

General information about company	
Scrip code	523229
NSE Symbol	
MSEI Symbol	
ISIN	INE415D01024
Name of the entity	Bharat Seats Limited
Date of start of financial year	01-04-2018
Date of end of financial year	31-03-2019
Reporting Quarter	Yearly
Date of Report	31-03-2019
Risk management committee	Not Applicable

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Annexure I															
Annexure I to be submitted by listed entity on quarterly basis															
I. Composition of Board of Directors															
Disclosure of notes on composition of board of directors explanatory															
Wether the listed entity has a Regular Chairperson												Yes			
Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of appointment in the current term	Date of cessation	Tenure of director (in months)	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)	Notes for not providing PAN	Notes for not providing DIN
1	Mr	Rohit Relan	AAEPR4255Q	00257572	Executive Director	Chairperson	CEO-MD	06-03-1986			2	0	0		
2	Mr	Ajay Relan	AAEPR4256P	00257584	Non-Executive - Non Independent Director	Not Applicable		05-04-1988			2	0	0		
3	Mrs	Sharda Relan	AAKPR2245N	00252181	Non-Executive - Non Independent Director	Not Applicable		20-07-2016			2	2	0		
4	Mr	Toshiya Miki	CXUPM1613C	07505339	Non-Executive - Non Independent Director	Not Applicable		20-01-2017			2	0	0		

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Annexure I to be submitted by listed entity on quarterly basis															
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Disclosure of notes on composition of board of directors explanatory															
Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of appointment in the current term	Date of cessation	Tenure of director (in months)	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)	Notes for not providing PAN	Notes for not providing DIN
5	Mr	C.V Raman	AACPC4025F	07093663	Non-Executive - Non Independent Director	Not Applicable		18-07-2015			1	0	0		
6	Mrs	Shyamla Khera	AEYPK3895D	06929439	Non-Executive - Independent Director	Not Applicable		21-07-2014		60	1	1	1		
7	Mr	Girish Narain Mehra	AAEPM4191N	00059311	Non-Executive - Independent Director	Not Applicable		01-04-2014		60	4	7	5		
8	Mr	Prateep Kumar Lahiri	ABCPL9536B	00039653	Non-Executive - Independent Director	Not Applicable		01-04-2014		60	1	2	0		

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Annexure I to be submitted by listed entity on quarterly basis

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of appointment in the current term	Date of cessation	Tenure of director (in months)	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)	Notes for not providing PAN	Notes for not providing DIN
9	Mr	Ravindra Gupta	AATPG7450M	01521168	Non-Executive - Independent Director	Not Applicable		01-04-2014		60	1	1	0		
10	Mr	Arvind Varna	AAGPV8292B	02225281	Non-Executive - Independent Director	Not Applicable		21-10-2014		60	1	0	0		
11	Mr	Kishan N Parikh	ABWPP6531A	00453209	Non-Executive - Independent Director	Not Applicable		01-04-2014		60	3	3	1		

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Audit Committee Details							
Whether the Audit Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00059311	Mr. Girish Narain Mehra	Non-Executive - Independent Director	Chairperson	22-01-2003		
2	00039653	Mr. Prateep Kumar Lahiri	Non-Executive - Independent Director	Member	22-01-2003		
3	01521168	Mr. Ravindra Gupta	Non-Executive - Independent Director	Member	06-10-2009		

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Nomination and remuneration committee							
Whether the Nomination and remuneration committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00039653	Mr. Prateep Kumar Lahiri	Non-Executive - Independent Director	Chairperson	22-01-2003		
2	00059311	Mr. Girish Narain Mehra	Non-Executive - Independent Director	Member	22-01-2003		
3	01521168	Mr. Ravindra Gupta	Non-Executive - Independent Director	Member	19-01-2011		
4	02225281	Mr. Arvind Varma	Non-Executive - Independent Director	Member	15-04-2015		

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Stakeholders Relationship Committee							
Whether the Stakeholders Relationship Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	06929439	Ms. Shyamla Khera	Non-Executive - Independent Director	Chairperson	21-07-2014		
2	00059311	Mr. Girish Narain Mehra	Non-Executive - Independent Director	Member	22-01-2003		
3	00039653	Mr. Prateep Kumar Lahiri	Non-Executive - Independent Director	Member	22-01-2003		

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Risk Management Committee						
Whether the Risk Management Committee has a Regular Chairperson						
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Remarks

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Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	01521168	Mr. Ravindra Gupta	Non-Executive - Independent Director	Chairperson	16-04-2014		
2	00059311	Mr. Girish Narain Mehra	Non-Executive - Independent Director	Member	16-04-2014		
3	06929439	Ms. Shyamla Khera	Non-Executive - Independent Director	Member	21-07-2014		

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

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Annexure 1				
Annexure 1				
III. Meeting of Board of Directors				
Disclosure of notes on meeting of board of directors explanatory				
Sr	Date(s) of meeting (if any) in the previous 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
1	12-11-2018			
2		14-02-2019	93	
3		25-03-2019	38	

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Annexure 1								
IV. Meeting of Committees								
Disclosure of notes on meeting of committees explanatory								
Sr	Name of Committee	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Requirement of Quorum met	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings (in number of days)	Name of other committee	Reason for not providing date
1	Audit Committee	14-02-2019	Yes		12-11-2018	93		
2	Nomination and remuneration committee	14-02-2019	Yes					No Meeting held in previous quarter. Last meeting held on 18th July, 2017
3	Stakeholders Relationship Committee	14-02-2019	Yes		12-11-2018	93		
4	Corporate Social Responsibility Committee	14-02-2019	Yes					No meeting held in last quarter. Last meeting held on 9th February, 2018.
5	Audit Committee	25-03-2019	Yes					Two meetings held during the quarter ended 31/03/2019. Therefore, for meeting held on 25/03/2019 there is no corresponding previous quarter meeting.
6	Nomination and remuneration committee	25-03-2019	Yes					Two meetings held during the quarter ended 31/03/2019. Therefore, for meeting held on 25/03/2019 there is no corresponding previous quarter meeting.

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

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Annexure 1		
VI. Affirmations		
Sr	Subject	Compliance status (Yes/No)
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	Yes
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 100 listed entities)	NA
6	The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
7	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.	Yes
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes

Ritu Salunke



Annexure 1		
Sr	Subject	Compliance status
1	Name of signatory	Ritu Bakshi
2	Designation	Company Secretary and Compliance Officer

Ritu Bakshi



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

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Annexure II				
Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)				
I. Disclosure on website in terms of Listing Regulations				
Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		www.bharatseats.com
11	email address for grievance redressal and other relevant details	Yes		www.bharatseats.com
12	Financial results	Yes		www.bharatseats.com
13	Shareholding pattern	Yes		www.bharatseats.com
14	Details of agreements entered into with the media companies and/or their associates	NA		
15	New name and the old name of the listed entity	NA		

Ritu Baler



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.
1	Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25 (6)	Yes	
2	Board composition	17(1)	Yes	
3	Meeting of Board of directors	17(2)	Yes	
4	Review of Compliance Reports	17(3)	Yes	
5	Plans for orderly succession for appointments	17(4)	Yes	
6	Code of Conduct	17(5)	Yes	
7	Fees/compensation	17(6)	Yes	
8	Minimum Information	17(7)	Yes	
9	Compliance Certificate	17(8)	Yes	
10	Risk Assessment & Management	17(9)	Yes	

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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.
11.	Performance Evaluation of Independent Directors	17(10)	Yes	
12	Composition of Audit Committee	18(1)	Yes	
13	Meeting of Audit Committee	18(2)	Yes	
14	Composition of nomination & remuneration committee	19(1) & (2)	Yes	
15	Composition of Stakeholder Relationship Committee	20(1) & (2)	Yes	
16	Composition and role of risk management committee	21(1),(2),(3),(4)	NA	
17	Vigil Mechanism	22	Yes	
18	Policy for related party Transaction	23(1),(5),(6),(7) & (8)	Yes	
19	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
20	Approval for material related party transactions	23(4)	Yes	

Ritu Balesh



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.
21	Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA	
22	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4), (5) & (6)	NA	
23	Maximum Directorship & Tenure	25(1) & (2)	Yes	
24	Meeting of independent directors	25(3) & (4)	Yes	
25	Familiarization of independent directors	25(7)	Yes	
26	Memberships in Committees	26(1)	Yes	
27	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
28	Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes	
29	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
	Any other information to be provided - Add Notes			

Ritu Sahni



Annexure II		
1	Name of signatory	Ritu Bakshi
2	Designation	Company Secretary and Compliance Officer

Ritu Bakshi



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

Ritu Bahl



Annexure II		
1	Name of signatory	Ritu Bakshi
2	Designation	Company Secretary and Compliance Officer

Ritu Bakshi



Signatory Details	
Name of signatory	Ritu Bakshi
Designation of person	Company Secretary and Compliance Officer
Place	Gurugram
Date	15-04-2019

Ritu Bakshi

