



Anisha Impex Ltd.

CIN NO. L17101DL1999PLC102506

Anisha Impex Limited

(Formerly: Anisha Impex Private Limited)

Trader & Exporter of all types of Fabrics, Home Furnishings & Fashion Accessories

REGD. OFFICE : 159, GAGAN VIHAR, DELHI - 110051, INDIA

To,

The Manager
Compliance Departement
BSE Ltd,
Regd. Office: 25th Floor
P.J. Towers
Dalal Street
Mumbai-400001

Subject: Corporate Governance Report in terms of Clause 52 of SME Listing Agreement

Respected Sir/Madam

In terms of the Provisions of Clause 52 of SME Listing Agreement, Kindly find enclosed herewith Corporate Governance Report for the quarter ended on 31th March, 2015.

This is for your information please

Kindly acknowledge the same

For Anisha Impex Limited

Rammohan Jha
Company Secretary

Anisha Impex Limited
 159, Gagan Vihar, Delhi-110051
 Tel: 91-120-4543708, Fax: +91-120-4167930
 Email: contact@anishaimpex.com
 CIN: L17101DL1999PLC102506

Annexure - XI to the Listing Agreement

Format of Quarterly Compliance Report on Corporate Governance

Name of the Company: Anisha Impex Limited

Quarter ending on: 31.03.2015

Particulars	Clause of Listing agreement	Compliance Yes/No	Status	Remarks
II. Board of Directors	52 (II)			
(A) Composition of Board	52 (IIA)	Yes		The Company Board of Directors Comprises of 4 Directors, of which 3 are Non-executive directors (NEDs), representing 75% of total strength. Further out of said 3 Non-executive directors (NEDs) representing 50% of total strength of Board are Independent Directors and one Non-Executive Directors is a Woman Director. The Chairman of Company is an Executive Director & Non Executive Director decided by the Board at the time of Meeting.
(B) Independent Directors	52 (IIB)	Yes		The Company Board of Directors comprises of 4 directors of which 2 directors are



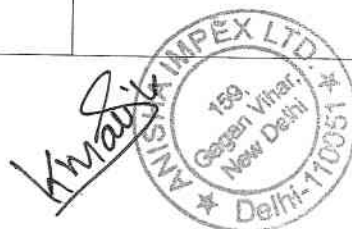
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			Independent Directors i.e.50 %
(C) Non-executive Directors' compensation & disclosures	52 (IIC)	Yes	No remuneration or Compensation is paid to any non Executive Directors (NEDs).
(D) Other provisions as to Board and Committees	52 (IID)		
i) Frequency of Board Meeting	52 (IID)(i)	Yes	The Board Meeting of Company was held on 18.02.2015 and time gap of two meeting is not more than Four months.
ii) Committee Positions	52 (IID)(ii)	Yes	No director of the Company is a member in more than 10 committees or acts as chairman of more than 5 committees across all Companies in which they are Directors. Furthermore, the company annually discloses the Committee positions of all directors in its Annual Report.
iii) Compliance Report	52 (IID)(iii)	Yes	Will be insert in Annual Report for Financial year 2014-15
(E) Code of Conduct	52 (IIE)	Yes	The Company has formulated and adopted a Code of Conduct



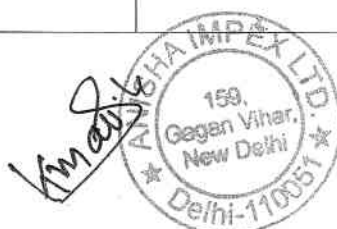
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			<p>which is applicable to all Board members and Senior Management Personnel. The said code of conduct is available on the website of the company i.e. www.anishaimpex.com.</p> <p>All Board members and Senior Management Personnel affirm the compliance with the code of conduct on an annual basis.</p>
(F) Whistle Blower Policy	52 (IIF)	Yes	The Company has established a Vigil Mechanism for directors and employees to report to concerns about unethical behavior, actual or suspected fraud or violation of the Company's code of Conduct or ethics policy.
III. Audit Committee	52 (III)		
(A) Qualified & Independent Audit Committee	52 (IIIA)	Yes	<p>The Company has been formulated Audit Committee meeting.</p> <p>Mr. Puneet Bhawaker is the chairman of the committee and is an independent & non-executive director. The Composition of Audit Committee is as follows:</p>



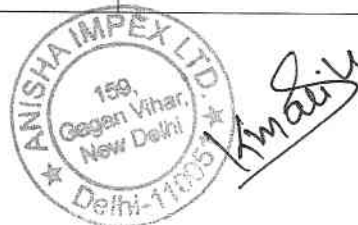
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			<p>-Mr. Puneet Bhawaker Chairman/Member</p> <p>-Mr. Dinesh Singh Patwal- Member</p> <p>-Mr. Sunil Kumar Malik- Member</p>
(B) Meeting of Audit Committee	52 (IIIB)	Yes	Audit Committee meeting was held on, 18.02.2015.
(C) Powers of Audit Committee	52 (IIIC)	Yes	Duly Complied
(D) Role of Audit Committee	52 (IIID)	Yes	Duly Complied
(E) Review of Information by Audit Committee	52 (IIIE)	Yes	Duly Complied
IV. Nomination and Remuneration Committee	52 (IV)	Yes	<p>The Company has been formulated Nomination and Remuneration Committee meeting.</p> <p>Mr. Dinesh Singh Patwal is the chairman of the committee and is an independent & non-executive director. The Composition of Audit Committee is as follows: -Mr. Dinesh Singh Patwal- Chairman/Member -Mr. Puneet Bhawaker-</p>



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			Member -Mrs. Puja Malik – Member
V. Subsidiary Companies	52 (V)	Yes	There is no Subsidiary Company
VI. Risk Management	52 (VI)	Yes	The Company has carried out detailed exercise to identify the risk facing in the business, classification of risk into high, medium and low and measures for mitigation of the risks. Company reviews the risks identified periodically
VII. Related Party Transactions	52 (VII)	Yes	
VIII. Disclosures	52 (VIII)		
(A) Related party transactions	52 (VIIIA)	Yes	
(B) Disclosure of Accounting Treatment	52 (VIIIB)	Yes	Financial statements are prepared in accordance with Accounting Standards prescribed by the Institute of Chartered Accountants of India, from time to time.



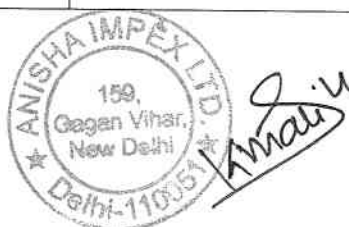
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(C) Remuneration of Directors	52 (VIII C)	Yes	
(D) Management	52 (VIII D)	Yes	
(E) Shareholders	52 (VIII E)	Yes	<p>The company has formulated Shareholders/investors Grievance Committee to specifically look into the redressal of shareholder and investors complaints like transfer of shares, non-receipt of balance sheet, etc.</p> <p>Mr. Puneet Bhawaker is the chairman of the committee and is an independent & non-executive director.</p> <p>The Composition of Shareholder/ Investor Grievance Committee is as follows:</p> <p>-Mr. Puneet Bhawaker- Chairman/Member</p> <p>-Mr. Dinesh Singh Patwal - Member</p>



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			- Mr. Sunil Kumar Malik- Member
(F) Disclosure of resignation of directors	52 (VIII F)	Yes	
(G) Disclosure of formal letter of appointment	52 (VIII G)	Yes	
(H) Disclosures in the Annual report	52 (VIII H)	Yes	
(I) Proceeds from public issues, rights issue, preferential issues, etc	52 (VIII I)	Yes	The Company has not further raised any money through an issue of securities in any manner as specified in Clause 52 of BSE-SME of the Listing Agreement.
IX. CEO/CFO Certification	52 (IX)	Yes	Will be Insert in Annual Report for Financial year 2014-15
X. Report on Corporate Governance	52 (X)	Yes	Will be Insert in Annual Report for Financial year 2014-15



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XI. Compliance	52 (XI)	Yes	Will be Insert in Annual Report for Financial year 2014-15
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Note:

1. The details under each head shall be provided to incorporate all the information required as per the provisions of the Clause 52 of the BSE-SME Listing Agreement.

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 52 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 52(VII).

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.

Anisha Impex Limited


Sunil Kumar Malik
Managing Director
DIN: 00143453
159, Gagan Vihar
Delhi-110051

