



# SHALINI HOLDINGS LIMITED

(AN ISO 9001 : 2000 certified company)

Regd off: 209, 2nd Floor, 6/41 Sunder Kiran Building, W.E.A, Karol Bagh, New Delhi-110005  
Tel. : 011-45769176, Email: shaliniholdings@gmail.com, Website: www.shaliniholdings.in  
CIN: L65929DL1985PLC021037, Mob: 9350043499

Date: 07<sup>th</sup> April, 2015

To,  
Department of Corporate Services  
Delhi Stock Exchange  
DSE House, 3/1,  
Asaf Ali Road,  
Delhi-110002

Sub- Corporate Governance Report under clause 49 of Listing Agreement for the quarter ended 31st March, 2015

Dear Sir,

With reference to Clause 49 of the Listing Agreement, please find herewith the enclosed Corporate Governance report for the quarter ended 31<sup>st</sup> March, 2015.

This is for your kind information and record please.

Thanking You,

Regards,

For and on behalf of  
Shalini Holdings Limited

  
Pooja Mittal  
(Company Secretary)  
M.No: A38988

Encl: a/a

CC: Ahmedabad Stock Exchange Ltd.  
Department of Corporate Services  
Kamdhenu Complex, Opp, Sahajanand College,  
Panjarapole, Ambawadi, Ahmedabad - 380001.

**Annexure - XI to the Listing Agreement**

**Quarterly Compliance Report on Corporate Governance**

**Name of the Company: Shalini Holdings Limited**

**Quarter ending on : 31.03.2015**

<b>Particulars</b>	<b>Clause of Listing Agreement</b>	<b>Compliance Status Yes/No</b>	<b>Remarks</b>
<b>II. Board of Directors</b>	49 (II)		
(A) Composition of Board	49(IIA)	Yes	
(B) Independent Directors	49 (IIB)	Yes	
(C) Non-executive Directors' compensation & disclosures	49 (IIC)	Yes	
D) Other provisions as to Board and Committees	49 (IID)	Yes	
E) Code of Conduct	49 (IIE)	Yes	Company has adopted new Code of Conduct on 17.01.2015
F) Whistle Blower Policy	49 (IIF)	Yes	Company has adopted Policy on Whistle Blower Mechanism on 17.01.2015
<b>III. Audit Committee</b>	49 (III)		
(A) Qualified & Independent Audit Committee	49 (IIIA)	Yes	Company has reconstituted audit committee on 17.01.2015
(B) Meeting of Audit Committee	49 (IIIB)	Yes	
(C) Powers of Audit Committee	49 (IIIC)	Yes	
(D) Role of Audit Committee	49 (IIID)	Yes	
(E) Review of Information by Audit Committee	49 (IIIE)	Yes	
<b>IV. Nomination and Remuneration Committee</b>	49(IV)	Yes	Company has reconstituted nomination and remuneration committee on 17.01.2015





<b>V. Subsidiary Companies</b>	49 (V)	N.A.	
<b>VI. Risk Management</b>	49 (VI)	Yes	Company has adopted risk management policy on 17.01.2015
<b>VII. Related Party Transactions</b>	49 (VII)	Yes	Company has adopted a brief policy on related party transactions on 17.01.2015
<b>VIII. Disclosures</b>	49(VIII)		
(A) Related Party Transactions	49 (VIII A)	N.A	
(B) Disclosure of Accounting Treatment	49 (VIII B)	Yes	
(C) Remuneration of Directors	49 (VIII C)	Yes	
(D) Management	49 (VIII D)	Yes	Company has appointed Ms. Pooja mittal as whole time company secretary and Mr. Anup Verma as Managing Director of the company
(E) Shareholders	49 (VIII E)	Yes	
(F) Disclosure of resignation of directors	49 (VIII F)	N.A	
(G) Disclosure of formal letter of appointment	49 (VIII G)	Yes	
(H) Disclosures in the Annual report	49 (VIII H)	Yes	
(I) Proceeds from public issues, rights, issue, preferential issues, etc	49 (VIII I)	N.A.	
<b>IX.CEO/CFO Certification</b>	49 (IX)	N.A.	Company has not appointed CEO/CFO
<b>X. Report on Corporate Governance</b>	49 (X)	Yes	
<b>XI. Compliance</b>	49 (XI)	Yes	

**Note:**

- 1) The details under each head shall be provided to incorporate all the information required as per the provisions of the Clause 49 of the Listing Agreement.



# SHALINI HOLDINGS LIMITED

- 2) In the column No.3, compliance or non-compliance may be indicated by Yes/No/N.A. For example, if the Board has been composed in accordance with the Clause 49 I of the Listing Agreement, "Yes" may be indicated. Similarly, in case the company has no related party transactions, the words "N.A." may be indicated against 49 (IV A).
- 3) In the remarks column, reasons for non-compliance may be indicated. For example, in case of requirement related to circulation of information to the shareholders, which would be done only in the AGM/EGM, it might be indicated in the "Remarks" column as - "will be complied with at the AGM". Similarly, in respect of matters which can be complied with only where the situation arises, for example, "Report on Corporate Governance" is to be a part of Annual Report only, the words "will be complied in the next Annual Report" may be indicated.

**For and on behalf of  
Shalini Holdings Limited**

  
  
**Ms. Pooja Mittal  
(Company Secretary)  
Mem No: 38988**

Clause 49 of the Listing Agreement, passed by the Board of Directors of the Company on 11th March, 2015.

The above information is correct and true.

Thanking you,

Yours faithfully,

For and on behalf of  
Shalini Holdings Limited

  
(Company Secretary)  
Mem No: 38988

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CC: All India Stock Exchange Ltd.  
Department of Corporate Services  
Kanshika Complex, Opp. Sahayana College  
Pantherspore, Andheri West, Mumbai - 400053.