



# H. S. INDIA LIMITED

CIN - L55100MH1989PLC053417

Annexure-I

## Quarterly Compliance Report on Corporate Governance

1 Name of Listed Entity: H S INDIA LIMITED  
2 Quarter ending 30<sup>TH</sup> SEPTEMBER, 2018

I. Composition of Board of Directors								
Title (Mr./Ms.)	Name of the Directors	PAN <sup>5</sup> & DIN	Category (Chairperson / Executive / Non-Executive / Independent / Nominee) <sup>6</sup>	Date of Appointment in the current term / cessation	Tenure* (In months)	No of Directorship in listed Entities including this entity (Refer Regulation 25(1) of Listing Regulation)	Number of membership in Audit/Stakeholder Committee (s) including this listed entity (Refer Regulation 26(1) of Listing Regulation)	No of post of Chairman in Audit/Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulation)
No changes during the quarter								
<sup>5</sup> PAN number of any director would not be displayed on the website of Stock Exchange								
<sup>6</sup> Category of director means executive/non-executive/independent/Nominee. If a director fits into more than one category write all categories separating them with hyphen								
* to be filled only for Independent Director. Tenure would mean total period from which Independent director is serving on Board of Directors of the listed entity in continuity without any cooling off period.								
II. Composition of Committees								
1. Audit Committee			No changes during previous quarter					
2. Nomination & Remuneration Committee			No changes during previous quarter					
3. Risk Management Committee (if applicable)			Not Applicable					
4. Stakeholders Relationship Committee			No changes during previous quarter					
<sup>6</sup> Category of director means executive/non-executive/independent/nominee. If a director fits into more than one category write all categories separating them with hyphen								
III. Meeting of Board of Directors								
Date(s) of Meeting (if any) in the previous quarter			Date(s) of Meeting (if any) in the relevant quarter		Maximum gap between any two consecutive (in number of days)			
30th May, 2018			10th August, 2018		71 Days			
IV. Meeting of Committee - Audit Committee								
Date(s) of meeting of the committee in the relevant quarter		Whether requirement of Quorum met (details)		Date(s) of meeting of the committee in the previous quarter		Maximum gap between any two consecutive meetings in number of days*		
10th August, 2018		Yes		30th May, 2018		71 days		
Meeting of Committee - Stakeholders Relationship Committee								
Date(s) of meeting of the committee in the relevant quarter		Whether requirement of Quorum met (details)		Date(s) of meeting of the committee in the previous quarter		Maximum gap between any two consecutive meetings in number of days*		
10th August, 2018		Yes		30th May, 2018		71 days		
Meeting of Committee - Nomination and Remuneration Committee								
Date(s) of meeting of the committee in the relevant quarter		Whether requirement of Quorum met (details)		Date(s) of meeting of the committee in the previous quarter		Maximum gap between any two consecutive meetings in number of days*		
10th August, 2018		Yes		--		--		
Note - In the Previous Quarter, It was not required to hold any meeting of Nomination and Remuneration Committee of the Company. Hence, details of the same are not provided.								
V. Related Party Transactions								
Subject			Compliance status (Yes/No/NA) <sup>refer note below</sup>					
Whether prior approval of audit committee obtained			Yes					
Whether shareholder approval obtained for material RPT			Yes					
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee			Yes					




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Note	
1	In the column "Compliance Status", compliance or non-compliance may be indicated by Yes / No / N.A.. For example, if the Board has been composed in accordance with the requirements of Listing Regulation, "Yes" may be indicated, Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.
2	If status is "No" details of non-compliance may be given here.
VI. Affirmations	
1	The composition of Board of Director is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
2	The composition of the following committee is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. a. Audit Committee b. Nomination & remuneration committee c. Stakeholders relationship committee d. Risk management committee (applicable to the top 100 listed entities) - Not applicable
3	The committee members have been made aware of their power, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
4	The meeting of the board of the directors and committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
5	The report submitted in the previous quarter has been placed before the Board of Directors in their Meeting held on 10.08.2018. There were no comments/observations/advice of the Board of Directors.
FOR H S INDIA LIMITED  Hitesh Limbani Company Secretary / Compliance Officer / Managing Director / CEO	

Note:

Information at Table I and II above need to be necessarily given in 1<sup>st</sup> quarter of each financial year. However if there is no change of information in subsequent quarter(s) of that financial year, this information may not be given by Listed entity and instead a statement "same as previous quarter" may be given.



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ANNEXURE - III

**Formate to be submitted by listed entity at the end of 6 months after end of financial year along-with second quarter of next financial year**

## I Affirmations

Board heading	Regulation Number	Compliance status (Yes/No/NA) <sup>refer note below</sup>
Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report <u>displayed on website</u>	46 (2)	Yes
Presence of Chairperson of Audit Committee at the Annual General Meeting	18 (1) (d)	Yes
Presence of Chairperson of the nomination and remuneration committee at the Annual General Meeting	19 (3)	Yes
Whether "Corporate Governance Report" disclosed in Annual Report	34 (3) read with para C of Schedule V	Yes

### Note :-

1 In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A.. For example, if the Board has been composed with the requirements of Listing Regulations, "Yes", may be indicated. Similarly, in case the Listed Entity has no related party transaction, the words "N.A" may be indicated.

2 If status is "No" details of non-compliance may be given here.

3 If the Listed Entity would like to provide any other information the same may be indicated here.

FOR H S INDIA LIMITED

*H. Limbani*

Hitesh Limbani

Company Secretary / Compliance Officer / Managing Director / CEO

