



Ref No.: SEL/Reg. 27 – LODR/Jan-18/01

January 09, 2018

The Secretary,
National Stock Exchange of India Limited
Exchange Plaza,
Bandra-Kurla Complex
Bandra (E), Mumbai-400051.
NSE Symbol: SHEMAROO

Dear Sir/Madam,

Sub: SHEMAROO ENTERTAINMENT LIMITED - ISIN: INE363M01019

Re: Submission of Compliance Report on Corporate Governance for the Quarter ended December 31, 2017.

Pursuant to the provision of Reg. 27 of the SEBI (LODR), Regulations, 2015, please find enclosed compliance report on Corporate Governance for the Quarter ended December 31, 2017.

This is for your information and records.

The same shall also be disseminated on the website of the Company at www.shemarooent.com

Thanking you,

Yours faithfully,

For Shemaroo Entertainment Limited




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Dipesh U. Gosar
Company Secretary & Compliance Officer
ICSI Membership No.: A23755

Encl.: A/a

CORPORATE GOVERNANCE REPORT

Name of the entity: Shemaroo Entertainment Limited

Quarter ending: December 2017

I. COMPOSITION OF BOARD OF DIRECTORS

Title (Mr. / Ms.)	Name of the Director	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.	Buddhichand Maroo	00169319	Chairperson	26.05.2008	NA	0	0	0
Mr.	Raman Maroo	00169152	Executive	01.01.2016	NA	1	0	0
Mr.	Atul Maru	00169264	Executive	01.01.2016	NA	0	1	0
Mr.	Hiren Gada	01108194	Executive	01.01.2016	NA	0	1	0
Mr.	Jai Maroo	00169399	Non - Executive	26.05.2008	NA	0	0	0
Mrs.	DR. CA Reeta Shah	07141304	Independent	28.03.2015	60 months	1	1	1
Mr.	Gnanesh Gala	00093008	Independent	26.05.2014	60 months	2	1	1
Mr.	Kirit Gala	01540274	Independent	26.05.2014	60 months	1	1	0
Mr.	Vasanji Mamania	00013071	Independent	26.05.2014	60 months	1	1	0
Mr.	Shashidhar Sinha	00953796	Independent	26.05.2014	60 months	2	1	0

* to be filled only for Independent Director. Tenure would mean total period for 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) §
Audit Committee	Mr. Gnanesh Gala	Chairperson / Independent
	Mr. Kirit Gala	Independent
	Mr. Vasanji Mamania	Independent
	DR. CA Reeta Shah	Independent
	Mr. Hiren Gada	Executive
Nomination & Remuneration Committee	Mr. Vasanji Mamania	Chairperson / Independent
	Mr. Shashidhar Sinha	Independent
	Mr. Jai Maroo	Non - Executive
Risk Management Committee	Not Applicable	
Stakeholders Relationship Committee	Dr. CA Reeta Shah	Chairperson / Independent
	Mr. Shashidhar Sinha	Independent
	Mr. Atul Maru	Executive

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)
12-09-2017	13-12-2017	91

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*
12-09-2017	Yes	13-12-2017	91

* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional

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V RELATED PARTY TRANSACTIONS

Sr. No.	Subject	Compliance status (Yes/ No / NA)
1	Whether prior approval of audit committee obtained	Yes
2	Whether shareholder approval obtained for material RPT	NA
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes

VI AFFIRMATIONS

Sr. No.	Subject	Compliance status (Yes / No / NA)
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 Ccommittee	Yes
c.	Stakeholders Relationship Committee	Yes
d.	Risk Management Committee (applicable to the top 100 listed entities)	NA
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.	Yes




Dipesh U. Gosar
Company Secretary & Compliance Officer
ICSI Membership No.: A23755

