

NMFL/BSE/018/15-16

Date: 15th January, 2016

To
Corporate Relation Department
BSE Limited
P. J. Tower, Dalal Street,
Mumbai – 400 001

Scrip Code: 512381

Sub: Submission of Quarterly Compliance Report on Corporate Governance under Regulation 27(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the Quarter ended on 31st December, 2015.

Sir,

Please find attached herewith Quarterly Compliance Report on Corporate Governance of the Company for the quarter ended 31st December, 2015.

Request you to take the same on record and acknowledge the receipt of the same.

Thanking You,

Yours Faithfully

For Nivedita Mercantile and Financing Limited


Authorized Signatory

Encl. As stated above



FORMAT OF QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE

- 1. NAME OF LISTED ENTITY :** NIVEDITA MERCANTILE & FINANCING LIMITED
- 2. QUARTER ENDING :** 31ST DECEMBER, 2015

I. COMPOSITION OF BOARD OF DIRECTORS								
Title (Mr./ Ms.)	Name of the Director	PAN\$ & DIN	Category (Chairperson/Executive/ Non-Executive/Independent/ 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)	No. of memberships in Audit/Stakeholder Committee including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No. of post of Chairperson in Audit/Stakeholder Committee including this listed entity (Refer Regulation 26(1) of Listing Regulations)
Mr.	Rajesh Kumar Sanwarlal Mundra	ADIPM7751P & 01797146	Non-Independent Non-Executive	10/11/2012	NA	One	Two	None
Mr.	Hiten Sanmukhlal Shah	AAFPS9016H & 02185059	Independent Non-Executive	22/09/2014	24 months	Two	Two	One
Mr.	Asimkumar Bireswar Santara	AAIPS9225P & 01659370	Independent Non-Executive	22/09/2014	24 months	One	One	One
Mr.	Sudarshan Somani	AAEPS1227M & 00137568	Independent Non-Executive	22/09/2014	24 months	One	None	None
Ms.	Hemlata Thanvi	ATLPB3914G & 07196414	Non-Executive Non-Independent	27/05/2015	NA	One	None	None

\$ 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	1. Asimkumar Santara-Chairman 2. Hiten Shah – Member 3. Rajeshkumar Mundra-Member	Independent- Non Executive Independent- Non Executive Non Independent- Non Executive
2. Nomination and Remuneration Committee	1.Sudarshan Somani-Chairman 2. Hiten Shah – Member	Independent- Non Executive Independent- Non Executive



	3.Rajeshkumar Mundra-Member	Non Independent- Non Executive
3. Risk Management Committee (if applicable)	NA	NA
4. Stakeholders' Relationship Committee	1.Hiten Shah – Chairman 2.Asimkumar Santara-Member 3.Rajeshkumar Mundra-Member	Independent- Non Executive Independent- Non Executive Non Independent- Non Executive

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)
13 th August, 2015	9 th November, 2015	89 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 of the Committee in the previous quarter	Maximum gap between any two consecutive (in number of days)@
7 th November, 2015	Yes, all members present.	13 th August, 2015	87 days

@ 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	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.

VI. Affirmations

- The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. **YES**
- The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015
 - Audit Committee **YES**
 - Nomination & remuneration committee **YES**
 - Stakeholders relationship committee **YES**
 - Risk management committee (applicable to the top 100 listed entities) **N.A.**
- The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015. **YES**
- 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. **YES**
- This report and/or the report submitted in the previous quarter has been placed before Board of Directors. **YES**
Any comments/observations/advice of Board of Directors may be mentioned here: **NONE**

Name & Designation

Director
DIN: 01797146