l	I to be sul	omitted	by listed	entity o	n quar	terly basis	3			
						I. Co	mposition	of Board o	f Director	·s					
					Disclos	sure of note	s on com	position of b	oard of d	irectors	explanatory				
		101	V-	115		0:	Wether th	ne listed enti	ty has a I	Regular (	Chairperson	Yes			
Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category I of directors	Category 2 of directors	Category 3 of directors	Date of appointment in the current term	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 2S(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)	Notes for not providing PAN	Notes fo not providing DIN
1	Mr	SANJEEV AGRAWAL	ABOPA4675N	00282059	Non- Executive - Nominee Director	Chairperson		03-06-2014			2	2	0		
2	Mr	SURINDER SINGH KOHLI	AAWPK6879P	00169907	Non- Executive - Independent Director	Not Applicable		03-06-2014		57	5	3	ı		
3	Мг	AMARJIT SINGH SONI	AABPS3588A	03009390	Non- Executive - Independent Director	Not Applicable		03-06-2014	31-03- 2019	57	ı	1	0		
4	Ms	SEEMA MODI	AAGPM3853M	05327073	Non- Executive - Independent Director	Not Applicable		01-04-2015		48		Ť	1		



						I. Con	position	of Board o	f Directo	rs					
	Disclosure of notes on composition of board of directors explanatory														
Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category I of directors	Category 2 of directors	Category 3 of directors	Date of appointment in the current term	Date of cessation	Tenure of director (in months)	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)	Notes for not providing PAN	Notes fo not providing DIN
5	Mr	MAHESH PRASAD MEHROTRA	AAAPM2948M	00016768	Non- Executive - Independent Director	Not Applicable		08-12-2016	12-03- 2019	28	5	ı	3		
6	Mr	NAVEEN MOHTA	AGGPM9393Q	07027180	Executive Director	Not Applicable		14-11-2017			ı	1	0		
7	Mr	SUBRAT DAS	AHUPD5886C	07105815	Non- Executive - Non Independent Director	Not Applicable		14-11-2017			1	0	0		



Au	dit Commi	ttee Details					
		Whether	the Audit Committee has a R	egular Chairperson	Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00016768	MAHESH PRASAD MEHROTRA	Non-Executive - Independent Director	Chairperson	08-12-2016	12-03-2019	Textual Information(1)
2	00169907	SURINDER SINGH KOHLI	Non-Executive - Independent Director	Member	03-06-2014		
3	03009390	AMARJIT SINGH SONI	Non-Executive - Independent Director	Member	03-06-2014	31-03-2019	Textual Information(2)
4	05327073	SEEMA MODI	Non-Executive - Independent Director	Member	01-04-2015		



Sr Text Block							
Textual Information(1)	Resigned from the Board and as Independent Director w.e.f. 12th March 2019						
Textual Information(2)	Resigned from the Board and as Independent Director w.e.f. 31st March, 2019						



No	mination a	nd remuneration comm	nittee				
	Wheth	ner the Nomination and r	Yes				
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
ı	00169907	SURINDER SINGH KOHLI	Non-Executive - Independent Director	Chairperson	03-06-2014		
2	03009390	AMARJIT SINGH SONI	Non-Executive - Independent Director	Member	03-06-2014	31-03-2019	Textual Information(1)
3	05327073	SEEMA MODI	Non-Executive - Independent Director	Member	01-04-2015		



	Sr Text Block	
Textual Information(1)	Resigned fromt the Board and as Independent Director w.e.f. 31st March, 2019	



Sta	keholders l	Relationship Committee					
		Whether the Stakeholders	Yes				
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	05327073	SEEMA MODI	Non-Executive - Independent Director	Chairperson	01-04-2015		
2	00282059	SANJEEV AGRAWAL	Non-Executive - Nominee Director	Member	03-06-2014		
3	07027180	NAVEEN MOHTA	Executive Director	Member	14-11-2017		



Ri	sk Manager	nent Committee					
		Whether the Risk Ma	anagement Committee has a R	egular Chairperson	Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	05327073	SEEMA MODI	Non-Executive - Independent Director	Chairperson	01-04-2015		
2	03009390	AMARJIT SINGH SONI	Non-Executive - Independent Director	Member	03-06-2014	31-03-2019	Textual Information(1)
3	00169907	SURINDER SINGH KOHLI	Non-Executive - Independent Director	Member	03-06-2014		
4	00016768	MAHESH PRASAD MEHROTRA	Non-Executive - Independent Director	Member	08-12-2016	12-03-2019	Textual Information(2)
5	00282059	SANJEEV AGRAWAL	Non-Executive - Nominee Director	Member	03-06-2014		



Sr Text Block							
Textual Information(1)	Resigned from the Board and as Independent Director w.e.f. 31st March, 2019						
Textual Information(2)	Resigned from the Board and as Independent Director w.e.f. 12th March, 2019						



Co	Porate Bot	ial Responsibility Comn	intee				
	Whet	her the Corporate Social F	Yes				
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00282059	SANJEEV AGRAWAL	Non-Executive - Nominee Director	Chairperson	03-06-2014		
2	05327073	SEEMA MODI	Non-Executive - Independent Director	Member	01-04-2015		



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Ot	Other Committee									
Sr	DIN Number	Name of Committee members	Name of other committee	Category I of directors	Category 2 of directors	Remarks				



		Annexu	re 1	
An	nexure 1			
111	. Meeting of Board of Directors			
	Disclosure of notes on meeting	g of board of directors explanatory		
Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)	Notes for not providing Date
1	13-11-2018			
2		06-02-2019	84	



					Annexure 1			
IV.	Meeting of C	ommittees						
T			Disclosure	of notes on med	eting of comm	ittees explanatory		
Sr Name of Committee committee i		committee in the relevant	Whether requirement of Quorum met (Yes/No)	Requirement of Quorum met	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings (in number of days)	Name of other committee	Reson for not providing da
I	Audit Committee	06-02-2019	Yes		13-11-2018	84		
2	Stakeholders Relationship Committee	06-02-2019	Yes		13-11-2018	84		
3	Risk Management Committee	06-02-2019	Yes		\ -			As per Regulation 21(3A) of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, the Risk Management Committee to meet once a year.



Annexure 1					
v.	V. Related Party Transactions				
Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non- compliance may be given here.		
1	Whether prior approval of audit committee obtained	NA			
2	Whether shareholder approval obtained for material RPT	NA			
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	NA			



	Annexure 1				
VI. Affirmations					
Sr	Subject	Compliance status (Yes/No			
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			
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes			
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes			
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 100 listed entities)	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			



Annexure 1					
Sr Subject		Compliance status			
ı	Name of signatory	S N MOHANTY			
2	Designation	Company Secretary and Compliance Officer			



		Annexure I	I				
	Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)						
I. I	I. Disclosure on website in terms of Listing Regulations						
Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non- compliance may be given here.	Web address			
1	Details of business	Yes		www.seamec.in			
2	Terms and conditions of appointment of independent directors	Yes		www.seamec.in			
3	Composition of various committees of board of directors	Yes		www.seamec.in			
4	Code of conduct of board of directors and senior management personnel	Yes		www.seamec.ir			
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		www.seamec.in			
6	Criteria of making payments to non-executive directors	Yes		www.seamec.in			
7	Policy on dealing with related party transactions	Yes		www.seamec.in			
8	Policy for determining 'material' subsidiaries	Yes		www.seamec.in			
9	Details of familiarization programmes imparted to independent directors	Yes		www.seamec.in			



	Annex	ure II		
	Annexure II to be submitted by listed entity at the end	of the financial	year (for the whole of financial y	ear)
I. E	isclosure on website in terms of Listing Regulations			
Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non- compliance may be given here.	Web address
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		www.seamec.in
11	email address for grievance redressal and other relevant details	Yes		www.seamec.ir
12	Financial results	Yes		www.seamec.in
13	Shareholding pattern	Yes		www.seamec.in
14	Details of agreements entered into with the media companies and/or their associates	NA		
15	New name and the old name of the listed entity	Yes		www.seamec.in



Annexure II					
II. Annual Affirmations					
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non- compliance may be given here.	
1	Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes		
2	Board composition	17(1)	Yes		
3	Meeting of Board of directors	17(2)	Yes		
4	Review of Compliance Reports	17(3)	Yes		
5	Plans for orderly succession for appointments	17(4)	NA		
6	Code of Conduct	17(5)	Yes		
7	Fees/compensation	17(6)	Yes		
8	Minimum Information	17(7)	Yes		
9	Compliance Certificate	17(8)	Yes		
10	Risk Assessment & Management	17(9)	Yes		



		Annexur	e II	
II. Annu	al Affirmations	945		
Sr Parti	iculars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non- compliance may be given here.
11 Perfo	ormance Evaluation of Independent Directors	17(10)	Yes	
12 Com	position of Audit Committee	18(1)	Yes	
13 Meet	ting of Audit Committee	18(2)	Yes	
	aposition of nomination & remuneration mittee	19(1) & (2)	Yes	
	nposition of Stakeholder Relationship amittee	20(1) & (2)	Yes	
	position and role of risk management mittee	21(1),(2),(3), (4)	Yes	
17 Vigil	l Mechanism	22	Yes	
18 Polic	cy for related party Transaction	23(1),(5),(6), (7) & (8)	Yes	
	r or Omnibus approval of Audit Committee for elated party transactions	23(2), (3)	Yes	
20 Appr	roval for material related party transactions	23(4)	Yes	



Annexure II						
п.	Annual Affirmations					
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non- compliance may be given here		
21	Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA			
22	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3), (4),(5) & (6)	Yes			
23	Maximum Directorship & Tenure	25(1) & (2)	Yes			
24	Meeting of independent directors	25(3) & (4)	Yes			
25	Familiarization of independent directors	25(7)	Yes			
26	Memberships in Committees	26(1)	Yes			
27	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes			
28	Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes			
29	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes			
	Any other information to be provided - Add Notes					



		Annexure II	
1	Name of signatory	S N MOHANTY	
2	Designation	Company Secretary and Compliance Officer	



	Annexure II	
111	Affirmations	
Sr	Particulars	Compliance status (Yes/No/NA)
1	The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied	NA
	Any other information to be provided	



Annexure II					
1	Name of signatory	S N MOHANTY			
2	Designation	Company Secretary and Compliance Officer			



Signatory Details				
Name of signatory S N MOHANTY				
Designation of person	Company Secretary and Compliance Officer			
Place	MUMBAI			
Date	02-04-2019			





### **SEAMEC/NSE/SMO/120/19**

2nd April, 2019

To,
The Secretary,
National Stock Exchange of India Ltd.,
'EXCHANGE PLAZA',
Bandra Kurla Complex,
Bandra (East),
Mumbai 400 051.

Sub: Quarterly and Yearly Report on Implementation of Provisions of Corporate Governance

Dear Sir,

We furnish herewith the Quarterly and Yearly Report on implementation of provisions of Corporate Governance for the financial year ended 31st March, 2019.

Thanking you,

Yours faithfully, For SEAMEC LIMITED

S. N. Mohanty

Corporate Affairs, Legal and Company Secretary

Encl: As stated

ANNEXUREI

# Format to be submitted by listed entity on quarterly basis

Name of Listed Entity
 Quarter ending

- Seamec Limited - 31-Mar-2019

Composition of Board Of Director ·=i

Remarks			Resigned from Board and as Independen t Director w.e.f. 31st March, 2019		Resigned from Board and as Independen t Director w.e.f. 12th March, 2019
Members hip in Committe es of the Company	SC,RMC	AC,RMC,N RC	AC,RMC,N RC	AC,SC,RMC, NRC	AC,RMC
No of post of Chairperso n in Audit/ Stakeholde r Committee held in listed entities including this listed entity	0	-	0		m
No of memberships in Audit/ Stakeholder Committee(s) including this listed entity	2	8	Tree Contract of the Contract	-	H
No of Directors hip in listed entities including this listed entity	2	5	1	-	ıo
Ten ure		57	57	84	8
Date of cessati on			31- Mar- 2019		12- Mar- 2019
Dat e of App oint men t	03- Jun- 2014	03- Jun- 2014	03- Jun- 2014	01- Apr- 2015	08- Dec- 2016
Sub gory					
Category (Chairpers on /Executive/ Non- Executive/ Independe nt/ Nominee)	C,NED,ND	QI	Ð	Q	Q.
PAN	ABOPA 4675N	AAWP K6879P	AABPS3 588A	AAGP M3853 M	AAAP M2948 M
DIN	00282059	00169907	03006390	05327073	00016768
Name of the Director	Sanjeev Agrawal	Surinder Singh Kohli	Amarjit Singh Soni	Seema Modi	Mahesh Prasad Mehrotra
Title (Mr./ Ms)	Mr.	Mr.	Mr.	Ms.	Mr.

Remarks		
Membershi P in Committees of the Company	ઝ	NA A
No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this	0	0
No of memberships in Audit Stakeholder Committee(s) including this	-	0
No of Directors hip in listed entities including this listed entity	-	<u></u> 1
Ten ure		
Date of cessati		
Date of Appo intme nt	14- Nov- 2017	14- Nov- 2017
Sub Categ ory		
Category (Chairpers on /Executive/ Non- Executive/ Independe nt/ Nominee)	ED,ND	NED,ND
PAN	AGGP M9393Q	AHUPD 5886C
DIN	07027180	07105815 AHUPD NED,ND 5886C
Title Name of the (Mr/Ms Director )	Naveen Mohta 07027180 AGGP M9393Q	Subrat Das
Title (Mr/Ms )	Mr.	Mr.

Company Remarks	
Whether Permanent chairperson	Yes
appointed	



### ii. Composition of Committees

a. Audit Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Seema Modi	ID	Member	01-Apr-2015	
2	Amarjit Singh Soni	ID	Member	03-Jun-2014	31-Mar-2019
3	Surinder Singh Kohli	ID	Member	03-Jun-2014	
4	Mahesh Prasad Mehrotra	ID	Chairperson	08-Dec-2016	12-Mar-2019

Company Remarks	
Whether Permanent chairperson	Yes
appointed	

b. Stakeholders Relationship Committee

Sr.	Name of the Director	Category	Chairperson/Membership	Appointment	Cessation Date
No.	Trume of the Effector	Chicgory	Cruit persony wiembership	Date	Cessation Date
- 40.	<del>                                     </del>				
I	Sanjeev Agrawal	C,NED,ND	Member	03-Jun-2014	
2	Naveen Mohta	ED,ND	Member	14-Nov-2017	
3	Seema Modi	ID	Chairperson	01-Apr-2015	

Company Remarks	
Whether Permanent chairperson	Yes
appointed	

c. Risk Management Committee

Sr. No.	Name of the Director	Category	Chairperson/Mentbership	Appointment Date	Cessation Date
1	Seema Modi	ID	Chairperson	01-Apr-2015	
2	Mahesh Prasad Mehrotra	ID	Member	08-Dec-2016	12-Mar-2019
3	Amarjit Singh Soni	ID	Member	03-Jun-2014	31-Mar-2019
4	Surinder Singh Kohli	ID	Member	03-Jun-2014	
5	Sanjeev Agrawal	C, NED, ND	Member	03-Jun-2014	
6	Virendra Kumar Gupta	President & Chief Financial Officer	Member	01-Oct-2014	
7	S N Mohanty	President - Corporate Affairs, Legal & CS	Member	16-Oct-2000	

Company Remarks	
Whether Permanent chairperson	Yes
appointed	

d. Nomination and Remuneration Committee

Sr.	Name of the Director	Category	Chairperson/Membership	Appointment	Cessation Date
No.				Date	
1	Seema Modi	ID	Member	01-Apr-2015	
2	Amarjit Singh Soni	ID	Member	03-Jun-2014	31-Mar-2019
3	Surinder Singh Kohli	ID	Chairperson	03-Jun-2014	

Company Remarks	
Whether Permanent chairperson	Yes
appointed	a a



## iii. Meeting of Board of Directors

Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter
13-Nov-2018	06-Feb-2019

Company Remarks	
Maximum gap between any two	84
consecutive (in number of days)	

## iv. Meeting of Committees

Name of the Committee	Date(s) of meeting during of the committee in the previous quarter	Date(s) of meeting of the committee in the relevant quarter	Requirement of Quorum met (details)	Whether requirement of Quorum met (Yes/No)
Audit Committee	13-Nov-2018	06-Feb-2019		Yes
Stakeholders Relationship Committee	13-Nov-2018	06-Feb-2019		Yes

Company Remarks	
Maximum gap between any two	84
consecutive (in number of days)	
[Only for Audit Committee]	

### v: Related Party Transactions

Subject	Compliance status (Yes/No/NA)	Remark
Whether prior approval of audit committee obtained	Not Applicable	
Whether shareholder approval obtained for material RPT	Not Applicable	
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Not Applicable	

Disclosure of notes on related	
party transactions and	
Disclosure of notes of material	
related party transactions	



### VI. **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
  - a. Audit Committee Yes
  - b. Nomination & remuneration committee Yes
  - c. Stakeholders relationship committee Yes
  - d. Risk management committee (applicable to the top 100 listed entities) 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. a. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Yes b. Any comments/observations/advice of Board of Directors may be mentioned here:

Designation

Name

Company Secretary & Compliance Officer

### **ANNEXURE II**

# Format to be submitted by listed entity at the end of the financial year (for the whole of financial year)

Item	Compliand status		Company Remark		N	/ebsite
Details of business	Yes				wv	vw.seamec.in
Terms and conditions of appointment of					wv	vw.seamec.in
Composition of various committees of board of					wv	vw.seamec.in
	Yes				wv	ww.seamec.in
Details of establishment of vigil mechanism/	Yes				wv	vw.seamec.in
Criteria of making payments to non-executive	Yes				wv	vw.seamec.in
Policy on dealing with related party transactions	Yes				wv	vw.seamec.in
Policy for determining 'material' subsidiaries	Yes					vw.seamec.in
	Yes				_	vw.seamec.in
Contact information of the designated officials of the listed entity who are	Yes			www.seamec.in		
email address for grievance redressal and other	Yes				wv	vw.seamec.in
Financial results	Yes				wv	ww.seamec.in
Shareholding pattern	Yes				_	vw.seamec.in
Details of agreements entered into with		Applicable				
the media companies and/or their	W	11				
	Yes				wv	vw.seamec.in
II Annual Affirmations					-	
Particulars		Regulation	ı Number	Compli ance status		Company Remark
Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'		16(1)(b) &	25(6)	Yes		
Board composition	17(1)		Yes			
Meeting of Board of directors	17(2)			Yes		
Review of Compliance Reports	17(3)			Yes		
Plans for orderly succession for appointments		17(4)		Not Applica	able	
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		
Composition of Audit Committee	18(1)			Yes		
Meeting of Audit Committee	18(2)			Yes		
Composition of nomination & remuneration committe				Yes		
Composition of Stakeholder Relationship Committee		20(1) & (2)		Yes		
Composition and role of risk management committee		21(1),(2),(3	),(4)	Yes		
Vigil Mechanism		22		Yes		
Policy for related party Transaction		23(1),(5),(6	),(7) & (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)	Yes
Composition of Board of Directors of unlisted material Subsidiary	24(1)	Not Applicable
Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	Yes
Maximum Directorship & Tenure	25(1) & (2)	Yes
Meeting of independent directors	25(3) & (4)	Yes
Familiarization of independent directors	25(7)	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
Disclosure of Shareholding by Non- Executive Directors	26(4)	Yes
Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes

Other Information	

### III Affirmations:

Name

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

Other Information

S N Moranty Company Secretary & Compliance Officer Designation