



# SMIFS CAPITAL MARKETS LIMITED

October 06, 2022

**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, 2022 for your kind reference and record.

Please acknowledge.

**Yours faithfully,**  
**For SMIFS CAPITAL MARKETS LIMITED**

*Ayanti Sen*

**(Ayanti Sen)**

**Company Secretary cum Compliance Officer**



Encl: a/a

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Import XML

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	01-04-2022
Date of end of financial year	31-03-2023
Reporting Quarter	Half Yearly
Date of Report	30-09-2022
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

*Ayanti Sen*  
AYANTI SEN  
COMPANY SECRETARY  
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Disclosure of notes on composition of board of directors explanatory								
Whether the listed entity has a Regular Chairperson								
Whether Chairperson related to Promoter								
Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth
<div style="float: right; border: 1px solid black; padding: 2px;">Add Notes</div>								
Yes								
No								
<div style="float: left; border: 1px solid black; padding: 2px;">Add</div> <div style="float: right; border: 1px solid black; padding: 2px;">Delete</div>								
1	Mr	UTSAV PAREKH	AGHPP4467H	00027642	Non-Executive - Non Independent Director	Chairperson		28-08-1956
2	Mr	KISHOR SHAH	AIQP54268J	00170502	Executive Director	Not Applicable	MD	30-08-1956
3	Mr	AJAY KUMAR KAYAN	AGGPK0892G	00239123	Non-Executive - Non Independent Director	Not Applicable		26-04-1957
4	Mr	RAMESH MAHESHWARI	AEXPM8916N	00170811	Non-Executive - Independent Director	Not Applicable		25-12-1932
5	Mr	SANTOSH KUMAR MURCHBUEE	AFAPM3116N	00170646	Non-Executive - Independent Director	Not Applicable	Shareholder Director	24-03-1947
6	Mrs	PUSHPA MISHRA	ANVPM5278L	07898390	Non-Executive - Independent Director	Not Applicable	Shareholder Director	11-06-1972

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 (AYANTI SEN)  
 COMPANY SECRETARY  
 CUM COMPLIANCE OFFICER

## Annexure I

Annexure I to be submitted by listed entity on quarterly basis

## I. Composition of Board of Directors

## Disqualification of Directors under section 164 of the Companies Act, 2013

Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status	Whether special resolution passed? (Refer Reg. 17(LA) of Listing Regulations)	Date of passing special resolution	Initial Date of appointment
No				Active	NA		28-05-1990
No				Active	NA		31-01-2002
No				Active	NA		30-06-2007
No				Active	Yes	16-01-2019	10-07-1990
No				Active	Yes	16-01-2019	16-09-2006
No				Active	Yes	17-09-2022	22-09-2018

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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 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
			7	4	3	4		
			1	0	1	0		
			1	0	0	0		
01-04-2019		60.00	1	1	0	0		
01-04-2019		60.00	1	1	0	2		
25-08-2022		60.00	1	1	2	0		

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Annexure 1

II. Composition of Committees

Disclosure of notes on composition of committees explanatory

Add Notes

For this quarter kindly note the following points:

1. Date of Appointment and Date of Cessation (if applicable) must be mandatorily filled for every Committee.
2. Date of Appointment can be any day upto September 30, 2022.
3. Date of Cessation must be for the current quarter only, i.e. July 1, 2022 to September 30 2022

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

Audit Committee Details							
Sr	DIN Number	Name of Committee members	Whether the Audit Committee has a Regular Chairperson		Yes		
			Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00170646	SANTOSH KUMAR MURDHEJEE	Non-Executive - Independent Director	Chairperson	01-04-2019		
2	00027642	LITLAV NAREKH	Non-Executive - Non Independent Director	Member	01-04-2018		
3	07898390	PUSHPA MISHRA	Non-Executive - Independent Director	Member	15-09-2017		
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 pre-filled automatically

Nomination and remuneration committee							
Sr	DIN Number	Name of Committee members	Whether the Nomination and remuneration committee has a Regular Chairperson		Yes		
			Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00170646	SANTOSH KUMAR MURDHEJEE	Non-Executive - Independent Director	Chairperson	01-04-2019		
2	00170646	SANTOSH KUMAR MURDHEJEE	Non-Executive - Independent Director	Member	01-04-2018		
3	07898390	PUSHPA MISHRA	Non-Executive - Independent Director	Member	15-09-2017		
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 pre-filled automatically

Stakeholders Relationship Committee							
Sr	DIN Number	Name of Committee members	Whether the Stakeholders Relationship Committee has a Regular Chairperson		Yes		
			Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00170646	SANTOSH KUMAR MURDHEJEE	Non-Executive - Independent Director	Chairperson	01-04-2019		
2	00170642	ISHKOR SHAH	Executive Director	Member	01-04-2018		
3	07898390	PUSHPA MISHRA	Non-Executive - Independent Director	Member	15-09-2017		
4							
5							

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7						
8						
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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 pre-filled 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						

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6					
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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)	Total Number of Directors as on date of the meeting	Number of Directors present* (All directors including Independent Director)	No. of Independent Directors attending the meeting*
	<a href="#">Add</a> <a href="#">Delete</a>						
1	11-05-2022			Yes	6	6	3
2	09-08-2022	89		Yes	6	6	3

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

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Ann					
IV. Meetin					
Disclosure of notes on meeting c					
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
1	Audit Committee	11-05-2022			
2	Audit Committee	09-08-2022	89		

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

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For SMIFS CAPITAL MARKETS LIMITED

*Ayanti Sen*

(AYANTI SEN)  
COMPANY SECRETARY  
CUM COMPLIANCE OFFICER

## Statement of Committees

## Statement of committees explanatory

Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Number of Directors (All directors including Independent director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
Yes	6	3	2	2
Yes	6	3	2	2

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For SMIFS CAPITAL MARKETS LIMITED

*Ayanki Sen*  
 AYANKI SEN  
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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			Add Notes
Disclosure of notes of material transaction with related party			Add Notes

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*Ayanti Sen*

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Annexure 1		
VI. Affirmations		
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 1000 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>	<a href="#">Add Notes</a>

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Annexure 1		
Sr	Subject	Compliance status
1	Name of signatory	Ayanti Sen
2	Designation	Company Secretary and Compliance Officer

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IYANTI SEN  
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Annexure III				
III. Affirmations				
Sr	Particulars	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 Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes	
3	Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes	
4	Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	Yes	
5	Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	
Any other information to be provided				

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Annexure III	
1	Name of signatory Ayanti Sen
2	Designation Company Secretary and Compliance Officer

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Additional Half yearly Disclosure			
Applicability of disclosure	Applicable		
Reason for Non Applicability	Add Notes		
<b>I. Disclosure of Loans/ guarantees/comfort letters / securities etc. refer note below</b>			
(A) Any loan or any other form of debt advanced by the listed entity directly or indirectly to		The Figure should be mentioned in Actual INR only	
Entity	Aggregate amount advanced during six months	Balance outstanding at the end of six months	
Promoter or any other entity controlled by them	0.00	0.00	
Promoter Group or any other entity controlled by them	0.00	0.00	
Directors (including relatives) or any other entity controlled by them	0.00	0.00	
KMPs or any other entity controlled by them	0.00	0.00	
(B) Any guarantee / comfort letter (by whatever name called) provided by the listed entity directly or Indirectly, in connection with any loan(s) or any other form of debt availed By			
Entity	Type (guarantee, comfort letter etc.)	Aggregate amount of issuance during six months	Balance outstanding at the end of six months(taking into account any invocation)
Promoter or any other entity controlled by them	0	0.00	0.00
Promoter Group or any other entity controlled by them	0	0.00	0.00
Directors (including relatives) or any other entity controlled by them	0	0.00	0.00
KMPs or any other entity controlled by them	0	0.00	0.00
(C) Any security provided by the listed entity directly or Indirectly, in connection with any loan(s) or any other form of debt availed by			
Entity	Type of security (cash, shares etc.)	Aggregate value of security provided during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them	0	0.00	0.00
Promoter Group or any other entity controlled by them	0	0.00	0.00
Directors (including relatives) or any other entity controlled by them	0	0.00	0.00
KMPs or any other entity controlled by them	0	0.00	0.00
(D) Additional Information			
Add Notes			
<b>II. Affirmations</b>			
Affirmations		Compliance Status	Company Remarks
All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or Indirectly by the listed entity to		Yes	Add Notes
Name	Shreemanta Banerjee		
Designation	CFO		
Place	Kolkata		
Date	06-10-2022		

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Ayanti Sen,  
 (AYANTI S  
 COMPANY SECRETARY  
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### Signatory Details

Name of signatory	Ayanti Sen
Designation of person	Company Secretary and Compliance Officer
Place	Kolkata
Date	06-10-2022

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*Ayanti Sen*

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