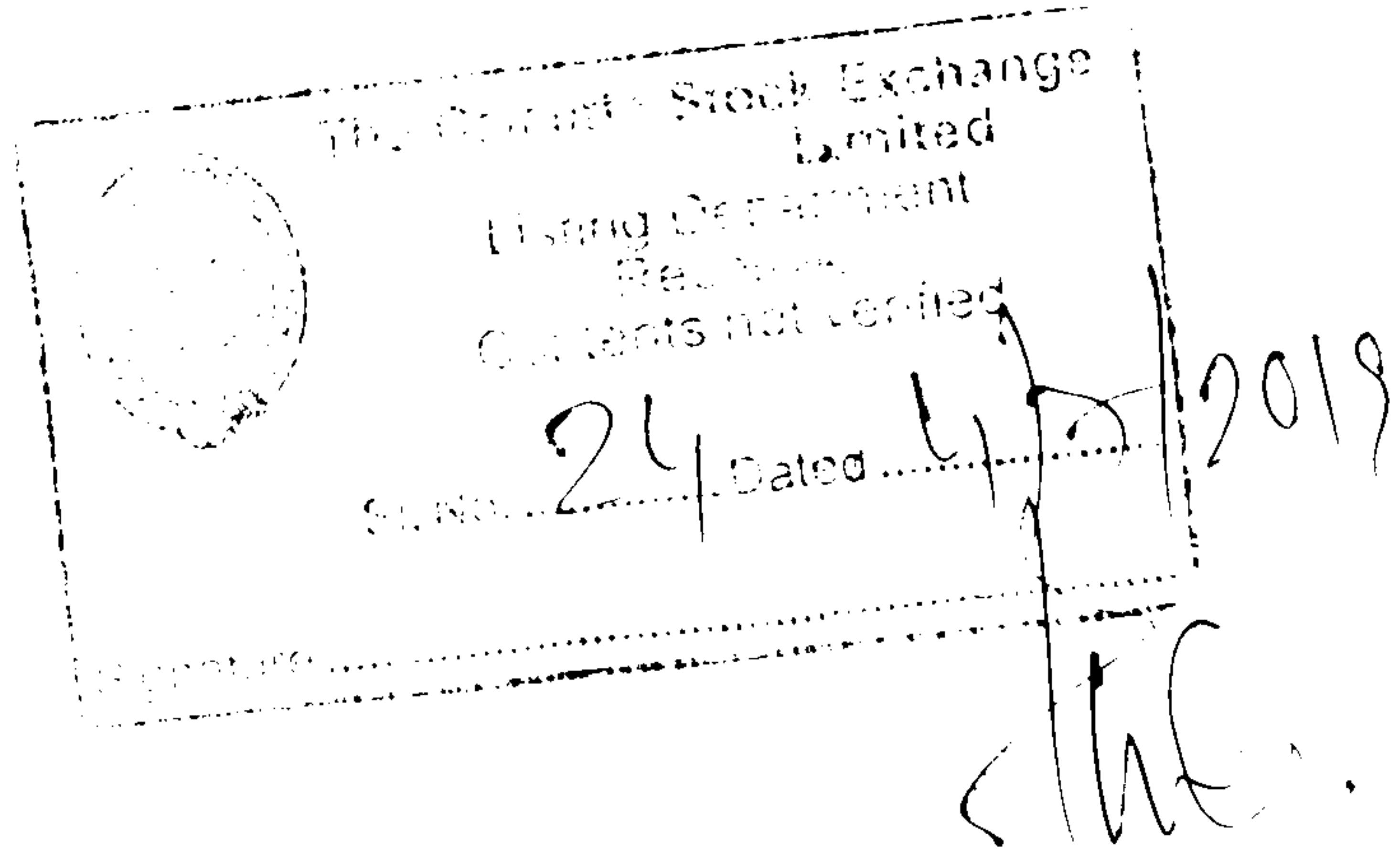




# SMIFS CAPITAL MARKETS LIMITED

July 03, 2019

**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 June 30, 2019 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



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### General information about company

Scrip code	508905
NSE Symbol	
MSEI Symbol	
ISIN	INE641A01013
Name of the entity	SMIFS CAPITAL MARKETS LIMITED
Date of start of financial year	01-04-2019
Date of end of financial year	31-03-2020
Reporting Quarter	Quarterly
Date of Report	30-06-2019
Risk management committee	Not Applicable
Market Capitalisation as per immediate previous Financial Year	Any other

Enter the quarter ended date only

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For SMIFS CAPITAL MARKETS LIMITED

*P. Bhatia*

(POONAM BHATIA)

CO-CHIEF COMPLAINT OFFICER

CUM-SENIOR MANAGER, LEGAL

Annexure I																		
Annexure for the submission of Board details (by quarterly basis)																		
1. Composition of Board of Directors																		
Disclosure of notes on composition of board of directors explanatory																		
Whether the listed entity has a Regular Chairperson															Audited:			
Whether Chairperson is related to MD or CEO															Yes			
															No			
Sl. No.	Title (Mr / Ms)	Name of the Director	FAN	DOB	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 20(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 20(1) of Listing Regulations)	Notes for not providing PAN	Notes for not providing DIN
1	Mr	UTSAV PAREKH	AGPP4467H	00027642	Non-Executive - Non Independent Director	Chairperson		28-08-1956	28-05-1990				5	4	3	4		
2	Mr	KISHOR SHAH	AQPS4268J	06170502	Executive Director	Not Applicable		30-08-1956	31-01-2002				1	0	1	0		
3	Mr	AJAY KUMAR KAYAN	AGSPK0892G	06275123	Non-Executive - Non Independent Director	Not Applicable		26-04-1957	30-06-2007				1	0	0	0		
4	Mr	RAMESH MAHESHWARI	AEPM8916N	00170911	Non-Executive - Independent Director	Not Applicable		25-12-1932	10-07-1990	01-04-2019		60	2	2	0	0		
5	Mr	SANTOSH KUMAR MUKHERJEE	AFAPM3116N	00170646	Non-Executive - Independent Director	Not Applicable	Shareholder Director	24-03-1947	16-09-2006	01-04-2019		50	1	1	0	2		
6	Mrs	RAMYA HARIHARAN	ABMPS112M	06828511	Non-Executive - Independent Director	Not Applicable		27-08-1978	20-09-2014	01-04-2013		60	4	4	3	0		
7	Mrs	PUSHPA MISHRA	ANNPM527B	07898390	Non-Executive - Independent Director	Not Applicable		11-06-1972	25-09-2017			60	1	1	2	0		

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 For SMIFS CAPITAL MARKETS LIMITED  
*P. Bhatia*  
 (POORNIMA BHATIA)  
 COMPANY SECRETARY  
 CUM-SENIOR MANAGER, LEGAL

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<b>Annexure 1</b>	
<b>II. Composition of Committees</b>	
Disclosure of notes on composition of committees explanatory	<b>Add Notes</b>

Audit Committee Details							
Whether the Audit Committee has a Regular Chairperson							
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00170646	SANTOSH KUMAR MUKHERJEE	Non-Executive - Independent Director	Chairperson	01-04-2019		
2	00027642	UTSAV PAREKH	Non-Executive - Non Independent Director	Member	28-05-1990		
3	06928511	RAMYA HARIHARAN	Non-Executive - Independent Director	Member	01-04-2019		
4	07898390	PUSHPA MISHRA	Non-Executive - Independent Director	Member	25-09-2017		
5							
6							
7							
8							
9							
10							

Nomination and remuneration committee							
Whether the Nomination and remuneration committee has a Regular Chairperson							
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00170811	RAMESH MAHESHWARI	Non-Executive - Independent Director	Chairperson	01-04-2019		
2	00170646	SANTOSH KUMAR MUKHERJEE	Non-Executive - Independent Director	Member	01-04-2019		
3	06928511	RAMYA HARIHARAN	Non-Executive - Independent Director	Member	01-04-2019		
4	07898390	PUSHPA MISHRA	Non-Executive - Independent Director	Member	25-09-2017		
5							
6							
7							
8							
9							
10							

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*For and on behalf of the Board*

*J. K. Wale*

Stakeholders Relationship Committee							
Whether the Stakeholders Relationship Committee has a Regular Chairperson							
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00170646	SANTOSH KUMAR MUKHERJEE	Non-Executive - Independent Director	Chairperson	01-04-2019		
2	00170502	KISHOR SHAH	Executive Director	Member	01-04-2018		
3	07898390	PUSHPA MISHRA	Non-Executive - Independent Director	Member	25-09-2017		
4							
5							
6							
7							
8							
9							
10							

Risk Management Committee							
Whether the Risk Management Committee has a Regular Chairperson							
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1							
2							
3							
4							
5							
6							
7							
8							
9							
10							

Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility Committee has a Regular Chairperson				No			
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1							
2							
3							
4							
5							
6							
7							
8							
9							
10							

Other Committees						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks
1						
2						
3						
4						
5						
6						
7						
8						
9						
10						

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 For SIMIFS CAPITAL MARKETS LIMITED  
*P. Bhanu*  
 (POONAM KHATIA)  
 COMPANY SECRETARY  
 CUM-SENIOR MANAGER LEGAL

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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)	Maximum gap between any two consecutive (in number of days)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Number of Directors present*	No. of Independent Directors attending the meeting*
<a href="#">Add</a> <a href="#">Delete</a>						
1	09-02-2019			Yes	7	4
2	28-05-2019	107		Yes	5	2

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\* to be filled in only for the current quarter meetings

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*P. Bhatia*  
(POONAM BHATIA)  
COMPANY SECRETARY  
CUM-SENIOR MANAGER LEGAL

Disclosure of notes on meeting of committees explanatory								
Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Number of Directors present*	No. of Independent Directors attending the meeting*
1	Audit Committee	09-02-2019						
2	Audit Committee	28-05-2019	107			Yes	4	3
3	Nomination and remuneration committee	10-11-2018				Yes	3	2
4	Nomination and remuneration committee	28-05-2019				Yes	3	3
						Yes	2	2

\* to be filled in only for the current quarter meetings

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For SIMIFS CAPITAL MARKETS LIMITED

*P. Bhatia*

(POONAM BHATIA)  
COMPANY SECRETARY  
CUM-SENIOR MANAGER LEGAL

**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	
Disclosure of notes on related party transactions			<a href="#">Add Notes</a>
Disclosure of notes of material transaction with related party			<a href="#">Add Notes</a>

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*P. B. W. A. S.*

(POONAM BHATIA)  
 COMPANY SECRETARY  
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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 <b>a. Audit Committee</b>	Yes
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. <b>b. Nomination &amp; remuneration committee</b>	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. <b>c. Stakeholders relationship committee</b>	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. <b>d. Risk management committee (applicable to the top 100 listed entities)</b>	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	<b>Any comments/observations/advice of Board of Directors may be mentioned here:</b>	<b>Add Notes</b>

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FO: SMIFS CAPITAL MARKETS LIMITED

*Poonam Bhatia*

(POONAM BHATIA)

COMPANY SECRETARY

CUM-SENIOR MANAGER LEGAL

**Annexure 1**

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

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**Signatory Details**

Name of signatory	MS. POONAM BHATIA
Designation of person	Company Secretary and Compliance Officer
Place	KOLKATA
Date	02-07-2019

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FOR SMIFS CAPITAL MARKETS LIMITED

*Poonam Bhatia*

(POONAM BHATIA)  
COMPANY SECRETARY  
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