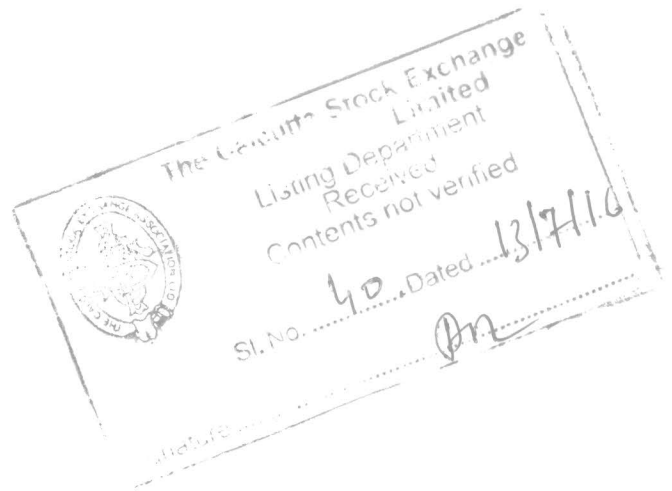




SMIFS CAPITAL MARKETS LIMITED

July 12, 2016

The Secretary
The Calcutta Stock Exchange Limited
7, Lyons Range
Kolkata -700 001



Dear Sir,

Sub: Regulation 27 of the Listing Agreement – Corporate Governance

Enclosed please find quarterly compliance report on Corporate Governance for the quarter ended June 30, 2016 for your kind reference and record.

Please acknowledge.

Yours faithfully,
For SMIFS CAPITAL MARKETS LIMITED


(Poonam Bhatia)
Company Secretary-cum-Senior Manager Legal



Encl: a/a

General information about company	
Scrip code	508905
Name of the entity	SMIFS Capital Markets Limited
Date of start of financial year	01-04-2016
Date of end of financial year	31-03-2017
Reporting Quarter	Quarterly
Date of Report	30-06-2016
Risk management committee	Not Applicable

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For SMIFS CAPITAL MARKETS LIMITED

Poonam
(POONAM KATHIA)
COMPANY SECRETARY
CUM-SENIOR MANAGER LEGAL

Annexure I														
Annexure I to be submitted by listed entity on quarterly basis														
I. Composition of Board of Directors														
Disclosure of notes on composition of board of directors explanatory														
Is there any change in composition of board of directors compare to previous quarter														
Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 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	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity	Notes
1	Mr	UTSAV PAREKH	AGHPP4467H	00027642	Non- Executive - Non Independent Director	Chairpers on	Shareholder Director	12-09-2009			4	7	3	
2	Mr	KISHOR SHAH	AIQPS4268J	00170502	Executive Director	Not Applicable	MD	01-04-2015			1	2	0	
3	Mr	RAMESH MAHESHWARI	AEXPM8916N	00170811	Non- Executive - Independent Director	Not Applicable		20-09-2014		60	3	2	0	
4	Mr	AJAY KUMAR KAYAN	AGGPK0892G	00239123	Non- Executive - Non Independent Director	Not Applicable	Shareholder Director	25-09-2010			1	0	0	

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For SMIFS CAPITAL MARKETS LIMITED

Poonam Bhatia
(POONAM BHATIA)
COMPANY SECRETARY
CUM-SENIOR MANAGER LEGAL

Annexure I

Annexure I to be submitted by listed entity on quarterly basis

I. Composition of Board of Directors

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 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	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity	Notes
5	Mr	SANTOSH KUMAR MUKHERJEE	AFAPM3116N	00170646	Non- Executive - Independent Director	Not Applicable	Shareholder Director	20-09-2014		60	1	2	2	
6	Mrs	RAMYA HARIHARAN	ABMPH5112M	06928511	Non- Executive - Independent Director	Not Applicable		18-11-2014		60	3	2	0	

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For SMIFS CAPITAL MARKETS LIMITED

Poonam Bhatia
(POONAM BHATIA)
COMPANY SECRETARY
CUM-SENIOR MANAGER LEGAL

Annexure 1

II. Composition of Committees

Disclosure of notes on composition of committees explanatory					
Is there any change in composition of committees compare to previous quarter					
Sr	Name Of Committee	Name of Committee members	Category 1 of directors	Category 2 of directors	Name of other committee
1	Audit Committee	MR. SANTOSH KUMAR MUKHERJEE	Non-Executive - Independent Director	Chairperson	
2	Audit Committee	MR. UTSAV PAREKH	Non-Executive - Non Independent Director	Member	
3	Audit Committee	MR. KISHOR SHAH	Executive Director	Member	
4	Audit Committee	MRS. RAMYA HARIHARAN	Non-Executive - Independent Director	Member	
5	Nomination and remuneration committee	MR. RAMESH MAHESHWARI	Non-Executive - Independent Director	Chairperson	
6	Nomination and remuneration committee	MR. SANTOSH KUMAR MUKHERJEE	Non-Executive - Independent Director	Member	
7	Nomination and remuneration committee	MRS. RAMYA HARIHARAN	Non-Executive - Independent Director	Member	
8	Stakeholders Relationship Committee	MR. SANTOSH KUMAR MUKHERJEE	Non-Executive - Independent Director	Chairperson	
9	Stakeholders Relationship Committee	MR. KISHOR SHAH	Executive Director	Member	
10	Stakeholders Relationship Committee	MRS. RAMYA HARIHARAN	Non-Executive - Independent Director	Member	

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PUJA SMIFS CAPITAL MARKETS LIMITED

Poonam Bhatia
(POONAM BHATIA)
COMPANY SECRETARY
CUM-SENIOR MANAGER LEGAL

12/07/2016

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Annexure 1			
Annexure 1			
III. Meeting of Board of Directors			
Disclosure of notes on meeting 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)
1	08-02-2016		
2		30-05-2016	111

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FOR SMIFS CAPITAL MARKETS LIMITED

Poojam Bhatia
(POOJAM BHATIA,
COMPANY SECRETARY
CUM-SENIOR MANAGER LEGAL

12/07/2016

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Annexure 1						
IV. Meeting of Committees						
Disclosure of notes on meeting of committees explanatory						
Sr	Name of Committee	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)	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	30-05-2016	Yes	All the members were present at the meeting of Audit Committee	08-02-2016	111

Pooanam Bhalla

Annexure 1			
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	Yes	
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	Yes	

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For SMIFS CAPITAL MARKETS LIMITED

poonam khanna
(POONAM KHANNA)
COMPANY SECRETARY
CHIEF FINANCIAL OFFICER / MANAGER LEGAL

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)	NA
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

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PUJA SMIFS CAPITAL MARKETS LIMITED

Poonam Bhatia
(POONAM BHATIA)
COMPANY SECRETARY
CUM-SENIOR MANAGER LEGAL

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Signatory Details	
Name of signatory	Ms. Poonam Bhatia
Designation of person	Company Secretary
Place	Kolkata
Date	08-07-2016

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For SMIFS CAPITAL MARKETS LIMITED

Poonam Bhatia
(POONAM B. BHATIA)
COMPANY SECRETARY
CUM-GEN. MGR. LEGAL