



# SOUTHERN INFOSYS LTD.

#402-A, Arunachal Building, 19 Barakhamba Road, New Delhi - 110001, INDIA  
Phone : +91-11-23354236, 43045402, Email : southerninfosys@gmail.com  
CIN : L67120DL1994PLC059994, Web.: www.southerninfosys.com

SIL/L&S/2016-17

Date: 15/10/2016

The Manager  
Listing Department  
Calcutta Stock Exchange  
7, Lyons Range,  
**Kolkata - 700001**

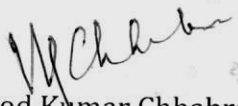
**Subject : Corporate governance report for the Quarter ended 30-09-2016**

We send herewith the quarterly compliance report on Corporate Governance, for the quarter ended September 30, 2016, in terms of Regulation 27 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

You are requested to kindly take the above in your records.

Thanking you,  
Yours faithfully,

For **Southern Infosys Limited**

  
(Vinod Kumar Chhabra)  
Company Secretary & Compliance Officer





# SOUTHERN INFOSYS LTD.

#402-A, Arunachal Building, 19 Barakhamba Road, New Delhi - 110001, INDIA  
Phone : +91-11-23354236, 43045402, Email : southerninfosys@gmail.com  
CIN : L67120DL1994PLC059994, Web.: www.southerninfosys.com

## Quarterly Compliance Report on Corporate Governance

Name of Listed Entity: SOUTHERN INFOSYS LIMITED

Quarter ending: 30<sup>th</sup> SEPTEMBER, 2016

| 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 (Years) | 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.                                  | Rakesh Mohan Sharma  | 02459885 | Non Executive  | 04/07/1994  | -              | 1  | 2   | -  |
| Mrs.                                 | Poonam Sharma        | 03553479 | Executive  | 04/07/1994  | -              | 1  | -   | -  |
| Mr.                                  | Dharmendra Singh     | 00158276 | Independent Director   | 30/09/2010  | 5              | 1  | 3   | -  |
| Mr.                                  | S.C. Sehgal          | 05120918 | Independent Director   | 30/09/2010  | 5              | 1  | 3   | 2  |
| Mr.                                  | Rajiv Mishra         | 07051314 | Independent Director   | 30/09/2010  | 5              | 1  | -   | -  |

SPAN 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.

*W. K. Sharma*

| II. Composition of Committees          |  |  |
|--|--|--|
| Name of Committee                      | Name of Committee members  | Category (Chairperson/Executive/ Non Executive /independent / Nominee)               |
| 1. Audit Committee                     | Sh. S.C. Sehgal<br>Sh. Rakesh Mohan Sharma<br>Sh. Dharmendra Singh | Chairperson/ Independent Director<br>Non- Executive Director<br>Independent Director |
| 2. Nomination & Remuneration Committee | Sh. S.C. Sehgal<br>Sh. Rakesh Mohan Sharma<br>Sh. Dharmendra Singh | Chairperson/ Independent Director<br>Non- Executive Director<br>Independent Director |
| 3. Stakeholders Relationship Committee | Sh. S.C. Sehgal<br>Sh. Dharmendra Singh                            | Chairperson/ Independent Director<br>Independent Director                            |

| 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) |
| 30/05/2016  | 13/08/2016<br>03/09/2016<br>15/09/2016              | 21 days   |

| IV. Meeting of Committees   |   |   |   |  |
|---|---|---|---|--|
| Type of Committee   | 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 |
| Audit Committee   | 30/05/2016  | Yes, all members were present.              | 13/08/2016  | -  |
| This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional |   |   |   |  |

| V. Related Party Transactions  |   |
|--|---|
| Subject  | Compliance status (Yes/No/NA)refer note below |
| Whether prior approval of audit committee obtained   | N/A   |
| Whether shareholder approval obtained for material RPT   | N/A   |
| Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee | N/A   |

*Wchh*

## VI. Affirmations

1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
2. 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
2. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
3. 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.
5. This report and/or the report submitted in the previous quarter have been placed before Board of Directors.

For Southern Infosys Limited

  
(Vinod Kumar Chhabra)

Company Secretary & Compliance Officer



Note: Information at Table I and II above need to be necessarily given in 1st quarter of each financial year. However if there is no change of information in subsequent quarter(s) of that financial year, this information may not be given by Listed entity and instead a statement "same as previous quarter" may be given.