



11<sup>th</sup> October, 2018

To,  
The Secretary,  
The Calcutta Stock Exchange Limited  
7, Lyons Range,  
Kolkata – 700 001

To,  
Dy. General Manager,  
Corporate Relationship Department,  
BSE Limited,  
P. J. Tower,  
Mumbai – 400 001

Dear Sir,

**Sub: Compliance Report on Corporate Governance for the 02<sup>nd</sup> quarter ended September 30, 2018**

We attach herewith the quarterly compliance report on Corporate Governance as per Regulation 27(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in the format (Annexure I & III) for the 02<sup>nd</sup> quarter ended September 30, 2018.

The above reports shall be placed before the Board of Directors in its forthcoming meeting.

Please acknowledge the receipt of the same and take on record.

Yours faithfully,

Please make note & acknowledge the receipt.

Thanking You,

**For T. Spiritual World Limited**

Vinod Kumar Jha  
Whole-Time Director  
DIN: 07799924



## ANNEXURE I

Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity : T. Spiritual World Limited  
 2. Quarter ending : 30<sup>th</sup> September, 2018

## I. Composition of Board of Directors

Title (Mr./ Ms)	Name of the Director	PAN\$ & DIN	Category (Chairperson/ Executive/Non- Executive/No minee) &	Date of Appointment in the current term /cessation	Tenure* (in months)	No of Directorship in listed entites 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)
Mr.	Vinod Kumar Jha	PAN: AEEPJ3757M DIN: 07799924	Whole Time Director	08/08/2017	-	2	0	2
Mrs.	Sharmila Ranabhat	PAN: BLAPR892Q DIN: 06987476	Non Executive- Independent Woman Director	25/09/2014	48	2	4	0
Mr.	Kishan Singh	PAN: DYFPS9437B DIN: 07526266	Non Executive - Independent Director	03/10/2017	11	3	4	0
Mr.	Ganga Sahai	PAN: CHPPS9432Q DIN: 07116838	Non Executive - Independent Director	03/10/2017	11	2	2	2

SPAN 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.





II. Composition of Committees		Category (Chairperson/Executive/Non-Executive/Independent/Nominee) \$
Name of Committee	Name of Committee members	
1. Audit Committee	Mr. Ganga Sahal Mr. Kishan Singh Mrs. Sharmila Ranabhat	Chairperson / Non Executive - Independent Director Non Executive - Independent Director Non Executive - Independent Director
2. Nomination & Remuneration Committee	Mr. Ganga Sahal Mr. Kishan Singh Mrs. Sharmila Ranabhat	Chairperson / Non Executive - Independent Director Non Executive - Independent Director Non Executive - Independent Director
3. Risk Management Committee (if applicable)	Not Applicable	
4. Stakeholders Relationship Committee	Mr. Ganga Sahal Mr. Kishan Singh Mrs. Sharmila Ranabhat	Chairperson / Non Executive - Independent Director Non Executive - Independent Director Non Executive - Independent Director
*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		

III. Meeting of Board of Directors		Maximum gap between any two consecutive (in number of days)
Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	
May 29, 2018	August 14, 2018	76 days

IV. Meeting of Committees		Maximum gap between any two consecutive meetings in number of days*
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
August 14, 2018	Yes - All Members Present	May 29, 2018
* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional		

V. Related Party Transactions		Compliance status (Yes/No/NA) refer note below
Subject	Whether prior approval of audit committee obtained	NA*
Whether shareholder approval obtained for material RPT	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	NA*
		NA*

**Note**

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 the Listed Entity has no related party transactions, the words "N.A." may be indicated.

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

\*There were no contracts or arrangements made with related parties as defined under Section 188 of the Companies Act, 2013 during the relevant quarter ended under review.



**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, 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 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:



**For T. Spiritu World Limited**  
Vinod Kumar Jha  
Dtn: 07799924  
Company Secretary / Compliance Officer / Managing Director / Whole Time Director / CEO



**Annexure III**

**Format to be submitted by listed entity at the end of 6 months after end of financial year along-with second quarter report of next financial year**

1. Name of Listed Entity : T. Spiritual World Limited  
 2. Quarter ending : 30<sup>th</sup> September, 2018

<b>I. Affirmations</b>		
<b>Board heading</b>	<b>Regulation Number</b>	<b>Compliance Status (Yes/ No/ NA) refer note below</b>
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 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

**Note**

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 the Listed Entity has no related party transactions, the words "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.

**For T. Spiritual World Limited**

Vinod Kumar Jha  
 Din:07799924

**Company Secretary / Compliance Officer / Managing Director - WTD / CEO**

