

# Avonmore Capital & Management Services Ltd.

Ref: acms/corres/Bse/17-18/R-27(2)/034

11 October, 2017

**The General Manager  
(Listing & Corporate Relations)  
Bombay Stock Exchange Ltd.  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Mumbai - 400 001**

**Re: Quarterly Compliance Report on Corporate Governance for the Quarter ended 30<sup>th</sup> September, 2017**


Sir/Ma'am,

Pursuant to Regulation 27(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the Quarterly Compliance Report on Corporate Governance for the Quarter ended 30<sup>th</sup> September, 2017.

You are requested to kindly take the same on your record.

Thanking you,

Yours Faithfully,  
**For Avonmore Capital & Management Services Ltd.**

  
**Sagar Gupta**  
**Company Secretary & Compliance officer**  
**M. No. A42611**



Encl: a/a

# Avonmore Capital & Management Services Ltd.

Annexure-1

1. Name of the Listed Entity: **Avonmore Capital & Management Services Ltd**
2. Quarter Ending: **30<sup>th</sup> September, 2017**

## 1. Composition of Board of Directors

Title (Mr./Ms)	Name of the Director	PANs and 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 Regulations 25(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulations 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this entity (Refer Regulations 26(1) of Listing Regulations)
Mr.	Govind Prasad Agrawal	PAN: AAEP937 2M; DIN: 00008429	Chairperson/ Non Executive	19 March 2007	-	3	4	1
Ms.	Ashu Gupta	PAN:AGYP G2196D DIN: 00007836	Non Executive	20 March 2015	-	1	NIL	NIL
Mr.	Ashok Kumar Gupta	PAN: AEUPG32 03M DIN: 02590928	Executive	31 December 2016	-	1	1	NIL
Mr.	Shyam Sunder Lal Gupta	PAN: AAHPG11 42Q DIN: 00044635	Independent/ Non Executive	29 September 2014	5 Years	2	3	1
Mr.	Ajay Kumar	PAN:AEM PK5513J DIN: 01954049	Independent/ Non Executive	29 September 2014	5 Years	2	4	2
Mr.	Chand Krishna Tikku	PAN: AAAPT051 5F DIN: 00479477	Independent/ Non Executive	29 September 2014	5 Years	1	2	NIL

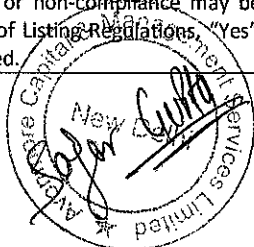
\$ PAN Number of any director would not be displayed on the website of Stock Exchange

& 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.



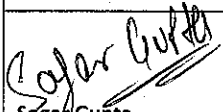
<b>II. Composition of Committees</b>			
Name of Committee	Name of Committee members	Category (Chairperson/Executive/Non-Executive/independent/Nominee)§	
1. Audit Committee	(i) Mr. Ajay Kumar, (ii) Mr. Chand Krishna Tikku (iii) Mr. Shyam Sunder Lal Gupta (iv) Mr. Govind Prasad Agrawal	Chairperson/Independent/Non Executive Independent/Non executive Independent/ Non Executive Non Executive	
2. Nomination & Remuneration Committee	(i) Mr. Ajay Kumar (ii) Mr. Chand Krishna Tikku (iii) Mr. Shyam Sunder Lal Gupta (iv) Mr. Govind Prasad Agrawal	Chairperson/Independent/Non Executive Independent/Non Executive Independent/ Non Executive Non Executive	
3. Risk Management Committee(Not applicable)	N.A.	N.A.	
4. Stakeholders Relationship Committee	(i) Mr. Govind Prasad Agrawal (ii) Mr. Shyam Sunder Lal Gupta (iii) Mr. Chand Krishna Tikku (iv) Mr. Ashok Kumar Gupta	Chairperson/Non Executive Independent/Non Executive Independent/Non Executive Executive	
§ 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			
<b>III. Meeting of Board of Directors</b>			
Date(s) of Meeting (If any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Maximum gap between any two consecutive meetings in number of days*	
29 <sup>th</sup> May, 2017	12 August 2017 28 August 2017	74 Days 15 Days	
<b>IV. Meeting of Committees</b>			
Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days*
12 August 2017 28 August 2017 (Audit Committee)	Yes ( out of 4 Members 4 were present)	29 <sup>th</sup> May, 2017 (Audit Committee)	74 days 15 Days
*This information has to be mandatorily be given for audit committee, for rest of the committee giving this information is optional			
<b>V. Related Party Transactions</b>			
Subject		Compliance Status (Yes/No/NA) refer to note below	
Whether prior approval of audit committee obtained		Yes	
Whether shareholder approval obtained for material RPT		NA (No Material Transaction was involved ; hence shareholders approval not required)	
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by audit committee		NA	
<b>Note:</b>			
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 Listing Entity has no related party transactions, the word "N.A. may be indicated.			

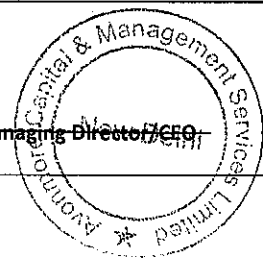


2. If status is "No" details of non compliance may be given here.

**VI. Affirmations**

1. The composition of Board of Director is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
2. The composition of the following committee is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015
  - a. Audit Committee
  - b. Nomination & Remuneration Committee
  - c. Stakeholders Relationship Committee
  - d. Risk management committee (applicable to the top 100 listed entities)
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
4. The meetings of the board of directors and the above committees have been conducted in the manners specified in SEBI(Listing obligations and disclosure requirements) Regulations, 2015.
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: First Report. This will be placed in the ensuing Board Meeting

  
 Sagar Gupta  
 Company Secretary/Compliance Officer/Managing Director/CEO



**Annexure III Affirmation**

Board Heading	Regulation Number	Compliance Status	Company Remarks
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	
Presence of Chairperson of Audit Committee at the Annual General Meeting	18 (1) (d)	Yes	
Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes	
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	

  
 Sagar Gupta  
 Company Secretary & Compliance Officer

