

**Corporate Governance Report under Regulation 27(2) of Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”)**

Annexure-I

1. Name of Listed Entity – Genesis Exports Limited

2. Quarter Ending – June 30, 2019

Composition of Board of Directors							
Title (Mr./Ms.)	Mr.	Mr.	Mrs.	Mrs.	Mr.	Mr.	Ms.
Name of the Director	Sushil Jhunjunwala	Ajit Jhunjunwala	Nidhi Jhunjunwala	Ishita Jhunjunwala	Gobind Ram Saraf	Rohit Maheswari	Suparna Chakrabortti
PAN	AFLPJ5326G	ACXPJ2482Q	ACQPJ4901R	AZCPJ0541L	BGDPS333IN	AZCPM8830F	AEGPC0361J
DIN	00082461	00111872	01144803	08325065	00266771	07373012	07090308
Category (Chairperson/ Executive/Non-Executive/Independent/Nominee)&	Non-Executive Director	Non-Executive Director	Non-Executive Director	Whole-time Director	Independent Director (Chairman)	Independent Director	Non-Executive Director
Date of Appointment in the current term /cessation	15.01.1996	28.06.1997 (Resigned on 18.05.2019)	12.03.2007	14.02.2019	21.01.2016	21.01.2016	18.05.2019
Tenure (in years)*	-	-	-	-	2.8 years	2.8 years	-
No of Directorship in listed entities including this listed entity	3	2	2	1	1	1	3

Title (Mr./Ms.)	Mr.	Mr.	Mrs.	Mrs.	Mr.	Mr.	Ms.
Name of the Director	Sushil Jhunjhunwala	Ajit Jhunjhunwala	Nidhi Jhunjhunwala	Ishita Jhunjhunwala	Gobind Ram Saraf	Rohit Maheswari	Suparna Chakrabortti
Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity	3	2	-	-	2	1	1
No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity	1	-	-	-	1	-	1

<b>II. Composition of Committees</b>			
<b>Name of Committee</b>	<b>Name of Committee Members</b>	<b>Category (Chairperson/Executive/ Non-Executive/independent/Nominee)*</b>	
1. Audit Committee	I. Gobind Ram Saraf II. Rohit Maheswari III. Sushil Jhunjunwala	Chairman – Non Executive & Independent Director Member - Non Executive & Independent Director Member - Non Executive Director	
2. Nomination & Remuneration Committee	I. Rohit Maheswari II. Gobind Ram Saraf III. Sushil Jhunjunwala	Chairman – Non Executive & Independent Director Member - Non Executive & Independent Director Member - Non Executive Director	
3. Stakeholders Relationship Committee	I. Sushil Jhunjunwala II. Ajit Jhunjunwala (Resigned w.e.f. 18.05.2019) III. Mr. Gobind Ram Saraf IV. Ms. Nidhi Jhunjunwala (appointed w.e.f. 18.05.2019)	Chairman – Non Executive Director Member - Non Executive Director Member - Non Executive & Independent Director Member - Non Executive Director	
*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.			
<b>III. Meeting of Board of Directors</b>			
<b>Date(s) of meeting (if any) in the previous quarter</b>	<b>Date(s) of Meeting (if any) in the relevant quarter</b>	<b>Maximum gap between any two consecutive (in number of days)</b>	
February 14, 2019	-	21 days	
March 08, 2019	May 18, 2019	70 days	
<b>IV. Meeting of Committees</b>			
<b>Date(s) of meeting of the committee in the relevant quarter</b>	<b>Whether requirement of Quorum met (details)</b>	<b>Date(s) of meeting of the committee in the previous quarter</b>	<b>Maximum gap between any two consecutive meetings in number of days*</b>
May 18, 2019	Yes	February 14, 2019	92 days
* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional			

<b>V. Related Party Transactions</b>	
<b>Subject</b>	<b>Compliance status (Yes/No/NA) refer note below</b>
Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material RPT	NA
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes
<p><b>Note:</b></p> <ol style="list-style-type: none"> <li>In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.</li> <li>If status is "No" details of non-compliance may be given here.</li> </ol>	
<b>VI. Affirmations</b>	
<ol style="list-style-type: none"> <li>The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - <b>Yes</b></li> <li>The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - <b>Yes</b> <ol style="list-style-type: none"> <li>Audit Committee - <b>Yes</b></li> <li>Nomination &amp; Remuneration Committee - <b>Yes</b></li> <li>Stakeholders Relationship Committee - <b>Yes</b></li> <li>Risk management committee (applicable to the top 500 listed entities) - <b>Not Applicable</b></li> </ol> </li> <li>The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - <b>Yes</b></li> <li>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. - <b>Yes</b></li> <li>This report and/or the report submitted in the previous quarter has been placed before Board of Directors. - <b>Yes</b></li> </ol>	
<p><b>For Genesis Exports Limited</b></p> <p>Sd/-</p> <p><b>(Nidhi Rathi)</b>  <b>Company Secretary &amp; Compliance Officer</b></p>	