

## COMPLIANCE REPORT ON CORPORATE GOVERNANCE

Name of Listed Entity : Hexa Tradex Limited  
 Quarter ending: 31-March-2017

I. Composition of Board of Directors									
Title (Mr./Ms)	Name of the Director	PAN\$	DIN	Category (Chairperson /Executive/Non-Executive/in dependent/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 Regulations)
Ms.	Veni Anand	AKAPA6929J	07586927	Non-Executive	12-Aug-16	N.A.	2	2	1
Dr.	Raj Kamal Agarwal	AAAPA4978M	00005349	Independent	10-Sep-14	5 years	4	2	3
Shri	Girish Sharma	AASPS8031K	05112440	Independent	29-Sep-15	5 years	4	3	1

&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.




II. Composition of Committees		
Name of Committee	Name of Committee members	Category (Chairperson/Executive/Non- Executive/independent/Nominee) \$
1. Audit Committee	Dr. Raj Kamal Agarwal	Chairman of the Committee - Independent
	Ms. Veni Anand	Non-Executive
	Shri Girish Sharma	Independent
2. Nomination & Remuneration Committee	Dr. Raj Kamal Agarwal	Chairman of the Committee - Independent
	Ms. Veni Anand	Non-Executive
	Shri Girish Sharma	Independent
3. Stakeholders Relationship Committee'	Dr. Raj Kamal Agarwal	Chairman of the Committee - Independent
	Ms. Veni Anand	Non-Executive
	Shri Girish Sharma	Independent
&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	Maximum gap between any two consecutive (in number of days)		
4-Nov-16	9-Feb-17	96		
IV. Meeting of Committees				
Name of Committee	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*
Audit Committee	09-Feb-17	Yes	04-Nov-16	96
Nomination and Remuneration Committee	Nil	N.A.	Nil	N.A.
Stakeholders' Relationship Committee	Nil	Yes	11-Nov-16	N.A.
* 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				
Subject		Compliance status (Yes/No/NA) refer note below		
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		
<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 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.				
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				
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.- All the previous meetings of Board of Directors were held as per the provisions of Listing Regulations, applicable from time to time.				
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: N.A.				

For Hexa Tradex Limited

  
Pravesh Srivastava  
Company Secretary  
ACS: 20993



**Disclosures with respect to financial year ended 31st March, 2017**

<b>I. Disclosure on website in terms of Listing Regulations</b>		
<b>Item</b>	<b>Compliance status</b>	
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	Yes	
Policy on dealing with related party transactions	Yes	
Policy for determining 'material' subsidiaries	Yes	
Details of familiarization programmes imparted to independent directors	Yes	
Contact information of the designated officials of the listed entity who are responsible for assisting and	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.	
<b>II Annual Affirmations</b>		
<b>Particulars</b>	<b>Regulation Number</b>	<b>Compliance status (Yes/No/NA) re</b>
Independent director(s) have been appointed in terms of specified	16(1)(b) & 25(6)	Yes
Board composition	17(1)	Yes
Meeting of Board of directors	17(2)	Yes
Review of Compliance Reports	17(3)	Yes
Plans for orderly succession for appointments	17(4)	Yes
Code of Conduct	17(5)	Yes
Fees/compensation	17(6)	Yes
Minimum Information	17(7)	Yes
Compliance Certificate	17(8)	Yes
Risk Assessment & Management	17(9)	N.A.
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)	Yes
Vigil Mechanism	22	Yes
Policy for related party Transaction	23(1),(5),(6),(7) & (8)	Yes
Prior or Omnibus approval of Audit Committee for all related party	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)	Yes
Other Corporate Governance requirements with respect to	24(2),(3),(4),(5) & (6)	Yes
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	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
<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 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.		
<b>III Affirmations:</b>		
The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied.		

For Hexa Tradex Limited

  
Pravesh Srivastava  
Company Secretary  
ACS: 20993



**Details of Material related Party Tansaction Incurred during the 3rd quarter ended on 31-03-2017.**

Sr. No.	Date of contract / arrangement	Name of the party with which contract is entered into	For the quarter ended 30-12-2015	Relation with Director/Company/Nature of Concern or Interest	Principal terms and conditions	Whether the transaction is at arm's length basis	Date of approval at the meeting of the Board	No. of Directors present in the meeting	Details of voting on such resolution			Date of the next meeting at which register was placed for signature	Reference of specific items (a) to (g) under sub section (1) of Section 188	Amount of contract or arrangement	Date of shareholder's approval if any	Signature	Remarks, if any
									Directors voting in favour	Directors voting against	Directors remaining neutral						
1	2	3	4	5	6	7	8	9	10	11	12	13	14	15	16	17	
NIL																	

*Power*

