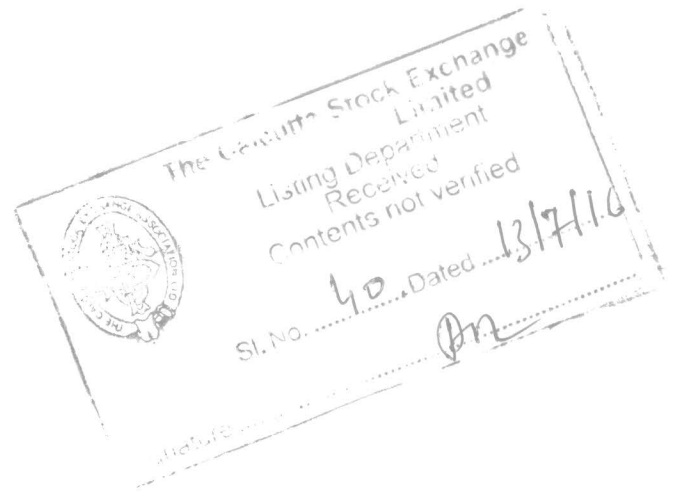




SMIFS CAPITAL MARKETS LIMITED

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 KAPRIA~~)
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 | Chairperson | 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

