

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

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	
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	

Annexure 1							
III. Meeting of Board of Directors							
Disclosure of notes on meeting of board of directors explanatory			<div>Add Notes</div>				
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*
<div><div>Add</div><div>Delete</div></div>							
1	01-11-2022			Yes	5	4	2
2	25-01-2023	84		Yes	5	4	2

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 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)
AddDelete										
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			
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 with related party			Add Notes

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
1	Details of business	Yes		https://www.swastika.co.in/
2	Terms and conditions of appointment of independent directors	Yes		https://www.swastika.co.in/Admin/InvestRelation/Terms%20and%20conditions%20of%20Appointment%20of%20Independent%20Directors.pdf
3	Composition of various committees of board of directors	Yes		https://www.swastika.co.in/Admin/InvestRelation/COMPOSITION%20OF%20Committee.pdf
4	Code of conduct of board of directors and senior management personnel	Yes		https://www.swastika.co.in/Admin/InvestRelation/CODE%20OF%20CONDUCT%20FOR%20BOARD%20MEMBERS%20AND%20SENIOR%20MANAGEMENT.pdf
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		https://www.swastika.co.in/Admin/InvestRelation/Vigil%20Mechanism.pdf
6	Criteria of making payments to non-executive directors	Yes		https://www.swastika.co.in/Admin/InvestRelation/Criteria%20For%20Making%20Payment%20To%20Non-%20Executive%20Directors.pdf
7	Policy on dealing with related party transactions	Yes		https://www.swastika.co.in/Admin/InvestRelation/Policy%20on%20Related%20Party%20Transactions.pdf
8	Policy for determining ‘material’ subsidiaries	Yes		https://www.swastika.co.in/Admin/InvestRelation/Policy%20for%20determining%20material%20subsidiary%20companies.pdf
9	Details of familiarization programmes imparted to independent directors	Yes		https://www.swastika.co.in/Admin/InvestRelation/Familiarization%20Programme%20for%20Independent%20Directors%202022-23.pdf
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		https://www.swastika.co.in/investment-relation/OtherUserfullInfo
11	email address for grievance redressal and other relevant details	Yes		https://www.swastika.co.in/investment-relation/OtherUserfullInfo
12	Financial results	Yes		https://www.swastika.co.in/investment-relation/FinancialResults
13	Shareholding pattern	Yes		https://www.swastika.co.in/investment-relation/ShareholdingPatterns
14	Details of agreements entered into with the media companies and/or their associates	NA		
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	NA		
16	New name and the old name of the listed entity	NA		
17	Advertisements as per regulation 47 (1)	Yes		https://www.swastika.co.in/investment-relation/NewspaperPublications
18	Credit 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	Yes		https://www.swastika.co.in/investment-relation/SubsidiariesFinancial
20	Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes		https://www.swastika.co.in/disclosure-under-regulation-46-of-sebi-lodr-regulations
21	Materiality Policy as per Regulation 30	Yes		https://www.swastika.co.in/Admin/InvestRelation/Policy%20for%20Determination%20of%20Materiality%20of%20Information%20June22.pdf
22	Dividend Distribution policy as per Regulation 43A (as applicable)	NA		
23	It is 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 explanatory [Text Block]		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
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:	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 of Directors and Senior management personnel	26(3)	Yes	
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