

CS/QCR-Q3(2015-16)

Date : January 12, 2016

To, The Listing Department BSE Limited Department of Corporate Affairs Phiroze Jeejeebhoy Towers Dalal Street Mumbai - 400 001	To, The Listing Department National Stock Exchange of India Ltd. Exchange Plaza, Plot No. C/1, G Block Bandra-Kurla Complex, Bandra (E) Mumbai - 400 051
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Dear Sir/Madam

Subject : Submission of Quarterly Compliance Report on Corporate Governance for quarter ended on 31st December, 2015

Reference : Scrip Code - INDOTHAI; ISIN - INE337M01013

With reference to above cited subject and in terms of Listing Agreement and also under Regulation 27(2) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") we are submitting herewith Quarterly Compliance Report on Corporate Governance for quarter ended on 31.12.2015.

You are requested to please find the same and take in your records.

Thanking you,

Yours truly,

For Indo Thai Securities Limited


Anurag Kumar Saxena

(Company Secretary cum Compliance Officer)



ANNEXURE I

Compliance Report on Corporate Governance

- 1 Name of Listed Entity Indo Thai Securities Limited
2 Quarter ending 31-December-2015

I. Composition of Board of Directors

Title (Mr. / Ms).	Name of the Director	PANS & 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.	Dhanpal Doshi	PAN:ABZPD4781D DIN:00700492	Executive Director	19\01\1995	N.A.	1	0	0
Mr.	Parasmal Doshi	PAN:AERP3255P DIN:00051460	Chairperson - Executive Director	01\10\2010	N.A.	1	2	0
Mr.	Rajendra Bandi	PAN:ACIPB4006F DIN:00051441	Executive Director	19\01\1995	N.A.	1	0	0
Mr.	Sunil Kumar Soni	PAN:AFEPS1652K DIN:00508423	Non-Executive - Independent Director	20\09\2014 [Please Refer Note-1]	15 Months & 10 Days	1	2	0
Mr.	Om Prakash Gauba	PAN:ABTPG7066N DIN:00059231	Non-Executive - Independent Director	20\09\2014 [Please Refer Note-1]	15 Months & 10 Days	1	2	1
Mr.	Sukrati Ranjan Solanki	PAN:AXDPS0227M DIN:05230304	Non-Executive - Independent Director	20\09\2014 [Please Refer Note-1]	15 Months & 10 Days	1	2	1
Mrs.	Shobha Santosh Choudhary	PAN:AAZPC0060H DIN:06934418	Non-Executive - Independent Director	20\09\2014 [Please Refer Note-1]	15 Months & 10 Days	1	2	0

*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

Name of Committee	Name of Committee members	Category (Chairperson/Executive/Non-Executive/independent/Nominee) S
1. Audit Committee	Mr. Om Prakash Gauba	Chairperson - Non-Executive - Independent Director
	Mr. Sunil Kumar Soni	Non-Executive - Independent Director
	Mr. Sukrati Ranjan Solanki	Non-Executive - Independent Director
	Mr. Shobha Santosh Choudhary	Non-Executive - Independent Director
	Mr. Parasmal Doshi	Executive Director
2. Nomination & Remuneration Committee	Mr. Sunil Kumar Soni	Chairperson - Non-Executive - Independent Director
	Mr. Om Prakash Gauba	Non-Executive - Independent Director
	Mr. Sukrati Ranjan Solanki	Non-Executive - Independent Director
	Mr. Shobha Santosh Choudhary	Non-Executive - Independent Director
3. Risk Management Committee* (if applicable) [Please Refer Note-2]	Mr. Parasmal Doshi	Chairperson & Executive Director
	Mr. Dhanpal Doshi	Executive Director
	Mr. Om Prakash Gauba	Non-Executive - Independent Director
	Mr. Deepak Sharma	Chief Financial Officer
4. Stakeholders Relationship Committee'	Mr. Sukrati Ranjan Solanki	Chairperson & Non-Executive & Independent
	Mr. Om Prakash Gauba	Non-Executive & Independent
	Mr. Sunil Kumar Soni	Non-Executive & Independent
	Mr. Shobha Santosh Choudhary	Non-Executive & Independent
	Mr. Parasmal Doshi	Executive

&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

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)
25\07\2015	07\11\2015	105

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*
25\07\2015	Yes	07\11\2015	105

* 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

Subject	Compliance status (Yes/No/NA) refer note below
Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material RPT	Yes
Whether details of RPT entered into pursuant to omnibus approval have	Yes

Note

- 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.
- If status is "No" details of non-compliance may be given here.



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	Yes
	b. Nomination & remuneration committee	Yes
	c. Stakeholders relationship committee	Yes
	d. Risk management Committee (<i>applicable to the top 100 listed entities</i>)	Yes [Please Refer Note-2]
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 Board of Directors. Any comments/observations/advice of Board of Directors may be mentioned here:	Yes

Note-1 : *The Directors, Mr. Sunil Kumar Soni, Mr. Om Prakash Gauba, Mr. Sukrati Ranjan Solanki were appointed w.e.f. 28/03/2002, 29/01/2005 & 06.05.2013 respectively, but date for appointment made in terms of Companies Act 2013 and Rules 2014 made thereunder was considered, when they were 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.*

Note-2 : *Risk Management Committee was constituted on 10.11.2014 although our Company Indo Thai Securities Limited is not falls under Top 100 Listed Entities.*

For Indo Thai securities Limited



Name : **Anurag Kumar Saxena**
Designation : **Company Secretary cum Compliance Officer**

Date : 12.01.2016
Place : Indore

Note:
Information at Table I and II above need to be necessarily given in 1st quarter of each financial year. However if there is no change of information in subsequent quarter(s) of that financial year, this information may not be given by Listed entity and instead a statement "same as previous quarter" may be given.