



## BANARAS BEADS LIMITED

AN EXPORT HOUSE RECOGNISED BY GOVERNMENT OF INDIA  
CIN No. L01131UP1980PLC004984

AN ISO  
CERTIFIED  
COMPANY

Regd. & Head Office	: A-1, Industrial Estate, Varanasi - 221106 (INDIA)
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Fax	: +91-542-2370165, 2370214
E-mail	: rksingh@banarasbead.com investor@bbinvestor.com
Website	: www.banarasbead.com

Manufacturers & Exporters of All kind of Beads, Fashion Jewelry and Accessories.

REF. : BBL/SECT/  
TO,

THE MANAGER

Department of Corporate Service  
THE STOCK EXCHANGE MUMBAI,  
PHIROZE JEEJEEBHOY TOWERS,  
25<sup>TH</sup> FLOOR, DALAL STREET,  
**MUMBAI - 440 001**

Tel : 022- 2272 1233 / 34

January 7, 2019

**Sub.: Compliance report for quarter ended 31<sup>st</sup> December, 2018, in respect of regulation 27 (2) - corporate governance under SEBI Listing Regulation 2015 (LODR).**

Dear Sir,

Please find enclosed herewith compliance report in respect of regulation 27 (2) - corporate governance under SEBI Listing Regulation 2015 (LODR) for quarter ended on 31<sup>st</sup> December' 2018.

Please take the above documents on the records and acknowledge the receipt of the same.

Thanking you,  
Yours faithfully,

For **BANARAS BEADS LIMITED**

Sd/-

**(R.K. SINGH)**

**COMPANY SECRETARY**

Encl. : As Above.

# BANARAS BEADS LIMITED

A-1, INDUSTRIAL ESTATE, VARANASI- 221106

## QUARTERLY COMPLIANCE REPORT ON REGULATION 27 (2) - CORPORATE GOVERNANCE FOR

QUARTER ENDING – 31<sup>st</sup> DECEMBER, 2018

<b>I. COMPOSITION OF BOARD OF DIRECTORS</b>								
Title (Mr./Ms.)	Name of the Director	PAN & 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 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 Agreement)
Mr.	ASHOK KUMAR GUPTA	AACPG7281R & 00016661	Chairperson (C&MD)	01.04.2014	31.03.2019	1	1	1
Mr.	SIDDHARTH GUPTA	AGEPG1158R & 00342369	Executive (CEO &MD)	01.02.2014	31.01.2019	1	NIL	NIL
Mr.	ASHOK KUMAR KAPOOR	ADUPK1929M & 00142499	Independent	13.08.2015	28.02.2020	1	3	2
Mr.	PRAVEEN ANAND SINGH	ALVPS7331G & 00787142	Independent	13.08.2015	28.02.2020	1	3	2
Mr.	TANMAY DEVA	AEYPD4055Q &00390718	Independent	13.08.2015	28.02.2020	1	3	NIL
Ms.	SHALINI CHANDRA	ADQPC6317F &01036394	Executive (Executive Director)	01.03.2015	28.02.2020	1	NIL	NIL

<b>II. COMPOSITION OF COMMITTEES</b>		
<b>Name of Committee</b>	<b>Name of Committee members</b>	<b>Category (Chairperson/Executive/Non-Executive/Independent/Nominee)</b>
1. Audit & Risk Management Committee	Praveen Anand Singh Ashok Kumar Kapoor Tanmay Deva	Chairman (Independent Director) Member (Independent Director) Member (Independent Director)
2. Nomination & Remuneration Committee	Praveen Anand Singh Ashok Kumar Kapoor Tanmay Deva	Chairman (Independent Director) Member (Independent Director) Member (Independent Director)
3. Stakeholders Relationship Committee	Ashok Kumar Kapoor Praveen Anand Singh Tanmay Deva	Chairman (Independent Director) Member (Independent Director) Member (Independent Director)
4. CSR Committee	Ashok Kumar Kapoor Ashok Kumar Gupta Shalini Chandra Tanmay Deva Praveen Anand Singh	Chairman (Independent Director) Member Member Member (Independent Director) Member (Independent Director)
5. Share transfer committee	Ashok Kumar Gupta R.K. Singh (Company Secretary/Compliance Officer)	Chairman Member

<b>III. MEETING OF BOARD OF DIRECTORS</b>		
<b>Date(s) of Meeting (if any) in the previous quarter</b>	<b>Date(s) of Meeting (if any) in the relevant quarter</b>	<b>Maximum gap between any two consecutive meeting in number of days</b>
26.07.2018	31.10.2018	96

<b>IV. MEETING OF COMMITTEES</b>			
<b>Date(s) of meeting of the committee in the relevant quarter</b>	<b>Whether requirement of Quorum met (details)</b>	<b>Date(s) of meeting of the committee in the previous quarter</b>	<b>Maximum gap between any two consecutive meeting in number of days</b>
Audit & Risk Management Committee held 30.10.2018	YES	25.07.2018	96
Nomination & Remuneration Committee held 30.10.2018	YES	25.07.2018	96
Stakeholders Relationship Committee held 31.10.2018	YES	26.07.2018	96
Corporate Social Responsibility Committee held ; "NO"	YES		

<b>V. RELATED PARTY TRANSACTIONS</b>
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<b>Subject</b>	<b>Compliance status (Yes/No/NA)</b>
Whether prior approval of audit committee obtained	YES
Whether shareholder approval obtained for material RPT	NA
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	YES

#### **VI. AFFIRMATIONS**

1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
2. The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
  - a. Audit & Risk Management Committee
  - b. Nomination & Remuneration Committee
  - c. Stakeholders relationship committee
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 meeting of the board of directors and the above committee have been conducted in the manner as 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/observation/advice of Board of Directors may be mentioned here.

**For BANARAS BEADS LTD.**

DATE : 07.01.2019  
PLACE : VARANASI.

Sd/-  
**(R.K. SINGH)**  
Company Secretary