



# 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: 30th September, 2016

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)
Mr.	Pushendra Radheshyam Bansal	ABIPB2394M & 00086343	Chairperson - Executive	28/10/2015	--	2	0	0
Mr.	Ramesh Radheshyam Bansal	ABMPB3035D & 00086256	Executive	01/08/2014	--	1	1	0
Ms.	Sangeeta Pushendra Bansal	AGIPB1414D & 01571275	Non-Executive	11/09/2014	--	2	0	0
Mr.	Pradeep Om Dhawan	AABPD9945J & 00519455	Non-Executive - Independent	11/09/2014	60	1	2	2
Mr.	Nilkanth Yogeshbhai Barot	AECPB5816R & 06689760	Non-Executive - Independent	30/05/2015	60	1	2	0
Mr.	Dinesh Parasram Mistry**	ARTPM0880C & 07411914	Non-Executive - Independent	13/02/2016	60	1	1	0

<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.

\*\* Mr. Dinesh Parashram Mistry appointed as a regular independent director in 27th Annual General Meeting held on 24.09.2016.

II. Composition of Committees		
Name of Committee	Name of Committee members	Category (Chairperson/Executive/Non-Executive/independent/Nominee) <sup>5</sup>
1. Audit Committee	Mr. Pradeep Om Dhawan	Chairman of the Committee- Non-Executive - Independent
	Mr. Ramesh Radheshyam Bansal	Executive
	Mr. Nilkanth Yogeshbhai Barot	Non-Executive - Independent
2. Nomination & Remuneration Committee	Mr. Pradeep Om Dhawan	Chairman of the Committee- Non-Executive - Independent
	Mr. Nilkanth Yogeshbhai Barot	Non-Executive - Independent
	Mr. Dinesh Parasram Mistry	Non-Executive - Independent
3. Risk Management Committee(if applicable)	Not Applicable	
4. Stakeholders Relationship Committee	Mr. Pradeep Om Dhawan	Chairman of the Committee- Non-Executive - Independent
	Mr. Nilkanth Yogeshbhai Barot	Non-Executive - Independent



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		Mr. Dinesh Parasram Mistry	Non-Executive - Independent
* 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			
<b>III. Meeting of Board of Directors</b>			
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, 2016	16th July, 2016	46 Days	
	13th August, 2016	27 Days	
<b>IV. Meeting of Committees - Audit Committee</b>			
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*
13th August, 2016	Yes	30th May, 2016	74 Days
* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional			
<b>V. Related Party Transactions</b>			
<b>Subject</b>		<b>Compliance status (Yes/No/NA)<sup>refer note below</sup></b>	
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	
<b>Note</b>			
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.		
<b>VI. Affirmations</b>			
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 Board of Directors in their Meeting held on 16.07.2016. There were no comments/observations/advice of 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 displayed on website	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

  
Hitesh Limbani



Company Secretary / Compliance Officer / Managing Director / CEO