

## Corporate Governance Report

1. Name of Listed Entity: **Tribute Trading and Finance Limited**  
 2. Quarter ending: **30<sup>th</sup> June, 2017**

**Annexure-I**

### I. Composition of Board of Directors

Titl e	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-Director	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	1 year 9 months	1	2	1
Mr.	Kamal Krishna Paul	AEPPP0663R, 02481396	Independent Non Executive	30/09/2014	2 year 9 months	1	2	0

### 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**

*Naveen Singh*  
**Company Secretary**

**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)
14 <sup>th</sup> February 2017	29 <sup>th</sup> , April 2017, 29 <sup>th</sup> May 2017	73 days, 29 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- 29 <sup>th</sup> May 2017	Yes, All Members were present	14 <sup>th</sup> February, 2017	103 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. The report submitted in the previous quarter has been placed before Board of Directors.

**BOB TRIBUTE TRADING AND FINANCE LIMITED**

*Narendra K. Singh*

**Company Secretary**

Name: Narendra Kumar Singh

Designation: Company Secretary

Date: 15.07.2017

Place: Kolkata