

Corporate Governance Report – Arshiya Limited

ANNEXURE I

Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity - **Arshiya Limited**
 2. Quarter ending - **30-Jun-2019**

i. Composition Of Board Of Director

T i t l e (M r / M s)	Name of the Director	DI N	P A N	C a t e g o r y (C h a i r p e r s o n / E x e c u t i v e / N o n - E x e c u t i v e / I n d e p e n d e n t / N o m i n e e)	S u b C a t e g o r y	Ini t i a l D a t e o f A p p o i n t m e n t	D a t e o f A p p o i n t m e n t	D a t e o f c e s s a t i o n	T e n u r e	D a t e o f B i r t h	No. o f D i r e c t o r s h i p i n l i s t e d e n t i t i e s i n c l u d i n g t h i s l i s t e d e n t i t y	No o f I n d e p e n d e n t D i r e c t o r s h i p i n l i s t e d e n t i t i e s i n c l u d i n g t h i s l i s t e d e n t i t y	No o f m e m b e r s h i p i n A u d i t / S t a k e h o l d e r C o m m i t t e (s) i n c l u d i n g t h i s l i s t e d e n t i t y	No o f p o s t o f C h a i r p e r s o n i n A u d i t / S t a k e h o l d e r C o m m i t t e h e l d i n l i s t e d e n t i t i e s i n c l u d i n g t h i s l i s t e d e n t i t y	M e m b e r s h i p i n C o m m i t t e e s o f t h e C o m p a n y	Rem a r k s
M r.	Ajay S Mittal	0 0 2 2 6 3 5 5	A A G P M	C & E D	M D	01- Oct- 2011	19- Apr- 2014			28- Jun - 196 5	2	0	3	0	AC,S C,N RC	
M r s	Archana A Mittal	0 0 7 0 3 2	A A G P M	E D	M D	25- Oct- 2005	19- Apr- 2014			14- Apr - 196 7	1	0	0	0		

		08	545C												
M r.	Ashishkumar Bairagra	0049591	A A I P B 6 2 1 1 G	ID	07-Aug-2006	10-Sep-2014		60	10-Feb-1979	1	1	1	3	AC,S C,N RC	
M r.	Rishabh Shah	00694160	A H E P S 1 5 3 0 J	ID	31-Dec-2005	10-Sep-2014		60	17-Feb-1971	1	1	2	2		
M r.	Mukesh Kacker	01569098	A G T P K 2 8 2 7 N	ID	28-Oct-2009	10-Sep-2014		60	13-Apr-1957	2	2	1	0		
M r.	Tara Sankar Bhattacharya	00157305	A E C P B 7 0 0 7 8 M	ID	24-May-2018	18-Sep-2018		60	24-Jan-1948	5	5	5	0	AC	

Company Remarks	
Whether Regular chairperson appointed	Yes
Whether Chairperson is related to MD or CEO	Yes

ii. **Composition of Committees**

a. **Audit Committee**

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Tara Sankar Bhattacharya	ID	Member	24-May-2018	
2	Rishabh Shah	ID	Member	10-Sep-2014	
3	Ajay S Mittal	C & ED	Member	10-Sep-2014	
4	Ashishkumar Bairagra	ID	Chairperson	10-Sep-2014	

Company Remarks	
Whether Permanent chairperson appointed	Yes

b. **Stakeholders Relationship Committee**

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Ashishkumar Bairagra	ID	Member	10-Sep-2014	
2	Ajay S Mittal	C & ED	Member	19-Apr-2014	
3	Rishabh Shah	ID	Chairperson	10-Sep-2014	

Company Remarks	
Whether Permanent chairperson appointed	Yes

c. **Risk Management Committee**

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
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Company Remarks	
Whether Permanent chairperson appointed	

d. **Nomination and Remuneration Committee**

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Rishabh Shah	ID	Member	10-Sep-2014	
2	Ajay S Mittal	C & ED	Member	19-Apr-2014	
3	Ashishkumar Bairagra	ID	Chairperson	10-Sep-2014	

Company Remarks	
Whether Permanent chairperson appointed	Yes

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	Whether requirement of Quorum met	Number of Directors present	Number of Independent Directors present
05-Feb-2019	19-Apr-2019	Yes	5	3
	16-May-2019	Yes	4	2

	27-May-2019	Yes	5	3
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Company Remarks	
Maximum gap between any two consecutive (in number of days)	72

iv. **Meeting of Committees**

Name of the Committee	Date(s) of meeting during of the committee in the previous quarter	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Number of Directors present	Number of independent directors present
Audit Committee	05-Feb-2019	27-May-2019	Yes	3	2
Stakeholders Relationship Committee	05-Feb-2019	27-May-2019	Yes	2	1
Nomination & Remuneration Committee		19-Apr-2019	Yes	3	3

Company Remarks	
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	110

v. **Related Party Transactions**

Subject	Compliance status (Yes/No/NA)	Remark
Whether prior approval of audit committee obtained	Yes	
Whether shareholder approval obtained for material RPT	Not Applicable	
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	

Disclosure of notes on related party transactions and Disclosure of notes of material related party transactions	
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VI. **Affirmations**

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**
 - b. Nomination & remuneration committee - **Yes**
 - c. Stakeholders relationship committee - **Yes**
 - d. Risk management committee (applicable to the top 100 listed entities) - **Not applicable**
3. 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**
 4. 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**
 5. a. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. - **Yes**
b. Any comments/observations/advice of Board of Directors may be mentioned here:

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Name : **SAVITA DALAL**
Designation : **Company Secretary & Compliance Officer**