

Corporate Governance Report

1. Name of Listed Entity: **Tribute Trading and Finance Limited**
 2. Quarter ending: **31st December, 2015**

I. Composition of Board of Directors								
Title	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	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity
Mr.	Manoj Sethia	AKLPS7110A, 00585491	Chairperson-Non Executive-Promoter	07/05/2009	N.A.	2	4	2
Mrs.	Sangeeta Sethia	AIRPS3408D, 00585682	Managing Director	01/12/2014	N.A.	1	0	0
Mr.	Sanjiban Bandyopadhyaya	ACWPB2921M, 02265433	Independent Non Executive	30/09/2015*	3months	1	2	1
Mr.	Kamal Krishna Paul	AEPPP0663R, 02481396	Independent Non Executive	30/09/2014**	1 year 3months	1	2	0
<p>* Appointed on 20/03/2010. Mr. Sanjiban Bandyopadhyaya has completed a term of five consecutive years and further re-appointed as an Independent Director for a period of five consecutive years at the Annual General Meeting held on 30th September, 2015.</p> <p>** Appointed on 02/04/2011. Mr. Kamal Krishna Paul was retiring by rotation at the Annual General Meeting held on 30th September, 2014 and appointed for the term of three years at the same Annual General Meeting.</p>								
II. Composition of Committees								
Name of Committee		Name of Committee members			Category (Chairperson/Executive/Non Executive/independent/Nominee)			
1. Audit Committee		a. Sanjiban Bandyopadhyaya b. Manoj Sethia c. Kamal Krishna Paul			Chairperson Non Executive Independent Non Executive			
2. Nomination & Remuneration Committee		a. Sanjiban Bandyopadhyaya b. Manoj Sethia c. Kamal Krishna Paul			Chairperson Non Executive Independent Non Executive			
3. Risk Management Committee		<i>Not Applicable</i>			<i>Not Applicable</i>			
4. Stakeholders Relationship Committee'		a. Manoj Sethia b. Sanjiban Bandyopadhyaya c. Kamal Krishna Paul			Chairperson Independent Non Executive Independent Non Executive			

For Tribute Trading And Finance Limited


Managing Director

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, 28 th August 2015 and 30 th September 2015	13 th November 2015	43 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
Audit Committee Meeting-13 th Nov 2015	Yes, All Members were present	13 th August, 2015	91 days

V. Related Party Transactions

Subject	Compliance status (Yes/No/NA)
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

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.
5. This report and/or the report submitted in the previous quarter has been placed before Board of Director.

For Tribute Trading And Finance Limited

Sangeeta Sethi

Name: **Sangeeta Sethi** Managing Director

Designation: **Managing Director**

Date: **13/01/2016**

Place: **Kolkata**