

COMPLIANCE REPORT ON CORPORATE GOVERNANCE

1. NAME OF LISTED ENTITY: HUBTOWN LIMITED

2. QUARTER/ YEAR ENDING: June 30, 2019

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 term / Cessation	Tenure (for independent directors only)	No. of Directorship in listed entities including this entity	No. of memberships in Audit / Stakeholder Committee(s) including this listed entity	No. of post pf Chairperson in Audit / Stakeholder Committee held in listed entities including this listed entity
Mr.	Hemant M. Shah	PAN : AAHPS2340E DIN : 00009659	Executive Chairperson	28 th AGM held on September 29, 2016	N. A.	1	N. A.	N. A.
Mr.	Abhijit Datta	PAN : AEPPD1508P DIN : 00790029	Independent	26 th AGM held on September 25, 2014	5 years	4	3	2
Mr.	Sunil C. Shah	PAN : AAKPS0962K DIN : 06947244	Independent	26 th AGM held on September 25, 2014	5 years	1	2	1
Mr.	Mahesh Kuvadia	PAN : AAMPK9674Q DIN : 07195042	Additional Non- Executive Independent	Board Meeting held on June 12, 2019 Subject to the approval of shareholders.	Upto the date of ensuing AGM	3	3	N.A.
Mrs.	Priti K. Shah	PAN : ANDPS3337C DIN : 01880436	Non-Executive	29 th AGM held on October 30, 2017	N. A.	1	1	N. A.
Mr.	Vyomesh M. Shah	PAN : AAHPS2338C DIN : 00009596	Managing Director Executive	28 th AGM held on September 29, 2016	N. A.	1	1	N. A.




COMPOSITION OF COMMITTEES			
Name of Committee		Name of Committee Members	Category (Chairperson / Executive / Non-Executive / Independent / Nominee)
1.	AUDIT COMMITTEE	Mr. Abhijit Datta	Chairperson – Independent
		Mr. Sunil C. Shah	Member – Independent
		Mr. Mahesh Kuvadia (w.e.f June 12,2019)	Member – Additional Non-Executive Independent
		Mr. Vyomesh M. Shah	Member – Executive
2.	NOMINATION AND REMUNERATION COMMITTEE	M. Abhijit Datta	Chairperson – Independent
		Mr. Sunil C. Shah	Member – Independent
		Mrs. Priti K. Shah	Member – Non-Executive
		Mr. Hemant M. Shah	Member – Executive
3.	STAKEHOLDERS' RELATIONSHIP COMMITTEE	Mr. Sunil C. Shah	Chairperson – Independent
		Mr. Hemant Shah	Member – Executive
		Mrs. Priti K. Shah	Member – Non-Executive

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 meetings (in number of days)
February 13, 2019	May 28, 2019	103
	June 12, 2019	14

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 (in number of days) meetings
AUDIT AND COMPLIANCE COMMITTEE			
May 28, 2019	Quorum Present	February 13, 2019	103
NOMINATION AND REMUNERATION COMMITTEE			
April 15, 2019	Quorum Present	May 29, 2019	320
May 28, 2019	Quorum Present		42



STAKEHOLDERS RELATIONSHIP COMMITTEE			
May 28, 2019	Quorum Present	May 28, 2018	

V	RELATED PARTY TRANSACTIONS	
	Subject	Compliance Status (Yes / No/ NA)
	Whether prior approval of the Audit Committee obtained	Yes – Approval of the Audit and Compliance Committee was obtained for entering into related party transaction.
	Whether shareholder approval obtained for material related party transaction*	Yes – Shareholders' approval has been obtained for the related party transaction entered into by the Company.
	Whether details of related party transactions entered into pursuant to omnibus approval have been reviewed by Audit Committee	N. A.
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: a. Audit Committee b. Nomination and Remuneration Committee c. Stakeholders' Relationship Committee d. Risk Management Committee	Yes
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 the Board of Directors.	Yes
	For Hubtown Limited  Madhavi Degaonkar Authorised Signatory/Compliance officer Mumbai : July 06, 2019 