

Corporate Governance Report half year ended on 30th Sep 2022

General information about company

| | |
|--|-----------------------------|
| Scrip code | 530585 |
| NSE Symbol | |
| MSEI Symbol | |
| ISIN | INE691C01014 |
| Name of the entity | SWASTIKA INVESTMART LIMITED |
| Date of start of financial year | 01-04-2022 |
| Date of end of financial year | 31-03-2023 |
| Reporting Quarter | Half Yearly |
| Date of Report | 30-09-2022 |
| Risk management committee | Not Applicable |
| Market Capitalisation as per immediate previous Financial Year | Any other |

| 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 | | | | | | Ad | | | | | | | | | | | | | | |
| Whether the listed entity has a Regular Chairperson | | | | | | Yes | | | | | | | | | | | | | | |
| Is there any change in information of board of directors compare to | | | | | | | | | | | | | | | | | | | | |
| Whether Chairperson related to Promoter | | | | | | Yes | Disqualification of | | | | | | | | | | | | | |
| 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 the director is disqualified? | Current status | 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 Directors hip in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations) | No of Independent Directors hip in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations) | Number of members hips in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations) | No of post of Chairpers on in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations) |
| 1 | Mr | SUNIL NYATI | AAYPN3522A | 00015963 | Executive Director | Chairperson related to Promoter | MD | 02-02-1962 | No | Active | NA | | 03-06-1992 | 15-06-2021 | | | 1 | 0 | 0 | 0 |
| 2 | Mrs | ANITA NYATI | AARPN6932H | 01454595 | Executive Director | Not Applicable | | 07-12-1965 | No | Active | NA | | 20-08-2008 | 01-06-2021 | | | 1 | 0 | 0 | 0 |
| 3 | Mr | CHANDRAS HEKHAR BOBRA | ABRPB4875E | 00209498 | Non-Executive - Independent Director | Not Applicable | | 18-12-1957 | No | Active | NA | | 01-08-2017 | 01-08-2022 | | 62.00 | 2 | 2 | 3 | 1 |
| 4 | Mr | RAMAN LAL BHUTDA | ADIPB8631K | 01789675 | Non-Executive - Independent Director | Not Applicable | | 13-12-1948 | No | Active | NA | | 13-10-2007 | 01-04-2019 | | 102.00 | 1 | 1 | 2 | 2 |
| 5 | Mr | SUNIL CHORDIA | ABBPC4294Q | 00144786 | Non-Executive - Independent Director | Not Applicable | | 05-09-1963 | No | Active | NA | | 12-08-2014 | 12-08-2019 | | 98.00 | 2 | 1 | 2 | 0 |

| | |
|--|----------------------|
| Annexure 1 | |
| II. Composition of Committees | |
| Disclosure of notes on composition of committees explanatory | <div>Add Notes</div> |

Note: Please enter DIN. After entering DIN, Name of Committee members and Category 1 of Directors shall be prefilled 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 |
| 1 | 01789675 | RAMAN LAL BHUTDA | Non-Executive - Independent Director | Chairperson | 01-04-2014 | |
| 2 | 00209498 | CHANDRASHEKHAR BOBRA | Non-Executive - Independent Director | Member | 01-08-2017 | |
| 3 | 00144786 | SUNIL CHORDIA | Non-Executive - Independent Director | Member | 12-08-2014 | |

| 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 |
| 1 | 01789675 | RAMAN LAL BHUTDA | Non-Executive - Independent Director | Chairperson | 01-04-2014 | |
| 2 | 00209498 | CHANDRASHEKHAR BOBRA | Non-Executive - Independent Director | Member | 01-08-2017 | |
| 3 | 00144786 | SUNIL CHORDIA | Non-Executive - Independent Director | Member | 12-08-2014 | |
| | | | | | | |

| 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 |
| 1 | 01789675 | RAMAN LAL BHUTDA | Non-Executive - Independent Director | Chairperson | 01-04-2014 | |
| 2 | 00209498 | CHANDRASHEKHAR BOBRA | Non-Executive - Independent Director | Member | 01-08-2017 | |
| 3 | 00144786 | SUNIL CHORDIA | Non-Executive - Independent Director | Member | 12-08-2014 | |
| | | | | | | |

| 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 |
| 1 | | | | | | |
| 2 | | | | | | |

| 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 |
| 1 | 00209498 | CHANDRASHEKHAR BOBRA | Non-Executive - Independent Director | Chairperson | 01-08-2017 | |
| 2 | 01789675 | RAMAN LAL BHUTDA | Non-Executive - Independent Director | Member | 01-08-2017 | |
| 3 | 00015963 | SUNIL NYATI | Executive Director | Member | 01-08-2017 | |

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

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) | Notes for not providing Date | Whether requirement of Quorum met (Yes/No) | Total Number of Directors as on date of the meeting | Number of Directors present* (All directors including Independent Director) | No. of Independent Directors attending the meeting* |
| | | | | | | | |
| Add Delete | | | | | | | |
| 1 | 29-06-2022 | | | Yes | 5 | 4 | 2 |
| 2 | 25-07-2022 | 25 | | Yes | 5 | 3 | 1 |

| 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 | Reson for not providing date | Whether requirement of Quorum met (Yes/No) | Total Number of Directors as on date of the meeting | Number of Directors (All directors including Independent | No. of Independent Directors attending the meeting* | No. of members attending the meeting (other than Board of |
| | | | | | | | | | | |
| Add Delete | | | | | | | | | | |
| 1 | Audit Committee | 10-05-2022 | | | | Yes | 3 | 2 | 2 | 0 |
| 2 | Audit Committee | 25-07-2022 | 75 | | | Yes | 3 | 2 | 2 | 0 |
| 3 | Stakeholders Relationship Committee | 25-07-2022 | | | | Yes | 3 | 2 | 2 | 0 |

| Annexure 1 | | | |
|--|--|-------------------------------|--|
| V. Related Party Transactions | | | |
| 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 | Yes | |
| Disclosure of notes on related party transactions | | | <div>Add Notes</div> |
| Disclosure of notes of material transaction with related party | | | <div>Add Notes</div> |

| 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 1000 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: | <div>Add Notes</div> |

| Annexure III | | | | |
|--------------------------------------|--|--------------------------------------|-------------------------------|--|
| III. Affirmations | | | | |
| Sr | Particulars | Regulation Number | Compliance status (Yes/No/NA) | If status is “No” details of non-compliance may be given here. |
| 1 | Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website | 46(2) | Yes | |
| 2 | Presence of Chairperson of Audit Committee at the Annual General Meeting | 18(1)(d) | Yes | |
| 3 | Presence of Chairperson of the nomination and remuneration committee at the annual general meeting | 19(3) | Yes | |
| 4 | Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting | 20(3) | Yes | |
| 5 | Whether “Corporate Governance Report” disclosed in Annual Report | 34(3) read with para C of Schedule V | Yes | |
| Any other information to be provided | | | | <div>Add Notes</div> |

| Additional Half yearly Disclosure | | | |
|--|---|--|--|
| Applicability of disclosure | Not Applicable | | |
| Reason for Non Applicability | | | |
| <div>Add Notes</div> | | | |
| I. Disclosure of Loans/ guarantees/comfort letters /securities etc. refer note below | | | |
| The Figure should be mentioned in Actual INR only | | | |
| (A)Any loan or any other form of debt advanced by the listed entity directly or indirectly to | | | |
| Entity | Aggregate amount advanced during six months | Balance outstanding at the end of six months | |
| Promoter or any other entity controlled by them | | | |
| Promoter Group or any other entity controlled by them | | | |
| Directors (including relatives) or any other entity controlled by them | | | |
| KMPs or any other entity controlled by them | | | |
| (B) Any guarantee / comfort letter (by whatever name called) provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed By | | | |
| Entity | Type (guarantee, comfort letter etc.) | Aggregate amount of issuance during six months | Balance outstanding at the end of six months(taking into account any invocation) |
| Promoter or any other entity controlled by them | | | |
| Promoter Group or any other entity controlled by them | | | |
| Directors (including relatives) or any other entity controlled by them | | | |
| KMPs or any other entity controlled by them | | | |
| (C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by | | | |
| Entity | Type of security (cash, shares etc.) | Aggregate value of security provided during six months | Balance outstanding at the end of six months |
| Promoter or any other entity controlled by them | | | |
| Promoter Group or any other entity controlled by them | | | |
| Directors (including relatives) or any other entity controlled by them | | | |
| KMPs or any other entity controlled by them | | | |
| (D) Additional Information | | | |
| <div>Add Notes</div> | | | |
| II. Affirmations | | | |
| Affirmations | | Compliance Status | Company Remarks |
| All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in | | | |
| Name | | <div>Add Notes</div> | |
| Designation | | | |
| Place | | | |
| Date | | | |

| Signatory Details | |
|-----------------------|--|
| Name of signatory | Shikha Bansal |
| Designation of person | Company Secretary and Compliance Officer |
| Place | Indore |
| Date | 18-10-2022 |