

Corporate Governance Report

1. Name of Listed Entity: **BSE Limited**2. Quarter ended : **June 30, 2018**

I. Composition of Board of Directors								
Title	Name of the Director	PAN & DIN	Category (Chairperson /Executive/ Non-Executive/ independent/ Nominee)	Date of appointment in the current terms/ cessation	Tenure	No. of Directors hip in listed entities including this entity (Refer Regulation 25(1) of Listing Regulation)	Number of memberships in Audit/ Stakeholder Committee(s) including this entity (Refer Regulation 26(1) of Listing Regulations)	No. of post of Chairperson in Audit/ Stakeholder Committee held in entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)
Shri	S. Ravi	PAN: ABEPR9526M DIN:00009790	Chairman/ Public Interest Director (Non-Executive/ Independent)	05-02-2016	3 Years	2	4	4
Shri	Ashishkumar Chauhan	PAN: AAAPC3435H DIN:00898469	MD & CEO (Executive)	Appointment 02-11-2012 Reappointment 02-11-2017	5 Years	1	1	-



Shri	Sumit Bose	PAN: AAYPB9260F DIN: 03340616	Public Interest Director (Non-Executive/ Independent)	19-05-2016	3 Years	4	2	3
Justice	Vikramajit Sen	PAN: ABAPS5829G DIN: 00866743	Public Interest Director (Non-Executive/ Independent)	19-05-2016	3 Years	2	0	0
Shri	S. S. Mundra	PAN: ABHPM0762H DIN: 00979731	Public Interest Director (Non-Executive/ Independent)	17-01-2018	3 Years	1	2	0
Shri	David Wright	PAN: NA DIN: 08064288	Public Interest Director (Non-Executive/ Independent)	16-03-2018	3 Years	1	0	0
Smt.	Usha Sangwan	PAN: AAKPS4806L DIN:02609263	Shareholder Director (Non-executive Director)	04-09-2015	-	6	2	1
Dr.	Sriprakash Kothari	PAN: NA DIN:06824003	Shareholder Director (Non-executive Director)	04-09-2015	-	1	0	0
Shri	Roland Schwinn*	PAN: NA DIN:07728316	Shareholder Director (Non-executive Director)	13-06-2017	-	-	-	-
Smt.	Rajeshree Sabnavis	PAN: AAAPR9513P DIN:06731853	Shareholder Director (Non-executive Director)	04-09-2015	-	1	1	2

*Shri Roland Schwinn resigned as Shareholder Director w.e.f. April 2, 2018



II. Composition of Committees		
Name of Committee	Name of Committee Members	Category (Chairperson/ Executive/ Non-Executive/ independent/ Nominee)
1. Audit Committee	Shri Sumit Bose	Non-Executive Independent Director – Chairman of the Committee
	Shri S. Ravi	Non-Executive Independent Director
	Shri S. S. Mundra	Non-Executive Independent Director
	Smt. Rajeshree Sabnavis	Non-Executive Director
2. Nomination & Remuneration Committee	Shri S. S. Mundra	Non-Executive Independent Director – Chairman of the Committee
	Shri Sumit Bose	Non-Executive Independent Director
	Shri S. Ravi	Non-Executive Independent Director
	Shri David Wright	Non-Executive Independent Director
	Dr. Sriprakash Kothari	Non-Executive Director
3. Stakeholders' Relationship / Share Allotment Committee	Smt. Rajeshree Sabnavis	Non-Executive Director – Chairperson of the Committee
	Shri S. S. Mundra	Non-Executive Independent Director
	Shri Ashishkumar Chauhan	Executive Director
	Smt. Usha Sangwan	Non-Executive Director
4. Risk Management Committee	Smt. Usha Sangwan	Non-Executive Director – Chairperson of the Committee
	Shri S. Ravi	Non-Executive Independent Director
	Shri David Wright	Non-Executive Independent Director
	Dr. Sriprakash Kothari	Non-Executive Director
	Shri Ashishkumar Chauhan	Executive Director



(Handwritten signature and initials)

III. Meeting of Board of Directors		
Date(s) of Meeting (if any) in the previous Quarter (March 31, 2018)	Date(s) of Meeting (if any) in the relevant Quarter (June 30, 2018)	Maximum gap between any two consecutive meetings in number of days
January 15, 2018	April 21, 2018	77 days
February 2, 2018	May 4, 2018	

IV. Meeting of Audit Committee			
Date(s) of meeting of Audit committee in the relevant quarter (June 30, 2018)	Whether requirement of Quorum met (details)	Date of meeting of Audit committee in the previous quarter (March 31, 2018)	Maximum gap between any two consecutive meetings in number of days
May 4, 2018	Shri Sumit Bose Shri S. Ravi Shri S. S. Mundra Smt. Rajeshree Sabnavis	February 2, 2018	90 days

IV. Meeting of Nomination & Remuneration Committee			
Date of meeting of Nomination & Remuneration committee in the relevant quarter (June 30, 2018)	Whether requirement of Quorum met (details)	Date of meeting of Nomination & Remuneration committee in the previous quarter (March 31, 2018)	Maximum gap between any two consecutive meetings in number of days
May 4, 2018	Shri S. S. Mundra Shri Sumit Bose Shri S. Ravi Shri David Wright Dr. Sriprakash Kothari	NA	NA



IV. Meeting of Risk Management Committee			
Date of meeting of Risk Management committee in the relevant quarter (June 30, 2018)	Whether requirement of Quorum met (details)	Date of meeting of Risk Management committee in the previous quarter (March 31, 2018)	Maximum gap between any two consecutive meetings in number of day
May 4, 2018	Shri S. Ravi Shri David Wright Dr. Sriprakash Kothari Shri Ashishkumar Chauhan	February 2, 2018	90 days

IV. Meeting of Stakeholders' Relationship Committee/Share Allotment Committee			
Date of meeting of Stakeholders' Relationship Committee/Share Allotment Committee in the relevant quarter (June 30, 2018)	Whether requirement of Quorum met (details)	Date of meeting of Stakeholders' Relationship Committee/Share Allotment Committee in the previous quarter (March 31, 2018)	Maximum gap between any two consecutive meetings in number of days
May 4, 2018	Smt. Rajeshree Sabnavis Shri S. S. Mundra Shri Ashishkumar Chauhan Smt. Usha Sangwan	February 2, 2018	90 Days



[Handwritten signature]

V. Related Party Transactions	
Subject	Compliance status (Yes/No/NA)
Whether prior approval of audit committee obtained	YES
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
<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> <ol style="list-style-type: none"> Audit Committee Nomination & remuneration committee Stakeholders' relationship/Share Allotment committee Risk management committee (applicable to the top 100 listed entities) <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> <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.</p> <p>5. This report and/or the report submitted as on March 31, 2018 has been placed before Board of Directors. Any comments/ observations/ advice of Board of Directors may be mentioned here: Nil</p>




Prajakta Powle
Company Secretary and Compliance officer
Date: July 13, 2018