

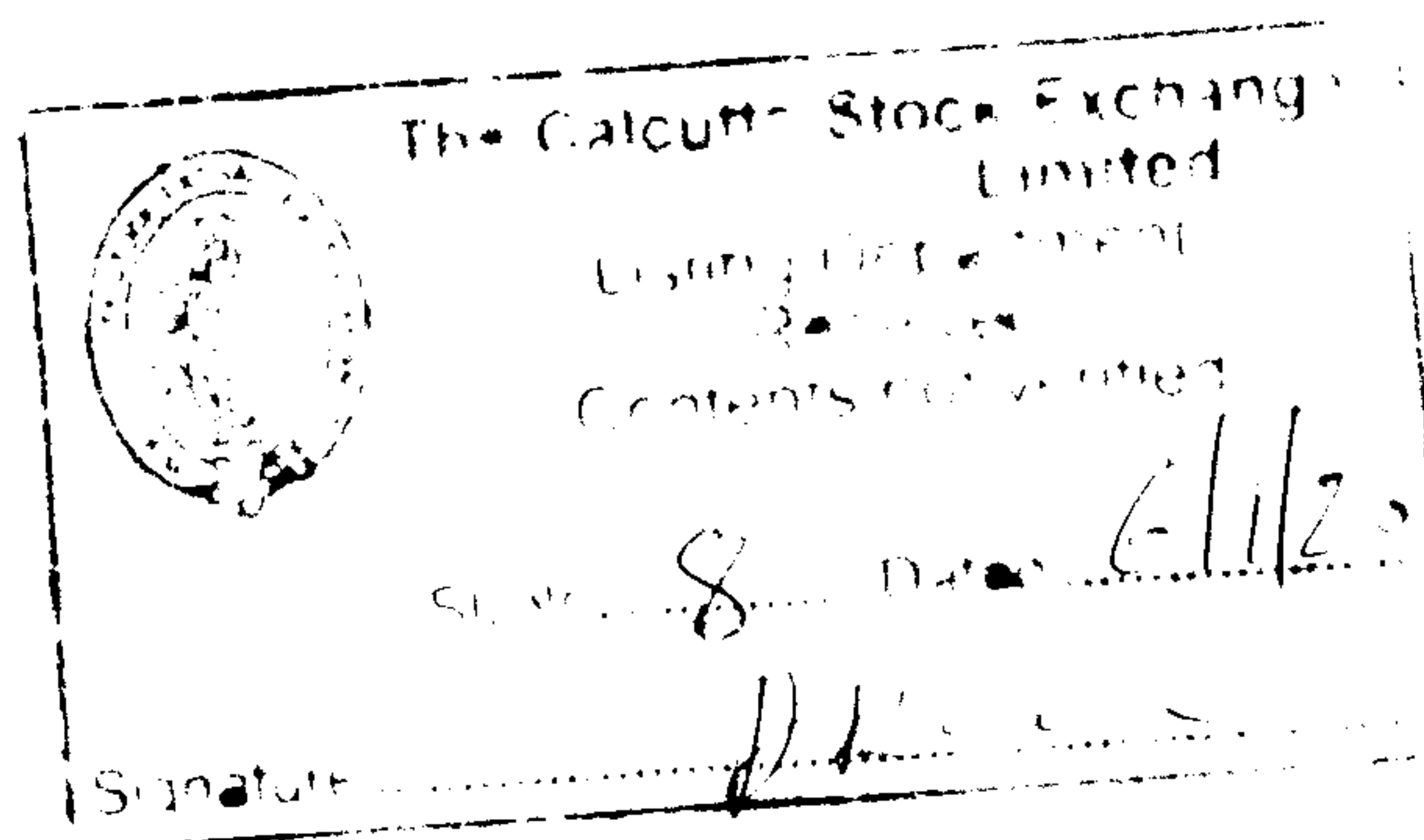


o/c

# SMIFS CAPITAL MARKETS LIMITED

January 4, 2020

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



Dear Sir,

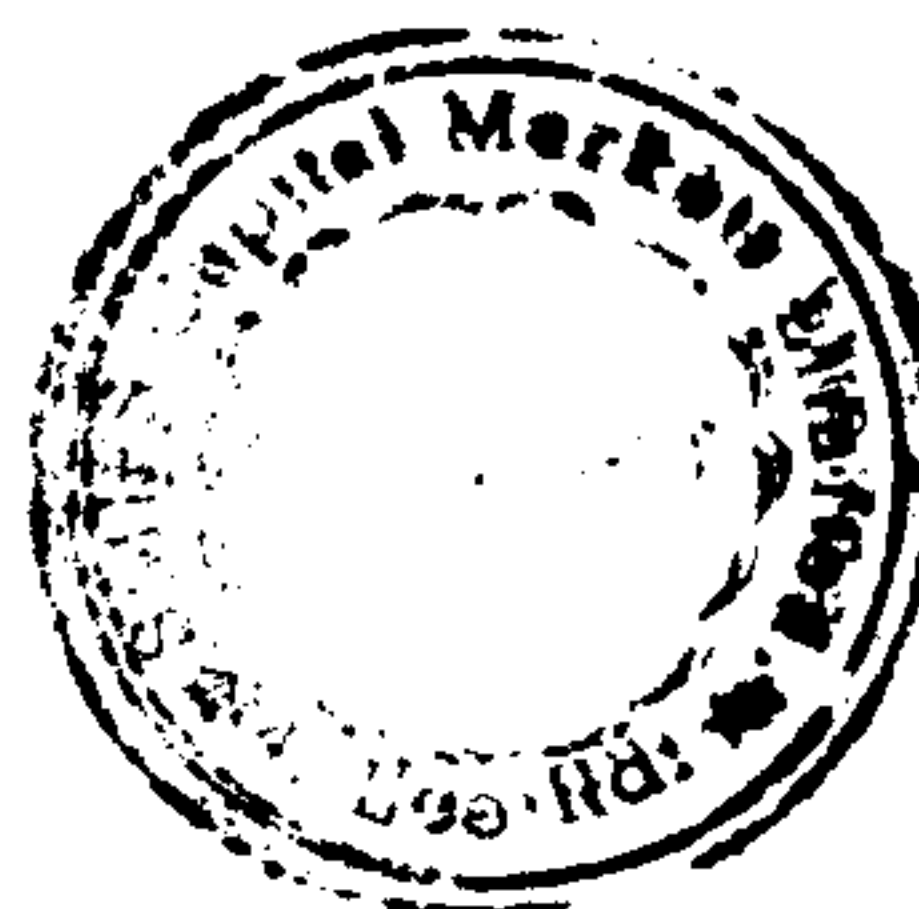
**Sub: Regulation 27 of the Listing Agreement – Corporate Governance**

Enclosed please find the quarterly compliance report on Corporate Governance for the quarter ended December 31, 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	31-12-2019
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

(POONAM KUMAR)  
COMPANY SECRETARY  
CUM-SENIOR MANAGER LEGAL




**Annexure 1**  
**Annexure 1 to be submitted by listed entity on quarterly basis**  
**Composition of Board of Directors**

Date of Birth	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	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)
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28-08-1956	NA		28-05-1990				5
30-08-1956	NA		31-01-2002				1
28-04-1957	NA		30-06-2007				1
25-12-1932	Yes	16-01-2019	10-07-1990	01-04-2019		60	2
24-03-1947	Yes	16-01-2019	16-09-2006	01-04-2019		60	1
11-06-1972	Yes	22-09-2018	25-09-2017			60	1
27-08-1978	Yes	16-01-2019	20-09-2014	01-04-2019	15-10-2019	60	4

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 (POONAM BHATIA)  
 COMPANY SECRETARY  
 CUM-SENIOR MANAGER, LEGAL


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 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
---	---	--	-----------------------------	-----------------------------

4	3	4		
0	1	0		
0	0	0		
2	0	0		
1	0	0		
1	2	0		
4	3	0		

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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 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
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4	3	4		
0	1	0		
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2	0	0		
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1	2	0		
4	3	0		

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Annexure 1

ii. Composition of Committees

Disclosure of notes on composition of committees explanatory

Add Notes

Note: Please enter DIN. After entering DIN, Name of Committee members and Category 1 of Directors shall be prefilled automatically

Audit Committee Details							
Whether the Audit Committee has a Regular Chairperson					Yes		
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	15-10-2019	
4	07898390	PUSHPA MISHRA	Non-Executive - Independent Director	Member	25-09-2017		
5							
6							
7							
8							
9							
10							

Note: Please enter DIN. After entering DIN, Name of Committee members and Category 1 of Directors shall be prefilled automatically

Nomination and remuneration committee							
Whether the Nomination and remuneration committee has a Regular Chairperson					Yes		
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	15-10-2019	
4	07898390	PUSHPA MISHRA	Non-Executive - Independent Director	Member	25-09-2017		
5							
6							
7							
8							
9							
10							

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Note: Please enter DIN. After entering DIN, Name of Committee members and Category 1 of Directors shall be prefilled automatically

Stakeholders Relationship Committee							
Whether the Stakeholders Relationship Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks

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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							

Note: Please enter DIN. After entering DIN, Name of Committee members and Category 1 of Directors shall be prefilled automatically.

Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility 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							



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						
5						
6						
7						
8						
9						
10						

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FOR SMIFS CAPITAL MARKETS LIMITED

(POONAM BHATIA)  
 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)	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*
1	10-08-2019			Yes	6	3
2	14-11-2019	95		Yes	6	3

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

*[Handwritten signature and stamp]*

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Annexure 1								
IV. Meeting of Committees								
Disclosure of notes on meeting of committees explanatory							Add Notes	
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*
Add		Delete						
1	Audit Committee	10-08-2019				Yes	3	2
2	Audit Committee Stakeholders Relationship	14-11-2019	95			Yes	3	2
3	Committee	10-08-2019				Yes	3	2

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

FOR SMIFS CAPITAL MARKETS LIMITED

*Poonam Bhatia*  
**POONAM BHATIA**  
 COMPANY SECRETARY  
 CUM-SENIOR MANAGER LEGAL

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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			<input type="button" value="Add Notes"/>
Disclosure of notes of material transaction with related party			<input type="button" value="Add Notes"/>

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11/13/13  
COMPANY SECRETARY  
FIRM SENIOR MANAGEMENT

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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 500 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	Any comments/observations/advice of Board of Directors may be mentioned here:	<b>Add Notes</b>

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

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### Signatory Details

Name of signatory	POONAM BHATIA
Designation of person	Company Secretary and Compliance Officer
Place	KOLKATA
Date	05-01-2020

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*Poonam*  
FOR SMIFS CAPITAL MARKETS LIMITED  
(POONAM BHATIA)  
COMPANY SECRETARY  
CUM-SENIOR MANAGER LEGAL