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General information about company

Scrip code	540797
NSE Symbol	SHALBY
MSEI Symbol	NOTLISTED
ISIN	INE597J01018
Name of the entity	SHALBY 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

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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

[Add Notes](#)

Wether the listed entity has a Regular Chairperson

Yes

Sr	Title (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
Add		Delete													
1	Mr	Vikram Shah	AINPS8443G	00011653	Executive Director	Chairperson	MD	27-03-2015			1	1	0		
2	Mr	Shyamal Joshi	AAZPJ7420J	00005766	Non-Executive - Non Independent Director	Not Applicable		30-09-2015			2	2	2		
3	Mr	Umesh Menon	AFZPM1581Q	00086971	Non-Executive - Independent Director	Not Applicable		20-12-2016		60	1	1	1		
4	Mr	Tej Malhotra	ADRP6113C	00122419	Non-Executive - Independent Director	Not Applicable		23-02-2017		60	1	1	0		
5	Mr	Ashok Bhatia	AEVPB5780K	02090239	Non-Executive - Non Independent Director	Not Applicable		23-10-2017			1	0	0		
6	Mrs	Sujana Shah	AOIPS2948R	08100410	Non-Executive - Independent Director	Not Applicable		07-05-2018		60	1	1	0		

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Annexure 1

II. Composition of Committees

Disclosure of notes on composition of committees explanatory

Add Notes

For this quarter kindly note the following points:

1. Date of Appointment and Date of Cessation (if applicable) must be mandatorily filled for every Committee.
2. Date of Appointment can be any day upto March 31, 2019.
3. Date of Cessation must be for the current quarter only, i.e. January 1,2019 to March 31,2019.

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	00086971	Umesh Menon	Non-Executive - Independent Director	Chairperson	20-12-2016		
2	00005766	Shyamal Joshi	Non-Executive - Non Independent Director	Member	01-06-2010		
3	00122419	Tej Malhotra	Non-Executive - Independent Director	Member	23-02-2017		
4	08100410	Sujana Shah	Non-Executive - Independent Director	Member	07-05-2018		
5							
6							
7							
8							
9							
10							

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	00086971	Umesh Menon	Non-Executive - Independent Director	Chairperson	20-12-2016		
2	00005766	Shyamal Joshi	Non-Executive - Non Independent Director	Member	30-06-2014		
3	08100410	Sujana Shah	Non-Executive - Independent Director	Member	07-05-2018		
4							
5							
6							
7							
8							
9							
10							

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	00005766	Shyamal Joshi	Non-Executive - Non Independent Director	Chairperson	20-12-2016		
2	00086971	Umesh Menon	Non-Executive - Independent Director	Member	20-12-2016		
3	00011653	Vikram Shah	Executive Director	Member	20-12-2016		
4							
5							
6							
7							
8							
9							
10							

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	Remarks
1							
2							
3							
4							
5							
6							
7							
8							
9							
10							

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	00086971	Umesh Menon	Non-Executive - Independent Director	Chairperson	20-12-2016		
2	00005766	Shyamal Joshi	Non-Executive - Non Independent Director	Member	30-06-2014		
3	08100410	Sujana Shah	Non-Executive - Independent Director	Member	07-05-2018		
4							
5							
6							
7							
8							
9							
10							

Other Committee						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks
1						
2						
3						
4						
5						
6						
7						
8						
9						
10						

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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

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1

25-10-2018

2

28-01-2019

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IV. Meeting of Committees

Disclosure of notes on meeting of committees explanatory

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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	28-01-2019	Yes	4	25-10-2018	94		
2	Stakeholders Relationship Committee		Yes	3	25-10-2018			139

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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

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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	If status is "No" details of non-compliance may be given here.	Web address
1	Details of business	Yes		www.shalby.org
2	Terms and conditions of appointment of independent directors	Yes		www.shalby.org/investors/
3	Composition of various committees of board of directors	Yes		www.shalby.org/investors/
4	Code of conduct of board of directors and senior management personnel	Yes		www.shalby.org/investors/
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		www.shalby.org/investors/
6	Criteria of making payments to non-executive directors	Yes		www.shalby.org/investors/
7	Policy on dealing with related party transactions	Yes		www.shalby.org/investors/
8	Policy for determining 'material' subsidiaries	Yes		www.shalby.org/investors/
9	Details of familiarization programmes imparted to independent directors	Yes		www.shalby.org/investors/
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		www.shalby.org/investors/
11	email address for grievance redressal and other relevant details	Yes		www.shalby.org/investors/
12	Financial results	Yes		www.shalby.org/investors/
13	Shareholding pattern	Yes		www.shalby.org/investors/
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		
16	Disclosure of notes on website in terms of Listing Regulations explanatory [Text Block]		Add Notes	

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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
9	Any comments/observations/advice of Board of Directors may be mentioned here:	Add Notes

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Annexure 1

Sr	Subject	Compliance status
1	Name of signatory	Jayesh Patel
2	Designation	Company Secretary and Compliance Officer

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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)	NA	
8	Minimum Information	17(7)	Yes	
9	Compliance Certificate	17(8)	Yes	
10	Risk Assessment & Management	17(9)	Yes	
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	
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

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1	Name of signatory	Jayesh Patel
2	Designation	Company Secretary and Compliance Officer

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Annexure II		
III. Affirmations		
Sr	Particulars	Compliance status (Yes/No/NA)
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		Add Notes

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Annexure II		
1	Name of signatory	Jayesh Patel
2	Designation	Company Secretary and C

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Signatory Details	
Name of signatory	Jayesh Patel
Designation of person	Company Secretary and Compliance Officer
Place	Ahmedabad
Date	10-04-2019

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