

General information about company

Scrip code	533676
Name of the entity	INDO THAI SECURITIES LIMITED
Date of start of financial year	01-04-2016
Date of end of financial year	31-03-2017
Reporting Quarter	Half Yearly
Date of Report	30-09-2016
Risk management committee	Not Applicable

Annexure I

Annexure I to be submitted by listed entity on quarterly basis

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory

Textual Information(1)

Is there any change in information of board of directors compare to previous quarter

Yes

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of appointment in the current term	Date of cessation	Tenure of director (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)	Notes

1	Mr	Dhanpal Doshi	ABZPD4781D	00700492	Executive Director	Not Applicable	CEO-MD	19-01-1995			1	0	0	Textual Information (2)
2	Mr	Parasmal Doshi	AERPD3255P	00051460	Executive Director	Chairperson		01-10-2010			1	2	0	Textual Information (3)
3	Mr	Rajendra Bandi	ACIPB4006F	00051441	Executive Director	Not Applicable		19-01-1995			1	0	0	Textual Information (4)
4	Mr	Sunil Kumar Soni	AFEPS1652K	00508423	Non-Executive - Independent Director	Not Applicable		20-09-2014	24		1	2	0	Textual Information (5)

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I. Composition of Board of Directors

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of appointment in the current term	Date of cessation	Tenure of director (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)	Notes
5	Mr	Om Prakash Gauba	ABTPG7066N	00059231	Non-Executive - Independent Director	Not Applicable		20-09-2014		24	1	2	1	Textual Information (6)

6	Mr	Sukrati Ranjan Solanki	AXDPS0227M	05230304	Non-Executive - Independent Director	Not Applicable	20-09-2014	24	1	2	1	Textual Information (7)
7	Mrs	Shobha Santosh Choudhary	AAZPC0060H	06934418	Non-Executive - Independent Director	Not Applicable	20-09-2014	24	1	2	0	Textual Information (8)

Text Block

Textual Information(1)

There was no change in Composition of Board during the Quarter ended 30.09.2016

Textual Information(2)

Mr. Dhanpal Doshi is also Member of Risk Management Committee & Corporate Social Responsibility Committee.

Textual Information(3)

Mr. Parasmal Doshi is also Member of Risk Management Committee & Corporate Social Responsibility Committee. He is also Chairperson in both Committees.

Textual Information(4)

Mr. Rajendra Bandi is also Member of Corporate Social Responsibility Committee.

Textual Information(5)

Mr. Sunil Kumar Soni is also Member & Chairperson of Nomination & Remuneration Committee. Mr. Sunil Kumar Soni was appointed as an Independent Director of the Company, to hold office for a term of 5 (five) consecutive years from the date of 20th Annual General Meeting of the Company (i.e. 20.09.2014). Mr. Sunil Kumar Soni, was appointed w.e.f. 28/03/2002, but date for appointment made in terms of Companies Act 2013 and Rules 2014 made thereunder was considered, when he was appointed as Independent Directors for a term of 5 years instead of actual date of appointment under Companies Act 1956 where previous appointment was made.

Textual Information(6)

Mr. Om Prakash Gauba Chairperson of Audit Committee. Mr. Om Prakash Gauba is also Member of Nomination & Remuneration Committee & Risk Management Committee. Mr. Om Prakash Gauba was appointed as an Independent Director of the Company, to hold office for a term of 5 (five) consecutive years from the date of 20th Annual General Meeting of the Company (i.e. 20.09.2014). Mr. Om Prakash Gauba was appointed w.e.f. 29/01/2005, but date for appointment made in terms of Companies Act 2013 and Rules 2014 made thereunder was considered, when he was appointed as Independent Directors for a term of 5 years instead of actual date of appointment under Companies Act 1956 where previous appointment was made.

Textual Information(7)

Mr. Sukrati Ranjan Solanki is Chairperson of Stakeholder's Relationship Committee. Mr. Sukrati Ranjan Solanki is also Member of Nomination & Remuneration Committee & Corporate Social Responsibility Committee. Mr. Sukrati Ranjan Solanki was appointed as an Independent Director of the Company, to hold office for a term of 5 (five) consecutive years from the date of 20th Annual General Meeting of the Company (i.e. 20.09.2014). Mr. Sukrati Ranjan Solanki was appointed w.e.f. 06.05.2013, but date for appointment made in terms of Companies Act 2013 and Rules 2014 made thereunder was considered, when he was appointed as Independent Directors for a term of 5 years instead of actual date of appointment under Companies Act 1956 where previous appointment was made.

Textual Information(8)

Mrs. Shobha Santosh Choudhary is also Member of Nomination & Remuneration Committee. Mrs. Shobha Santosh Choudhary was appointed as an Independent Director of the Company, to hold office for a term of 5 (five) consecutive years from the date of 20th Annual General Meeting of the Company (i.e. 20.09.2014).

Annexure 1

II. Composition of Committees

Disclosure of notes on composition of committees explanatory		Textual Information(1)			
Is there any change in information of committees compare to previous quarter		Yes			
Sr	Name Of Committee	Name of Committee members	Category 1 of directors	Category 2 of directors	Name of other committee
1	Audit Committee	Mr. Om Prakash Gauba	Non-Executive - Independent Director	Chairperson	
2	Audit Committee	Mr. Sunil Kumar Soni	Non-Executive - Independent Director	Member	
3	Audit Committee	Mr. Sukrati Ranjan Solanki	Non-Executive - Independent Director	Member	
4	Audit Committee	Mrs. Shobha Santosh Choudhary	Non-Executive - Independent Director	Member	
5	Audit Committee	Mr. Parasmal Doshi	Executive Director	Member	
6	Nomination and remuneration committee	Mr. Sunil Kumar Soni	Non-Executive - Independent Director	Chairperson	

7	Nomination and remuneration committee	Mr. Om Prakash Gauba	Non-Executive - Independent Director	Member	
8	Nomination and remuneration committee	Mr. Sukrati Ranjan Solanki	Non-Executive - Independent Director	Member	
9	Nomination and remuneration committee	Mrs. Shobha Santosh Choudhary	Non-Executive - Independent Director	Member	
10	Stakeholders Relationship Committee	Mr. Sukrati Ranjan Solanki	Non-Executive - Independent Director	Chairperson	

Annexure 1

II. Composition of Committees

Sr	Name Of Committee	Name of Committee members	Category 1 of directors	Category 2 of directors	Name of other committee
11	Stakeholders Relationship Committee	Mr. Om Prakash Gauba	Non-Executive - Independent Director	Member	
12	Stakeholders Relationship Committee	Mr. Sunil Kumar Soni	Non-Executive - Independent Director	Member	
13	Stakeholders Relationship Committee	Mrs. Shobha Santosh Choudhary	Non-Executive - Independent Director	Member	
14	Stakeholders Relationship Committee	Mr. Parasmal Doshi	Executive Director	Member	
15	Corporate Social Responsibility Committee	Mr. Parasmal Doshi	Executive Director	Chairperson	
16	Corporate Social Responsibility Committee	Mr. Dhanpal Doshi	Executive Director	Member	
17	Corporate Social Responsibility Committee	Mr. Rajendra Bandi	Executive Director	Member	

18	Corporate Social Responsibility Committee	Mr. Sukrati Ranjan Solanki	Non-Executive - Independent Director	Member	
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Text Block

Textual Information(1)

There were no changes in Composition of any Committee during the quarter ended on 30.09.2016. Company does not falls under Top 100 Listed Entities but also having Risk Management Committee with the following Members: Mr. Parasmal Doshi (Chairperson & Executive Director), Mr. Dhanpal Doshi (Executive Director), Mr. Om Prakash Gauba (Non-Executive - Independent Director) and Mr. Deepak Sharma (Chief Financial Officer).

Annexure 1

Annexure 1

III. Meeting of Board of Directors

Disclosure of notes on meeting of board of directors explanatory

Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)
1	10-05-2016		
2		08-08-2016	89
3		31-08-2016	22

Annexure 1

IV. Meeting of Committees

Disclosure of notes on meeting of committees explanatory						Textual Information(1)	
Sr	Name of Committee	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)	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)	Name of other committee
1	Audit Committee	08-08-2016	Yes	4	10-05-2016	89	
2	Audit Committee	31-08-2016	Yes	4	10-05-2016	112	
3	Nomination and remuneration committee	08-08-2016	Yes	3	06-05-2016		
4	Nomination and remuneration committee	31-08-2016	Yes	3	06-05-2016		
5	Stakeholders Relationship Committee	08-08-2016	Yes	4	06-05-2016		
6	Corporate Social Responsibility Committee	08-08-2016	Yes	4	10-05-2016		

Text Block

Textual Information(1)

- 1) During the Relevant Quarter, Meeting of Audit Committee has been held twice i.e. 08.08.2016 & 31.08.2016.
- 2) Although Risk Management Committee is not applicable on us, it is constituted and meeting of such RMC was held on 08-08-2016 in the relevant quarter in which requisite quorum was present.

Annexure 1

V. Related Party Transactions

Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	Yes	
2	Whether shareholder approval obtained for material RPT	Yes	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	
Disclosure of notes of material transaction with related party			Textual Information(1)

Text Block

Textual Information(1)

Contracts/arrangements/transaction for acquiring office space on lease basis from two related firms were executed during the F.Y. 2014-15 and approved by members on 27/09/2014 through postal ballot process was also obtained for the same. Except this no material Related Party Transaction executed where Shareholder approval are required.

Annexure 1

VI. Affirmations

Sr	Subject	Compliance status (Yes/No)
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	Yes
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 100 listed entities)	NA
6	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
7	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
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes
9	Any comments/observations/advice of Board of Directors may be mentioned here:	Textual Information(1)

Text Block

Textual Information(1)

although the Risk Management Committee is not applicable on our company, but the same has been formed keeping in view the good corporate governance practices.

Annexure III

Annexure III to be submitted by listed entity at the end of 6 months after end of financial year along-with second quarter report of next financial year

I. Affirmations

Sr	Broad heading	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	Yes	
2	Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes	
3	Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes	
4	Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	
	Any other information to be provided			

Signatory Details

Name of signatory	Dhanpal Doshi
Designation of person	Managing Director
Place	Indore
Date	06-10-2016

