

General information about company	
Scrip code	539807
Name of the entity	Infibeam Incorporation Limited
Date of start of financial year	01-04-2015
Date of end of financial year	31-03-2016
Reporting Quarter	Yearly
Date of Report	31-03-2016
Risk management committee	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													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	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity
1	Mr	Ajit C. Mehta	ACAPM5876A	01234707	Non-Executive - Non Independent Director	Chairperson		30-06-2010		1	1	1	
2	Mr	Malav A. Mehta	ACBPM6865G	01234736	Non-Executive - Non Independent Director	Not Applicable		30-06-2010		1	1	0	
3	Mr	Vishal A. Mehta	ACAPM2367C	03093563	Executive Director	Not Applicable	MD	01-02-2015		1	1	0	
4	Mr	Keyoor M. Bakshi	ACRPB3352P	00133588	Non-Executive - Independent Director	Not Applicable		25-08-2014		60	2	3	2
5	Mr	Roopkishan Dave	AEUPD9502Q	02800417	Non-Executive - Independent Director	Not Applicable		25-08-2014		60	2	3	0
6	Ms	Vijyalaxxmi T. Sheth	ALXPS5626A	07129801	Non-Executive - Independent Director	Not Applicable		20-03-2015		60	0	0	0

Annexure 1

II. Composition of Committees

Disclosure of notes on composition of committees explanatory					Textual Information(1)
Is there any change in composition of committees compare to previous quarter					Yes
Sr	Name Of Committee	Name of Committee members	Category 1 of directors	Category 2 of directors	Name of other committee
1	Audit Committee	Keyoor M. Bakshi	Non-Executive - Independent Director	Chairperson	
2	Audit Committee	Roopkishan S. Dave	Non-Executive - Independent Director	Member	
3	Audit Committee	Vishal A. Mehta	Executive Director	Member	
4	Nomination and remuneration committee	Roopkishan S. Dave	Non-Executive - Independent Director	Chairperson	
5	Nomination and remuneration committee	Keyoor M. Bakshi	Non-Executive - Independent Director	Member	
6	Nomination and remuneration committee	Malav A. Mehta	Non-Executive - Non Independent Director	Member	
7	Stakeholders Relationship Committee	Ajit C. Mehta	Non-Executive - Non Independent Director	Chairperson	
8	Stakeholders Relationship Committee	Keyoor M. Bakshi	Non-Executive - Independent Director	Member	
9	Stakeholders Relationship Committee	Roopkishan S. Dave	Non-Executive - Independent Director	Member	
10	Risk Management Committee	Vishal A. Mehta	Executive Director	Chairperson	
11	Risk Management Committee	Ajit C. Mehta	Non-Executive - Non Independent Director	Member	
12	Risk Management Committee	Malav A. Mehta	Non-Executive - Non Independent Director	Member	

Text Block	
Textual Information(1)	Risk Management Committee: 1. Bharat Choudhary - Head Internal Audit 2. Hiren Padhya - CFO

Annexure 1

Annexure 1

III. Meeting of Board of Directors

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	22-10-2015		
2	07-11-2015		15
3	04-12-2015		26
4		01-02-2016	58
5		11-03-2016	38
6		30-03-2016	18
7		31-03-2016	0

Text Block

Annexure 1

IV. Meeting of Committees

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 (details)	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings (in number of days)
1	Audit Committee		Yes		24-12-2015	
2	Stakeholders Relationship Committee		Yes		10-12-2015	
3	Nomination and remuneration committee		Yes		21-12-2015	
4	Risk Management Committee		Yes		22-12-2015	

Text Block

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	

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

Annexure II				
Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)				
I. Disclosure on website in terms of Listing Regulations				
Sr	Item	Compliance status (Yes/No/NA)	If status is “No” details of non-compliance may be given here.	Web address
1	Details of business	Yes		www.infibeam.ooo
2	Terms and conditions of appointment of independent directors	Yes		www.infibeam.ooo
3	Composition of various committees of board of directors	Yes		www.infibeam.ooo
4	Code of conduct of board of directors and senior management personnel	Yes		www.infibeam.ooo
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		www.infibeam.ooo
6	Criteria of making payments to non-executive directors	NA		
7	Policy on dealing with related party transactions	Yes		www.infibeam.ooo
8	Policy for determining ‘material’ subsidiaries	Yes		www.infibeam.ooo
9	Details of familiarization programmes imparted to independent directors	NA		
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		www.infibeam.ooo
11	email address for grievance redressal and other relevant details	Yes		www.infibeam.ooo
12	Financial results	NA		
13	Shareholding pattern	Yes		www.infibeam.ooo
14	Details of agreements entered into with the media companies and/or their associates	NA		
15	New name and the old name of the listed entity	NA		

Annexure II

II. Annual Affirmations

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is “No” details of non-compliance may be given here.
1	Independent director(s) have been appointed in terms of specified criteria of ‘independence’ and/or ‘eligibility’	16(1)(b) & 25(6)	Yes	
2	Board composition	17(1)	Yes	
3	Meeting of Board of directors	17(2)	Yes	
4	Review of Compliance Reports	17(3)	Yes	
5	Plans for orderly succession for appointments	17(4)	NA	
6	Code of Conduct	17(5)	Yes	
7	Fees/compensation	17(6)	NA	
8	Minimum Information	17(7)	Yes	
9	Compliance Certificate	17(8)	Yes	
10	Risk Assessment & Management	17(9)	Yes	
11	Performance Evaluation of Independent Directors	17(10)	NA	
12	Composition of Audit Committee	18(1)	Yes	
13	Meeting of Audit Committee	18(2)	Yes	
14	Composition of nomination & remuneration committee	19(1) & (2)	Yes	
15	Composition of Stakeholder Relationship Committee	20(1) & (2)	Yes	
16	Composition and role of risk management committee	21(1),(2), (3),(4)	Yes	
17	Vigil Mechanism	22	Yes	
18	Policy for related party Transaction	23(1),(5), (6),(7) & (8)	Yes	
19	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
20	Approval for material related party transactions	23(4)	NA	
	Composition of Board of Directors of unlisted material			

21	Subsidiary	24(1)	NA	
22	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3), (4),(5) & (6)	NA	
23	Maximum Directorship & Tenure	25(1) & (2)	Yes	
24	Meeting of independent directors	25(3) & (4)	NA	
25	Familiarization of independent directors	25(7)	NA	
26	Memberships in Committees	26(1)	Yes	
27	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
28	Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes	
29	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
	Any other information to be provided - Add Notes			

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

Signatory Details	
Name of signatory	Shyamal Trivedi
Designation of person	Company Secretary
Place	Ahmedabad
Date	11-04-2016

