

## Corporate Governance Report

### ANNEXURE-I

1. Name of Listed Entity: **Tribute Trading and Finance Limited**  
 2. Quarter ending: **30<sup>th</sup> September, 2016**

<b>I. Composition of Board of Directors</b>								
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*	12 months	1	2	1
Mr.	Kamal Krishna Paul	AEPPO663R, 02481396	Independent Non Executive	30/09/2014**	24 months	1	2	0
<b>II. Composition of Committees</b>								
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			

FOB TRIBUTE TRADING AND FINANCE LIMITED

*Narenche / G. Singh*

Company Secretary

<b>III. Meeting of Board of Directors</b>			
<i>Date(s) of Meeting (if any) in the previous quarter</i>	<i>Date(s) of Meeting (if any) in the relevant quarter</i>	<i>Maximum gap between any two consecutive meetings (in number of days)</i>	
30 <sup>th</sup> May, 2016	09 <sup>th</sup> August, 2016	70 Days	
<b>IV. Meeting of Committees</b>			
<i>Date(s) of meeting of the committee in the relevant quarter</i>	<i>Whether requirement of Quorum met (details)</i>	<i>Date(s) of meeting of the committee in the previous quarter</i>	<i>Maximum gap between any two consecutive meetings in number of days</i>
Audit Committee Meeting- 09 <sup>th</sup> August, 2016	Yes, All Members were present	30 <sup>th</sup> May, 2016	70 Days
<b>V. Related Party Transactions</b>			
<i>Subject</i>		<i>Compliance status (Yes/No/NA)</i>	
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	
<b>VI. Affirmations</b>			
<p>1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.</p> <p>2. The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015</p> <p>a. Audit Committee</p> <p>b. Nomination &amp; remuneration committee</p> <p>c. Stakeholders relationship committee</p> <p>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.</p>			

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.

**FOB TRIBUTE TRADING AND FINANCE LIMITED**

*Narendar K Singh*

**Company Secretary**

Name: **Narendar Kumar Singh**

Designation: **Company Secretary**

Date: **13/10/2016**

Place: **Kolkata**

## ANNEXURE-III

**Annexure III 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**

SI No	Broad Heading	Regulation Number	Compliance Status (Yes/No/NA)
1	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
2	Presence of Chairperson of Audit Committee at the annual general meeting	18(1)(d)	Yes
3	Presence of Chairperson of Nomination and Remuneration Committee at the annual general meeting	19(3)	Yes
4	Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes

**FOR TRIBUTE TRADING AND FINANCE LIMITED**

*Narendar K Singh*

**Company Secretary**

Name: **Narendar Kumar Singh**  
 Designation: **Company Secretary**  
 Date: **13/10/2016**  
 Place: **Kolkata**