



Likhmi Consulting Limited

CIN NO.: L45209WB1982PLC034804

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Date: 11th April, 2019

To,
The Secretary,
The Calcutta Stock Exchange Limited,
7, Lyons Range,
Kolkata-700001
Scrip Code: 029378

To,
Dy. General Manager,
Corporate Relationship Department,
BSE Limited,
P.J. Tower, Mumbai-400001
Scrip Code: 539927

Dear Sir,

Sub: Corporate Governance Report as per Regulation 27(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Pursuant to Regulation 27(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 please find below the status of Corporate Governance Report in the Format (Annexure I & II) of the Company for the quarter and year ended 31st March, 2019.

The above reports shall be placed before the Board of Directors in its forthcoming meeting.

Kindly take the same on record & oblige.

Yours Faithfully

For Likhmi Consulting Limited


Pradip Kumar Ghosh
Whole Time Director
DIN: 07799909

Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity : Likhami Consulting Limited

2. Quarter ending : 31st March, 2019

I. Composition of Board of Directors

Title (Mr./Ms)	Name of the Director	PAN & DIN	Category (Chairperson/ Executive/ Non-Executive/ Non-Executive/ Nominated) &	Date of Appointment in the current term /cessation	Tenure* (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)
Mr.	Pradip Kumar Ghosh	PAN: AQNPG2930J DIN: 07799909	Whole Time Director	04/08/2017	-	1	0	0
Mr.	Babu Lal Jain	PAN: AFYPJ1165J DIN: 02467622	Non Executive Non-Independent Director	13/08/2018	-	1	2	0
Mr.	Sanjoy Kumar Singh	PAN: DNJPS8125M DIN: 07684128	Non Executive - Independent Director	Appointment 13/12/2018	3 month	2	2	2
Mrs.	Ruchi Gupta	PAN: BCDPG7924H DIN: 07283515	Woman Director / Non- Executive Independent Director	01/09/2015	43 months	2	2	2
Ms.	Dipti Jayant Kashid	PAN: ASRPK9103F DIN: NA	CFO	01/09/2015	-	N.A.	N.A.	N.A.
Mrs.	Bulbul Amit Bhansali	PAN: BYOPD1695R DIN: NA	Company Secretary	11/02/2017	-	N.A.	N.A.	N.A.

*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		Category (Chairperson/Executive/Non-Executive/independent/Nominee) \$
Name of Committee	Name of Committee members	
1. Audit Committee	Mrs. Ruchi Gupta	Chairperson / Non - Executive Independent Director
	Mr. Sanjoy Kumar Singh	Non - Executive Independent Director
	Mr. Babu Lal Jain	Non - Executive - Non Independent Director
2. Nomination & Remuneration Committee	Mrs. Ruchi Gupta	Chairperson / Non Executive - Independent Director
	Mr. Sanjoy Kumar Singh	Non - Executive Independent Director
	Mr. Babu Lal Jain	Non - Executive Non Independent Director
3. Risk Management Committee(if applicable)	Not Applicable	
4. Stakeholders Relationship Committee'	Mrs. Ruchi Gupta	Chairperson / Non Executive - Independent Director
	Mr. Sanjoy Kumar Singh	Non - Executive Independent Director
	Mr. Babu Lal Jain	Non - Executive Non Independent Director
&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		Maximum gap between any two consecutive (in number of days)
Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	
12/11/2018		30 days
13/12/2018	11/02/2019	59 days

IV. Meeting of Committees		Maximum gap between any two consecutive meetings in number of days*
Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)	
11 th February, 2019	Yes - All Members Present	90 Days
* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional		

V. Related Party Transactions		Compliance status (Yes/No/NA)refer note below
Subject		
Whether prior approval of audit committee obtained		NA*
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*



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." may be indicated.
- 2 If status is "No" details of non-compliance may be given here.
*There were no contracts or arrangements made with related parties as defined under Section 188 of the Companies Act, 2013 during the relevant quarter ended under review.

VI. Affirmations

1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
2. The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015
 - 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.
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.
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 may be mentioned here:

For Likhand Consulting Limited



Prady Kumar Ghosh
DIN: 07799909
Company Secretary / Compliance Officer / Managing Director / Whole - Time Director / CEO

Format 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		
Item	Compliance status (Yes/No/NA) refer note below	
Details of business	Yes	
Terms and conditions of appointment of independent directors	Yes	
Composition of various committees of board of directors	Yes	
Code of conduct of board of directors and senior management personnel	Yes	
Details of establishment of vigil mechanism/ Whistle Blower policy	Yes	
Criteria of making payments to non-executive directors	Yes	
Policy on dealing with related party transactions	Yes	
Policy for determining 'material' subsidiaries	N.A.	
Details of familiarization programmes imparted to independent directors	Yes	
Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes	
email address for grievance redressal and other relevant details	Yes	
Financial results	Yes	
Shareholding pattern	Yes	
Details of agreements entered into with the media companies and/or their associates	N.A.	
New name and the old name of the listed entity	N.A.	
II Annual Affirmations		
Particulars	Regulation Number	Compliance status (Yes/No/NA) refer note below
<i>Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'</i>	16(1)(b) & 25(6)	Yes
<i>Board composition</i>	17(1)	Yes
<i>Meeting of Board of directors</i>	17(2)	Yes
<i>Review of Compliance Reports</i>	17(3)	Yes
<i>Plans for orderly succession for appointments</i>	17(4)	Yes
<i>Code of Conduct</i>	17(5)	Yes
<i>Fees/compensation</i>	17(6)	Yes
<i>Minimum Information</i>	17(7)	Yes
<i>Compliance Certificate</i>	17(8)	Yes
<i>Risk Assessment & Management</i>	17(9)	Yes
<i>Performance Evaluation of Independent Directors</i>	17(10)	Yes
<i>Composition of Audit Committee</i>	18(1)	Yes
<i>Meeting of Audit Committee</i>	18(2)	Yes
<i>Composition of nomination & remuneration committee</i>	19(1) & (2)	Yes
<i>Composition of Stakeholder Relationship Committee</i>	20(1) & (2)	Yes
<i>Composition and role of risk management committee</i>	21(1),(2),(3),(4)	Yes
<i>Vigil Mechanism</i>	22	Yes
<i>Policy for related party Transaction</i>	23(1),(5),(6),(7) & (8)	Yes
<i>Prior or Omnibus approval of Audit Committee for all related party transactions</i>	23(2), (3)	Yes
<i>Approval for material related party transactions</i>	23(4)	N.A.
<i>Composition of Board of Directors of unlisted material Subsidiary</i>	24(1)	N.A.
<i>Other Corporate Governance requirements with respect to subsidiary of listed entity</i>	24(2),(3),(4),(5) & (6)	N.A.



<i>Maximum Directorship & Tenure</i>	<i>25(1) & (2)</i>	Yes
<i>Meeting of independent directors</i>	<i>25(3) & (4)</i>	Yes
<i>Familiarization of independent directors</i>	<i>25(7)</i>	Yes
<i>Memberships in Committees</i>	<i>26(1)</i>	Yes
<i>Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel</i>	<i>26(3)</i>	Yes
<i>Disclosure of Shareholding by Non-Executive Directors</i>	<i>26(4)</i>	Yes
<i>Policy with respect to Obligations of directors and senior management</i>	<i>26(2) & 26(5)</i>	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." may be indicated.
- 2 If status is "No" details of non-compliance may be given here.
- 3 If the Listed Entity would like to provide any other information the same may be indicated here.

III Affirmations:

The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied.

For Likhara Consulting Limited



Pradip Kumar Ghosh
DIN: 07799909*

Company Secretary / Compliance Officer / Managing Director / Whole - Time Director / CEO