

VISISTH CHAY VYAPAR LTD.

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Defence Colony, New Delhi - 110 024

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

Date: 11/07/2022

Scrip code: VISISTH

Dear Sir,

Sub: Compliance Report on Corporate Governance

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 ended June 30, 2022.

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

Thanking you,

For Visisth Chay Vyapar Limited
For Visisth Chay Vyapar Ltd,

Chanchal Rungta

Director

Chanchal Rungta
Director
DIN: 07590027

| XBRL Excel Utility | |
|--------------------|--|
| 1. | Overview |
| 2. | Before you begin |
| 3. | Index |
| 4. | Steps for Filing Corporate Governance Report |
| 5. | Fill up the data in excel utility |

| 1. Overview |
|---|
| The excel utility can be used for creating the XBRL/XML file for e-filing of Corporate Governance Report |
| XBRL filing consists of two processes. Firstly generation of XBRL/XML file and upload of generated XBRL/XML file to MSE Listing Center. |

| 2. Before you begin |
|---|
| 1. The version of Microsoft Excel in your system should be Microsoft Office Excel 2007 and above. |
| 2. The system should have a file compression software to unzip excel utility file. |
| 3. Make sure that you have downloaded the latest Excel Utility from MSE Website to your local system. |
| 4. Make sure that you have downloaded the Chrome Browser to view report generated from Excel utility |
| 5. Please enable the Macros (if disabled) as per instructions given in manual, so that all the functionalities of Excel Utility works fine. Please first go through Enable Macro - Manual attached with zip file. |

| 3. Index | | |
|----------|--|---|
| 1 | Details of general information about company | General Info |
| 2 | Composition of BOD | Annexure I - Composition of BOD |
| 3 | Composition of Committee | Annexure I - Composition of Committee |
| 4 | Meeting of BOD | Annexure I - Meeting of BOD |
| 5 | Meeting of Committees | Annexure I - Meeting of Committees |
| 6 | Related Party Transaction | Annexure I - Related Party Transaction |
| 7 | Affirmation | Annexure I - Affirmation |
| 8 | Website | Annexure II - Website |
| 9 | Annual Affirmation | Annexure II - Annual Affirmation |
| 10 | Annual Affirmation Continue | Annexure II - Annual Affirmation Continue |
| 11 | Annexure III | Annexure III |
| 12 | Signatory Details | Signatory Details |

| 4. Steps for Filing Corporate Governance Report |
|--|
| I. Fill up the data: Navigate to each field of every section in the sheet to provide applicable data in correct format. (Formats will get reflected while filling data.) - Use paste special command to paste data from other sheet. |
| II. Validating Sheets: Click on the " Validate " button to ensure that the sheet has been properly filled and also data has been furnished in proper format. If there are some errors on the sheet, excel utility will prompt you about the same. |
| III. Validate All Sheets: Click on the " Home " button. And then click on "Validate All Sheet" button to ensure that all sheets has been properly filled and validated successfully. If there are some errors on the sheet, excel utility will prompt you about the same and stop validation at the same time. After correction, once again follow the same procedure to validate all sheets. Excel Utility will not allow you to generate XBRL/XML until you rectify all errors. |
| IV. Generate XML : Excel Utility will not allow you to generate XBRL/XML unless successful validation of all sheet is completed. Now click on "Generate XML" to generate XBRL/XML file. - Save the XBRL/XML file in your desired folder in local system. |
| V. Generate Report : Excel Utility will allow you to generate Report. Now click on "Generate Report" to generate html report. - Save the HTML Report file in your desired folder in local system. - To view HTML Report open "Chrome Web Browser" . - To print report in PDF Format, Click on print button and save as PDF. |
| VI. Upload XML file to MSE Listing Center: For uploading the XBRL/XML file generated through Utility, login to MSE Listing Center and upload generated xml file. On Upload screen provide the required information and browse to select XML file and submit the XML. |

| 5. Fill up the data in excel utility |
|---|
| 1. Cells with red fonts indicate mandatory fields. |
| 2. If mandatory field is left empty, then Utility will not allow you to proceed further for generating XML. |
| 3. You are not allowed to enter data in the Grey Cells. |
| 4. If fields are not applicable to your company then leave it blank. Do not insert Zero unless it is a mandatory field. |
| 5. Data provided must be in correct format, otherwise Utility will not allow you to proceed further for generating XML. |
| 6. Select data from "Dropdown list" wherever applicable. |
| 7. Adding Notes: Click on "Add Notes" button to add notes |

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General information about company

| | |
|--|-----------------------------|
| Scrip code | 000000 |
| NSE Symbol | |
| MSEI Symbol | VISISTH |
| ISIN | INE178W01010 |
| Name of the entity | VISISTH CHAY VYAPAR LIMITED |
| Date of start of financial year | 01-04-2022 |
| Date of end of financial year | 31-03-2023 |
| Reporting Quarter | Quarterly |
| Date of Report | 30-06-2022 |
| Risk management committee | Not Applicable |
| Market Capitalisation as per immediate previous Financial Year | Any other |

Enter the quarter ended date only

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Annexure I

Annexure I to be submitted by listed entity on quarterly basis
I. Composition of Board of Directors

| Disclosure of notes on composition of board of directors explanatory | | | | | | | | | | | | | | | | | | | | | |
|--|----------------|----------------------|------------|----------|--|-------------------------|-------------------------|---------------|---|------------------------------------|-----------------------------|------------------------|-------------------|--------------------------------|--|---|---|--|-----------------------------|-----------------------------|--|
| Whether the listed entity has a Regular Chairperson | | | | | | | | | | | | | | | | | | | | | |
| Whether Chairperson is related to MD or CEO | | | | | | | | | | | | | | | | | | | | | |
| Add Notes | | | | | | | | | | | | | | | | | | | | | |
| Sr | Title (Mr./Ms) | Name of the Director | PAN | DIN | Category 1 of directors | Category 2 of directors | Category 3 of directors | Date of Birth | Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations] | Date of passing special resolution | Initial Date of appointment | Date of Re-appointment | Date of cessation | Tenure of director (in months) | No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations) | No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(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) | Notes for not providing PAN | Notes for not providing DIN | |
| 1 | Mr | CHAMPA LAL PAREEK | AEKPP9135M | 00030815 | Executive Director | Not Applicable | MD | 01-02-1957 | NA | | 26-05-1989 | | 29-09-2020 | | | 2 | 2 | 5 | 3 | | |
| 2 | Ms | TRIPTI NADGI | BFCHM85G3H | 07203672 | Non-Executive - Non Independent Director | Not Applicable | | 07-02-1993 | NA | | 13-08-2016 | | 30-06-2021 | | | 7 | 0 | 5 | 1 | | |
| 3 | Mrs | KRANJAL KUNGIYA | BFMFM5170B | 07590027 | Non-Executive - Non Independent Director | Not Applicable | | 02-08-1991 | NA | | 13-08-2016 | | 30-06-2021 | | | 6 | 0 | 4 | 5 | | |
| 4 | Mr | AVI LUNIA | AKKPL489W | 07687360 | Non-Executive - Independent Director | Chairperson | | 05-03-1995 | NA | | 29-09-2020 | | | 22 | | 6 | 6 | 8 | 2 | | |
| 5 | Mr | MOHIT PARAMH | AMNPP0375Q | 02033194 | Non-Executive - Independent Director | Not Applicable | | 18-04-1984 | NA | | 29-09-2020 | | | 22 | | 4 | 4 | 3 | 3 | | |

Annexure 1

II. Composition of Committees

Disclosure of notes on composition of committees explanatory

Add Notes

For this quarter kindly note the following points:

1. Date of Appointment and Date of Cessation (if applicable) must be mandatorily filled for every Committee.
2. Date of Appointment can be any day upto September 30, 2021.
3. Date of Cessation must be for the current quarter only, i.e. July 1,2021 to September 30,2021

Note: Please enter DIN. After entering DIN, Name of Committee members and Category 1 of Directors shall be pre-filled automatically

| Audit Committee Details | | | | | | | |
|---|------------|---------------------------|--|-------------------------|---------------------|-------------------|---------|
| Whether the Audit Committee has a Regular Chairperson | | | | | Yes | | |
| Sr | DIN Number | Name of Committee members | Category 1 of directors | Category 2 of directors | Date of Appointment | Date of Cessation | Remarks |
| 1 | 07590027 | CHANCHAL RUNGTA | Non-Executive - Non Independent Director | Member | 01-07-2018 | | |
| 2 | 07687360 | AVI LUNIA | Non-Executive - Independent Director | Member | 29-09-2020 | | |
| 3 | 02033194 | MOHIT PARAKH | Non-Executive - Independent Director | Chairperson | 29-09-2020 | | |
| 4 | | | | | | | |
| 5 | | | | | | | |
| 6 | | | | | | | |
| 7 | | | | | | | |
| 8 | | | | | | | |
| 9 | | | | | | | |
| 10 | | | | | | | |

Note: Please enter DIN. After entering DIN, Name of Committee members and Category 1 of Directors shall be pre-filled automatically

| Nomination and remuneration committee | | | | | | | |
|---|------------|---------------------------|--|-------------------------|---------------------|-------------------|---------|
| Whether the Nomination and remuneration committee has a Regular Chairperson | | | | | Yes | | |
| Sr | DIN Number | Name of Committee members | Category 1 of directors | Category 2 of directors | Date of Appointment | Date of Cessation | Remarks |
| 1 | 02033194 | MOHIT PARAKH | Non-Executive - Independent Director | Chairperson | 29-09-2020 | | |
| 2 | 07687360 | AVI LUNIA | Non-Executive - Independent Director | Member | 29-09-2020 | | |
| 3 | 07203672 | TRIPTI MODI | Non-Executive - Non Independent Director | Member | 01-07-2018 | | |
| 4 | | | | | | | |
| 5 | | | | | | | |
| 6 | | | | | | | |
| 7 | | | | | | | |
| 8 | | | | | | | |
| 9 | | | | | | | |
| 10 | | | | | | | |

Note: Please enter DIN. After entering DIN, Name of Committee members and Category 1 of Directors shall be pre-filled automatically

| Stakeholders Relationship Committee | | | | | | | |
|---|------------|---------------------------|--|-------------------------|---------------------|-------------------|---------|
| Whether the Stakeholders Relationship Committee has a Regular Chairperson | | | | | Yes | | |
| Sr | DIN Number | Name of Committee members | Category 1 of directors | Category 2 of directors | Date of Appointment | Date of Cessation | Remarks |
| 1 | 07590027 | CHANCHAL RUNGTA | Non-Executive - Non Independent Director | Chairperson | 29-09-2020 | | |
| 2 | 02033194 | MOHIT PARAKH | Non-Executive - Independent Director | Member | 29-09-2020 | | |
| 3 | 07203672 | TRIPTI MODI | Non-Executive - Non Independent Director | Member | 29-09-2020 | | |
| 4 | | | | | | | |
| 5 | | | | | | | |
| 6 | | | | | | | |
| 7 | | | | | | | |
| 8 | | | | | | | |
| 9 | | | | | | | |
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| Risk Management Committee | | | | | | | |
|---|------------|---------------------------|-------------------------|-------------------------|---------------------|-------------------|---------|
| Whether the Risk Management Committee has a Regular Chairperson | | | | | | | |
| Sr | DIN Number | Name of Committee members | Category 1 of directors | Category 2 of directors | Date of Appointment | Date of Cessation | Remarks |
| 1 | | | | | | | |
| 2 | | | | | | | |
| 3 | | | | | | | |
| 4 | | | | | | | |
| 5 | | | | | | | |
| 6 | | | | | | | |
| 7 | | | | | | | |
| 8 | | | | | | | |
| 9 | | | | | | | |
| 10 | | | | | | | |

Note: Please enter DIN. After entering DIN, Name of Committee members and Category 1 of Directors shall be pre-filled automatically

| Corporate Social Responsibility Committee | | | | | | | |
|---|------------|---------------------------|-------------------------|-------------------------|---------------------|-------------------|---------|
| Whether the Corporate Social Responsibility Committee has a Regular Chairperson | | | | | | | |
| Sr | DIN Number | Name of Committee members | Category 1 of directors | Category 2 of directors | Date of Appointment | Date of Cessation | Remarks |
| 1 | | | | | | | |
| 2 | | | | | | | |
| 3 | | | | | | | |
| 4 | | | | | | | |
| 5 | | | | | | | |
| 6 | | | | | | | |
| 7 | | | | | | | |
| 8 | | | | | | | |
| 9 | | | | | | | |
| 10 | | | | | | | |

| Other Committee | | | | | | |
|-----------------|------------|---------------------------|-------------------------|-------------------------|-------------------------|---------|
| Sr | DIN Number | Name of Committee members | Name of other committee | Category 1 of directors | Category 2 of directors | Remarks |
| 1 | | | | | | |
| 2 | | | | | | |
| 3 | | | | | | |
| 4 | | | | | | |
| 5 | | | | | | |
| 6 | | | | | | |
| 7 | | | | | | |
| 8 | | | | | | |
| 9 | | | | | | |
| 10 | | | | | | |

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Disclosure of notes on meeting of board of directors explanatory

[Add Notes](#)

| Sr | Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order) | Maximum gap between any two consecutive (in number of days) | Notes for not providing Date | Whether requirement of Quorum met (Yes/No) | Number of Directors present* (All directors including Independent Director) | No. of Independent Directors attending the meeting* |
|----|---|---|------------------------------|--|---|---|
| | Add Delete | | | | | |
| 1 | 08-03-2022 | | | Yes | 5 | 2 |
| 2 | 30-05-2022 | 82 | | Yes | 5 | 2 |

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* to be filled in only for the current quarter meetings

| Annexure 1 | | | | | | | | |
|--|---------------------------------------|---|---|-------------------------|-------------------------------|--|---|---|
| IV. Meeting of Committees | | | | | | | | |
| Disclosure of notes on meeting of committees explanatory | | | | | | | Add Notes | |
| Sr | Name of Committee | Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order) | Maximum gap between any two consecutive (in number of days) | Name of other committee | Reason for not providing date | Whether requirement of Quorum met (Yes/No) | Number of Directors present* (All directors including Independent Director) | No. of Independent Directors attending the meeting* |
| Add | | Delete | | | | | | |
| 1 | Audit Committee | 08-03-2022 | | | | Yes | 3 | 2 |
| 2 | Audit Committee | 30-05-2022 | 82 | | | Yes | 3 | 2 |
| 3 | Nomination and remuneration committee | 08-03-2022 | | | | Yes | 3 | 2 |
| 4 | Nomination and remuneration committee | 30-05-2022 | | | | Yes | 3 | 2 |
| 5 | Stakeholders Relationship Committee | 08-03-2022 | | | | Yes | 3 | 2 |
| 6 | Stakeholders Relationship Committee | 30-05-2022 | | | | Yes | 3 | 2 |

* to be filled in only for the current quarter meetings

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| Sr | Subject | Compliance status (Yes/No/NA) | If status is "No" details of non-compliance may be given here. |
|---|--|--|---|
| 1 | Whether prior approval of audit committee obtained | Yes | |
| 2 | Whether shareholder approval obtained for material RPT | NA | |
| 3 | Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee | NA | |
| Disclosure of notes on related party transactions | | | Add Notes |
| Disclosure of notes of material transaction with related party | | | Add Notes |

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| Annexure 1 | | |
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| VI. Affirmations | | |
| Sr | 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 a. Audit Committee | Yes |
| 3 | The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee | Yes |
| 4 | The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee | Yes |
| 5 | The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 500 listed entities) | NA |
| 6 | 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 |
| 7 | 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 |
| 8 | This report and/or the report submitted in the previous quarter has been placed before Board of Directors. | Yes |
| 9 | Any comments/observations/advice of Board of Directors may be mentioned here: | Add Notes |

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| Annexure 1 | | |
|------------|-------------------|--|
| Sr | Subject | Compliance status |
| 1 | Name of signatory | SHILPI PODDAR |
| 2 | Designation | Company Secretary and Compliance Officer |

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Signatory Details

| | |
|-----------------------|--|
| Name of signatory | SHILPI PODDAR |
| Designation of person | Company Secretary and Compliance Officer |
| Place | KOLKATA |
| Date | 30-06-2022 |

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