

QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE

ANNEXURE I

1. Name of Listed Entity: Vishal Chay Vyapar Limited
2. Quarter ending: 30th September, 2016

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 /Resignation	Tenure*	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 24(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 24(1) of Listing Regulations)
Mr.	CHAMPAL LAL PAREEK	AEKPP9135M & 00030815	Managing Director	Appointment: 20.05.2015		7	6	6
Mr.	TARAK NATH DEY	AVPD0709D & 00434396	Non-Executive, Independent Director	Appointment: 24.09.2015	Till 2020	7	7	3
Mr.	BINOD BHANI	ASHPW735JK & 02471338	Non-Executive, Independent Director	Appointment: 24.09.2015	Till 2020	1	1	0
Ms.	TRIPTY MODI	BFCPM8562H & 07203672	Non-Executive, Non-Independent Director	Appointment: 29.09.2016		5	1	0
Mrs.	CHANCHAL RUNGTA	BFPMMS176B & 07590027	Non-Executive, Non-Independent Director	Appointment: 29.09.2016		6	0	0

\*SPAN 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	Champa Lal Pareek	Managing Director
	Tarak Nath Dey	Non-Executive, Independent Director
	Binod Bhani	Non-Executive, Independent Director
2. Nomination & Remuneration Committee	Champa Lal Pareek	Managing Director
	Tarak Nath Dey	Non-Executive, Independent Director
	Binod Bhani	Non-Executive, Independent Director
3. Risk Management Committee(if applicable)		
4. Stakeholders Relationship Committee*	Champa Lal Pareek	Managing Director
	Tarak Nath Dey	Non-Executive, Independent Director
	Binod Bhani	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)
13.04.2016 24.05.2016	13.08.2016 29.08.2016	16 days

IV. Meeting of Committees			
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*
<b>AUDIT COMMITTEE</b>			
10.08.2016	Yes	12.04.2016 24.05.2016	78 days

\* This information has to be mandatorily 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 disclosed by Audit Committee	NA

- Note
1. In the column "Compliance Status", compliance or non-compliance may be indicated by "Yes/No/NA". 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.

VI. Affirmations	
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	Yes
a. Audit Committee	Yes
b. Nomination & remuneration committee	Yes
c. Stakeholders relationship committee	Yes
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

  
 Signature:  
 Name : Champa Lal Pareek  
 Designation: Managing Director

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

### I. Affirmations

Broad heading	Regulation Number	Compliance status (Yes/No/NA)refer
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	NA

### Note

- 1) In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A.. For example, if
- 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.



Signature:

Name : Champa Lal Pareek

Designation: Managing Director