



# SIDH MANAGEMENT CORPORATE SERVICES LTD.

CIN NO.: L65999DL1985PLC019846

14<sup>th</sup> January, 2019

To,  
Metropolitan Stock Exchange of India Limited  
Vibgyor Towers, 4<sup>th</sup> Floor,  
Plot No C 62, Opp. Trident Hotel  
Bandra Kurla Complex,  
Bandra (E), Mumbai – 400 098

Dear Sir,

**Sub:- Compliance Report on Corporate Governance as per Regulation 27 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

We attach herewith quarterly compliance report on Corporate Governance as per Regulation 27(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in the format of Annexure I for the quarter ended December 31, 2018.

Please acknowledge the receipt.

Yours faithfully,

For Sidh Management Corporate Services Limited

*Dinesh Sharma*

Dinesh Sharma  
Whole Time Director  
DIN: 07526355



Encl.: As above



## Corporate Governance

Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity : Sidh Management Corporate Services Limited  
2. Quarter ending : 31<sup>st</sup> December, 2018

I. Composition of Board of Directors									
Title (Mr./Ms)	Name of the Director	PAN\$ & DIN	Category (Chairperson/ Executive/ Non-Executive/ independent/ Nominee) &	Date of Appointment in the current term /cessation	Tenure ( In Months)*	No of Directorship in listed entities including this listed entity (Refer Regulation 25(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)
Mr.	Dinesh Sharma	PAN: CNRPS2437M DIN: 07526355	Whole-Time Director	15/12/2016	0	1	0	0	0
Mr.	Dhanpat Kumar Bothra	PAN: AECPB4173P DIN: 02838445	Non Executive - Independent Director	26/09/2015	39	1	2	0	0
Mr.	Biswajit Barua	PAN: AXVPB8032B DIN: 06992250	Non Executive - Independent Director	30/09/2014	51	1	0	2	2
Mrs.	Bela Garg	PAN: ALKPG5290R DIN: 03422782	Woman Director / Non Executive - Independent Director	30/09/2014	51	1	1	0	0
Mrs.	Sunita Hanuman Singhi	PAN: CCSPS3473H DIN: 06992243	Non Executive - Independent Director	30/09/2014	51	2	3	0	0
Mr.	Gopal Paul	PAN: BBUPP6099L	Chief Financial Officer	15/12/2016	0	NA	NA	NA	NA
Ms.	Shruti Jain	PAN: AJCPJ1797N	Company Secretary	15/12/2016	0	NA	NA	NA	NA
Mr.	Jyotiraaditya Singha	PAN: AQRPS6886K DIN: 02354678	Non- Executive - Independent Director	14/12/2018 (Date of Cessation)	23	NA	NA	NA	NA

\$PAN number of any director would not be displayed on the website of Stock Exchange

&Category of directors 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		
Name of Committee	Name of Committee members	Category (Chairperson/Executive/Non-Executive/independent/Nominee) \$
1. Audit Committee	Mr. Dhanpat Kumar Bothra Mrs. Bela Garg Mr. Biswajit Barua	Non- Executive Independent Director Non - Executive Independent Director Chairperson / Non Executive - Independent Director
2. Nomination & Remuneration Committee	Mr. Dhanpat Kumar Bothra Mr. Biswajit Barua Mrs. Sunita Hanuman Singhi Not Applicable	Non - Executive Independent Director Chairperson / Non - Executive Independent Director Non - Executive Independent Director
3. Risk Management Committee(if applicable)	Not Applicable	Not Applicable
4. Stakeholders Relationship Committee	Mr. Dhanpat Kumar Bothra Mr. Biswajit Barua Mrs. Sunita Hanuman Singhi	Non - Executive Independent Director Chairperson / Non - Executive Independent Director Non - Executive Independent Director
&Category of directors 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)
August 10 <sup>th</sup> , 2018	14 <sup>th</sup> November, 2018	95 days
	14 <sup>th</sup> December, 2018	29 days

IV. Meeting of Committees		
Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)	Maximum gap between any two consecutive meetings in number of days*
Audit Committee 14 <sup>th</sup> November, 2018	Yes - All Members Present	95 days
* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional		

V. Related Party Transactions	
Subject	Compliance status (Yes/No/NA)refer note below
Whether prior approval of audit committee obtained	NA*
Whether shareholder approval obtained for material RPT	NA*
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	NA*

**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 Regulations, "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.

\*There were no contracts or arrangements made with related parties as defined under Section 188 of the Companies Act, 2013 during the relevant quarter ended under review.





**VI. Affirmations**

1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
2. The composition of the following committees 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)
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.
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.
5. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of Board of Directors may be mentioned here:

**For Sidh Management Corporate Services Limited**

*Dinesh Sharma*

**Dinesh Sharma**

**Company Secretary / Compliance Officer / Managing Director - WTD / CEO**

