

Compliance Report on Corporate Governance

1	Name of Listed Entity	MINT INVESTMENTS LIMITED
2	Quarter ending	31.03.2016

I. Composition of Board of Directors								
Title (Mr. / Ms)	Name of the Director	PAN ^s & DIN	Category (Chairperson / Executive/ Non- Executive/ Independent/ Nominee)*	Date of Appointmen t in the current term /cessation	Tenure*	No. of Directorship in listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulations)	No. 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.	C.K. Dhanuka	PAN- ADGPD0857 K DIN- 00005684	Non- Executive Chairman/ Promoter	30.08.1988		6	6	1
Mr.	Mrigank Dhanuka	PAN- ADLPD0161H DIN- 00005666	Non- Executive/ Non- Independent	31.01.2003		5	1	-
Mrs.	Aruna Dhanuka	PAN- ADQPD2489 R DIN- 00005677	Non- Executive/ Non- Independent	29.06.1995		3	2	-
Mr.	M.L Kkenka	PAN – AFJPK3723Q DIN- 00012325	Independent/ Non- Executive	20.09.1996	Appointed as Independent Director for 5 years with effect from 1 st October,201 4	1	2	1
Mr.	Yashwan t Daga	PAN- AFYPD7477F DIN- 00040632	Independent / Non- Executive	31.01.2006	Appointed as Independent Director for 5 years with effect from 1 st October,201 4	6	10	-
Mr.	Anil Bhutoria	PAN- AEAPB1038D DIN- 00705794	Independent/ Non- Executive	22.04.2009	Appointed as Independent Director for 5 years with effect from 1 st October,201 4	1	-	-
Mrs.	Bharati Dhanuka	PAN- AAQPJ2406B DIN- 02397650	Executive (Managing Director) / Non- Independent	22.04.2009		1	-	-
Mr.	B.L. Chandak	PAN- ACLPC2875N DIN-	Independent / Non- Executive	31.03.2004	Appointed as Independent Director for	3	2	1

		00057273			5 years with effect from 1 st October, 2014			
[§] 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		B.L. Chandak M.L.Khemka Yashwant Daga			Chairman/ Non-Executive Independent Non-Executive Independent Non-Executive Independent			
2. Nomination & Remuneration Committee		M.L.Khemka B.L. Chandak Anil Bhutoria Yashwant Daga			Chairman /Non-Executive Independent Non-Executive Independent Non-Executive Independent Non-Executive Independent			
3. Stakeholders Relationship Committee [*]		M.L.Khemka B.L. Chandak Yashwant Daga			Chairman/ Non-Executive Independent Non-Executive Independent Non-Executive Independent			
^{&} 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)
09.11.2015	12.02.2016	95

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*
Audit Committee 12.02.2016	Yes, 3 present out of 3	09.11.15	95
Stakeholders Relationship Committee – No meeting held	-	-	-

* 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	Yes
Whether shareholder approval obtained for material RPT	N.A.
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	N.A

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

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.
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.
4. Any comments/observations/advice of Board of Directors may be mentioned here: NIL

For Mint Investments Limited


Sravani Dutta

Company Secretary & Compliance Officer

Note:

Information at Table I and II above need to be necessarily given in 1st quarter of each financial year. However if there is no change of information in subsequent quarter(s) of that financial year, this information may not be given by Listed entity and instead a statement "same as previous quarter" may be given.

ANNEXURE II

I. Disclosure on website in terms of Listing Regulations		
Item	Compliance status (Yes/ No/ NA)	
Details of business	Yes	
Terms and conditions of appointment of independent directors	Yes	
Composition of various committees of board of directors	Yes	
Code of conduct of board of directors and senior management personnel	Yes	
Details of establishment of vigil mechanism/ Whistle Blower ploicy	Yes	
Criteria of making payments to non- executive directors	Yes	
Policy on dealing with related party transactions	Yes	
Policy for determining 'material ' subsidiaries	Yes	
Details of familiarization programmes imparted to independent directors	Yes	
Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes	
Email Address for grievance redressal and other relevant details	Yes	
Financial results	Yes	
Shareholding pattern	Yes	
Details of Agreements entered into with the media companies and/or their associates	N.A.	
New name and old name of the listed entity	N.A.	
II. ANNUAL AFFIRMATIONS		
Particulars	Regulation Number	
Independent director(s) have been appointed in terms of specified criteria of 'independence' and/ or 'eligibility'.	16(1)(b) & 25(6)	Yes
Board composition	17(1)	Yes
Meeting of Board of directors	17(2)	Yes
Review of Compliance Reports	17(3)	Yes
Plans for orderly succession for appointments	17(4)	N.A.
Code of Conduct	17(5)	Yes
Fees/compensation	17(6)	Yes
Minimum Information	17(7)	Yes
Compliance Certificate	17(8)	Yes
Risk assessment & Management	17(9)	N.A
Performance Evaluation of Independent Directors	17(10)	Yes
Composition of Audit Committee	18(1)	Yes
Meeting of Audit committee	18(2)	Yes
Composition of Nomination &	19(1) & (2)	Yes

Remuneration committee		
Composition of stakeholder Relationship Committee	20(1) & (2)	Yes
Composition and role of risk management committee	21(1), (2),(3),(4)	N.A.
Vigil Mechanism	22	Yes
Policy for related party Transaction	23(1),(5),(6),(7) & (8)	Yes
Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	N.A.
Approval for material related party transactions	23(4)	N.A.
Composition of Board of Directors of unlisted material Subsidiary	24(1)	N.A.
Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2), (3), (4), (5) & (6)	N.A.
Maximum Directorship & Tenure	25(1) & (2)	Yes
Meeting of independent directors	25(3) & (4)	Yes
Familiarization of independent directors	25(7)	Yes
Memberships in Committees	26(1)	Yes
Affirmations with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes
Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes
Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes

III. AFFIRMATIONS

The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied.

Name & Designation

Mint Investments Ltd

[Signature]
Company Secretary

Company Secretary / Compliance Officer / Managing Director / CEO