

Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity: **Beeyu Overseas Limited**2. Quarter ending: **31st March, 2019**

I. Composition of Board of Directors									
Title (Mr./Ms)	Name of the Director	PAN ^s & DIN	Category (Chairperson/Executive/Non-Executive/Independent/Nominee)	Date of Appointment in the current term /cessation	Tenure *	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.	Ramesh Kumar Jhwar	DIN: 05167601 PAN: ADZPJ7137R	Chairperson - Non-Executive - Independent Director	18/09/2017	19	1	2	2	
Mr.	Hemant Premjibhai Thacker	DIN: 01662072 PAN: ADJPT9716G	Executive Director	13/09/2015	-	1	2	0	
Mr.	Santanu Chattopadhyay	DIN: 00278300 PAN: AGYPC3557C	Non Executive - Independent Director	18/09/2017	19	2	4	1	
Mrs.	Ambika Baruah	DIN: 00491205 PAN: AINPB9815D	Non Executive - Independent Director	31/03/2015	48	2	0	0	



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.

II. Composition of Committees

Name of Committee	Name of Committee members	Category (Chairperson/Executive/Non-Executive/Independent/Nominee) *
1. Audit Committee	Ramesh Kumar Jhawar Hemant Premji Thacker Santanu Chattopadhyay	Chairperson - Non-Executive - Independent Director Executive Director Non-Executive - Independent Director
2. Nomination & Remuneration Committee	Santanu Chattopadhyay Ramesh Kumar Jhawar Ambika Baruah	Chairperson - Non-Executive - Independent Director Non-Executive - Independent Director Non-Executive - Independent Director
3. Risk Management Committee(if applicable)	Not Applicable	
4. Stakeholders' Relationship Committee	Ramesh Kumar Jhawar Hemant Premji Thacker Santanu Chattopadhyay	Chairperson - Non-Executive - Independent Director Executive Director Non-Executive - Independent 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

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)
01.10.2018	01.02.2019	78
14.11.2018	14.02.2019	12

IV. Meeting of Committees

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 14.02.2019	Yes- All Members were present	14.11.2018	91
Nomination & Remuneration Committee 14.02.2019	Yes- All Members were present	-	
Stakeholders' Relationship Committee 14.02.2019	Yes- All Members were present	14.11.2018	91

*- This information has to be mandatorily be given for audit committee, for rest of the committees, 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

Note

1. 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.
2. If status is "No" details of non-compliance may be given here.

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
 - d. Risk management committee – Not Applicable (applicable to the top 100 listed entities)
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.
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.
5. This report shall be placed before Board of Directors in next Board Meeting. Any comments/observations/advice of Board of Directors may be mentioned here:
This report will be placed before the Board in its next meeting. The Report for Quarter ended 31.12.2018 was placed before the Board in its meeting held on 14.02.2019. The Board has noted the same without any comments/observations/advice.

Name & Designation

Company Secretary / Compliance Officer /Managing Director /CEO

**For Beeyu Overseas Limited
SWEETY KILLA
Company Secretary/ Compliance Officer
(Membership No.A19166)**



ANNEXURE II

Format 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		
Item	Compliance status (Yes/No/NA) refer note below	
Details of business	Yes	
Terms and conditions of appointment of independent directors	Yes	
Composition of various committees of board of directors	Yes	
Code of conduct of board of directors and senior management personnel	Yes	
Details of establishment of vigil mechanism/ Whistle Blower policy	Yes	
Criteria of making payments to non-executive directors	Yes	
Policy on dealing with related party transactions	Yes	
Policy for determining 'material' subsidiaries	NA	
Details of familiarization programmes imparted to independent directors	Yes	
Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes	
email address for grievance redressal and other relevant details	Yes	
Financial results	Yes	
Shareholding pattern	Yes	
Details of agreements entered into with the media companies and/or their associates	NA	
New name and the old name of the listed entity	NA	
II Annual Affirmations		
Particulars	Regulation Number	Compliance status (Yes/No/NA) refer note below
<i>Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'</i>	16(1)(b) & 25(6)	
<i>Board composition</i>	17(1)	Yes
<i>Meeting of Board of directors</i>	17(2)	Yes
<i>Review of Compliance Reports</i>	17(3)	Yes
<i>Plans for orderly succession for appointments</i>	17(4)	Yes
<i>Code of Conduct</i>	17(5)	Yes
<i>Fees/compensation</i>	17(6)	Yes
<i>Minimum Information</i>	17(7)	Yes
<i>Compliance Certificate</i>	17(8)	Yes
<i>Risk Assessment & Management</i>	17(9)	Yes
<i>Performance Evaluation of Independent Directors</i>	17(10)	Yes
<i>Composition of Audit Committee</i>	18(1)	Yes
<i>Meeting of Audit Committee</i>	18(2)	Yes
<i>Composition of nomination & remuneration committee</i>	19(1) & (2)	Yes
<i>Composition of Stakeholder Relationship Committee</i>	20(1) & (2)	Yes
<i>Composition and role of risk management committee</i>	21(1),(2),(3),(4)	NA
<i>Vigil Mechanism</i>	22	Yes
<i>Policy for related party Transaction</i>	23(1),(5),(6),(7) & (8)	Yes
<i>Prior or Omnibus approval of Audit Committee for all related party transactions</i>	23(2), (3)	NA
<i>Approval for material related party transactions</i>	23(4)	NA
<i>Composition of Board of Directors of unlisted material Subsidiary</i>	24(1)	NA
<i>Other Corporate Governance requirements with respect to subsidiary of listed entity</i>	24(2),(3),(4),(5) & (6)	NA
<i>Maximum Directorship & Tenure</i>	25(1) & (2)	Yes
<i>Meeting of independent directors</i>	25(3) & (4)	Yes
<i>Familiarization of independent directors</i>	25(7)	Yes
<i>Memberships in Committees</i>	26(1)	Yes
<i>Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel</i>	26(3)	Yes
<i>Disclosure of Shareholding by Non- Executive Directors</i>	26(4)	Yes
<i>Policy with respect to Obligations of directors and senior management</i>	26(2) & 26(5)	Yes
Note		
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2 If status is "No" details of non-compliance may be given here.		
3 If the Listed Entity would like to provide any other information the same may be indicated here.		
III Affirmations:		
The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied. - NA		
Sweety Killa Company Secretary & Compliance Officer		

