TRIBUTE TRADING AND FINANCE LIMITED

CIN - L35991WB1986PLC139129

Regd. Office: 3, Bentinck Street, 2nd Floor, Kolkata - 700 001 Phone: (033) 2210 0875 • E-mail: ttfltd@gmail.com • Website: www.ttfld.co.in

Date: 21/04/2022

To
The Secretary
The Calcutta Stock Exchange Ltd.
7, Lyons Range
Kolkata - 700 001

Scrip Code: 10030286 ISIN No: INE951L01013

Sub: Corporate Governance Report for quarter ended March 31, 2022

Dear Sir/Madam,

Please find enclosed Quarterly Compliance Report on Corporate Governance under Regulation 27(2) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the quarter ended 31st March, 2022.

Thanking you.

Yours Faithfully, For Tribute Trading and Finance Limited

Abhishek Lohia Abhishek Lohia

Company Secretary



General information about company	ut company
Scrip code	10070286
NSE Symbol	N. A.
MSEl Symbol	7
NISI	INE951L01013
Name of the entity	TRIBUTE TRADING AND FINANCE LIMITED
Date of start of financial year	01-04-2021
Date of end of financial year	31-03-2022
Reporting Quarter	Yearly
Date of Report	31-03-2022
Risk management committée	Not Applicable
Market Capitalisation as per immediate previous Financial Year	Any other



4	· ·	12	· ·							
Μ̈́	3	Mrs		Sr (Mr Ms)	\dashv				-	
ļ					_					
RAJESH SHAH	MALI CHAND AGARWALA	SANGEETA SETHIA	MANOJ SETHIA	Name of the Director						
ALSPS6326C 06746791	ACZPA0551B	AIRPS3408D	AKLPS7110A 00585491	PAN						
06746791	00772091	00585682	00585491	DIN						
Non- Executive - Independent Director	Non- Executive - Independent Director	Executive Director	Non- Executive - Non Independent Director	Category 1 of directors						
Not Applicable	Not Applicable	Not Applicable	Chairperson	Category 2 of directors						
		Æ	-	Category 3 of directors			Disclosi		Annez	
06- 12- 1962	01- 01- 1968	10- 10- 1970	07- 05- 1970	Date of Birth			are of		Kure	
NA	NA	NA	N>	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Wh	Whether	Disclosure of notes on composition of board of directors explanatory	I. Co	Annexure I to be submitted by listed entity on quarterly basis	
				Date of passing special resolution	ether Chai	the listed	nposition	nposition	mitted I	Anı
01-04-2020	30-05-2018	01-12-2014	07-05-2009	Initial Date of appointment	rperson is re	entity has a	of board of	I. Composition of Board of Directors	y listed e	Annexure I
30-09-2020	29-09-2018	01-10-2021	30-09-2020	Date of Reappointment	Whether Chairperson is related to MD or CEO	Whether the listed entity has a Regular Chairperson	directors ex	Directors	ntity on c	
				Date of cessation	or CEO	airperson	planatory		[uarterl	
60	60			Tenure of director (in months)	Yes	Yes			y basis	
برئ	3	2	w	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)						
U.	.	0	0	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations						
ω	6	-	. 20	Number of numberships in Audiff! Staksholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)						
LJ.	-	0		No of post of Chaiperson in Audit/ Stakeholder Committee held in listed cuities including this listed entity (Refer entity (Refer Regulations) 26(1) of Listing Regulations)						
				Notes for not providing PAN						
				Notes for not providing DIN						



	6	٠,	SF	Т	Т.
	Mrs	¥.	Title (Mr / Ms)	7	
1	ANUPAMA MADHOGARHIA	MUKESH AGARWAL	Name of the Director		
	ANTPB\$203C 06674373 Executive - Not Independent App	APUPA4738C	PAN		
	06674373	08836416	DIN		
	Non- Executive - Independent Director	08836416 Executive - Not Independent Applicable Director	Category 1 of directors		
	Not Applicable	Not Applicable	Category 1 Category 2 Category Date of directors directors directors directors Birth		
			Calegory 3 of directors		Disclosu
1	02- 10- 1989	1991	Date of Birth	Whet	ire of
	NA	N	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Whether the listed entity has a Regular Chairperson	Disclosure of notes on composition of board of directors explanatory
			Date of pussing special resolution	ed entity h	mposition
	10-07-2020 30-09-2020	01-04-2020 30-09-2020	hitial Date of appointment	as a Regul	of board
	30-09-2020	30-09-2020	Date of Reappointment	lar Chairpe	of directors
			Date of cessation	rson	explanat
	60	66	Tenure of director (in months)		ory
	2	2	No of Directorship in Histed entities including this listed entity (Refer Regulation 17A of Listing Regulations)		
	2	. 2	No of Independent Directorship in listed entities including this listed cauty (Refer Regulation 17A(1) of Listing Regulations		
		0	Number of memberships in Audress Variable Variab		
	IJ	0	No of pos of Chairperso in Audil: Stakeholds Committee Committee entites including this listed entity (Refa contity (Refa contit		
			r Notes for Notes for ad not not providing providing providing DIN		
			Notes for not providing DIN		

I. Composition of Board of Directors



Τ;	radu Committee Details	nee Details				-	
Т		W	Whether the Audit Committee has a Regular Chairperson Yes	egular Chairperson	Yes		
S	Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cossation	Remarks
					7.7	Conductor	
T -	06746791	06746791 RAJESH SHAH	Non-Executive - Independent Director	Chairperson	01-04-2020		
2	00772091	MALI CHAND AGARWALA	Non-Executive - Independent Director	Member	01-09-2018		
W	00585491	00585491 MANOJ SETHIA	Non-Executive - Non Independent Director	Member	04-05-2011		





St	akcholders	Stakeholders Relationship Committee Whether the Stakeholder	P. Rolationshin Committee has a P.	Constant Chairman		
		whether the Stakeholds	Wilculci Lie Staketholders Kelationship Committee has a Regular Chairperson Yes	egular Chairperson	Yes	
Sr	DIN	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation
	00585491	00585491 MANOJ SETHIA	Non-Executive - Non Independent Director	Chairperson	14-05-2011	
12	00585682	00585682 SANGEETA SETHIA Executive Director	Executive Director	Member	15-11-2017	
···	06746791	06746791 RAJESH SHAH	Non-Executive - Independent Director	Member	01-04-2020	



	Appointment	directors	directors	members	Number	
\rightarrow	Date of	Category 2 of	Category 1 of	Name of Committee	DIN	Sr
		Regular Chairperson	ment Committee has a	The size the Nisk Management Committee has a Regular Champerson		T
7				Whether the Disk Manage		
- 1				Management Committee	k Managemer	Risk N

Remarks	Date of Cessation	Date of Appointment	Category 2 of directors	Category 1 of directors	Name of Committee members	Number	Sr
			Regular Chairperson	bility Committee has a	The Corporate Social Responsibility Committee has a Regular Chairperson	an romer as	T
				0	Corporate Social Responsibility Committee	Porate Social	CO



Other Committee

Sr | DIN Number | Name of Committee members | Name of other committee | Category 1 of directors | Category 2 of directors | Remarks

				Annexure 1	1		
An	Annexure 1						
Ξ	III. Meeting of Board of Directors	d of Directors					
	Disclosure of not board of direc	Disclosure of notes on meeting of board of directors explanatory					
Sr	Date(s) of Date(s) of meeting (if any) meeting (if any) in the current quarter quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Number of Directors present* (All directors including Independent Director)	No. of Independed Directors attending the meeting*
	13-11-2021				Yes	6	4
2	08-12-2021		24		Yes	6	4
w		14-02-2022	67		Var		
L					5	0	4



4	\ (u)	1 2		_	
	2 0 7	0 1 8	1-7		Sr
Relationship 31-03-2022	Committee	and remuneration committee	Nomination	Committee	Name of Committee
31-03-2022	14-02-2022	08-12-2021		13-11-2021	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)
					Disclosure of notes on meeting of committees explanatory Maximum gap between any two consecutive (in number of days) Name of not requirement of Quorum met date Name of not of Quorum met date (Yes/No)
					n meeting of Name of other committee
					Reson for not providing date
Yes	Yes	Yes		Yes	Whether requirement of Quorum met (Yes/No)
3	S.	3		3	Number of Directors present* (All directors including Independent Director)
1	2	2		2	No. of Independent Directors attending the meeting*

IV. Meeting of Committees

Annexure 1



Τ	Annexure 1	1	
.<	V. Related Party Transactions		
ST	Sr Subject	Compliance status (Yes/No/NA)	If status is "No" details of non- compliance may be given here.
-	Whether prior approval of audit committee obtained	Yes	
2	Whether shareholder approval obtained for material RPT	NA	
w	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	



20	7	6	Uı	4	w	2		ST	<	
This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	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.	The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	ents)				_		VI. Affirmations	Annexure 1
Yes	Yes	Yes	NA	Yes	Yes	Yes	Yes	Compliance status (Yes/No)		



D	Z	S	-
Designation	Name of signatory	Subject	
Company Secretary and Compliance Officer	ABHISHEK LOHIA	Compliance status	Annexure 1



∞ -		_	6	5	4	دين	2	7-	1 7	7:			-
Details of familiarization programmes impacted	Policy for determining 'material' subsidiaries	Policy on dealing with related party transactions	Criteria of making payments to non-executive directors	Details of establishment of vigil mechanism/ Whistle Blower policy	Code of conduct of board of directors and senior management personnel	Composition of various committees of board of directors	independent directors	Details of business		I. Disclosure on website in terms of Listing Regulations	Annexure II to be submitted by listed		
Von	NA	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Compliance status (Yes/No/NA)	tions	entity at the end of the	Annexure II	
									If status is "No" details of non- compliance may be given here.		Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)		
		www.ttfltd.co.in	www.ttfltd.co.in	www.ttfltd.co.in	www.ttfltd.co.in	www.ttfltd.co.in	www.ttfltd.co.in	www.ttfltd.co.in	Web address		year)		



www.ttfltd,co.in		Yes	It is certified that these contents on the website of the listed entity are correct	23
		NA	Dividend Distribution policy as per Regulation 43A (as applicable)	22
www.ttfltd.co.in		Yes	Materiality Policy as per Regulation 30	
www.ttfltd.co.in		Yes	Whether company has provided information under separate section on its website as per Regulation $46(2)$	20
		NA	Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	19
		NA	Credit rating or revision in credit rating obtained	18
www.ttfltd.co.in		Yes	Advertisements as per regulation 47 (1)	17
		NA	New name and the old name of the listed entity	16
		NA	Schedule of analyst or institutional investor neet and presentations made by the listed entity to analysts or institutional investors simultaneously with submission to stock exchange	15
-		NA	Details of agreements entered into with the media companies and/or their associates	4
www.ttfltd.co.in		Yes	Shareholding pattern	13
www.ttfltd.co.in		Yes	Financial results	12
www.ttfltd.co.in		Yes	email address for grievance redressal and other relevant details	Ξ
www.ttfltd.co.in		Yes	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	10
Web address	If status is "No" details of non-compliance may be given here.	Compliance status (Yes/No/NA)	Item	Sr
			I. Disclosure on website in terms of Listing Regulations	1.1
rear)	for the whole of financial y	financial year (Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)	
			Annexure II	



5	9 Minimur		7 Code of Conduct	6 Plans for	- i	- 1	4 Quorum	3 Meeting		2 Board co
10 Compliance Certificate	Minimum Information	Fees/compensation	Conduct	Plans for orderly succession for appointments	Keview of Compliance Reports		Quorum of Board meeting	Meeting of Board of directors		Board composition
17(8)	17(7)	17(6)	17(5)	17(4)	17(3)	(4.17)	17(2A)	17(2)		17(1), 17(1A) &
Yes	Yes	Yes	Yes	Yes	Yes	100	Yes	Yes		Yes
									_	

Sr Particulars

II. Annual Affirmations

Annexure II

Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'

16(1)(b) & 25(6)

Yes

Regulation Number

Compliance status (Yes/No/NA)

If status is "No" details of non-compliance may be given here.



T		Ann	Annexure II	
=	II. Annual Affirmations			
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
=	Risk Assessment & Management	17(9)	Yes	
12	Performance Evaluation of Independent Directors	17(10)	Yes	
13	Recommendation of Board	17(11)	Yes	
7	Maximum number of Directorships	17A	Yes	
15	Composition of Audit Committee	18(1)	Yes	
16	Meeting of Audit Committee	18(2)	Yes	
17	Composition of nomination & remuneration committee	19(1) & (2)	Yes	
18	Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes	
19	Meeting of Nomination and Remuneration Committee	19(3A)	Yes	
20	Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	Yes	



<u> </u>		Annexure II	I	
Į.	II. Annual Affirmations			
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non- compliance may be given here.
21	Meeting of Stakeholders Relationship Committee	20(3A)	Yes	
22	Composition and role of risk management committee	21(1),(2),(3),(4)	NA	
23	Meeting of Risk Management Committee	21(3A)	NA	
24	Vigil Mechanism	22	Yes	
25	Policy for related party Transaction	23(1),(1A),(5), (6),(7) & (8)	Yes	
26	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
27	Approval for material related party transactions	23(4)	Yes	
28	Disclosure of related party transactions on consolidated basis	23(9)	Yes	
29	Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA	
30	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	NA	



П	Annexure II	re II		
Π.	II. Annual Affirmations			
ST	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non- compliance may be given here.
31	Annual Secretarial Compliance Report	24(A)	Yes	
32	Alternate Director to Independent Director	25(1)	NA	
33	Maximum Tenure	25(2)	NA	
34	Meeting of independent directors	25(3) & (4)	Yes	
35	Familiarization of independent directors	25(7)	Yes	
36	Declaration from Independent Director	25(8) & (9)	Yes	
37	37 D & O Insurance for Independent Directors	25(10)	NA	
38	38 Memberships in Committees	26(1)	Yes	
39	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
40	Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes	
41	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
	Any other information to be provided - Add Notes			



		Annexure II
1	Name of signatory	ABHISHEK LOHIA
2	Designation	Company Secretary and Compliance Officer



·	Annexure II	
-	III. Affirmations	
Se	Sr Particulars	Compliance status (Yes/No/NA)
_	The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied	A
Γ.	Any other information to be provided	



		Annexure II
-	Name of signatory	ABHISHEK LOHIA
2	Designation	Company Secretary and Compliance Officer



of disclosure \[\text{Applicability} \] \[\text{Def Lanns/ guarantees/comfort letters /securities etc.refer note below} \] \[\text{or any other form of debt advanced by the listed entity directly or indirectly to} \] \[\text{Aggregate amount advanced during six months} \] \[\text{any other entity controlled by them} \] \[\text{Opperature entity controlled by them} \] \[Opperature entity cont) Textual Information(2)	Status Company Remarks		All loans (or other form of dely) managers comfort letters (by whotever name collect) or constitutions.
Infor Non Applicability Infor Non Applicability Infor Non Applicability Infor Non Applicability Information(1) Informatio	Textual Information(2)	:		I. Affirmations
infor Non Applicability Infor Non Applicability Infor Non Applicability Infor Non Applicability Information(1) Informatio)			D) Additional Information
Applicable Applicable Applicable Textual Information(1) Textu				CMPs or any other entity controlled by them
ability of disclosure In for Non Applicability In for Non Applicability In for Non Applicability In the Non Applicability It is the crose to be blow It is for any other form of debt advanced by the listed entity directly or indirectly or indirectly to at the end of six months In any other entity controlled by them In any other entity dentity dentity dentit	9		0	birectors (including relatives) or any other entity controlled by them
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ability of disclosure In for Non Applicability Information(1) Textual Information(1) Aggregate amount abvanced by Information Individual Evaluation To any other entity controlled by them Type (guarantee, comfort letter etc.) Type of security connection with any lower entity controlled by them Type of security (cash, shares etc.)	9		0	romoter or any other entity controlled by them
ability of disclosure In for Non Applicability Infor Non Applicability Infor Non Applicability Infor Non Applicability Information(1) Textual in	Balance outstanding at the end of six month			intity
ability of disclosure n for Non Applicability restural Information(1) losure of Loans/ guarantees/comfort letters/securities etc.refer note below y loan or any other form of debt advanced by the listed entity directly or indirectly to Aggregate amount advanced during six at the end of six months her or any other entity controlled by them or simulating relatives) or any other entity controlled by them or any other entity controlled by	an(s) or any	1 with any loa	lirectly or indirectly, in connection	(C) Any security provided by the listed entity d
ability of disclosure n for Non Applicability rectly of Loans/ guarantees/comfort letters/seçurities etc.refer note below y loan or any other form of debt advanced by the listed entity directly or indirectly to Aggregate amount advanced during six at the end of six nonths nors (including relatives) or any other entity controlled by them or any other entity controlled by them or any other entity confort letter (by whatever name called) provided by the listed entity directly in connection with any-loan(s) or any other form of debt availed By Any guarantee / comfort letter (by whatever name called) provided by the listed entity directly, in connection with any-loan(s) or any other form of debt availed By Aggregate amount advanced during six nonths or any other entity controlled by them o	0		0	XMPs or any other entity controlled by them
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ability of disclosure Applicable Textual Information(1) Aggregate amount advanced during six months To any other entity controlled by them Textual Information(1) Textua	rectly or	sted entity di	y name called) provided by the lis	(B) Any guarantee / comfort letter (by whateve indirectly, in connection with any loan(s) or an
ability of disclosure Applicable Textual Information(1) Closure of Loans/ guarantees/comfort letters /securities etc.refer note below y loan or any other form of debt advanced by the listed entity directly or indirectly to Aggregate amount advanced during six months ter or any other entity controlled by them ors (including relatives) or any other entity controlled by them ors (including relatives) or any other entity controlled by them d 300000		0	0	MPs or any other entity controlled by them
ability of disclosure Applicable Textual Information(1) Closure of Loans/ guarantees/comfort letters /securities etc.refer note below y loan or any other form of debt advanced by the listed entity directly or indirectly to Aggregate amount advanced during six months ter Group or any other entity controlled by them of the Group or any other entity controlled by them of the Group or any other entity controlled by them of the Group or any other entity controlled by them of the Group or any other entity controlled by them of the Group or any other entity controlled by them of the Group or any other entity controlled by them of the Group or any other entity controlled by them of the Group or any other entity controlled by them of the Group or any other entity controlled by them of the Group or any other entity controlled by them of the Group or any other entity controlled by them of the Group or any other entity controlled by them of the Group or any other entity controlled by them	,	10763382	4300000	Directors (including relatives) or any other entity controlled by them
ability of disclosure Applicable Textual Information(1) Stosure of Loans/ guarantees/comfort letters /securities etc.refer note below y loan or any other form of debt advanced by the listed entity directly or indirectly to Aggregate amount advanced during six months Aggregate amount advanced during six		0	0	romoter Group or any other entity controlled by them
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Applicability of disclosure Reason for Non Applicability Textual Information(1) I. Disclosure of Loans/ guarantees/comfort letters /securities etc.refer note below (A)Any loan or any other form of debt advanced by the listed entity directly or indirectly to		Balance outstanding at the end of six months	Aggregate amount advanced during six months	infity
Applicability of disclosure Reason for Non Applicability Textual Information(1) L Disclosure of Loans/ guarantees/comfort letters /securities etc.refer note below			d entity directly or indirectly to	A)Any loan or any other form of debt advanced by the listed
ity			ties etc.refer note below	. Disclosure of Loans/ guarantees/comfort letters /securi
			Textual Information(1)	Reason for Non Applicability
			Applicable	Applicability of disclosure



(including their relatives) or any entity controlled by them are in the economic interest of the company.	re in the economic interest of the	
Name	BIKRAM KUMAR JHA	
Designation	CFO	
Place	KOLKATA	
Date	21-04-2022	



	Signatory Details
Name of signatory	ABHISHEK LOHIA
Designation of person	Company Secretary and Compliance Officer
Place	KOLKATA
Date	21-04-2022
	T C