

Symbiox Investment & Trading Co Ltd

7A, Rani Rashmoni Road
Kolkata - 700013
Phone No. 033-32515833
CIN : L65993WB1979PLC032012
Website : www.symbioxinvestment.com
Email ID : symbioxinvestment100@gmail.com

Date: 13.04.2018

To,
The Bombay Stock Exchange Limited,
PJ Towers, Dalal Street
Mumbai- 400 001

To,
The Calcutta Stock Exchange Limited
7, Lyons Range,
Kolkata- 700 001

To,
Compliance Department
Metropolitan Stock Exchange of India Limited
Vibgyor Towers, 4th floor, Plot No C 62, G - Block,
Opp. Trident Hotel, Bandra Kurla Complex,
Bandra(E), Mumbai - 400 098

Sub: Yearly and Quarterly Compliance Report on Corporate Governance for the quarter and year ended 31st March, 2018.

Dear Sir,

Pursuant to Regulation 27 clause (2) of SEBI Listing regulation, 2015, (LORD), we are enclosing herewith the yearly and quarterly Compliance Report on Corporate Governance for the quarter and year ended 31st March, 2018.

Kindly acknowledge the same.

Thanking you.

Yours Faithfully,
For Symbiox Investment & Trading Co Ltd


Anchal Jaiswal
(Company Secretary)



Encl: As stated above

Form to be submitted by listed entity on quarterly basis

Name of Listed Entity: Symbiox Investment & Trading Company Ltd

Quarter ending: 31st March, 2018

1. Composition of Board of Directors

| Title / Name of the Director (Mr./Ms) | 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. GAURAV AUDICHYA | AJHPA9255H | 06953445 | Executive Director | 21-08-2014 | - | 1 | 1 | 0 |
| Mr. MOHIT SHARMA | ELEPS4911R | 06554517 | Executive Director | 15-02-2014 | - | 1 | 1 | 0 |
| Mr. RAM PRASAD PAREEK | AAPPJ8382D | 07379867 | Non-Executive - Independent Director | 06-01-2016 | 26 | 1 | 2 | 0 |
| Mr. SARMAN SHARMA | ARJPS5174K | 02484309 | Non-Executive - Independent Director | 23-09-2013 | 54 | 1 | 1 | 1 |
| Ms. MINA DEVI AGARWAL | BKSPA3359K | 07370734 | Chairperson-Non-Executive - Independent Director | 06-01-2016 | 26 | 1 | 1 | 1 |
| Mr. SHIVANGI HENILBHAI RUPARELIA | CKTPR5435B | 07958051 | Non-Executive - Independent Director | 11-10-2017 | 6 | 1 | 0 | 0 |
| Mr. DIPAKBHAI HARILAL RUPARELIYA | ADKPR0917Q | 07958124 | Executive Director | 11-10-2017 | - | 1 | 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 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 (Executive/Independent/Nominee) | Category (Chairperson/Executive/Non-Executive/Independent/Nominee) \$ |
|---|---|---|---|---|
| 1. | Audit Committee | 1) Mina Devi Agarwal - Chairman 2) Mohit Sharma - Member 3) Ram Prasad Pareek - Member 4) Sarman Sharma - Member | Non-Executive/ Independent Director Executive Director Non-Executive/ Independent Director Non-Executive/ Independent Director | |
| 2. | Nomination & Remuneration Committee | 1) Gaurav Audichya - Member 2) Mina Devi Agarwal - Member 3) Ram Prasad Pareek - Chairperson 4) Sarman Sharma - Member | Executive Director Non-Executive/ Independent Director Non-Executive/ Independent Director Non-Executive/ Independent Director | |
| 3. | Risk Management Committee (if applicable) | N/A | | |
| 4. | Stakeholders Relationship Committee | 1) Gaurav Audichya - Member 2) Mina Devi Agarwal - Member 3) Ram Prasad Pareek - Member 4) Sarman Sharma - Chairman | Executive Director Non-Executive/ Independent Director Non-Executive/ Independent Director Non-Executive/ Independent Director | |
| &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 | Maximum gap between any two consecutive (in number of days) |
|---|--|---|---|
| Date(s) of meeting of the committee in the relevant quarter | | | |
| 14-12-2017 | | 14-02-2018 | 61 |

| IV. Meeting of Committees | | Date(s) of meeting of the committee in the previous quarter | Maximum gap between any two consecutive meetings in number of days* |
|---|---|---|---|
| Date(s) of meeting of the committee in the relevant quarter | Whether requirement of Quorum met (details) | | |
| 14-02-2018 | YES - 4 | 14-12-2017 | 61 |
| * 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 | (NA) Status | Compliance status (Yes/No/NA) refer note below |
|--|----------------|----------------|--|
| Whether prior approval of audit committee obtained | Not Applicable | Not Applicable | Not Applicable |
| Whether shareholder approval obtained for material RPTs | Not Applicable | Not Applicable | Not Applicable |
| Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee | Not Applicable | Not Applicable | Not Applicable |

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. - **YES**
 2. The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015

- a. Audit Committee - **YES**
 - b. Nomination & remuneration committee - **YES**
 - c. Stakeholders relationship committee - **YES**
 - d. Risk management committee (applicable to the top 100 listed entities) - **Not Applicable**
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 Board of Directors. Any comments/observations/advice of Board of Directors may be mentioned here: - **YES**

For **Symbiox Investment & Trading Co Ltd**



Anchal Jaiswal
ANCHAL JAISWAL
Company Secretary
 PAN No. AAAPPJ8382D

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.

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

| I. Disclosure in website in terms of Listing Regulations | | Compliance status (Yes/No/NA) refer note below |
|---|--------------------------|---|
| Item | | Yes |
| Details of business | | Yes |
| Terms and condition 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 policy | | NA |
| 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 | | NA |
| New name and the old name of the listed entity | | NA |
| II Annual Affirmations | | |
| Particulars | Regulation Number | Compliance status (Yes/No/NA) refer note below |
| 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) | Yes |
| Code of Conduct | 17(5) | Yes |
| Fees/compensation | 17(6) | NA |
| Minimum Information | 17(7) | Yes |
| Compliance Certificate | 17(8) | Yes |
| Risk Assessment & Management | 17(9) | NA |
| 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 & remuneration committee | 19(1) & (2) | Yes |
| Composition of Stakeholder Relationship Committee | 20(1) & (2) | Yes |
| Composition and role of risk management committee | 21(1),(2),(3),(4) | NA |
| 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 by 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 |
| Affirmation 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 |

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.
- 3 If the Listed Entity would like to provide any other information the same may be indicated here.

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.

For **Symbiox Investment & Trading Co-Ltd**

Anchal Jaiswal

ANCHAL JAISWAL
Company Secretary
 PAN No. AAPPJ8382D

