



14<sup>th</sup> October, 2019

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

**Sub: Compliance Report on Corporate Governance for the 02<sup>nd</sup> quarter ended September 30, 2019**

Dear Sir,

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, 2019.

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,  
For T. Spiritual World Limited:

*Vinod Kumar Jha*  
**Vinod Kumar Jha**  
Whole-Time Director  
DIN: 07799924

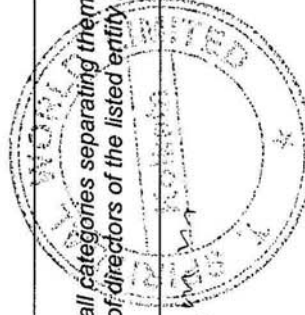


Encl.: As above

## 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, 2019

I. Composition of Board of Directors												
Title (Mr./Ms)	Name of the Director	PAN S & DIN	Category (Chairperson/ Executive/Non-Executive/ Independent / & Nominee)	Initial Date of Appointment	Date of Re-appointment	Date of cessation	Tenure* (in months)	Date of Birth	No of Directorship in listed entities including this listed entity (Refer Regulation 17 A (1) of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity [In reference to proviso to regulation 17A(1)]	Number of memberships in Audit/ Stakeholder Committee (s) Including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post Chairpersons on in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)
Mr.	Vinod Kumar Jha	PAN: AEPP3757M DIN: 07799924	Whole Time Director	08/08/2017			-	03/12/1960	2	1	0	2
Mrs.	Sharmila Ranabhat	PAN: BLAPR8992Q DIN: 06987476	Non Executive- Independent Woman Director	25/09/2014	25/09/2019		60	03/02/1987	2	2	4	0
Mr.	Kishan Singh	PAN: DYFPPS9437B DIN: 07526266	Non Executive - Independent Director / Chairperson	03/10/2017			23	11/03/1987	3	2	4	0
Mr.	Ganga Sahai	PAN: CHPPS9432Q DIN: 07116838	Non Executive - Independent Director	03/10/2017			23	22/10/1975	2	2	2	2
Mrs.	Sushma Rana	PAN: AZFPR9319H	Chief Finance Officer	15/04/2019			NA	08/04/1978	NA	NA	NA	NA
Ms.	Nikita Roy	PAN: BYPPR1455Q	Company Secretary	26/12/2018			NA	01/08/1991	NA	NA	NA	NA
Whether Regular chairperson appointed							Yes					
Whether Chairperson is related to managing director or CEO							No					
<p>*PAN of any director would not be displayed on the website of Stock Exchange          &amp; 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.</p>												



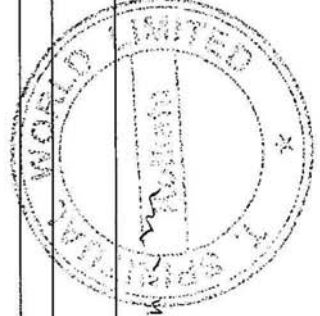
(Signature)

II. Composition of Committees						
Name of Committee	Whether Regular chairperson appointed	Name of Committee members	Category (Chairperson/Executive/Non-Executive/independent/Nominee) \$	Date of Appointment	Date of Cessation	
1. Audit Committee	Yes	Mr. Ganga Sahai Mr. Kishan Singh Mrs. Sharmila Ranabhat	Chairperson /Non Executive - Independent Director Non Executive - Independent Director Non Executive - Independent Director	03/10/2017 03/10/2017 08/11/2014		
2. Nomination & Remuneration Committee	Yes	Mr. Ganga Sahai Mr. Kishan Singh Mrs. Sharmila Ranabhat	Chairperson /Non Executive - Independent Director Non Executive - Independent Director Non Executive - Independent Director	03/10/2017 03/10/2017 08/11/2014		
3. Risk Management Committee (if applicable)		Not Applicable				
4. Stakeholders Relationship Committee	Yes	Mr. Ganga Sahai Mr. Kishan Singh Mrs. Sharmila Ranabhat	Chairperson /Non Executive - Independent Director Non Executive - Independent Director Non Executive - Independent Director	03/10/2017 03/10/2017 08/11/2014		
& 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				
Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Whether requirement of Quorum met*	Number of Directors present*	Maximum gap between any two consecutive (in number of days)
April 15, 2019		Yes	4	42 Days
May 28, 2019	August 14, 2019	Yes	4	77 Days
* to be filled in only for the current quarter meetings				

IV. Meeting of Committees				
Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)*	Number of Directors present*	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days*
Audit Committee August 14, 2019	Yes - All Members Present	3	May 28, 2019	77 Days
* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional				
**to be filled in only for the current quarter meetings				

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



9.15 5

**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.

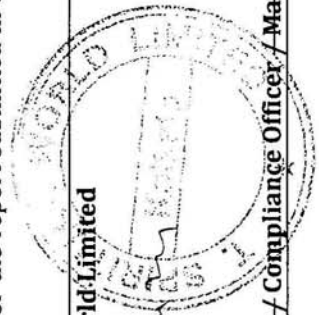
**VI. Affirmations**

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. Spiritual World Limited

  
Vinod Kumar Jha  
DIN: 07799924

Company Secretary / Compliance Officer / Managing Director / Whole Time Director / CEO / CFO



**Note:**

Information at Table I and II above need to be necessarily given in 1<sup>st</sup> quarter of each financial year. However if there is no change of information in subsequent quarter(s) of that financial year, this information may not be given by Listed entity and instead a statement "same as previous quarter" may be given.

## 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 :  
2. Quarter ending :

<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)	
Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	
Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	
Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	
<p><b>Note</b></p> <ol style="list-style-type: none"> <li>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.</li> <li>2. If status is "No" details of non-compliance may be given here.</li> <li>3. If the Listed Entity would like to provide any other information the same may be indicated here.</li> </ol>		
<p><b>For T. Spiritual World Limited:</b></p>  <p><b>Vinod Kumar Jha</b> DIN: 07799924 Company Secretary / Compliance Officer / Managing Director - WTD / CEO / CFO</p> 		