

QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE

1. Name of Listed Entity : Shreyas Shipping and Logistics Limited
2. Quarter ending : December 31, 2015

| I. Composition of Board of Directors | | | | | | | | | |
|--------------------------------------|-------------------------|---------------------------|----------------------------------------------------------------------------------------|-------------------------------------------------------------|-----------------------|-----------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--|
| Title (Mr./ Ms.) | Name Of the Director | DIN & PAN ^s | Category (Chairperson /Executive/Non- Executive/in dependent/Nominee) & | Date of Appointment in the current term /cessation | Tenure* | 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) | |
| Mr. | S. Ramakrishnan | 00057637 ABDPS8599N | Chairperson | 01-Apr-2014 | 5 Years | 1 | 0 | 0 | |
| Mr. | V. Ramnarayan | 00057717 AAFV5705L | Executive Director | 13-Jan-2014 | Non Retiring | 1 | 2 | 0 | |
| Mr. | S. Mahesh | 00057683 AAJPS4595B | Non-Executive Director | 27-Sep-1993 | Retire By Rotation | 1 | 0 | 0 | |
| Mr. | L. B. Culas | 00434984 ACNPC3249G | Non-Executive Director | 27-Sep-1993 | Retire By Rotation | 1 | 0 | 0 | |
| Mr. | Ritesh S. Ramakrishnan | 05174818 AKBPR8491B | Non-Executive Director | 21-Jul-2015 | Retire By Rotation | 1 | 1 | 0 | |
| Mr. | Amitabha Ghosh | 00055962 AAFPG7411C | Non-Executive Director, Independent Director | 01-Apr-2014 | 5 Years | 4 | 2 | 1 | |
| Mr. | S. Ragothaman | 00042395 AAFPR6833B | Non-Executive Director, Independent Director | 01-Apr-2014 | 5 Years | 6 | 4 | 4 | |

| Mr. D. T. Joseph | 01716572 ACYPJ8877C | Non-Executive Director, Independent Director | 01-Apr-2014 | 5 Years | 2 | 2 | 1 |
|------------------------|------------------------|-------------------------------------------------|-------------|---------|---|---|---|
| Mr. Mannil Venugopalan | 00255575 AFKPM8719B | Non-Executive Director, Independent Director | 01-Apr-2014 | 5 Years | 3 | 5 | 4 |
| Mr. Manmohan Saggi | 06862742 AYCPS1223M | Non-Executive Director, Independent Director | 12-Aug-2014 | 5 Years | 1 | 1 | 0 |
| Ms. Maya S. Sinha | 03056226 ABCPS6072M | Non-Executive Director, Independent Director | 12-Aug-2014 | 5 Years | 2 | 1 | 0 |

\$PAN number of any director would not be displayed on the website of Stock Exchange

& Category of directors means executive/non-executive/Independent/Nominee. If a director fits into more than one category write all categories separating them with hyphen

*to be filled only for Independent Director. Tenure would mean total period from which Independent director is serving on Board of directors of the listed entity in continuity without any cooling off period.

ii. Composition of Committees

| Name of Committee | Name of Committee members | Category (Chairperson/Executive/Non-Executive/Independent/Nominee) |
|--------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------|-----------------------------------------------------------------------|
| 1. Audit Committee | Mr. Amitabha Ghosh | Chairperson |
| (The Company has Audit and Risk Management Committee and the role and scope of the said Committee is as per the Companies Act and Listing Regulations) | Mr. Ritesh S. Ramakrishnan | Member |
| | Mr. S. Ragothaman | Member |
| | Mr. D. T. Joseph | Member |
| | Mr. Mannil Venugopalan | Member |
| | Mr. Manmohan Saggi | Member |
| | Ms. Maya S. Sinha | Member |
| | Mr. D. T. Joseph | Chairperson |
| 2. Nomination & Remuneration Committee | Mr. Ritesh S. Ramakrishnan | Member |
| | Mr. Amitabha Ghosh | Member |



| | | | |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------|
| 3. | Risk Management Committee (if applicable) <i>(The Company has Audit and Risk Management Committee and the role and scope of the said Committee is as per the Companies Act and Listing Regulations)</i> | Mr. S. Ragothaman Mr. V. Ramnarayan Ms. Maya S. Sinha Capt. Manmohan Saggi Capt. V. K. Singh Mr. D. T. Joseph Mr. V. Ramnarayan | Member Chairperson Member Member Member Chairperson Member |
| 4. | Stakeholders Relationship Committee' | | |
| * Category of directors means executive/non-executive/independent/Nominee. If a director fits into more than one category, write all categories separating them with hyphen | | | |
| 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) | |
| August 13, 2015 | November 5, 2015 | 84 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 & Risk Management Committee Meeting November 5, 2015 | YES | August 12, 2015 | 85 days |
| * This information has to be mandatorily given for audit committee, for rest of the committees giving this information is optional | | | |
| V. Related Party Transactions | | | |
| Subject | | | Compliance status (Yes/No/NA) refer note below |
| Whether prior approval of audit committee obtained | | | YES |
| Whether shareholder approval obtained for material RPT | | | NA |
| Whether details of RPT entered in to pursuant to omnibus approval have been reviewed by Audit Committee | | | YES |



Note

1. In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." maybe indicated.
2. If status is "No" details of non-compliance maybe given here.

VI. Affirmations

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 :- **YES**
 - a. Audit Committee
 - b. Nomination & remuneration committee
 - c. Stakeholders relationship committee
 - d. Risk management committee(applicable to the top 100 listed entities)
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 :- **YES**
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 :- **YES**
5. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of Board of Directors maybe mentioned here :- **N.A.**

For Shreyas Shipping and Logistics Limited


 Namrata Malushte
 Company Secretary



Note:

Informational Table I and II above need to be necessarily given in 1st quarter of each financial year. However if there is no change of information in subsequent quarter(s) of that financial year, this information may not be given by Listed entity and instead a statement "same as previous quarter" may be given.
