

Date: 5th October, 2017

BHARTIYA
FASHION

The Vice-President, Listing Department, National Stock Exchange of India Ltd. Exchange Plaza, 5 th Floor, Plot No. – C/1, G Block, Bandra – Kurla Complex, Bandra (E), Mumbai – 400051 Fax – 022-26598237/38 NSE Symbol : BIL/EQ	The General Manager, Listing Department, BSE Limited, Floor -25, Phiroze Jeejeebhoy Tower, Dalal Street, Mumbai- 400001 Fax – 022-22722037/39/41/61 Scrip Code: 526666
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REF: COMPLIANCE REPORT ON CORPORATE GOVERNANCE FOR THE QUARTER ENDED 30TH SEPTEMBER 2017 UNDER REGULATION 27(2) OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

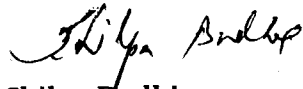
Dear Sir,

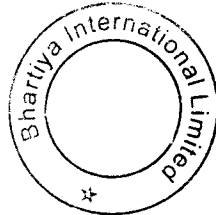
Pursuant to the requirement under the Regulation 27(2) of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, Please find enclosed herewith Compliance Report on Corporate Governance for the quarter and half year ended 30th September 2017.

Kindly take the same on your record.

Thanking you,

**Yours sincerely,
For Bhartiya International Ltd.**


**Shilpa Budhia
(Company Secretary)**



Encl.: a/a

ANNEXURE I
Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity - **Bhartiya International Limited**
2. Quarter ending - **30-Sep-2017**

I. Composition of Board of Directors

Title (Mr./Ms.)	Name of the Director	DIN	PAN	Category (Chairperson /Executive/ Non-Executive/ Independent/ Nominee)	Date of Appointment	Date of cessation	Tenure	No of Directorship in listed entities including this listed entity	No 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
Mr.	Snehdeep Aggarwal	00928080	ABAPA8048F	C & ED	01-Apr-2014	31-Mar-2019		1	0	0
Ms.	Jaspal Sethi	01689695	AMMPS8458C	ED	01-Aug-2013	31-Jul-2018		1	0	0
Mr.	Ashok Kumar Gadhok	01254410	ABPPG9208C	ED	01-Apr-2014	31-Mar-2019		1	0	0
Mr.	Ramesh Bhatia	00052320	AAWPB5969R	NED	08-Sep-2014			1	0	0
Mr.	Nikhil Aggarwal	01891082	AEZPA9470M	NED	23-Sep-2013			1	0	0
Mr.	Charanjit Lal Handa	00928283	AADPH8013K	NED,ID	27-Sep-2017		5 Years	1	3	0
Mr.	Sandeep Seth	01408624	AGOPS7811B	NED,ID	27-Sep-2017		5 Years	1	3	2
Mr.	Shashank Madan Mohan	01569514	ACYPS9667F	NED,ID	27-Sep-2017		5 Years	1	2	0
Mr.	Ananthkrishan Sahasranaman	01983690	AKLPS5467Q	NED,ID	27-Sep-2017		5 Years	1	0	0
Mrs.	Annapurna Dixit	06844250	ACJPD6077H	NED,ID	21-Sep-2015		3 Years	2	0	0
Mr.	Sanjay Baweja	00232126	AADPB7862N	NED,ID	27-Sep-2017		5 Years	2	1	1

II. Composition of Committees

Audit Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership
1	Sandeep Seth	NED,ID	Chairperson
2	Charanjit Lal Handa	NED,ID	Member
3	Shashank Madan Mohan	NED,ID	Member



Shilpa Bhatia

Stakeholders Relationship Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership
1	Sandeep Seth	NED,ID	Chairperson
2	Charanjit Lal Handa	NED,ID	Member
3	Shashank Madan Mohan	NED,ID	Member

Risk Management Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership

Nomination and Remuneration Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership
1	Sandeep Seth	NED,ID	Chairperson
2	Charanjit Lal Handa	NED,ID	Member
3	Shashank Madan Mohan	NED,ID	Member

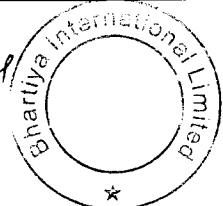
III. Meeting of Board of Directors

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)
14-Apr-2017	12-Aug-2017	74
29-May-2017		

IV. Meeting of Committees

Name of the 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 (in number of days)
Audit Committee	11-Aug-2017	Yes	27-May-2017	75
Stakeholders Relationship Committee	31-Jul-2017	Yes	26-May-2017	

S. L. Handa



V. Related Party Transactions

<i>Subject</i>	<i>Compliance status (Yes/No/NA)</i>
Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material RPT	Not Applicable
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes

VI. Affirmations

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**
 - b. Nomination & remuneration committee - **Yes**
 - c. Stakeholders relationship committee - **Yes**
 - d. Risk management committee (applicable to the top 100 listed entities) - **Not Applicable**
3. 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**
4. 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**
5.
 - a. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. - **Yes**
 - b. Any comments/observations/advice of Board of Directors may be mentioned here:

Name :
Designation :

Shilpa Budhia
Shilpa Budhia
Company Secretary

