

ANNEXURE I

Format to be submitted by Listed entity on quarterly basis

1. Name of Listed Entity	SMIFS CAPITAL MAREKTS LIMITED					
2. Quarter ending	- 31st December, 2015					

I. Composition of Board of Director

Title (Mr./Ms)	Name of the Director	PAN & DIN	Category (Chairman/Executive/Independent/Non-Independent)	Date of Appointment in current term/cessation	Tenure	No of Directorship in listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulations)	Number of membership 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	Utsav Parekh	PAN : AGHPP4467H, DIN : 00027642	Chairman	12/9/2009	N.A	4	7	3
Mr	Kishor Shah	PAN : AIQPS4268J, DIN : 00170502	Executive	1/4/2015	3 yrs	1	2	0
Mr	Ramesh Maheshwari	PAN : AEXPM8916N, DIN : 00170811	Independent	20/09/2014	5 yrs	3	3	1
Mr	Ajay Kumar Kayan	PAN : AGGPK0892G, DIN : 00239123	Non-Independent	25/09/2010	N.A	1	0	0
Mrs	Ramya Hariharan	PAN : ABMPH5112M, DIN : 06928511	Independent	18/11/2014	5 yrs	3	0	0
Mr	Santosh Kumar Mukherjee	PAN : AFAPM3116N, DIN : 00170646	Independent	20/09/2014	5 yrs	2	2	2

II. Composition of Committees			
Name of Committee	Name of Committee Members	Category (Chairperson/Executive/Non-Executive/Independent/Nominee)	
1. Audit Committee	1. Mr Santosh Kumar Mukherjee 2. Mr. Utsav Parekh 3. Mrs. Ramya Hariharan 4. Kishor Shah	Chairman Non-Executive, Non-Independent Non - Executive, Independent Executive, Non-Independent	
2. Nomination & Remuneration Commiittee	1. Ramesh Maheshwari, 2. Santosh Kumar Mukherjee, 3. Mr. Ramya Hariharan	Chairman Non - Executive, Independent Non - Executive, Independent	
3. Risk Management Committee (If Applicable)	N.A	N.A	
4. Stakeholders Relationship Committee	1. Mr Santosh Kumar Mukherjee 2. Mr. Kishor Shah 3. Mr. Ramya Hariharan	Chairman Executive, Non-Independent Non - Executive, Independent	
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	Maximum gap between any two consecutive (in number of days)	
13.08.2015	09.11.2015	87	
IV. Meeting of Committees			
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 the number of days
09.11.2015	YES	13.08.2015	87

This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional

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	NA
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes

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 Listing Regulations, “Yes” may be indicated. Similarly, in case the Listed Entity 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.

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 Director and the above Committee has been conducted in the manner as specified in SEBI (Listing obligation and disclosure requirements) Regulation, 2015
5. This report and/or the report submitted in the previous quarter has been placed before Board of Director, Any comments/ observations / advice of Board of Director may be mentioned here :

Name & Designation

Company Secretary/ Compliance Officer/ Managing Director/ CEO

Note:	
Information at Table I and II above need to be necessarily given in 1 st quarter of each financial year. However if there is no change of information in subsequent quarter (s) of that financial year this information may not be given by Listed entity and instead a statement "same as previous	



Format to be submitted by listed entity at the end of the financial year (for the whole of financial year)	
I. Disclosure on website in terms of Listing Regulations	
Item	Compliance Stat
Details of business	Y
Terms and conditions of appointment of independent directors	Y
Composition of various committees of Board of Directors	Y
Code of Conduct of Board of Directors and Senior Management Personnel	Y
Details of establishment of Vigil Mechanism/ Whistle Blower policy	Y
Criteria of making payments to non- executive directors	Y
Policy on dealing with related party transactions	Y
Policy for determining 'material' subsidiaries	N
Details of familiarization programs imparted to independent directors	Y
Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Y
Email address for grievance redressal and other relevant details	Y
Financial Results	Y
Shareholding pattern	Y
Details of agreements entered into with the media companies and/or their associates	N
New name and the old name of the listed entity	N
II. Annual Affirmations	
Particulars	Regulation Number
Independent director (s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)
Board composition	17(1)
Meeting of Board of directors	17(2)

Review of Compliance Reports	17(3)
Plans for orderly succession for appointments	17(4)
Code of Conduct	17(5)
Fees/compensation	17(6)
Minimum Information	17(7)
Compliance Certificate	17(8)
Risk Assessment & Management	17(9)
Performance Evaluation of Independent Directors	17(10)
Composition of Audit Committee	18(1)
Meeting of Audit Committee	18(2)
Composition of nomination & remuneration committee	19(1) & (2)
Composition of Stakeholder Relationship committee	20(1) & (2)
Composition and role of risk management committee	21(1), (2), (3), (4)
Vigil Mechanism	22
Policy for related party transaction	23(1), (5), (6), (7) &(8)
Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)
Approval for material related party transactions	23(4)
Composition of Board of Directors of unlisted material Subsidiary	24(1)
Other Corporate Governance requirements with respect to subsidiary of listed entity	24 (2), (3), (4), (5) & (6)
Maximum Directorship & Tenure	25 (1) & (2)
Meeting of Independent Director	25 (3) & (4)
Familiarization of Independent Directors	25(7)
Memberships in Committees	26(1)
Affirmation with compliance to code of conduct from members of Board of Directors and Senior Management Personnel	26(3)
Disclosure of Shareholding by Non- Executive Directors	26(4)
Policy with respect to Obligations of directors and senior management	26(2) & 26(5)

Yes
Yes
Yes
Yes
Yes
Yes
Yes
Yes
Yes
Yes
Yes
Yes
Yes
Yes
N.A
Yes
Yes
Yes
Yes
Yes
Yes
Yes
Yes
Yes

<i>Note</i>		
1 In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A.		
For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Listed Entity 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 have been complied.		
Name & Designation		
Company Secretary/Compliance Officer/Managing Director/CEO		

d. Similarly, in case the
of Listed Entity have

Format to be submitted by listed entity at the end of 6 months after end of financial year along with second quarter report of next financial year

I Affirmation							
Board Meeting	Regulation Number	Compliance Status (Yes/No/ NA)					
Copy of the annual report including balance sheet, profit and loss account, director report, corporate governance report, business responsibility report displayed on website	46(2)	Yes					
Presence of Chairman 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					
Whether“ Corporate Governance Report” disclosed in Annual Report	34(3) read with para C of shedule V	Yes					
Note							
1. In the column “Compliance Status”, Compliance Status”, compliance or non-compliance may be indicated by Yes/No/N.A. for example , if the Board has been composed in accordance with the requirement of Listing Agreement , “Yes” may be indicated, Similarly, in case the Listing entity has no related party transaction, the word “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.							
Name & Designation							

**Company Secretary / Compliance Officer / Managing
Director / CEO**

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