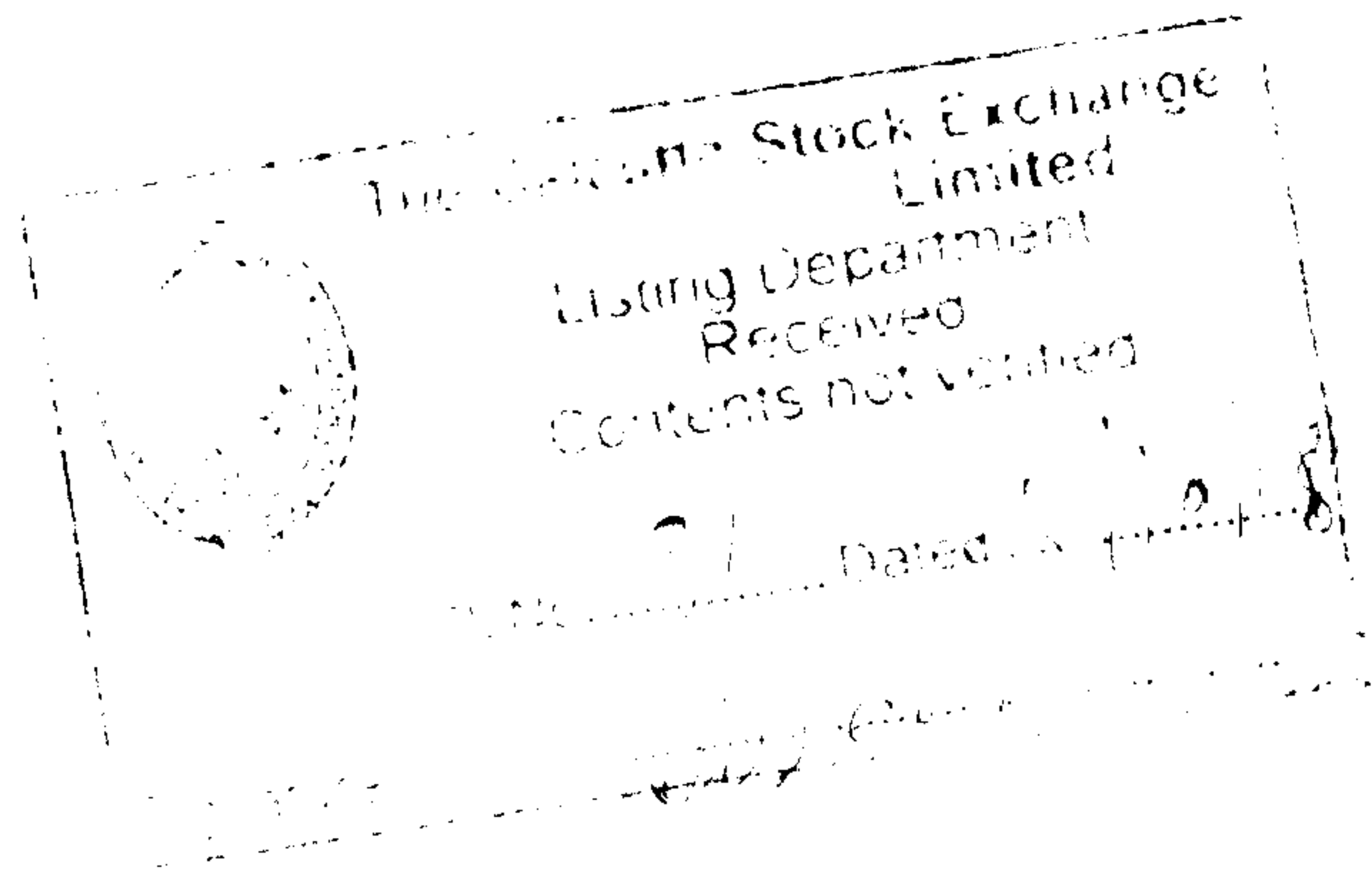




SMIFS CAPITAL MARKETS LIMITED

October 5, 2018

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 the quarterly compliance report on Corporate Governance for the quarter ended September 30, 2018 for your kind reference and record.

Please acknowledge.

Yours faithfully,
For SMIFS CAPITAL MARKETS LIMITED

Poonam Bhatia

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

Encl: a/a

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General information about company

Scrip code	508905
NSE Symbol	
MSEI Symbol	
ISIN	INE641A01013
Name of the entity	SMIIFS CAPITAL MARKETS LIMITED
Date of start of financial year	01-04-2018
Date of end of financial year	31-03-2019
Reporting Quarter	Half Yearly
Date of Report	30-09-2018
Risk management committee	Not Applicable

Enter the quarter ended date only

Prev

Next

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SMIIFS CAPITAL MARKETS LIMITED

12/09/2018 10:00:00 AM

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Annexure 1

Annexure 1 to be submitted by listed entity on quarterly basis

1. 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 (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 for not providing DIN
Disclosure of notes on composition of board of directors explanatory															
Is there any change in information of board of directors compare to previous quarter															
Yes															
1	Mr	UTSAV PAREKH	AGHPP4467H	00027642	Non-Executive - Non Independent Director	Chairperson		12-12-2013			5	4	2		
2	Mr	KISHOR SHAH	AIQPS4268J	00170502	Executive Director	Not Applicable	MD	01-04-2015			2	3	0		
3	Mr	AJAY KUMAR ISYAN	AGGPK0829G	00239123	Non-Executive - Non Independent Director	Not Applicable		25-09-2010			1	2	0		
4	Mr	RAMESH MAHESHWAR	AEXPM891EN	00170811	Non-Executive - Independent Director	Not Applicable		20-09-2014		60	1	2	0		
5	Mr	SANTOSH KUMAR MUKHERJEE	AFAPM3116N	00170646	Non-Executive - Independent Director	Not Applicable	Shareholder Director	20-09-2014		60	1	2	1		
6	Mrs	RAMYA HARIPADAN	ABMPH5111M	06928511	Non-Executive - Independent Director	Not Applicable		08-11-2014		60	3	4	0		
7	Mrs	PUSHPA MISHRA	ANVPM5279L	07898390	Non-Executive - Non Independent Director	Not Applicable		25-09-2017		60	1	2	0		

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FOR SMIFS CAPITAL MARKETS LIMITED

(POONAM BHATIA)
 COMPANY SECRETARY
 CUM-SENIOR MANAGER LEGAL

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Annexure 1

II. Composition of Committees

Disclosure of notes on composition of committees explanatory

Add Notes

Is there any change in information of committees compare to previous quarter

Yes

Audit Committee Details

Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Remarks
1	00170646	Mr SANTOSH KUMAR MUKHERJEE	Non-Executive - Independent Director	Chairperson	
2	00027642	Mr UTSAV PAREKH	Non-Executive - Non Independent Director	Member	
3	06928511	Mrs RAMYA HARIHARAN	Non-Executive - Independent Director	Member	
4	07898390	Mrs PUSHPA MISHRA	Non-Executive - Independent Director	Member	
5					
6					
7					
8					
9					
10					

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For SMIFS CAPITAL MARKETS LIMITED

Poonam Bhatia

(POONAM BHATIA)

COMPANY SECRETARY

CUM-SENIOR MANAGER LEGAL

Nomination and remuneration committee

Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Remarks
1	00170811	Mr RAMESH MAHESHWARI	Non-Executive - Independent Director	Chairperson	
2	00170646	Mr SANTOSH KUMAR MUKHERJEE	Non-Executive - Independent Director	Member	
3	06928511	Mrs RAMYA HARIHARAN	Non-Executive - Independent Director	Member	
4	07898390	Mrs PUSHPA MISHRA	Non-Executive - Independent Director	Member	
5					
6					
7					
8					
9					
10					

Stakeholders Relationship Committee					
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Remarks
1	00170646	Mr SANTOSH KUMAR MUKHERJEE	Non-Executive - Independent Director	Chairperson	
2	00170502	Mr KISHOR SHAH	Executive Director	Member	
3	06928511	Mrs RAMYA HARIHARAN	Non-Executive - Independent Director	Member	
4	07898390	Mrs PUSHPA MISHRA	Non-Executive - Independent Director	Member	
5					
6					
7					
8					
9					
10					

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FOR SMIFS CAPITAL MARKETS LIMITED

P. Bhatia

(POONAM BHATIA)

COMPANY SECRETARY

CUM-SENIOR MANAGER LEGAL

Risk Management Committee					
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Remarks
1					
2					
3					
4					
5					
6					
7					
8					
9					
10					

Corporate Social Responsibility Committee					
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Remarks

1				
2				
3				
4				
5				
6				
7				
8				
9				
10				

Other Committee						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks
1						
2						
3						
4						
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10						

Next

Prev

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For SMIFS CAPITAL MARKETS LIMITED

Poonam Shatia

(POONAM SHATIA)
 COMPANY SECRETARY
 CUM-SENIOR MANAGER LEGAL

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Annexure 1	
III. Meeting of Board of Directors	
Disclosure of notes on meeting of board of directors explanatory	
Add Notes	
Sr	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)
Add Delete	
1	30-05-2018
2	10-08-2018
	71

Prev

Next

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For SIMIFS CAPITAL MARKETS LIMITED
(Signature)
(POONAM SHATIA)
COMPANY SECRETARY
CUM SENIOR MANAGER LEGAL

Home

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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	Date(s) of meeting of the committee in the previous quarter	Add Notes Maximum gap between any two consecutive meetings (in number of days)	Name of other committee
1	Audit Committee	10-08-2018	Yes	4	30-05-2018	71	

Add

Delete

Prev

Next

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FOR SMIFS CAPITAL MARKETS LIMITED

Poonam Bhatia

(POONAM BHATIA)
COMPANY SECRETARY
CUM-SENIOR MANAGER LEGAL

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

Prev

Next

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For SMIFS CAPITAL MARKETS LIMITED

P. Bhunia B.L.O. U.S.

(POONAM BHATIA)
COMPANY SECRETARY
CUM-SENIOR MANAGER LEGAL

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VI. Affirmations		Compliance status (Yes/No)
Sr	Subject	
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
9	Any comments/observations/advice of Board of Directors may be mentioned here:	Add Notes

Prev

Next

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FOR SMIFS CAPITAL MARKETS LIMITED

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

Annexure 1		Compliance status
Sr	Subject	
1	Name of signatory	MS. POONAM BHATIA
2	Designation	Company Secretary and Compliance Officer



Annexure III

Annexure III 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. Affirmations

Sr	Broad heading	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	Yes	
2	Presence of Chair person of Audit Committee at the Annual General Meeting	18(1)(d)	Yes	
3	Presence of Chair person of the nomination and remuneration committee at the annual general meeting	19(3)	Yes	
4	Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	

Any other information to be provided

Add Notes

Prev

Next

Annexure III

1	Name of signatory	MS. POONAM BHATIA
2	Designation	Company Secretary and Compliance Officer

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POONAM BHATIA

MS. POONAM BHATIA
COMPANY SECRETARY

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Name of signatory

Designation of person

Place

Date

MS.POONAM BHATIA

Company Secretary and Compliance Office

KOLKATA

03-10-2018

Prev

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For SIMFS CAPITAL MARKETS LIMITED

Poonam Bhatia

(POONAM BHATIA)
COMPANY SECRETARY
CUM-SENIOR MANAGER LEGAL