

**BSE LTD**  
**ACKNOWLEDGEMENT**

|                    |  |             |                          |
|--------------------|--|-------------|--------------------------|
| Acknowledgement No | : 1504201902401127                       | Date & Time | : 15/04/2019 02:40:11 PM |
| Scrip Code         | : 531169                                 |             |                          |
| Entity Name        | : SKP SECURITIES LIMITED                 |             |                          |
| Compliance Type    | : Regulation 27(2)- Corporate Governance |             |                          |
| Quarter / Period   | : 31/03/2019                             |             |                          |
| Mode               | : E-Filing                               |             |                          |

| General information about company |                        |
|-----------------------------------|------------------------|
| Scrip code                        | 531169                 |
| NSE Symbol                        |                        |
| MSEI Symbol                       |                        |
| ISIN                              | INE709B01016           |
| Name of the entity                | SKP SECURITIES LIMITED |
| Date of start of financial year   | 01-04-2018             |
| Date of end of financial year     | 31-03-2019             |
| Reporting Quarter                 | Yearly                 |
| Date of Report                    | 31-03-2019             |
| Risk management committee         | Not Applicable         |

# 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

Wether the listed entity has a Regular Chairperson No

| Sr | Title<br>(Mr / Ms) | 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 (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) | Notes for not providing PAN | Notes for not providing DIN |
|----|--------------------|----------------------|------------|----------|--------------------------------------|-------------------------|-------------------------|---|-------------------|--------------------------------|--|---|--|-----------------------------|-----------------------------|
| 1  | Mr                 | KISHORE BHIMANI      | AEKPB0939B | 00013617 | Non-Executive - Independent Director | Not Applicable          |                         | 27-09-2014                              |                   | 54                             | 1  | 0   | 1  |                             |                             |
| 2  | Mr                 | RAVI TODI            | ABUPT6599G | 00080388 | Non-Executive - Independent Director | Not Applicable          |                         | 27-09-2014                              |                   | 54                             | 1  | 2   | 0  |                             |                             |
| 3  | Mr                 | PARITOSH SINHA       | AMBPS7643A | 00963537 | Non-Executive - Independent Director | Not Applicable          |                         | 29-07-2017                              |                   | 20                             | 1  | 0   | 0  |                             |                             |
| 4  | Mr                 | SANTANU RAY          | AFMPRS579N | 00642736 | Non-Executive - Independent Director | Not Applicable          |                         | 28-07-2018                              |                   | 8                              | 5  | 3   | 2  |                             |                             |

**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**

| Sr | Title<br>(Mr / Ms) | 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 (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) | Notes for not providing PAN | Notes for not providing DIN |
|----|--------------------|----------------------|------------|----------|--|-------------------------|-------------------------|---|-------------------|--------------------------------|--|---|--|-----------------------------|-----------------------------|
| 5  | Mr                 | SAURABH SONTHALIA    | AJWPS8303H | 01355617 | Non-Executive - Independent Director     | Not Applicable          |                         | 10-11-2018                              |                   | 4                              | 1  | 0   | 0  |                             |                             |
| 6  | Mrs                | MANJU PACHISIA       | AEMPP8051J | 00233821 | Non-Executive - Non Independent Director | Not Applicable          |                         | 27-09-2014                              |                   | 54                             | 1  | 0   | 0  |                             |                             |
| 7  | Mr                 | NIKUNJ PACHISIA      | AMNPP2582R | 06933720 | Executive Director                       | Not Applicable          |                         | 01-08-2017                              |                   | 20                             | 1  | 0   | 0  |                             |                             |
| 8  | Mr                 | NARESH PACHISIA      | AEYPP3776Q | 00233768 | Executive Director                       | Not Applicable          | MD                      | 01-04-2018                              |                   | 12                             | 3  | 4   | 0  |                             |                             |

| 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   | 00642736   | SANTANU RAY               | Non-Executive - Independent Director | Chairperson             | 05-05-2018          |                   |         |
| 2   | 00080388   | RAVI TODI                 | Non-Executive - Independent Director | Member                  | 14-07-2014          |                   |         |
| 3   | 00233768   | NARESH PACHISIA           | Executive Director                   | Member                  | 27-10-2000          |                   |         |

| 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   | 00080388   | RAVI TODI                 | Non-Executive - Independent Director | Chairperson             | 14-07-2014          |                   |         |
| 2   | 00013617   | KISHORE BHIMANI           | Non-Executive - Independent Director | Member                  | 26-07-2008          |                   |         |
| 3   | 00963537   | PARITOSH SINHA            | Non-Executive - Independent Director | Member                  | 10-02-2018          |                   |         |
| 4   | 00233768   | NARESH PACHISIA           | Executive Director                   | Member                  | 25-04-2015          |                   |         |

| 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   | 00013617   | KISHORE BHIMANI           | Non-Executive - Independent Director | Chairperson             | 01-08-2014          |                   |         |
| 2   | 00080388   | RAVI TODI                 | Non-Executive - Independent Director | Member                  | 14-07-2014          |                   |         |
| 3   | 00233768   | NARESH PACHISIA           | Executive Director                   | Member                  | 15-12-1995          |                   |         |

| Risk Management Committee                                       |               |                              |                            |                            |                        |                      |         |
|---|---------------|------------------------------|----------------------------|----------------------------|------------------------|----------------------|---------|
| Whether the Risk Management Committee has a Regular Chairperson |               |                              |                            |                            |                        |                      |         |
| Sr  | DIN<br>Number | Name of Committee<br>members | Category 1 of<br>directors | Category 2 of<br>directors | Date of<br>Appointment | Date of<br>Cessation | Remarks |



| Corporate Social Responsibility Committee                                       |            |                           |  |                         |                     |                   |         |
|---|------------|---------------------------|--|-------------------------|---------------------|-------------------|---------|
| Whether the Corporate Social Responsibility 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   | 00013617   | KISHORE BHIMANI           | Non-Executive - Independent Director     | Chairperson             | 05-05-2018          |                   |         |
| 2   | 00233821   | MANJU PACHISIA            | Non-Executive - Non Independent Director | Member                  | 05-05-2018          |                   |         |
| 3   | 00233768   | NARESH PACHISIA           | Executive Director                       | Member                  | 05-05-2018          |                   |         |

| Other Committee |            |                           |                         |                         |                         |         |
|-----------------|------------|---------------------------|-------------------------|-------------------------|-------------------------|---------|
| Sr              | DIN Number | Name of Committee members | Name of other committee | Category 1 of directors | Category 2 of directors | Remarks |

| Annexure 1   |   |  |   |                              |
|--|---|--|---|------------------------------|
| Annexure 1   |   |  |   |                              |
| III. Meeting of Board of Directors                               |   |  |   |                              |
| Disclosure of notes on meeting of board of directors explanatory |   |  |   |                              |
| Sr   | Date(s) of meeting (if any) in the previous quarter | Date(s) of meeting (if any) in the current quarter | Maximum gap between any two consecutive (in number of days) | Notes for not providing Date |
| 1  | 10-11-2018  |  |   |                              |
| 2  |   | 02-02-2019   | 83  |                              |

## Annexure 1

### IV. Meeting of Committees

| Disclosure of notes on meeting of committees explanatory |   |   |  |                           |   |  |                         |   |
|--|---|---|--|---------------------------|---|--|-------------------------|---|
| 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 | Date(s) of meeting of the committee in the previous quarter | Maximum gap between any two consecutive meetings (in number of days) | Name of other committee | Reason for not providing date   |
| 1  | Audit Committee                           | 01-02-2019  | Yes  |                           | 06-11-2018  | 86   |                         |   |
| 2  | Nomination and remuneration committee     | 02-02-2019  | Yes  |                           |   |  |                         | No NRC Meeting was held in previous quarter                           |
| 3  | Corporate Social Responsibility Committee | 14-01-2019  | Yes  |                           |   |  |                         | No CSR Meeting was held in previous quarter                           |
| 4  | Stakeholders Relationship Committee       | 03-01-2019  | Yes  |                           | 01-11-2018  | 62   |                         |   |
| 5  | Stakeholders Relationship Committee       | 24-01-2019  | Yes  |                           | 15-11-2018  | 69   |                         |   |
| 6  | Stakeholders Relationship Committee       | 07-02-2019  | Yes  |                           |   |  |                         | SRC Meeting was held on 01.11.2018 and 15.11.2018 in previous quarter |

### Annexure 1

#### IV. Meeting of Committees

| 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 | Date(s) of meeting of the committee in the previous quarter | Maximum gap between any two consecutive meetings (in number of days) | Name of other committee | Reason for not providing date   |
|----|-------------------------------------|---|--|---------------------------|---|--|-------------------------|---|
| 7  | Stakeholders Relationship Committee | 14-03-2019  | Yes  |                           |   |  |                         | SRC Meeting was held on 01.11.2018 and 15.11.2018 in previous quarter |

**Annexure 1**

**V. Related Party Transactions**

| Sr | Subject  | Compliance status<br>(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 | Yes                              |  |

## 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.   | Yes                        |

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



**Annexure II****Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)****I. Disclosure on website in terms of Listing Regulations**

| Sr | Item  | Compliance status<br>(Yes/No/NA) | If status is "No" details of non-compliance may be given here. | Web address           |
|----|---|----------------------------------|--|-----------------------|
| 1  | Details of business   | Yes                              |  | www.skpsecurities.com |
| 2  | Terms and conditions of appointment of independent directors            | Yes                              |  | www.skpsecurities.com |
| 3  | Composition of various committees of board of directors                 | Yes                              |  | www.skpsecurities.com |
| 4  | Code of conduct of board of directors and senior management personnel   | Yes                              |  | www.skpsecurities.com |
| 5  | Details of establishment of vigil mechanism/ Whistle Blower policy      | Yes                              |  | www.skpsecurities.com |
| 6  | Criteria of making payments to non-executive directors                  | Yes                              |  | www.skpsecurities.com |
| 7  | Policy on dealing with related party transactions                       | Yes                              |  | www.skpsecurities.com |
| 8  | Policy for determining 'material' subsidiaries                          | Yes                              |  | www.skpsecurities.com |
| 9  | Details of familiarization programmes imparted to independent directors | Yes                              |  | www.skpsecurities.com |

## Annexure II

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

### I. Disclosure on website in terms of Listing Regulations

| Sr | Item  | Compliance status (Yes/No/NA) | If status is "No" details of non-compliance may be given here. | Web address           |
|----|---|-------------------------------|--|-----------------------|
| 10 | Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances | Yes                           |  | www.skpsecurities.com |
| 11 | email address for grievance redressal and other relevant details  | Yes                           |  | www.skpsecurities.com |
| 12 | Financial results   | Yes                           |  | www.skpsecurities.com |
| 13 | Shareholding pattern  | Yes                           |  | www.skpsecurities.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                            |  |                       |

## Annexure II

### II. Annual Affirmations

| Sr | Particulars   | Regulation Number | Compliance status (Yes/No/NA) | If status is "No" details of non-compliance may be given here. |
|----|---|-------------------|-------------------------------|--|
| 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)             | Yes                           |  |

## Annexure II

### II. Annual Affirmations

| Sr | Particulars   | Regulation Number        | Compliance status (Yes/No/NA) | If status is "No" details of non-compliance may be given here. |
|----|---|--------------------------|-------------------------------|--|
| 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                            |  |

## Annexure II

### II. Annual Affirmations

| Sr | Particulars   | Regulation Number        | Compliance status (Yes/No/NA) | If status is "No" details of non-compliance may be given here. |
|----|---|--------------------------|-------------------------------|--|
| 21 | Composition of Board of Directors of unlisted material Subsidiary   | 24(1)                    | NA                            |  |
| 22 | Other Corporate Governance requirements with respect to subsidiary of listed entity                               | 24(2),(3), (4),(5) & (6) | Yes                           |  |
| 23 | Maximum Directorship & Tenure   | 25(1) & (2)              | Yes                           |  |
| 24 | Meeting of independent directors  | 25(3) & (4)              | Yes                           |  |
| 25 | Familiarization of independent directors  | 25(7)                    | Yes                           |  |
| 26 | Memberships in Committees   | 26(1)                    | Yes                           |  |
| 27 | Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel | 26(3)                    | Yes                           |  |
| 28 | Disclosure of Shareholding by Non-Executive Directors   | 26(4)                    | Yes                           |  |
| 29 | Policy with respect to Obligations of directors and senior management   | 26(2) & 26(5)            | Yes                           |  |
|    | Any other information to be provided - Add Notes  |                          |                               |  |

**Annexure II**

|   |                   |  |
|---|-------------------|--|
| 1 | Name of signatory | Alka Khetawat                            |
| 2 | Designation       | Company Secretary and Compliance Officer |

**Annexure II**

**III. Affirmations**

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

**Annexure II**

|   |                   |  |
|---|-------------------|--|
| 1 | Name of signatory | Alka Khetawat                            |
| 2 | Designation       | Company Secretary and Compliance Officer |



| Signatory Details     |  |
|-----------------------|--|
| Name of signatory     | Alka Khetawat                            |
| Designation of person | Company Secretary and Compliance Officer |
| Place                 | Kolkata                                  |
| Date                  | 15-04-2019                               |