

# SANGHVI MOVERS LIMITED

Regd. Office : Survey No. 92, Tathawade,  
Taluka - Mulshi, Pune, Maharashtra - 411 033, INDIA.  
Tel. : +91-20-66744700 Fax : +91-20-66744724  
E-mail : sanghvi@sanghvicranes.com  
Web : www.sanghvicranes.com  
CIN No. : L29150PN1989PLC054143



REF: SML/SEC/SE/17-18/05

Date: 11<sup>th</sup> April 2017

## **Bombay Stock Exchange Limited**

Department of Corporate Services  
Corporate Relationship Department  
1<sup>st</sup> Floor, Rotunda Building,  
B. S. Marg, Fort,  
Mumbai - 400001

**Kind Attn.: Ms. Pooja Sanghvi - Relationship Manager**

**Ref: Code No. 530073**

By Online filing

## **National Stock Exchange of India Limited**

Exchange Plaza  
Bandra Kurla Complex  
Bandra East  
Mumbai - 400051

**Kind Attn.: Mr. K. Hari - Asst. Vice President**

**Symbol: SANGHVIMOV**

By Online filing

## **Subject: Compliance Report on Corporate Governance**

Dear Sir/Madam,

Pursuant to Regulation 27(2) (a) of Chapter IV of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the Compliance Report on Corporate Governance for the Quarter ended 31<sup>st</sup> March 2017.

Kindly take on record and acknowledge the same.

Thanks & Regards,

**For Sanghvi Movers Limited**

**Rajesh P. Likhite**  
**Company Secretary &**  
**Chief Compliance Officer**



Encl.: As above

QUARTER ENDED: 31<sup>ST</sup> MARCH 2017

Composition of Board of Directors

Title (Mr./ Mrs./ Ms.)	Name of the Director	PAN	DIN	Category	Date of Appointment	Date of Cessation	Tenure (In years)	No. of Directorship in listed entities including this listed entity	No. of member- ships in Audit/Stakeholders Committee(s)	No. of post of Chairman in Audit/ Stakeholders Committee	Membership in Committees	Remarks
Mr.	Chandrakant Phoolchand Sanghvi	ABYPS7329B	00116599	C & ED	01/10/2016	30/09/2021	5 years	1	1	-	SC	
Mr.	Subramanian Padmanabhan	AEGPS3170P	00001207	ID	01/04/2014	31/03/2019	5 years	4	4	1	AC, RMC, NRC	
Mr.	Vijay Bhalchandra Mainkar	AEKPM4477R	00170719	ID	01/04/2014	31/03/2019	5 years	1	2	2	AC, SC, NRC	
Mr.	Dara Nadirshaw Damania	ABMPD2673D	00403834	ID	01/04/2014	31/03/2019	5 years	4	6	1	AC, SC, RMC, NRC	
Mr.	Pradeep Ramwilas Rathi	AARPR3934M	00018577	ID	01/04/2014	31/03/2019	5 years	4	6	1	AC, NRC	
Mr.	Dinesh Hirachand Munot	AAZPM5199H	00049801	ID	01/04/2014	31/03/2019	5 years	2	1	-	AC	
Mr.	Madhukar Vinayak Kotwal	AKMPK0915A	00001744	ID	01/04/2016	31/03/2021	5 years	1	-	-	-	
Mrs.	Mina Chandrakant Sanghvi (Woman Director)	ABYPS7346C	00116748	NED	20/10/2008	-	-	1	-	-	-	
Mr.	Sham Dattatraya Kajale	AAUPK7774R	00786499	ED & CFO	02/09/2015	01/09/2020	5 Years	1	1	-	RMC, SC	



<b>Composition of Committees</b>		
<b>Name of Committee</b>	<b>Name of Committee Members</b>	<b>Category (Chairman/Member)</b>
<b>Audit Committee</b>	Mr. Vijay Bhalchandra Mainkar – Independent Director	Chairman
	Mr. Subramanian Padmanabhan – Independent Director	Member
	Mr. Dara Nadirshaw Damania – Independent Director	Member
	Mr. Pradeep Ramwilas Rathi – Independent Director	Member
	Mr. Dinesh Hirachand Munot – Independent Director	Member
<b>Nomination and Remuneration Committee</b>	Mr. Vijay Bhalchandra Mainkar – Independent Director	Chairman
	Mr. Subramanian Padmanabhan – Independent Director	Member
	Mr. Dara Nadirshaw Damania – Independent Director	Member
	Mr. Pradeep Ramwilas Rathi – Independent Director	Member
<b>Stakeholders Relationship Committee</b>	Mr. Vijay Bhalchandra Mainkar – Independent Director	Chairman
	Mr. Dara Nadirshaw Damania – Independent Director	Member
	Mr. Chandrakant Phoolchand Sanghvi – Managing Director	Member
	Mr. Sham Dattatraya Kajale – Executive Director & CFO	Member
<b>Risk Management Committee</b>	Mr. Subramanian Padmanabhan – Independent Director	Chairman
	Mr. Dara Nadirshaw Damania – Independent Director	Member
	Mr. Sham Dattatraya Kajale – Executive Director & CFO	Member





**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)
09 <sup>th</sup> November 2016	09 <sup>th</sup> February 2017	91 days

**Meeting of Committees - Audit Committee**

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
09 <sup>th</sup> February 2017	Yes	09 <sup>th</sup> November 2016	91 days

**Meeting of Committees - Nomination and Remuneration Committee**

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
09 <sup>th</sup> February 2017	Yes	NA	NA

**Meeting of Committees - Stakeholders Relationship Committee**

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
09 <sup>th</sup> February 2017	Yes	09 <sup>th</sup> November 2016	91 days

**Meeting of Committees - Risk Management Committee**

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
09 <sup>th</sup> February 2017	Yes	NA	NA

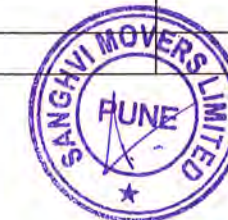
**Related Party Transactions**

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	Yes



Affirmations	Compliance Status (Yes/No/NA)	Company Remarks
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 & remuneration committee c. Stakeholders relationship committee d. Risk management committee	Yes Yes Yes Yes	-
3. The above 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. a. This report and/or the report submitted in the previous quarter has been placed before Board of Directors b. Any comments/observations/advice of Board of Directors	Yes NA	

Disclosure on Website in terms of Listing Regulations		
Item	Compliance Status (Yes/No/NA)	Web Address
Details of business	Yes	www.sanghvicranes.com
Terms and conditions of appointment of independent directors	Yes	www.sanghvicranes.com
Composition of various committees of board of directors	Yes	www.sanghvicranes.com
Code of conduct of board of directors and senior management personnel	Yes	www.sanghvicranes.com
Details of establishment of vigil mechanism/ Whistle Blower policy	Yes	www.sanghvicranes.com
Criteria of making payments to non-executive directors	Yes	www.sanghvicranes.com
Policy on dealing with related party transactions	Yes	www.sanghvicranes.com
Policy for determining 'material' subsidiaries	NA	NA
Details of familiarization programmes imparted to independent directors	Yes	www.sanghvicranes.com
Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes	www.sanghvicranes.com
email address for grievance redressal and other relevant details	Yes	www.sanghvicranes.com
Financial results	Yes	www.sanghvicranes.com
Shareholding pattern	Yes	www.sanghvicranes.com
Details of agreements entered into with the media companies and/or their associates	NA	NA
New name and the old name of the listed entity	NA	NA





<b>Annual Affirmations</b>			
<b>Particulars</b>	<b>Regulation Number</b>	<b>Compliance Status (Yes/No/NA)</b>	<b>Company Remarks</b>
Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes	
Board composition	17(1)	Yes	
Meeting of Board of directors	17(2)	Yes	
Review of Compliance Reports	17(3)	Yes	
Plans for orderly succession for appointments	17(4)	Yes	
Code of Conduct	17(5)	Yes	
Fees/compensation	17(6)	Yes	
Minimum Information	17(7)	Yes	
Compliance Certificate	17(8)	Yes	
Risk Assessment & Management	17(9)	Yes	
Performance Evaluation of Independent Directors	17(10)	Yes	
Composition of Audit Committee	18(1)	Yes	
Meeting of Audit Committee	18(2)	Yes	
Composition of nomination & remuneration committee	19(1) & (2)	Yes	
Composition of Stakeholder Relationship Committee	20(1) & (2)	Yes	
Composition and role of risk management committee	21(1),(2),(3), (4)	Yes	
Vigil Mechanism	22	Yes	
Policy for related party transaction	23(1),(5),(6), (7) & (8)	Yes	
Prior or Omnibus approval of Audit Committee for all related party transactions	23(2),(3)	Yes	
Approval for material related party transactions	23(4)	Yes	
Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA	
Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4), (5) & (6)	NA	
Maximum Directorship & Tenure	25(1)&(2)	Yes	
Meeting of independent directors	23(3)&(4)	Yes	
Familiarization of independent directors	25(7)	Yes	



<b>Annual Affirmations</b>			
<b>Particulars</b>	<b>Regulation Number</b>	<b>Compliance Status (Yes/No/NA)</b>	<b>Company Remarks</b>
Memberships in Committees	26(1)	Yes	
Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes	
Policy with respect to Obligations of directors and senior management	26(2)&(5)	Yes	
The listed entity has approved material subsidiary policy & the corporate governance requirements with respect to subsidiary of the listed entity have been complied	-	NA	

For SANGHVI MOVERS LIMITED



**RAJESH P. LIKHITE**  
**COMPANY SECRETARY &**  
**COMPLIANCE OFFICER**  
**MEMBERSHIP NO.: ACS 13151**



**Date: 11<sup>th</sup> April 2017**  
**Place: Pune**