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General information about company

Scrip code	506863
Name of the entity	SWADESHI INDUSTRIES AND LEASING LTD
Date of start of financial year	01-04-2015
Date of end of financial year	31-03-2016
Reporting Quarter	Yearly
Date of Report	31-03-2016
Risk management committee	Not Applicable

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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

Note

Is there any change in composition of board of directors compare to previous quarter

Yes

Sr (Mr / Ms)	Title Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of appointment in the current term	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities	Notes
1	Mr JAGDISHCHANDRA HANSRAJ GHU	AAIPG6171A	00519468	Non-Executive - Independent Director	Not Applicable		10-02-2016		1	3	1	0	
2	Ms KRISHNA KAMALKISHOR VYAS	AWWPFV5631Q	07444324	Non-Executive - Independent Director	Not Applicable		19-02-2016		1	1	1	0	
3	Mr KAMAL KISHOR HARI KISHAN VYAS	AGNPB7021K	03507954	Non-Executive - Independent Director	Not Applicable		10-02-2016		24	0	0	0	
4	Mrs LEELA DEVI SANKLECHA	ACOPS649SD	06832283	Non-Executive - Non Independent Director	Not Applicable		10-02-2016			0	0	0	
5	Mr GOURAV JAIN	ADVPJ642SE	06794973	Non-Executive - Non Independent Director	Chairperson					1	1	0	
6	Mr AMIT KUMAR	ALHPK4065F	06393899	Non-Executive - Independent Director	Not Applicable				24	1	1	1	
7	Mr AMITKUMAR VINOD AGARWAL	AKMPA9976D	06406596	Non-Executive - Independent Director	Not Applicable		10-02-2016		24	0	0	0	

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Annexure 1

II. Composition of Committees

Disclosure of notes on composition of committees explanatory

[Add Notes](#)

Is there any change in composition of committees compare to previous quarter

Yes

Sr	Name Of Committee	Name of Committee members	Category 1 of directors	Category 2 of directors	Name of other committee
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1	Audit Committee	Amit Kumar	Non-Executive - Independent Director	Chairperson	
2	Audit Committee	Gourav Jain	Non-Executive - Non Independent Director	Member	
3	Audit Committee	KRISHNA KAMALKISHOR VVAS	Non-Executive - Independent Director	Member	
4	Audit Committee	JAGDISHCHANDRA HANSRAJ GHUMARA	Non-Executive - Independent Director	Member	
5	Nomination and remuneration committee	Amit Kumar	Non-Executive - Independent Director	Chairperson	
6	Nomination and remuneration committee	Gourav Jain	Non-Executive - Non Independent Director	Member	
7	Nomination and remuneration committee	KRISHNA KAMALKISHOR VVAS	Non-Executive - Independent Director	Member	
8	Nomination and remuneration committee	JAGDISHCHANDRA HANSRAJ GHUMARA	Non-Executive - Independent Director	Member	
9	Stakeholders Relationship Committee	Amit Kumar	Non-Executive - Independent Director	Chairperson	
10	Stakeholders Relationship Committee	Gourav Jain	Non-Executive - Non Independent Director	Member	
11	Stakeholders Relationship Committee	KRISHNA KAMALKISHOR VVAS JAGDISHCHANDRA HANSRAJ	Non-Executive - Independent Director	Member	
12	Stakeholders Relationship Committee	GHUMARA	Non-Executive - Independent Director	Member	

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Annexure 1

III. Meeting of Board of Directors

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)
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1	06-11-2015	
2	10-02-2016	95

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Disclosure of notes on meeting of committees explanatory

[Add Notes](#)

Sr	Name of Committee	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)	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)
	Add	Delete				
1	Audit Committee	10-02-2016	Yes		06-11-2015	95
2	Nomination and remuneration committee	10-02-2016	Yes		06-11-2015	95
3	Stakeholders Relationship Committee	10-02-2016	Yes		06-11-2015	95

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Annexure 1

V. Related Party Transactions

Sr	Subject	Compliance status	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	Yes	
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

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 100 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. Any comments/observations/advice of Board of Directors may be mentioned here:	Add Notes
9	Any other information to be provided	Add Notes

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Annexure II

Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)

1. Disclosure on website in terms of Listing Regulations				
Sr	Item	Compliance status	If status is "No" details of non-	Web address
1	Details of business	Yes		www.swadeshiglobal.com
2	Terms and conditions of appointment of independent directors	Yes		www.swadeshiglobal.com
3	Composition of various committees of board of directors	Yes		www.swadeshiglobal.com
4	Code of conduct of board of directors and senior management personnel	Yes		www.swadeshiglobal.com
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		www.swadeshiglobal.com
6	Criteria of making payments to non-executive directors	Yes		www.swadeshiglobal.com
7	Policy on dealing with related party transactions	Yes		www.swadeshiglobal.com
8	Policy for determining 'material' subsidiaries	Yes		www.swadeshiglobal.com
9	Details of familiarization programmes imparted to independent directors	Yes		www.swadeshiglobal.com
10	Contact information of the designated officials of the listed entity who are responsible for	Yes		www.swadeshiglobal.com
11	email address for grievance redressal and other relevant details	Yes		www.swadeshiglobal.com
12	Financial results	Yes		www.swadeshiglobal.com
13	Shareholding pattern	Yes		www.swadeshiglobal.com
14	Details of agreements entered into with the media companies and/or their associates	NA		
15	New name and the old name of the listed entity	NA		
16	Disclosure of notes on website in terms of Listing Regulations explanatory [Text Block]		Add Notes	

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Annexure II

II. Annual Affirmations

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be
1	Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes	
2	Board composition	17(1)	Yes	
3	Meeting of Board of directors	17(2)	Yes	
4	Review of Compliance Reports	17(3)	Yes	
5	Plans for orderly succession for appointments	17(4)	Yes	
6	Code of Conduct	17(5)	Yes	
7	Fees/compensation	17(6)	Yes	
8	Minimum Information	17(7)	Yes	
9	Compliance Certificate	17(8)	Yes	
10	Risk Assessment & Management	17(9)	NA	
11	Performance Evaluation of Independent Directors	17(10)	Yes	
12	Composition of Audit Committee	18(1)	Yes	
13	Meeting of Audit Committee	18(2)	Yes	
14	Composition of nomination & remuneration committee	19(1) & (2)	Yes	
15	Composition of Stakeholder Relationship Committee	20(1) & (2)	Yes	
16	Composition and role of risk management committee	21(1),(2),(3),(4)	NA	
17	Vigil Mechanism	22	Yes	
18	Policy for related party Transaction	23(1),(5),(6),(7) & (8)	Yes	
19	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
20	Approval for material related party transactions	23(4)	NA	
21	Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA	
22	Other Corporate Governance requirements with respect to subsidiary of listed Maximum Directorship & Tenure	24(2),(3),(4),(5) & (6)	NA	
23	Meeting of independent directors	25(1) & (2)	Yes	
24	Familiarization of independent directors	25(3) & (4)	Yes	
25	Memberships in Committees	25(7)	Yes	
26	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(1)	Yes	
27	Disclosure of Shareholding by Non-Executive Directors	26(3)	Yes	
28	Policy with respect to Obligations of directors and senior management	26(4)	Yes	
29	Any other information to be provided	26(2) & 26(5)	Yes	

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Sr	Particulars	Compliance status (Yes/No/NA)
1	The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied	NA
Any other information to be provided		Add Notes

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Signatory Details

Name of signatory	Gourav jain
Designation of person	Managing Director
Place	Mumbai
Date	12-04-2016

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