

# TIRRIHANNAH

## Annexure-I

Format to be submitted by listed entity on quarterly basis

### Quarterly Compliance Report on Corporate Governance pursuant to Regulation 27(2)(a) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015

1. Name of Listed Entity: Tirrihannah Company Limited
2. Quarter ending: 30<sup>th</sup> June, 2020

Title (Mr./Ms)	Name of the Director	DIN	PAN	Category (Chairperson/Executive/Non-Executive/Independent/Nominee)	Sub Category	Initial Date of Appointment	Date of Appointment	Date of cessation	Tenure	Date of Birth	Whether special resolution passed?	Date of passing special resolution	No. of Directorship in listed entities including this listed entity	No of Independent Directorship in listed entities including this listed entity
Mr.	Ghanshyam Das Kankani	00565520	AFLPK2586B	Managing Director	MD	02.11.2007	02.11.2007		NA	25-09-1959	NA	NA	1	0
Mr.	Umesh Kankani	00652561	AKMPK8942R	Whole Time Director cum Chief Financial Officer	WTD	02.11.2007	02.11.2007		NA	05-11-1984	NA	NA	1	0
Mr.	Satish Jayant Mehta	01901518	AFGPM8936G	Independent Director		27.09.2014	27.09.2014		60	20-07-1961	NA	NA	1	1
Mr.	Piyush Jaju	03336693	AFDPJ3708E	Independent Director		27.09.2014	27.09.2014		60	13-10-1985	NA	NA	1	1
Mrs.	Soma Mishra	01901518	ATAPM1437E	Independent Director		29.09.2015	29.09.2015		60	18-09-1975	NA	NA	1	1

*Ghanshyam Kankani*

**TIRRIHANNAH COMPANY LIMITED**

5, KIRAN SHANKAR ROY ROAD, 2ND FLOOR, KOLKATA - 700 001, WEST BENGAL, INDIA

☎ : (033) 2248 7093, 2343 0875 / 4005 6005, FAX : (033) 4005 6006, EMAIL - tirrihannah.co@gmail.com

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# TIRRIHANNAH

## I. Composition of Board of Directors

### II. Composition of Committees

Name of Committee	Name of Committee members	Category (Chairperson/Executive/Non-Executive/independent/ Nominee)
1. Audit Committee	Mr. Satish Jayant Mehta Mr. PiyushJaju Mr. Ghanshyam Das Kankani	Chairperson - Independent Director Independent Director Managing Director- Executive Director
2. Nomination & Remuneration Committee	Mr. Satish Jayant Mehta Ms. Soma Mishra Mr. PiyushJaju	Chairperson - Independent Director Independent Director Independent Director
3. Risk Management Committee	Mr. Ghanshyam Das Kankani Mr. UmeshKankani	Managing Director- Executive Director Whole Time Director cum CFO
4. Stakeholders Relationship Committee	Mr. PiyushJaju Mr. G. D. Kankani	Chairman - Independent Director Managing Director- Executive 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

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)	Whether requirement of Quorum met	Number of Directors present	Number of Independent Directors present
14-Feb-2020	NIL	NA	-	-	-

*Ghanshyam Kankani*

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Name of the Committee	Date(s) of meeting during of the committee in the previous quarter	Date(s) of meeting of the committee in the relevant quarter	Maximum gap between any two consecutive meetings in number of days*	Whether requirement of Quorum met (Yes/No)	Number of Directors present	Number of independent directors present
Audit Committee	14-Feb-2020		-	-	-	-
Audit Committee		NIL	NA	-	-	-
Nomination & Remuneration Committee	14-Feb-2020		-	-	-	-
Nomination & Remuneration Committee		NIL	NA	-	-	-
Stakeholders Relationship Committee	14-Feb-2020		-	-	-	-
Stakeholders Relationship Committee		NIL	NA	-	-	-

This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional

### III. 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

#### Note

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

### IV. Affirmations

- The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
- The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015
  - Audit Committee
  - Nomination & remuneration committee
  - Stakeholders relationship committee



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d. Risk management committee (applicable to the top 100 listed entities):NA

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: the previous quarter's Report shall be placed before the Board Meeting to be held in next quarter. there were no adverse remarks or observation by the Board of directors and same has been taken on record. This report will be placed at the ensuing Board Meeting.

## Disclosure under regulation 27(2)(b) of the SEBI (Listing Obligations and Disclosure Requirements), Regulation, 2015

Details of Material transaction with related parties during the period from 1<sup>st</sup> April, 2020 to 30<sup>th</sup> June, 2020

Sl. No.	Name of the Related Party	Nature of Transactions (Sale/Purchase)	Amount in Rs.
1			Nil
		Total	Nil

## ANNEXURE II

### Format to be submitted by listed entity at the end of the financial year (for the whole of financial year)

I. Disclosure on website in terms of Listing Regulations			
Item	Compliance status	Company Remark	Website
As per regulation 46(2) of the LODR:			
Details of business	Yes	At Company's Notice Board	
Terms and conditions of appointment of independent directors	Yes	At Company's Notice Board	
Composition of various committees of board of directors	Yes	At Company's Notice Board	
Code of conduct of board of directors and	Yes	At Company's Notice	
Details of establishment of vigil mechanism/	Yes	At Company's Notice	
Criteria of making payments to non-executive directors	Yes	At Company's Notice Board	
Policy on dealing with related party transactions	Yes	At Company's Notice Board	



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Policy for determining 'material' subsidiaries	NA	At Company's Notice Board	
Details of familiarization programs imparted	Yes	At Company's Notice Board	
Email address for grievance redressal and other relevant details entity who are	Yes	At Company's Notice Board	
Contact information of the designated	Yes	At Company's Notice Board	
Financial results	Yes	At Company's Notice Board	
Shareholding pattern	Yes	At Company's Notice Board	
Details of agreements entered into with the media companies and/or their associates	Not Applicable	At Company's Notice Board	
Schedule of analyst or institutional investor meet and presentations made by the listed	Not Applicable	At Company's Notice Board	
New name and the old name of the listed	Not	At Company's Notice Board	
Advertisements as per regulation 47 (1)	Yes	At Company's Notice Board	
Credit rating or revision in credit rating	Not	At Company's Notice Board	
Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	NA	At Company's Notice Board	
As per other regulations of the LODR:		At Company's Notice Board	
Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes	At Company's Notice Board	
Materiality Policy as per Regulation 30	Yes	At Company's Notice Board	
Dividend Distribution policy as per	Not	At Company's Notice Board	
It is certified that these contents on the website of the listed entity are correct.	Yes	At Company's Notice Board	

## II Annual Affirmations

Particulars	Regulation Number	Compliance status	Company Remark
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), 17(1A) & 17(1B)	Yes	
Meeting of Board of directors	17(2)	Yes	
Quorum of Board meeting	17(2A)	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)	Yes	
Performance Evaluation of Independent Directors	17(10)	Yes	
Recommendation of Board	17(11)	Yes	
Maximum number of directorship	17A	Yes	
Composition of Audit Committee	18(1)	Yes	
Meeting of Audit Committee	18(2)	Yes	



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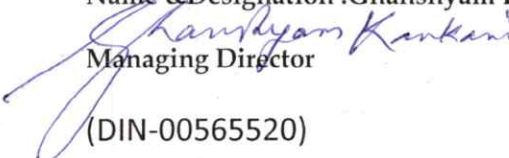
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Composition of nomination & remuneration committee	19(1) & (2)	Yes	
Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes	
Meeting of nomination & remuneration committee	19(3A)	Yes	
Composition of Stakeholder Relationship Committee	20(1), 20(2) and 20(2A)	Yes	
Meeting of stakeholder relationship committee	20(3A)	Yes	
Composition and role of risk management committee	21(1),(2),(3),(4)	Not Applicable	
Meeting of Risk Management Committee	22	Not Applicable	
Vigil Mechanism	22	Yes	
Policy for related party Transaction	23(1),(1A),(5),(6)	Yes	
Prior or Omnibus approval of Audit Committee for all related party	23(2), (3)	Yes	
Approval for material related party transactions	23(4)	NA	
Disclosure of related party transactions on consolidated basis	23(9)	Yes	
Composition of Board of Directors of unlisted material Subsidiary	24(1)	Yes	
Other Corporate Governance requirements with respect to subsidiary of	24(2),(3),(4),(5) & (6)	Yes	
Annual Secretarial Compliance Report	24(A)	Yes	
Alternate Director to Independent Director	25(1)	Not Applicable	
Maximum Tenure	25(2)	Not Applicable	
Meeting of independent directors	25(3) & (4)	Yes	
Familiarization of independent directors	25(7)	Yes	
Declaration from Independent Director	25(8) & (9)	Yes	
D & O Insurance for Independent	25(10)	NO	
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	
<b>Other Information</b>			

### III Affirmations:

The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied. - **Yes**

Name & Designation : Ghanshyam Das Kankani

  
Managing Director

(DIN-00565520)

Date: 14.07.2020

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