

DECOROUS INVESTMENT & TRADING CO. LTD.

Regd. Office: R-489, GF-B, New Rajinder Nagar, New Delhi – 110060

Tel No.: 9910003638, Email Id: decorous1982@gmail.com Website: www.ditco.in

CIN: L67120DL1982PLC289090

CORPORATE GOVERNANCE REPORT

Name of the Company : **DECOROUS INVESTMENT & TRADING COMPANY LIMITED**

CIN: **L67120DL1982PLC289090**

Quarter ending on : **31st MARCH, 2016**

I. COMPOSITION OF BOARD OF DIRECTORS								
Title (Mr. / Ms)	Name of the Director	PAN \$ & DIN	Category (Chairperson / Executive / Non-Executive / independent / 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.	RAJ KUMAR GUPTA	AFLPG1428A00074532	Executive Director	23.08.2014	NA	2 (Two)	3 (Three)	1 (One)
Mr.	P N BAIDYA	AIMPB3267C00294339	Non – Executive Director	01.01.2004	NA	4 (Four)	1 (One)	-
Ms.	LALITA MITTAL	ACTPM1462B06928783	Independent Director	29.09.2014	5(Five)	2 (Two)	4 (Four)	2 (Two)
Mr.	PANKAJ AGGARWAL	ACLPA0528L01586710	Independent Director	29.09.2014	5 (Five)	2 (Two)	1 (One)	1 (One)
Mr.	AMIT GUPTA	AATPG1441Q00074483	Non – Executive Director	12.09.2015	NA	1 (One)	-	-

II. COMPOSITION OF COMMITTEES		
Name of Committee	Name of Committee members	Category (Chairperson / Executive/ Non-Executive / independent / Nominee)
1. Audit Committee	Mr. Pankaj Aggarwal	Independent Director
	Ms. Lalita Mittal	Independent Director
	Mr. Raj Kumar Gupta	Executive Director
2. Remuneration & Nomination Committee	Mr. Pankaj Aggarwal	Independent Director
	Ms. Lalita Mittal	Independent Director
	Mr. Raj Kumar Gupta	Executive Director
3. Risk Management Committee(if applicable)	Not Applicable	
4. Shareholders' / Investors' Grievance Committee'	Mr. Raj Kumar Gupta	Executive Director
	Ms. Lalita Mittal	Independent Director
	Mr. Prabindra Nath Baidya	Non-Executive Director

For DECOROUS INVESTMENT & TRADING CO. LTD.



Director

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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)
16.10.2015	14.01.2016	25 days gap between two Consecutive meeting
09.11.2015	08.02.2016	
04.12.2015	22.02.2016	
----	28.03.2016	

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*
08.02.2016	Yes	16.10.2015	Audit Committee
22.02.2016	Yes	09.11.2015	Audit Committee (104 days)
28.03.2016	Yes	20.12.2015	Remuneration & Nomination Committee (98 days)
28.03.2016	Yes	20.12.2015	Shareholders' / Investors' Grievance Committee' (98 days)

V. RELATED PARTY TRANSACTIONS	
Subject	Compliance status (Yes/No/NA) refer note below
Whether prior approval of audit committee obtained	Not Applicable
Whether shareholder approval obtained for material RPT	
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	

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 (Not - Applicable)
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 Decorous Investment & Trading Co. Ltd.

Place : New Delhi
Dated: 11.04.2016

For DECOROUS INVESTMENT & TRADING CO. LTD.



Raj Kumar Gupta
WTD & CFO
DIN: 00074532