



To  
The Secretary,  
The Calcutta Stock Exchange Limited, 7,  
Lyons Range, Kolkata 700001

Date: 10<sup>th</sup> October, 2018

Ref.: Scrip Code: 541741

Ref: Corporate Governance Report Regulation 27(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015

Dear Sir,

With reference to the above mentioned subject, please find the enclosed herewith corporate governance report for the Quarter and year ended 30<sup>th</sup> September, 2018.

We request you to take the above information on the record.  
Thanking you

Yours faithfully,  
For Tinna Trade Limited



Monika Gupta  
(Company Secretary)

## **TINNA TRADE LIMITED**

(Formerly Known as Tinna Trade Pvt. Ltd.)

Tinna House, No.-6, Sultanpur, (Mandi Road) Mehrauli, New Delhi-110030

Tel. No. : +91 11 4951 8530 (70 Lines) Fax : +91 11 2680 4883

E-mail : ttl.del@tinna.in CIN : U51100DL2009PLC186397

| General information about company |                     |
|-----------------------------------|---------------------|
| Scrip code                        | 541741              |
| NSE Symbol                        |                     |
| MSEI Symbol                       |                     |
| ISIN                              | INE401201019        |
| Name of the entity                | TINNA TRADE LIMITED |
| Date of start of financial year   | 01-04-2018          |
| Date of end of financial year     | 31-03-2019          |
| Reporting Quarter                 | Half Yearly         |
| Date of Report                    | 30-09-2018          |
| 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

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 for not providing PAN | Not provided |
|----|-----------------|----------------------|------------|----------|--|-------------------------|-------------------------|---|-------------------|--------------------------------|--|---|--|-----------------------------|--------------|
| 1  | Mr              | GAURAV SEKHRI        | AAOPG3103G | 00090676 | Executive Director                       | Chairperson             | MD                      | 01-04-2017                              |                   | 36                             | 1  | 1   | 0  |                             |              |
| 2  | Mr              | KAPIL SEKHRI         | ABKPS4820K | 00090771 | Non-Executive - Non Independent Director | Not Applicable          |                         | 06-02-2009                              |                   |                                | 1  | 0   | 0  |                             |              |
| 3  | Mr              | VIVEK KOHLI          | AAEPK8136D | 00418014 | Non-Executive - Independent Director     | Not Applicable          | Employee Director       | 07-08-2014                              |                   | 60                             | 2  | 3   | 1  |                             |              |
| 4  | Mr              | ASHISH MADAN         | AAFPM5581P | 00108676 | Non-Executive - Independent Director     | Not Applicable          | Employee Director       | 07-08-2014                              |                   | 60                             | 2  | 4   | 2  |                             |              |



## Annexure I

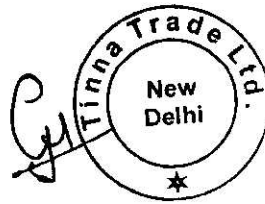
Annexure I to be submitted by listed entity on quarterly basis

## 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 for not providing PAN | Not n prov D |
|----|-----------------|----------------------|------------|----------|--------------------------------------|-------------------------|-------------------------|---|-------------------|--------------------------------|--|---|--|-----------------------------|--------------|
| 5  | Mr              | ADHIRAJ AMAR SARIN   | AOBPS8742N | 00140989 | Non-Executive - Independent Director | Not Applicable          | Employee Director       | 09-08-2016                              |                   | 60                             | 2  | 2   | 1  |                             |              |
| 6  | Ms              | SANVALI KAUSHIK      | AEIPK6393Q | 07660444 | Non-Executive - Independent Director | Not Applicable          | Employee Director       | 01-12-2016                              |                   | 60                             | 1  | 2   | 1  |                             |              |



| <b>Annexure 1</b>  |     |
|--|-----|
| <b>II. Composition of Committees</b>   |     |
| Disclosure of notes on composition of committees explanatory                 |     |
| Is there any change in information of committees compare to previous quarter | Yes |



| Audit Committee Details |            |                           |                                      |                         |         |
|-------------------------|------------|---------------------------|--------------------------------------|-------------------------|---------|
| Sr                      | DIN Number | Name of Committee members | Category 1 of directors              | Category 2 of directors | Remarks |
| 1                       | 00108676   | ASHISH MADAN              | Non-Executive - Independent Director | Chairperson             |         |
| 2                       | 00418014   | VIVEK KOHLI               | Non-Executive - Independent Director | Member                  |         |
| 3                       | 07660444   | SANVALI KAUSHIK           | Non-Executive - Independent Director | Member                  |         |



| Nomination and remuneration committee |            |                           |                                      |                         |         |
|---------------------------------------|------------|---------------------------|--------------------------------------|-------------------------|---------|
| Sr                                    | DIN Number | Name of Committee members | Category 1 of directors              | Category 2 of directors | Remarks |
| 1                                     | 07660444   | SANVALI KAUSHIK           | Non-Executive - Independent Director | Chairperson             |         |
| 2                                     | 00108676   | ASHISH MADAN              | Non-Executive - Independent Director | Member                  |         |
| 3                                     | 00140989   | ADHIRAJ AMAR SARIN        | Non-Executive - Independent Director | Member                  |         |



| Stakeholders Relationship Committee |            |                           |                                      |                         |         |
|-------------------------------------|------------|---------------------------|--------------------------------------|-------------------------|---------|
| Sr                                  | DIN Number | Name of Committee members | Category 1 of directors              | Category 2 of directors | Remarks |
| 1                                   | 07660444   | SANVALI KAUSHIK           | Non-Executive - Independent Director | Chairperson             |         |
| 2                                   | 00090676   | GAURAV SEKHRI             | Executive Director                   | Member                  |         |
| 3                                   | 00108676   | ASHISH MADAN              | Non-Executive - Independent Director | Member                  |         |





| Risk Management Committee |            |                           |                         |                         |         |
|---------------------------|------------|---------------------------|-------------------------|-------------------------|---------|
| Sr                        | DIN Number | Name of Committee members | Category 1 of directors | Category 2 of directors | Remarks |



| Corporate Social Responsibility Committee |            |                           |                                      |                         |         |
|---|------------|---------------------------|--------------------------------------|-------------------------|---------|
| Sr  | DIN Number | Name of Committee members | Category 1 of directors              | Category 2 of directors | Remarks |
| 1   | 00090676   | GAURAV SEKHRI             | Executive Director                   | Chairperson             |         |
| 2   | 07660444   | SANVALI KAUSHIK           | Non-Executive - Independent Director | Member                  |         |
| 3   | 00108676   | ASHISH MADAN              | Non-Executive - Independent Director | Member                  |         |



| Other Committee |            |                           |                          |                                      |                         |         |
|-----------------|------------|---------------------------|--------------------------|--------------------------------------|-------------------------|---------|
| Sr              | DIN Number | Name of Committee members | Name of other committee  | Category 1 of directors              | Category 2 of directors | Remarks |
| 1               | 00090676   | GAURAV SEKHRI             | SHARE TRANSFER COMMITTEE | Executive Director                   | Chairperson             |         |
| 2               | 00108676   | ASHISH MADAN              | SHARE TRANSFER COMMITTEE | Non-Executive - Independent Director | Member                  |         |
| 3               | 07660444   | SANVALI KAUSHIK           | SHARE TRANSFER COMMITTEE | Non-Executive - Independent Director | Member                  |         |



| 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  | 10-05-2018  |  |   |
| 2  | 29-05-2018  |  | 18  |
| 3  | 12-06-2018  |  | 13  |
| 4  |   | 17-08-2018   | 65  |



| 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 | 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                           | 17-08-2018  | Yes  |                           | 12-06-2018  | 65   |                         |
| 2  | Corporate Social Responsibility Committee | 17-08-2018  | Yes  |                           | 12-06-2018  | 65   |                         |



| <b>Text Block</b>      |  |
|------------------------|--|
| Textual Information(1) | There are three (3) audit committee meeting in the previous quarter- 10/05/2018, 29/05/2018 & 12/06/2018 |



| 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   | NA                            |  |
| 3   | Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee | Yes                           |  |
| Disclosure of notes on related party transactions |  |                               | Textual Information(1)   |



| <b>Text Block</b>      |  |
|------------------------|--|
| Textual Information(1) | During the quarter the company has entered into various 'Leave and license agreements' with related party Tinna rubber & Infrastructure Limited and the same has been approved by the audit committee in the meeting held on 17/08/2018 and the board in the meeting held on 17/08/2018. |





## 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.   | No                         |
| 9                | Any comments/observations/advice of Board of Directors may be mentioned here:  | Textual Information(1)     |



| Annexure 1 |                   |   |
|------------|-------------------|---|
| Sr         | Subject           | Compliance status                       |
| 1          | Name of signatory | MONIKA GUPTA                            |
| 2          | Designation       | Company Secretary and Compliance Office |



| <b>Text Block</b>      |  |
|------------------------|--|
| Textual Information(1) | The company has received trading approval from BSE on 16/08/2018. Therefore, During the previous quarter i.e. 01/04/2018 to 30/06/2018 , the company was not listed and was not required to file the report. However, the reports will be placed before the board in future. |



| 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)<br>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 | NA  |



| Annexure III |                   |   |
|--------------|-------------------|---|
| 1            | Name of signatory | MONIKA GUPTA                            |
| 2            | Designation       | Company Secretary and Compliance Office |



| Signatory Details     |   |
|-----------------------|---|
| Name of signatory     | MONIKA GUPTA                            |
| Designation of person | Company Secretary and Compliance Office |
| Place                 | DELHI                                   |
| Date                  | 11-10-2018                              |

