

BLUE CHIP INDIA LIMITED

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CIN : L65991WB1993PLC060597

Dated: 12.04.2019

The Secretary
The Calcutta Stock Exchange Ltd.
7, Lyons Range
Kolkata – 700 001

The Asst. General Manager – Listing
The National Stock Exchange of India Ltd
Plot No. C/1, Block-G
Bandra Kurla Complex
Bandra (E)
Mumbai – 400 051

The Asst. General Manager
Department of Corporate Services
BSE Ltd.
25th Floor, Phiroz Jeejeebhoy Towers
Dalal Street, Mumbai – 400 001

Dear Sir/Madam

Sub: Compliance Report on Corporate Governance for the quarter and financial year ended 31st March, 2019

Pursuant to Regulation 27(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are hereby submitting the Quarterly Compliance Report on Corporate Governance for the quarter and financial year ended 31st March, 2019 in prescribed format in Annexure- I and Annexure- II respectively.

This is for your information and record please.

Thanking You,

Yours faithfully,
For **Blue Chip India Limited**



Arijant Jain
(Managing Director)
DIN: 00174557

Annexure- 1

1. Name of the Listed Entity: Blue Chip India Ltd
2. Quarter Ending: 31st March, 2019

I. Composition of Board of Directors								
Title / (Mr./Mrs.)	Name of the Director	PAN No.& DIN	Category (Chairperson/Executive/Non-Executive/Independent/Nomination)	Date of Appointment in the current term/cessation	Tenure	No. of Directorship in Listed entities including this listed entity (Refer Regulation 25(1) of the Listing Regulations)	Number of memberships in Audit/Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of the Listing Regulations)	No. of post of Chairperson in Audit/Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of the Listing Regulations)
Mr.	Arifant Jain	PAN: AQW/P94538 DIN: 001/9857	Executive	11/12/2006	-	1	-	-
Mr.	Subhadrata Talukdar	PAN: AHP70343M DIN: 002/78821	Non-Executive/Independent	5/9/2006	5 Years w.e.f 26th September, 2014	1	2	1
Mr.	*Shyamal Banerjee	PAN: AOP80795M DIN: 001/94544	Non-Executive/Independent	11/2/2019	-	-	-	-
Mr.	Pranab Chakraborty	PAN: AUUC318F DIN: 03568360	Non-Executive/Independent	5/3/2013	5 Years w.e.f 26th September, 2014	2	4	2
Mrs.	Madhu Barnwal	PAN: AQP/P1684L DIN: 071507910	Non-Executive	30/3/2015	-	2	-	-
Mr.	Subhankar Koyal	PAN: BTR/R/7909L DIN: 035684720	Non-Executive	14/08/2015	-	1	2	1
Note: *Mr. Shyamal Banerjee has been appointed as Additional Director (Non-Executive/Independent Director) of the Company w.e.f. 11.02.2019								
II. Composition of Committees								
Name of Committee		Name of Committee Members			Category (Chairperson/Executive/Non-Executive/Independent/Nominee)			
1. Audit Committee		Mr. Subhadrata Talukdar Mr. Subhankar Koyal			Non-Executive/Independent			
2. Nomination & Remuneration Committee		Mr. Pranab Chakraborty Mr. Pranab Chakraborty Mr. Subhadrata Talukdar Mr. Subhankar Koyal			Non-Executive/Independent Non-Executive/Independent Non-Executive/Independent Non-Executive			
3. Stakeholders Relationship Committee		Mr. Subhadrata Talukdar Mr. Pranab Chakraborty			Non-Executive/Independent Non-Executive/Independent			

III. Meeting of Board of Directors			
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 (in number of days)	
12th November, 2018	11th February, 2019	90 Days	
IV. Meeting of Committees			
Date(s) of Meeting of the Committee in the relevant quarter	Whether requirement of Quorum met (details)	Date(s) of Meeting (If any) in the previous quarter	Maximum gap between any two consecutive (in number of days)
Audit Committee- 09th February, 2019	Yes, Total Strength - 3 Directors, Present - 3 Directors	10th November, 2018	90 Days
V. Related Party Transactions			
Subject		Compliance Status (Yes/No/NA)	
Whether prior approval of audit committee obtained		Yes	
Whether shareholder approval obtained for material RPT		N.A.	
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 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, rol and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015			
4. The meeting of board of directors and the above committees 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/observations/advice of Board of Directors may be mentioned here: NIL			

Arihant Jain
Arihant Jain
Managing Director
DIN: 00174557

ANNEXURE - II

Name of the Listed Entity: Blue Chip India Ltd.

Financial Year: From 1st April, 2018 To 31st March, 2019

I. Disclosure on website in terms of Listing Regulations

Item	Compliance Status (Yes/No/NA)
Details of Business	Yes
Terms and conditions of appointment of Independent Directors	Yes
Composition of various committees of Board of Directors	Yes
Code of conduct of Board of Directors and Senior Management Personnel	Yes
Details of establishment of Vigil Mechanism/Whistle Blower Policy	Yes
Criteria of making payments to Non - Executive Directors	N.A.
Policy on dealing with Related Party Transactions	Yes
Policy on determining "Material" Subsidiary	N.A.
Details of familiarization programme imparted to Independent Directors	Yes
Contact information of the designated officials to the Listed Entity who are responsible for assisting and handling investor grievances	Yes
Email address for grievance redressal and other relevant details	Yes
Financial results	Yes
Shareholding pattern	Yes
Details of agreements entered into with the media companies and/or their associates	N.A.
New name and the old name of the Listed Entity	N.A.

II. Annual Affirmations

Particulars	Regulation Number	Compliance status (Yes/No/NA)
Independent Director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes
Board composition	17(1)	Yes
Meeting of Board of Directors	17(2)	Yes
Review of Compliance Report	17(3)	Yes
Plans for orderly succession for appointments	17(4)	Yes
Code of Conduct	17(5)	Yes
Fees/Compensation	17(6)	N.A.
Minimum Information	17(7)	Yes
Compliance Certificate	17(8)	Yes
Risk Assessment & Management	17(9)	Yes
Performance Evaluation of Independent Directors	17(10)	Yes
Composition of Audit Committee	18(1)	Yes
Meeting of Audit Committee	18(2)	Yes
Composition of Nomination & Remuneration Committee	19(1) & (2)	Yes
Composition of Stakeholder Relationship Committee	20(1) & (2)	Yes
Composition and role of Risk Management Committee	21(1), (2), (3) & (4)	N.A.
Vigil Mechanism	22	Yes
Policy on Related Party Transaction	23(1), (5), (6), (7) & (8)	Yes
Prior or Omnibus approval of Audit Committee for all Related Party Transactions	23(2) & (3)	Yes
Approval for Material Related Party Transactions	23(4)	N.A.
Composition of Board of Directors of Unlisted Material Subsidiary	24(1)	N.A.
Other Corporate Governance requirements with respect to the subsidiary of Listed Entity	24(2), (3), (4), (5) & (6)	N.A.
Maximum Directorship & Tenure	25(1) & (2)	Yes
Meeting of Independent Directors	25(3) & (4)	Yes
Familiarization of Independent Directors	25(7)	Yes
Memberships in Committees	26(1)	Yes
Affirmation with compliance to Code of Conduct from members of Board of Directors and Senior Management Personnel	26(3)	Yes
Disclosure of Shareholding by Non - Executive Directors	26(4)	Yes
Policy with respect to Obligations of Directors and Senior Management	26(2) & 26(5)	Yes

Note

1. In the column "Compliance Status", compliance or non - compliance may be indicated by Yes/No/NA. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed 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.

3. If the Listed Entity would like to provide any other information the same may be indicated here.

III. Affirmation

The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied. - Not Applicable


Arihant Jain
Managing Director