# Quarterly Report on Corporate Governance

- 1. Name of Listed Entity: Virat Leasing Limited (L65910WB1984PLC098684)
- 2. Quarter ending: 31st March, 2019

4.Mrs.	3. Mr.	2.Mr.	1.Mr.	I. Co. Title (Mr. / Ms)
Veedhi Raja	Pradeep Kumar Agarwal	Jitendra Kumar Goyal	Rajeev Kothari	Name of the PAN & DIN Director
AZKPP3684Q DIN:08142844	ACDPA5280B DIN-00583450	ADPPG5884Q DIN-00468744	AFOPK3066K DIN-00147196	PAN & DIN
Non-Executive - Independent Director	Non-Executive - Independent Director	Non-Executive Director	Executive Director (Managing Director)	Category (Chairperson/Executi ve/Non- Executive/independe nt/Nominee)
30-05-2018	29/09/2014	14/08/2018	30/04/2016	Date of Appointment in the current term /cessation
9 Months	4.6 Years	7 Months		Tenure*
02	01	04	01	No of Directorship in listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulations)
03	01	04	0	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)
0	01	02	0	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)

\$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	Name of Committee members	Category (Chairperson/Executive/Non- Executive/Independent/Nominee) \$
1. Audit Committee	1. Mr. 2. Mrs 3. Mr.	Mr. Pradeep Kumar Agarwal Mrs. Veedhi Raja Mr. Jitendra Kumar Goyal	Chairman-Non-Executive-Independent Director Non-Executive - Independent Director Non -Executive Director
2. Nomination & Remuneration Committee	1. Mr. F 2. Mr. J 3. Mrs.	Mr. Pradeep Kumar Agarwal Mr. Jitendra Kumar Goyal Mrs. Veedhi Raja	Chairman-Non-Executive-Independent Director Non-Executive - Independent Director
3. Risk Management Committee(if applicable)			NA
4. Stakeholders Relationship Committee	ω p. <u>-</u>	Mr. Jitendra Kumar Goyal Mr. Pradeep Kumar Agarwal Mrs. Veedhi Raja	Chairman- Non-executive Director Non-Executive – Independent Director Non-Executive – Independent Director
&Category of Directors means execution with hyphen	utive/non-executive/ind	dependent/nominee. If a Dir	&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			
14/11/2018	in the relevant quarter 13/02/2019 25/03/2019		90 39
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*
13/02/2019 (Audit Committee)	Yes 1.Mr. Pradeep Kumar Agarwal 2. Mr. Jitendra Kumar Goyal 3. Mrs. Veedhi Raja	12/11/2018	92



Agarwal  3 Mrs Veedhi Raia	2.Mr. Pradeep Kumar	Goyal	1.Mr. Jitendra Kumar	Yes	3. Mrs. Veedhi Raja	Goyal	Agarwal	1.Mr. Pradeep Kumar	Yes
			ar		Raja	a kumar		ep Kumar	

Whether prior approval of audit committee obtained  Whether shareholder approval obtained for material RPT  Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Subject	Compliance status
al RPT nnibus	Whether prior approval of audit committee obtained	YES
nnibus		NA
	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	YES

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

- The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
- 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 (applicable to the top 100 listed entities)
- requirements) Regulations, 2015. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure
- disclosure requirements) Regulations, 2015. The meetings of the Board of Directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and
- Directors may be mentioned here: 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

Name & Designation: Pooja Kalanouria

Company Secretary and Compliance Secretary

## **Corporate Governance Report**

Compliance Status (Yes/No/NA)   Pes	)		
Ils of business Is and conditions of appointment of independent directors of conduct of board of directors and senior management personnel is of establishment of vigil mechanism/ Whistle Blower policy ria of making payments to non-executive directors y on dealing with related party transactions y for determining 'material' subsidiaries Is of familiarization programmes imparted to independent directors Is of familiarization of the designated officials of the listed entity who are responsible for ting and handling investor grievances Is of familiarization programmes imparted to independent directors act information of the designated officials of the listed entity who are responsible for ting and handling investor grievances Is of agreements entered into with the media companies and/or their associates name and the old name of the listed entity  Annual Affirmations  culars  Regulation Number  Regulation Number  and of 'independence' and/or 'eligibility Intig of Board of directors and of directors and board of directors for orderly succession for appointments  17(1)  17(3)  17(4)  17(5)	Yes	17(6)	Fees/compensation
Is of business  Is and conditions of appointment of independent directors of conduct of board of directors and senior management personnel Is of establishment of vigil mechanism/ Whistle Blower policy ria of making payments to non-executive directors y on dealing with related party transactions y for determining 'material' subsidiaries Is of familiarization programmes imparted to independent directors Is of familiarization programmes imparted to independent directors Is of annual and the designated officials of the listed entity who are responsible for ting and handling investor grievances I address for grievance redressal and other relevant details Is of agreements entered into with the media companies and/or their associates name and the old name of the listed entity  Annual Affirmations  culars  Regulation Number  Regulation Number    17(1)	Yes	17(5)	Code of Conduct
is of business  Is of business  Is and conditions of appointment of independent directors of conduct of board of directors and senior management personnel Is of establishment of vigil mechanism/ Whistle Blower policy ria of making payments to non-executive directors y on dealing with related party transactions y for determining 'material' subsidiaries Ils of familiarization programmes imparted to independent directors act information of the designated officials of the listed entity who are responsible for thing and handling investor grievances Is of agreements entered into with the media companies and/or their associates Ils of agreements entered into with the media companies and/or their associates Is of independence' and/or 'eligibility  d composition  Regulation Number  Regulation Number  17(1) 17(2) 17(3)	Yes	17(4)	Plans for orderly succession for appointments
is of business  Is of business  Is and conditions of appointment of independent directors of conduct of board of directors and senior management personnel Is of establishment of vigil mechanism/ Whistle Blower policy ria of making payments to non-executive directors y on dealing with related party transactions y for determining 'material' subsidiaries Is of familiarization programmes imparted to independent directors Is of familiarization programmes imparted to independent directors laddress for grievances Is of agreements entered into with the media companies and/or their associates name and the old name of the listed entity  Annual Affirmations  culars  Regulation Number  Regulation Number  17(1)  17(2)	Yes	17(3)	Review of Compliance Reports
Is of business  Is and conditions of appointment of independent directors position of various committees of board of directors of conduct of board of directors and senior management personnel lis of establishment of vigil mechanism/ Whistle Blower policy ria of making payments to non-executive directors y on dealing with related party transactions y for determining 'material' subsidiaries lis of familiarization programmes imparted to independent directors act information of the designated officials of the listed entity who are responsible for ting and handling investor grievances laddress for grievance redressal and other relevant details cial results heholding pattern lis of agreements entered into with the media companies and/or their associates name and the old name of the listed entity  Annual Affirmations  culars  Regulation Number  Regulation Number  15(1)(b) & 25(6)	Yes	17(2)	Meeting of Board of directors
Is of business  Is and conditions of appointment of independent directors  position of various committees of board of directors  of conduct of board of directors and senior management personnel  Is of establishment of vigil mechanism/ Whistle Blower policy  ria of making payments to non-executive directors  yon dealing with related party transactions  y for determining 'material' subsidiaries  Is of familiarization programmes imparted to independent directors  act information of the designated officials of the listed entity who are responsible for ting and handling investor grievances  I address for grievance redressal and other relevant details  rotal results  holding pattern  Is of agreements entered into with the media companies and/or their associates  name and the old name of the listed entity  Annual Affirmations  culars  Regulation Number  Regulation Number	Yes	17(1)	Board composition
Ils of business  Ils of business  Ils of business  Is and conditions of appointment of independent directors  of conduct of board of directors and senior management personnel  Ils of establishment of vigil mechanism/ Whistle Blower policy  ria of making payments to non-executive directors  yon dealing with related party transactions  y for determining 'material' subsidiaries  yon dealing mechanism in transactions  y for determining 'material' subsidiaries  ils of familiarization programmes imparted to independent directors  act information of the designated officials of the listed entity who are responsible for laddress for grievance redressal and other relevant details  Icial results  Ils of agreements entered into with the media companies and/or their associates  Annual Affirmations  Regulation Number	Yes	16(1)(b) & 25(6)	Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility
Is of business Is of business Is and conditions of appointment of independent directors of conduct of board of directors and senior management personnel ils of establishment of vigil mechanism/ Whistle Blower policy ria of making payments to non-executive directors y on dealing with related party transactions y for determining 'material' subsidiaries ils of familiarization programmes imparted to independent directors ils of familiarization programmes imparted to independent directors laddress for grievances I address for grievance redressal and other relevant details ncial results eholding pattern ils of agreements entered into with the media companies and/or their associates name and the old name of the listed entity  Annual Affirmations	(Yes/No/NA) refer note below	Regulation Number	Particulars
Ils of business Ils of business Is and conditions of appointment of independent directors of conduct of board of directors and senior management personnel Ils of establishment of vigil mechanism/ Whistle Blower policy ria of making payments to non-executive directors y on dealing with related party transactions y for determining 'material' subsidiaries Ils of familiarization programmes imparted to independent directors act information of the designated officials of the listed entity who are responsible for ting and handling investor grievances I address for grievance redressal and other relevant details cial results eholding pattern Ils of agreements entered into with the media companies and/or their associates mame and the old name of the listed entity	Constitution		
Ils of business  Ils of business  Ils of business  Ils of conduct of board of directors and senior management personnel  Ils of establishment of vigil mechanism/ Whistle Blower policy  ria of making payments to non-executive directors  y on dealing with related party transactions  y for determining 'material' subsidiaries  Ils of familiarization programmes imparted to independent directors  act information of the designated officials of the listed entity who are responsible for ting and handling investor grievances  I address for grievance redressal and other relevant details  ncial results  eholding pattern  Ils of agreements entered into with the media companies and/or their associates	NA		New name and the old name of the listed entity
ils of business Ils of business Ils of business Ils of conduct of board of directors and senior management personnel Ils of establishment of vigil mechanism/ Whistle Blower policy Iria of making payments to non-executive directors  y on dealing with related party transactions  y for determining 'material' subsidiaries Ils of familiarization programmes imparted to independent directors Ils of mand handling investor grievances I address for grievance redressal and other relevant details Icial results  eholding pattern	NA	neir associates	Details of agreements entered into with the media companies and/or the
Ils of business Is and conditions of appointment of independent directors so for conduct of board of directors and senior management personnel Ils of establishment of vigil mechanism/ Whistle Blower policy ria of making payments to non-executive directors y on dealing with related party transactions y for determining 'material' subsidiaries Ils of familiarization programmes imparted to independent directors act information of the designated officials of the listed entity who are responsible for ting and handling investor grievances I address for grievance redressal and other relevant details cial results	Yes		Shareholding pattern
Ils of business Ils of conditions of appointment of independent directors Ils of conduct of board of directors and senior management personnel Ils of establishment of vigil mechanism/ Whistle Blower policy Ils of establishment to non-executive directors Ils of making payments to non-executive directors Ils of determining 'material' subsidiaries Ils of familiarization programmes imparted to independent directors Ils of familiarization of the designated officials of the listed entity who are responsible for ting and handling investor grievances Il address for grievance redressal and other relevant details	Yes		Financial results
Ils of business Is and conditions of appointment of independent directors position of various committees of board of directors of conduct of board of directors and senior management personnel Ils of establishment of vigil mechanism/ Whistle Blower policy ria of making payments to non-executive directors y on dealing with related party transactions y for determining 'material' subsidiaries Ils of familiarization programmes imparted to independent directors act information of the designated officials of the listed entity who are responsible for ting and handling investor grievances	Yes		Email address for grievance redressal and other relevant details
Ils of business Is and conditions of appointment of independent directors Is of conduct of board of directors and senior management personnel Ils of establishment of vigil mechanism/ Whistle Blower policy Iria of making payments to non-executive directors Iy on dealing with related party transactions Is of familiarization programmes imparted to independent directors Its of familiarization of the designated officials of the listed entity who are responsible for			assisting and handling investor grievances
Ils of business  Ils of business  Ils of business  Ils of conditions of appointment of independent directors  Ils of conduct of board of directors and senior management personnel  Ils of establishment of vigil mechanism/ Whistle Blower policy  Iria of making payments to non-executive directors  If yon dealing with related party transactions  If yor determining 'material' subsidiaries  Ils of familiarization programmes imparted to independent directors	Yes	are responsible for	Contact information of the designated officials of the listed entity who a
ils of business Ils of business Ils of business Ils of conduct of appointment of independent directors Ils of conduct of board of directors and senior management personnel Ils of establishment of vigil mechanism/ Whistle Blower policy Ils of making payments to non-executive directors In of making with related party transactions In of determining 'material' subsidiaries	Yes	· v	Details of familiarization programmes imparted to independent director
Ils of business Is and conditions of appointment of independent directors position of various committees of board of directors of conduct of board of directors and senior management personnel Ils of establishment of vigil mechanism/ Whistle Blower policy ria of making payments to non-executive directors y on dealing with related party transactions			Policy for determining 'material' subsidiaries
Ils of business Ils of business Is and conditions of appointment of independent directors position of various committees of board of directors of conduct of board of directors and senior management personnel Ils of establishment of vigil mechanism/ Whistle Blower policy ria of making payments to non-executive directors	Yes		Policy on dealing with related party transactions
Ils of business Is and conditions of appointment of independent directors position of various committees of board of directors of conduct of board of directors and senior management personnel ils of establishment of vigil mechanism/ Whistle Blower policy	Yes		Criteria of making payments to non-executive directors
Ils of business Is and conditions of appointment of independent directors position of various committees of board of directors and senior management personnel	Yes		Details of establishment of vigil mechanism/ Whistle Blower policy
Ils of business s and conditions of appointment of independent directors position of various committees of board of directors	Yes		Code of conduct of board of directors and senior management personne
Disclosure on website in terms of Listing Regulations  Is of business  and conditions of appointment of independent directors	Yes		Composition of various committees of board of directors
Disclosure on website in terms of Listing Regulations	Yes		Terms and conditions of appointment of independent directors
Disclosure on website in terms of Listing Regulations	Yes	Ġ.	Details of business
	Compliance Status (Yes/No/NA)refer		Item
	8		



		Note
Yes	26(2) & 26(5)	Policy with respect to Obligations of directors and senior
Yes	26(4)	Disclosure of Shareholding by Non-Executive Directors
		Board of Directors and Senior management personnel
Yes	26(3)	Affirmation with compliance to code of conduct from members of
Yes	26(1)	Memberships in Committees
Yes	25(7)	Familiarization of independent directors
Yes	25(3) & (4)	Meeting of independent directors
Yes	25(1) & (2)	Maximum Directorship & Tenure
		of listed entity
Yes	24(2),(3),(4),(5) & (6)	Other Corporate Governance requirements with respect to subsidiary
NA	24(1)	Composition of Board of Directors of unlisted material Subsidiary
Yes	23(4)	Approval for material related party transactions
		transactions
Yes	23(2), (3)	Prior or Omnibus approval of Audit Committee for all related party
Yes	23(1),(5),(6),(7) & (8)	Policy for related party Transaction
Yes	22	Vigil Mechanism
N.A	21(1), (2), (3),(4)	Composition and role of risk management committee
Yes	20(1) & (2)	Composition of Stakeholder Relationship Committee
Yes	19(1) & (2)	Composition of nomination & remuneration committee
Yes	18(2)	Meeting of Audit Committee
Yes	18(1)	Composition of Audit Committee
Yes	17(10)	Performance Evaluation of Independent Directors
Yes	17(9)	Risk Assessment & Management
Yes	17(8)	Compliance Certificate
Yes	1/(/)	THE CHIEF CH

- party transactions, the words "N.A." may be indicated. composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related 1 In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A.. For example, if the Board has been
- 2 If status is "No" details of non-compliance may be given here.
- 3 If the Listed Entity would like to provide any other information the same may be indicated here



of Listed Entity have been complied. III Affirmations: The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary

Name & Designation : Pooja Kalanouria

on : Pooja Kalanouria

Company Secretary and Compliance Officer