

# VISISTH CHAY VYAPAR LTD.

**Registered Office** : A-446, Basement,  
Defence Colony, New Delhi - 110 024

**Head Office** : 5, Gorky Terrace  
2nd Floor, Kolkata - 700 017  
Phone : 033-66133300  
Fax : 033-66133303  
E-mail : corp@citystarinfra.com

Date: 11/01/2018

To  
The Metropolitan Stock Exchange of India Ltd. (MSEI)  
Vibgyor Towers, 4th Floor,  
Plot No C 62, G-Block,  
Opp. Trident Hotel,  
BandraKurla Complex,  
Bandra (E), Mumbai-400098, India.

**Sub: - Compliance Report on Corporate Governance**

Dear Sir,

We are sending the following reports in the prescribed format as required under Regulation 27 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular dated 24.09.2015:

1. Compliance Report on Corporate Governance for the Quarter ending December 31, 2017 as per Annexure I.

The above reports shall be placed before the Board of Directors in its forthcoming meeting.

Thanking you,

For, Visisth Chay Vyapar Limited



Tarak Nath Dey  
Director  
Din-00343396

Encl.: As above

1. Name of Listed Entity: Visisth Chay Vyapar Limited  
 2. Quarter ending: 31st December, 2017.

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*	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.	CHAMPA LAL PAREEK	AEKPP9135M & 00030815	Managing Director	26.05.1989		7	10	5
Mr.	TARAK NATH DEY	AIVPD7009D & 00343396	Non-Executive, independent Director	15.01.2015	TILL 2020	7	10	5
Mr.	BINOD BIHANI	AKHPB7263K & 02471328	Non-Executive, independent Director	09.09.1985	TILL 2020	1	2	0
Ms.	TRIPTY MODI	BFCPM8562H & 07203672	Non-Executive, Non-independent Director	13.08.2016		5	2	0
Mrs.	CHANCHAL RUNGTA	BFMPM5176B & 07590027	Non-Executive, Non-independent Director	13.08.2016		6	0	0

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 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	Chairperson, Non Executive, Independent Director
	Binod Bihani	Non-Executive, Independent Director
	Champa Lal Pareek	Chairperson, Managing Director
2. Nomination & Remuneration Committee	Tarak Nath Dey	Non Executive, Independent Director
	Binod Bihani	Non-Executive, Independent Director
	N.A.	
3. Risk Management Committee(if applicable)	Champa Lal Pareek	Chairperson, Managing Director
	Tarak Nath Dey	Non Executive, Independent Director
	Binod Bihani	Non-Executive, Independent Director
4. Stakeholders Relationship Committee'	Champa Lal Pareek	Chairperson, Managing Director
	Tarak Nath Dey	Non Executive, Independent Director
	Binod Bihani	Non-Executive, Independent Director

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)
11/08/2017	08/11/2017	88

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>			
11/08/2017	Yes	08/11/2017	88

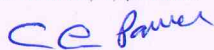
\* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional

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.

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
5 This report and/or the report submitted in the previous quarter has been placed before the Board of Directors. Any comments/observations/advice of Board of Directors may be mentioned here. The Report for the quarter Ended 30th September, 2017 was placed in the Board Meeting held on 8th November, 2017. However no comments/ observation or advice was given by the board. This report for the quarter ended 31st December, 2017 will be palced at the ensuing meeting of the Board of Directors.	

For, Visisth Chay Vyapar Limited



Signature:  
 Name - Champa Lal Pareek  
 Designation - Managing Director