Corporate Governance Report for quarter ended on 31 March 2023						
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	Yearly					
Date of Report	31-03-2023					
Risk management committee	Not Applicable					
Market Capitalisation as per immediate previous Financial Year	Any other					

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	Annexure I																						
													Annexur	e I to be submitted by listed	d entity on quarterly basis	;							
														I. Composition of Board	d of Directors								
		Disclosure o	f notes on compositi	ion of board	of directors explanatory	Add Notes																	
			Whether the lis	ted entity ha	is a Regular Chairperson	Yes																	
			Whether	Chairperson	is related to MD or CEO	Yes				Disqualification of	Directors under section	n 164 of the Compani	es Act, 2013										
Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 o directors	f Date of Birth	Whether the director is disqualifi ed?	Start Date of disqualification	End Date of disqualification	Details of disqualification	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)	INO of Directorship in	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations	Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing	entities including this listed
	Add	Delete								<u> </u>						•							
1	Mr	SUNIL NYATI	AAYPN3522A	00015963	Executive Director	Chairperson related to Promoter	MD	02-02-1962	No				Active	NA		03-06-1992				1	. 0)	0 0
2	Mrs	ANITA NYATI	AARPN6932H	01454595	Executive Director	Not Applicable		07-12-1965	No				Active	NA		20-08-2008				1	. 0)	0 0
3	Mr	CHANDRASHEKHAR BOBRA	ABRPB4875E	00209498	Non-Executive - Independent Director	Not Applicable		18-12-1957	No				Active	NA		01-08-2017	01-08-2022		68.00	2	2	!	3 1
4	Mr	RAMAN LAL BHUTDA	ADIPB8631K	01789675	Non-Executive - Independent Director	Not Applicable		13-12-1948	No				Active	NA		01-04-2014	01-04-2019		108.00	0 1	. 1		2 2

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Annexure 1	
II. Composition of Committees	
Disclosure of notes on composition of committees explanatory	Add Notes

Auc	lit 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			
Nor	mination and remuner	ation 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			
Stal	Stakeholders Relationship Committee							
			Whether the Stakeholder	s 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			
Cor	porate Social Respons	ibility 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			
	1		on-Executive - Independent Director Member		01-08-2017			
	01789675	RAMAN LAL BHUTDA	Non-Executive - Independent Director	Member	01 00 201,			

	Annexure 1								
- 111	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	01-11-2022			Yes	5	4	2		
2	25-01-2023	84		Yes	5	4	2		

	Annexure 1									
				IV. IV	leeting of Committ	ees				
				Disclosure of note	es on meeting of com	mittees explanatory	А	dd Notes		
Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	between any two	Name of other committee	Reson for not providing date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
	Add Delete									
1	Audit Committee	01-11-2022				Yes	3	2	2	0
2	Audit Committee	25-01-2023	84			Yes	3	2	2	0

	Annexure 1							
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	Add Notes					
	Disclosure of notes of material transaction	n with related party	Add Notes					

Details of business		Annexure II								
Details of Business										
Terms and conditions of appointment of independent directors Yes https://www.avastika.co.mi/ Terms/2004/2004/2004/2004/2004/2004/2004/200	Sr		Compliance status	If status is "No" details of non-	Web address					
Fermiss and conditions or appointment of independent directors Yes Termiss/20nd/20nd/20constitions Yes https://www.swastika.co.in/, COMPROSITIONS/20078/	1 Det	tails of business	Yes		https://www.swastika.co.in/					
COMPOSITION/X200P/X20Con/X20Co	2 Teri	rms and conditions of appointment of independent directors	Yes		https://www.swastika.co.in/Admin/InvestRelation/ Terms%20and%20conditions%20of%20Appointme nt%20of%20Independent%20Directors.pdf					
Code of conduct of board of directors and senior management personnel Code of conduct of board of directors and senior management personnel Details of establishment of vigil mechanism/ Whistle Biower policy Criteria of making payments to non-executive directors Criteria of making payments to non-executive directors Ves Criteria of making payments to non-executive directors Ves Criteria of making payments to non-executive directors Ves Policy on dealing with related party transactions Ves Policy for determining 'material' subsidiaries Policy for determining 'material' subsidiaries Ves Policy for determining 'material' subsidiaries Policy for determining 'material' subsidiaries Policy for determining 'material' subsidiaries Ves Policy for determining 'material' subsidiaries Policy for subsidiaries Pol	3 Con	mposition of various committees of board of directors	Yes		https://www.swastika.co.in/Admin/InvestRelation/COMPOSITION%20OF%20Committee.pdf					
Superation of establishment of vigil mechanism, with subsidiary ves. Criteria of making payments to non-executive directors Yes Criteria of making payments to non-executive directors Yes Policy on dealing with related party transactions Yes Policy on dealing with related party transactions Yes Policy for determining 'material' subsidiaries Testination for addition of the designated officials of the listed entity who are recommended of the listed entity who are recommended of the listed entity who are responsible for assisting and handling investor grievances This playwaw swastika co.in/, relation/Therefullinfo https://www.swastika.co.in/, relation/Other-Userfullinfo https://www.swastika.co.in/, relation/Other-Userfullinfo https://www.swastika.co.in/, relation/Shareholding pattern Yes https://www.swastika.co.in/, relation/Shareholding Pattern This deventment is a per regulation of the listed entity Na https://www.swastika.co.in/, relation/Shareholding Pattern Na https://www.swastika.co.in/, relation/Shareholding Pattern Na https://www.swastika.co.in/, relation/Shareholding Pattern To Advertisements as per regulation of the listed entity Na https://www.swastika.co.in/, relation/Shareholding Pattern Na https://www.swastika.co.in/, relation/Shareholding Pattern Na https://www.swastika.co.in/, relation/Shareholding Pattern This play www.swastika.co.in/, relation/Shareholding Pattern Na https://www.swastika.co.in/, relation/Shareholding P	4 Cod	de of conduct of board of directors and senior management personnel	Yes		•					
Criteria /	5 Det	tails of establishment of vigil mechanism/ Whistle Blower policy	Yes							
Policy on dealing with related party transactions Policy for determining 'material' subsidiaries Policy for determining 'diary for determining 'material' subsidiaries in factor in this policy subsidiaries in factor in the factor of a relevant financial statements of each subsidiary of the listed entity Policy for determining 'diary subsidiary of the listed entity Policy for for a relevant financial statements of each subsidiary of the listed entity Policy for for a relevant financial statements of each subsidiary of the listed entity Policy for for a relevant financial statements of each subsidiary of the listed entity Policy for for for a relevant financial pear Policy for for for for	6 Crit	teria of making payments to non-executive directors	Yes		https://www.swastika.co.in/Admin/InvestRelation/ Criteria%20For%20Making%20Payment%20To%20 Non-%20Executive%20Directors.pdf					
Policy for determining 'material' subsidiaries Policy/\$20cmpanies.pdf	7 Poli	icy on dealing with related party transactions	Yes		•					
9 Details of familiarization programmes imparted to independent directors 10 Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances 11 email address for grievance redressal and other relevant details 12 Financial results 13 Financial results 14 Pes 15 Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or institutional investors simultaneously with submission to stock exchange 15 New name and the old name of the listed entity submission to stock exchange 16 New name and the old name of the listed entity in respect of a relevant financial result of relation/NewspaperPublication (Pese Cedit rating or revision in credit rating obtained 18 Credit rating or revision in credit rating obtained 20 Whether company has provided information under separate section on its website as per Regulation 46(2) 21 Materiality Policy as per Regulation 30 Yes 22 Dividend Distribution policy as per Regulation 43A (as applicable) NA	8 Poli	icy for determining 'material' subsidiaries	Yes							
relation/OtherUserfulInfo thtps://www.swastika.co.in/i relation/generation/otherUserfulInfo thtps://www.swastika.co.in/i relation/peneration/otherUserfulInfo https://www.swastika.co.in/i relation/financialResults Yes https://www.swastika.co.in/i relation/financialResults Shareholding pattern Petalis of agreements entered into with the media companies and/or their associates Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or institutional investors simultaneously with submission to stock exchange 16 New name and the old name of the listed entity Advertisements as per regulation 47 (1) Yes https://www.swastika.co.in/i relation/ShareholdingPattern NA 17 Advertisements as per regulation 47 (1) Yes https://www.swastika.co.in/i relation/NewspaperPublicati Roredit rating or revision in credit rating obtained NA 19 Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year Na Whether company has provided information under separate section on its website as per Regulation 46(2) Yes https://www.swastika.co.in/i relation/SubsidiariesFinancia https://www.swastika.co.in/i relation/Sub			Yes		https://www.swastika.co.in/Admin/InvestRelation/Familiarization%20Programme%20for%20Independent%20Directors%202022-23.pdf					
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Details of agreements entered into with the media companies and/or their associates Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or institutional investors simultaneously with submission to stock exchange 16 New name and the old name of the listed entity NA Advertisements as per regulation 47 (1) Credit rating or revision in credit rating obtained NA Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year Whether company has provided information under separate section on its website as per Regulation 46(2) Materiality Policy as per Regulation 30 Yes Interview. Shareholding Pattern NA PA	12 Fina	ancial results	Yes		relation/FinancialResults					
Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or institutional investors simultaneously with submission to stock exchange 16 New name and the old name of the listed entity NA Advertisements as per regulation 47 (1) Yes Credit rating or revision in credit rating obtained 19 Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year Whether company has provided information under separate section on its website as per Regulation 46(2) Materiality Policy as per Regulation 30 Yes NA NA https://www.swastika.co.in/i relation/SubsidiariesFinancia https://www.swastika.co.in/i regulation-46-of-sebi-lodr-regulation-46-of-sebi-			Yes		https://www.swastika.co.in/investment- relation/ShareholdingPatterns					
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Advertisements as per regulation 47 (1) Res relation/NewspaperPublication Relation/NewspaperPublication NA Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year Whether company has provided information under separate section on its website as per Regulation 46(2) Materiality Policy as per Regulation 30 Yes Policy%20for%20Determination ty%20of%20Information%20. Dividend Distribution policy as per Regulation 43A (as applicable) NA	16 Nev	w name and the old name of the listed entity	NA							
Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year Whether company has provided information under separate section on its website as per Regulation 46(2) Materiality Policy as per Regulation 30 Yes https://www.swastika.co.in/oregulation-46-of-sebi-lodr-regulation-46-of-sebi	17 Adv	vertisements as per regulation 47 (1)	Yes		https://www.swastika.co.in/investment- relation/NewspaperPublications					
in respect of a relevant financial year Whether company has provided information under separate section on its website as per Regulation 46(2) Materiality Policy as per Regulation 30 Yes What Policy as per Regulation 30 Yes NA Policy%20for%20Determination%20. Dividend Distribution policy as per Regulation 43A (as applicable) NA	18 Cred	dit rating or revision in credit rating obtained	NA							
as per Regulation 46(2) 21 Materiality Policy as per Regulation 30 Yes NA regulation-46-of-sebi-lodr-regulation-46-of-sebi-lo	141		Yes		https://www.swastika.co.in/investment- relation/SubsidiariesFinancial					
Policy%20for%20Determination%20. Policy%20for%20Information%20. Policy%20for%20Information%20.	70		Yes		https://www.swastika.co.in/disclosure-under- regulation-46-of-sebi-lodr-regulations					
					https://www.swastika.co.in/Admin/InvestRelation/ Policy%20for%20Determination%20of%20Materiali ty%20of%20Information%20June22.pdf					
	22 Divi	ridend Distribution policy as per Regulation 43A (as applicable)	NA							
nttps://www.swastika.co.in/		s certified that these contents on the website of the listed entity are correct	Yes		https://www.swastika.co.in/					
24 Disclosure of notes on website in terms of Listing Regulations explantory [Text Block] Add Notes	1 /4			Add Notes						

	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						
	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:	Add Notes						

		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), 17(1A) & 17(1B)	Yes	
3	Meeting of Board of directors	17(2)	Yes	
4	Quorum of Board meeting	17(2A)	Yes	
5	Review of Compliance Reports	17(3)	Yes	
6	Plans for orderly succession for appointments	17(4)	Yes	
7	Code of Conduct	17(5)	Yes	
8	Fees/compensation	17(6)	Yes	
9	Minimum Information	17(7)	Yes	
10	Compliance Certificate	17(8)	Yes	
11	Risk Assessment & Management	17(9)	Yes	
12	Performance Evaluation of Independent Directors	17(10)	Yes	
13	Recommendation of Board	17(11)	Yes	
14	Maximum number of Directorships	17A	Yes	
15	Composition of Audit Committee	18(1)	Yes	
16	Meeting of Audit Committee	18(2)	Yes	
17	Composition of nomination & remuneration committee	19(1) & (2)	Yes	
18	Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes	
19	Meeting of Nomination and Remuneration Committee	19(3A)	Yes	
20	Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	Yes	
21	Meeting of Stakeholders Relationship Committee	20(3A)	Yes	
22	Composition and role of risk management committee	21(1),(2),(3),(4)	NA	
23	Meeting of Risk Management Committee	21(3A)	NA	
24	Vigil Mechanism	22	Yes	
25	Policy for related party Transaction	23(1),(1A),(5),(6),(7) & (8)	Yes	
26	Prior or Omnibus approval of Audit Committee for all related party	23(2), (3)	Yes	
27	Approval for material related party transactions	23(4)	NA	
28	Disclosure of related party transactions on consolidated basis	23(9)	Yes	
29	Composition of Board of Directors of unlisted material Subsidiary	24(1)	Yes	
30	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	Yes	
31	Annual Secretarial Compliance Report	24(A)	Yes	
32	Alternate Director to Independent Director	25(1)	NA	
33	Maximum Tenure	25(2)	Yes	
34	Meeting of independent directors	25(3) & (4)	Yes	
35	Familiarization of independent directors	25(7)	Yes	
36	Declaration from Independent Director	25(8) & (9)	Yes	
37	D & O Insurance for Independent Directors	25(10)	NA	
38	Memberships in Committees	26(1)	Yes	
39	Affirmation with compliance to code of conduct from members of Board	26/2)	Yes	
39	of Directors and Senior management personnel	26(3)	res	
40	Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes	
41	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	

Signatory Details					
Name of signatory	Shikha Bansal				
Designation of person	Company Secretary and Compliance Officer				
Place	Indore				
Date	20-04-2023				