

# SIL Investments Limited

CIN No.-L17301RJ1934PLC002761

Registered Office : Pachpahar Road, Bhawani Mandi - 326502 (Rajasthan)

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SIL/

October 13, 2017

<b>M/s. Bombay Stock Exchange Limited</b> Phiroze Jeejeebhoy Towers Dalal Street, Fort Mumbai 400 001 Fax No. 022-22723121/719/22702037/39 Scrip Code: 521194	<b>M/s. National Stock Exchange of India Ltd.</b> Exchange Plaza, 5 <sup>th</sup> Floor, Plot No.C/1, G-Block, Bandra-Kurla Complex, Bandra(E), Mumbai 400 051 Fax No. (022-2659 8237/38) Scrip Code : SILINV
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Dear Sirs,

Pursuant to the provisions of Regulation 27(2) of the Listing Regulations, 2015, we hereby enclose the quarterly compliance report for the quarter ended 30<sup>th</sup> September, 2017.

Kindly acknowledge the receipt.

Thanking you,

Yours faithfully,  
For SIL INVESTMENTS LIMITED

  
(LOKESH GANDHI)  
COMPANY SECRETARY AND COMPLIANCE OFFICER



Encl: a/a

# Annexure – I

Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity: **SIL INVESTMENTS LIMITED**
2. Quarter ending: **September 30, 2017**

## I. Composition of Board of Directors

Title (Mr. / Ms)	Name of the Director	PAN <sup>s</sup> & DIN	Category (Chairperson/Executive/Non-Executive/Independent/Nominee) &	Date of Appointment in the current term /cessation	Tenure* (to be filled only for Independent Director)	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)
Mr.	C.S.Nopany	ABJPN5385K : 00014587	Non - Executive Chairman	18/06/1993	-	0	Audit Committee: NIL Stakeholder Committee: NIL	Audit Committee: NIL Stakeholder Committee: 2
Mrs.	Shalini Nopany	ADCPN9494Q : 00077299	Executive Director (Managing Director)	25/01/2015	-	0	Audit Committee: NIL Stakeholder Committee: 1	Audit Committee: NIL Stakeholder Committee: NIL
Mr.	Sanjay Goenka	ACZPG6099G : 00420444	Independent Director	23/08/2014	[5 (Five) years w.e.f. 23.08.2014] 3 year 1 month and 8 days	1	Audit Committee: - NIL Stakeholder Committee: NIL	Audit Committee: 1 Stakeholder Committee: NIL



*[Signature]*

Mr.	Subroto Lahiri	ABCP18990R : 01719327	Independent Director	23/08/2014	[5 (Five) years w.e.f. 23.08.2014] 3 year 1 month and 8 days	1	Audit Committee: 1 Stakeholder Committee: 1	Audit Committee: Nil Stakeholder Committee: Nil
Mr.	Brij Mohan Agarwal	ADVPA7705Q : 03101758	Executive Director (designated as Director-in-Charge)	31/03/2016	-	2	Audit Committee: 2 Stakeholder Committee: 1	Audit Committee: Nil Stakeholder Committee: Nil
Mr.	Abhrajit Dutta	ADZPD2232M : 00546556	Independent Director	02/08/2016	[5 (Five) years w.e.f. 02.08.2016] 1 year 1 month and 29 days	1	Audit Committee: 1 Stakeholder Committee: Nil	Audit Committee: Nil Stakeholder Committee: Nil

\$ 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.  
\*\* No. of directorships only where the Directors acts as "Independent Director"

## II. Composition of Committees

Name of Committee	Name of Committee members	Category (Chairperson/Executive/Non-Executive/ independent/ Nominee) \$
1. Audit Committee	1. Mr. Sanjay Goenka 2. Mr. Subroto Lahiri 3. Mr. Abhrajit Dutta	Chairman of Committee- Independent Director Independent Director Independent Director



2. Nomination & Remuneration Committee	1. Mr. Sanjay Goenka	Chairman of Committee- Independent Director
	2. Mr. Subroto Lahiri 3. Mr. Abhrajit Dutta	Independent Director Independent Director
3. Risk Management Committee *	1. Mr. Brij Mohan Agarwal 2. Mr. Subroto Lahiri 3. Mr. Vikas Baheti	Chairman of Committee- Executive Director Independent Director CFO
4. Stakeholders Relationship Committee	1. Mr. C. S. Nopany 2. Mr. Subroto Lahiri 3. Mr. Brij Mohan Agarwal	Chairman of Committee- Non Executive Chairman Independent 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

\* As per Listing Regulations, 2015, Risk Management Committee is not applicable to the Company. However, Risk Management Committee was formed by the Company in compliance with the applicable RBI Guidelines for NBFC.

### 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)
29/05/2017	17/07/2017	29/05/2017 to 17/07/2017= 49 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 meetings in number of days*
17/07/2017	Yes	29/05/2017	29/05/2017 to 17/07/2017= 49 Days

Audit Committee:

17/07/2017

Yes

29/05/2017

29/05/2017 to 17/07/2017= 49 Days

*[Signature]*



<b><u>Nomination &amp; Remuneration Committee:</u></b>				
25/07/2017	Yes	29/05/2017	29/05/2017 to 25/07/2017 = 57 Days	
<b><u>Risk Management Committee</u></b>				
21/09/2017	Yes	-	-	
<b><u>Stakeholders Relationship Committee :</u></b>				
1) 07/07/2017	Yes	18/04/2017	18/04/2017 to 07/07/2017 = 80 Days	
2) 21/09/2017			07/07/2017 to 21/09/2017 = 76 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

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

#### 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.

*[Signature]*



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. The report submitted in the previous quarter has been placed before Board of Directors. **This report also shall be placed before the Board on 18/10/2017 (being the next Board Meeting).**

Any comments/observations/advice of Board of Directors may be mentioned here: There were no comments received from Board of Directors.

# As per Listing Regulations, 2015, Risk Management Committee is not applicable to the Company. However, Risk Management Committee was formed by the Company in compliance with the applicable RBI Guidelines for NBFC.

**Name : LOKESH GANDHI**

**Designation : COMPANY SECRETARY AND COMPLIANCE OFFICER**

**Date: 13.10.2017**

**Place: Mumbai**



For and on behalf of  
**SIL INVESTMENTS LIMITED**  
*(Signature)*  
**COMPANY SECRETARY**

**Note:** Information at Table I and II above need to be necessarily given in 1st 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**

I Affirmations		
Broad heading	Regulation Number	Compliance status (Yes/No/NA)refer note below
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 the 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.

Name : LOKESH GANDHI

Designation : COMPANY SECRETARY AND COMPLIANCE OFFICER

Date: 13.10.2017

Place: Mumbai



For and on behalf of  
**SIL INVESTMENTS LIMITED**

*Lokech Gandhi*  
**COMPANY SECRETARY**