

<b>General information about company</b>	
Scrip code	538557
Name of the entity	SAI BABA INVESTMENT AND COMMERCIAL ENTERPRISES LIMITED
Date of start of financial year	01-04-2016
Date of end of financial year	31-03-2017
Reporting Quarter	Yearly
Date of Report	31-03-2017
Risk management committee	Not Applicable

## Annexure I

## Annexure I to be submitted by listed entity on quarterly basis

## I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory

Is there any change in information of board of directors compare to previous quarter Yes

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of appointment in the current term	Date of cessation	Tenure of director (in months)	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)	Notes
1	Ms	KOMAL NILESH DOSHI	AJAPD7922P	07722744	Non-Executive - Independent Director	Not Applicable		14-02-2017		1	1	0	0	Textual Information(2)
2	Mr	MANOJKUMAR GUNVANTRAI SOMANI	ANYPS0443G	07721790	Executive Director	Chairperson		14-02-2017			1	0	0	
3	Mr	KIRAN DATTATRAYA WALKE	AALPW2343K	07721797	Executive Director	Not Applicable	MD	14-02-2017			1	0	0	
4	Mr	HEMANT PADMAKAR CHAVAN	AASPC0615K	07724451	Non-Executive - Independent Director	Not Applicable		14-02-2017		1	1	0	0	Textual Information(3)

## Annexure I

## Annexure I to be submitted by listed entity on quarterly basis

## I. Composition of Board of Directors

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of appointment in the current term	Date of cessation	Tenure of director (in months)	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)	Notes
5	Mr	NIKHIL GULABCHAND SHAH	ANYPS3004K	07154649	Non-Executive - Independent Director	Not Applicable		14-02-2017		1	1	0	0	Textual Information(4)

<b>Text Block</b>	
Textual Information(1)	<p>The Company is in process of re-constitution of its various committees as all the Directors got appointed on 14/02/2017 only on the Board of the Company.</p> <p>We assure you that the re-constitution of all the committees of the Company will be done in the next Board meeting in line with the Corporate Governance provisions of SEBI(LODR), Regulations, 2015.</p>
Textual Information(2)	<p>The Company is in process of re-constitution of its various committees as all the Directors got appointed on 14/02/2017 only on the Board of the Company.</p> <p>We assure you that the re-constitution of all the committees of the Company will be done in the next Board meeting in line with the Corporate Governance provisions of SEBI(LODR), Regulations, 2015.</p>
Textual Information(3)	<p>The Company is in process of re-constitution of its various committees as all the Directors got appointed on 14/02/2017 only on the Board of the Company.</p> <p>We assure you that the re-constitution of all the committees of the Company will be done in the next Board meeting in line with the Corporate Governance provisions of SEBI(LODR), Regulations, 2015.</p>

<b>Annexure 1</b>					
<b>II. Composition of Committees</b>					
Disclosure of notes on composition of committees explanatory				Textual Information(1)	
Is there any change in information of committees compare to previous quarter				Yes	
Sr	Name Of Committee	Name of Committee members	Category 1 of directors	Category 2 of directors	Name of other committee
1	Audit Committee	Name	Member	Member	

<b>Text Block</b>	
Textual Information(1)	<p>The Company is in process of re-constitution of its various committees as all the Directors got appointed on 14/02/2017 only on the Board of the Company.</p> <p>We assure you that the re-constitution of all the committees of the Company will be done in the next Board meeting in line with the Corporate Governance provisions of SEBI(LODR), Regulations, 2015.</p>

<b>Annexure 1</b>			
<b>Annexure 1</b>			
<b>III. Meeting of Board of Directors</b>			
Disclosure of notes on meeting of board of directors explanatory			
Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)
1	03-10-2016		
2	12-11-2016		39
3		14-02-2017	93
4		10-03-2017	23
5		21-03-2017	10
6		27-03-2017	5

<b>Annexure 1</b>							
<b>IV. Meeting of Committees</b>							
Disclosure of notes on meeting of committees explanatory							
Sr	Name of Committee	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)	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)	Name of other committee
1	Audit Committee	14-02-2017	Yes	3	12-11-2016	93	
2	Nomination and remuneration committee	14-02-2017	Yes	3	12-11-2016	93	
3	Stakeholders Relationship Committee	14-02-2017	Yes	3	12-11-2016	93	



<b>Annexure 1</b>			
<b>V. Related Party Transactions</b>			
Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	NA	
2	Whether shareholder approval obtained for material RPT	NA	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	NA	

<b>Annexure 1</b>		
<b>VI. Affirmations</b>		
Sr	Subject	Compliance status (Yes/No)
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	No
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	No
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	No
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 100 listed entities)	NA
6	The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	No
7	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
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes
9	Any comments/observations/advice of Board of Directors may be mentioned here:	Textual Information(1)

<b>Text Block</b>	
Textual Information(1)	<p>The Company is in process of re-constitution of its various committees as all the Directors got appointed on 14/02/2017 only on the Board of the Company.</p> <p>We assure you that the re-constitution of all the committees of the Company will be done in the next Board meeting in line with the Corporate Governance provisions of SEBI(LODR), Regulations, 2015.</p>

<b>Annexure II</b>				
<b>Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)</b>				
<b>I. Disclosure on website in terms of Listing Regulations</b>				
Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
1	Details of business	Yes		www.saibabainvest.co.in
2	Terms and conditions of appointment of independent directors	Yes		www.saibabainvest.co.in
3	Composition of various committees of board of directors	No	Re-constitution of Various Committees will be done in the next Board Meeting	
4	Code of conduct of board of directors and senior management personnel	Yes		www.saibabainvest.co.in
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		www.saibabainvest.co.in
6	Criteria of making payments to non-executive directors	Yes		www.saibabainvest.co.in
7	Policy on dealing with related party transactions	Yes		www.saibabainvest.co.in
8	Policy for determining 'material' subsidiaries	NA		
9	Details of familiarization programmes imparted to independent directors	Yes		www.saibabainvest.co.in

<b>Annexure II</b>				
<b>Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)</b>				
<b>I. Disclosure on website in terms of Listing Regulations</b>				
Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		www.saibabainvest.co.in
11	email address for grievance redressal and other relevant details	Yes		www.saibabainvest.co.in
12	Financial results	Yes		www.saibabainvest.co.in
13	Shareholding pattern	Yes		www.saibabainvest.co.in
14	Details of agreements entered into with the media companies and/or their associates	NA		
15	New name and the old name of the listed entity	NA		
Disclosure of notes on website in terms of Listing Regulations explanatory [Text Block]				Textual Information(1)

<b>Text Block</b>	
Textual Information(1)	<p>The Company is in process of re-constitution of its various committees as all the Directors got appointed on 14/02/2017 only on the Board of the Company.</p> <p>We assure you that the re-constitution of all the committees of the Company will be done in the next Board meeting in line with the Corporate Governance provisions of SEBI(LODR), Regulations, 2015.</p>

<b>Annexure II</b>				
<b>II. Annual Affirmations</b>				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes	
2	Board composition	17(1)	Yes	
3	Meeting of Board of directors	17(2)	Yes	
4	Review of Compliance Reports	17(3)	Yes	
5	Plans for orderly succession for appointments	17(4)	Yes	
6	Code of Conduct	17(5)	Yes	
7	Fees/compensation	17(6)	Yes	
8	Minimum Information	17(7)	Yes	
9	Compliance Certificate	17(8)	Yes	
10	Risk Assessment & Management	17(9)	NA	

<b>Annexure II</b>				
<b>II. Annual Affirmations</b>				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
11	Performance Evaluation of Independent Directors	17(10)	Yes	
12	Composition of Audit Committee	18(1)	No	Re-Constitution of all the committees of the Board will be done in the Next Board meeting of the Company.
13	Meeting of Audit Committee	18(2)	Yes	
14	Composition of nomination & remuneration committee	19(1) & (2)	No	Re-Constitution of all the committees of the Board will be done in the Next Board meeting of the Company.
15	Composition of Stakeholder Relationship Committee	20(1) & (2)	No	Re-Constitution of all the committees of the Board will be done in the Next Board meeting of the Company.
16	Composition and role of risk management committee	21(1), (2),(3),(4)	NA	
17	Vigil Mechanism	22	Yes	
18	Policy for related party Transaction	23(1), (5),(6),(7) & (8)	Yes	
19	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	NA	
20	Approval for material related party transactions	23(4)	NA	



<b>Annexure II</b>				
<b>II. Annual Affirmations</b>				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
21	Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA	
22	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2), (3),(4),(5) & (6)	NA	
23	Maximum Directorship & Tenure	25(1) & (2)	Yes	
24	Meeting of independent directors	25(3) & (4)	Yes	
25	Familiarization of independent directors	25(7)	Yes	
26	Memberships in Committees	26(1)	No	Re-Constitution of all the committees of the Board will be done in the Next Board meeting of the Company.
27	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
28	Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes	
29	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
	Any other information to be provided		Textual Information(1)	

<b>Text Block</b>	
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<b>Annexure II</b>		
<b>III. Affirmations</b>		
<b>Sr</b>	<b>Particulars</b>	<b>Compliance status (Yes/No/NA)</b>
1	The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied	NA
	Any other information to be provided	Textual Information(1)

<b>Text Block</b>	
Textual Information(1)	As on date, the Company do not have any subsidiary of it.

<b>Signatory Details</b>	
Name of signatory	Anu Bala
Designation of person	Company Secretary
Place	New Delhi
Date	10-04-2017

