

SW INVESTMENTS LIMITED

5th Floor, Sunteck Centre, 37-40 Subhash Road, Vile Parle (East) Mumbai 400057. CIN NO.:L65990MH1980PLC023333
Tel: +22 4287 7800 Fax : +22 4287 7890 Email Id : cosec@swlindia.com ; Website: www.swlindia.com

FORMAT OF QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE

1. **NAME OF LISTED ENTITY** : SW INVESTMENTS LIMITED
2. **QUARTER ENDING** : 31ST DECEMBER, 2015

I. COMPOSITION OF BOARD OF DIRECTORS								
Title (Mr./ Ms.)	Name of the Director	PAN\$ & 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)	No. of memberships in Audit/Stakeholder Committee including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No. of post of Chairperson in Audit/Stakeholder Committee including this listed entity (Refer Regulation 26(1) of Listing Regulations)
Mr.	Kamalkishor Harnarayan Vyas	AABPV6454A & 00008898	Non Independent Non Executive	12/02/2011	NA	One	One	One
Mr.	Mahadevan Kalahasthi	AFNPM8274J & 01246519	Independent Non-Executive	22/09/2014	2 years	Two	One	Three
Mr.	Hiten Sanmukhlal Shah	AAFPS9016H & 02185059	Independent Non Executive	22/09/2014	2 years	Two	Two	One
Mr.	Pankaj Jain	AAGPJ1619L & 00048283	Non Independent Non Executive	14/11/2011	NA	One	One	None
Ms.	Lalitha Satyanarayan Cheripalli	BCJPS8726D & 07026989	Non Independent Non Executive	09/11/2015	NA	One	None	None
Ms.	Vandana Kacholia	AOBPB9360D & 07195330	Non Independent Non Executive	Date of Cessation as Director-09/11/2015	NA	One	NA	NA

\$ PAN 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



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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	1) Mr. Mahadevan Kalahasthi - Chairman 2) Mr. Kamalkishor Vyas - Member 3) Mr. Hiten Shah - Member	Independent Non-Executive Non Independent Non Executive Independent Non Executive
2. Nomination and Remuneration Committee	1) Mr. Hiten Shah - Chairman 2) Mr. Kamalkishor Vyas - Member 3) Mr. Mahadevan Kalahasthi - Member	Independent Non Executive Non Independent Non Executive Independent Non Executive
3. Risk Management Committee (if applicable)	Not Applicable	Not Applicable
4. Stakeholders' Relationship Committee	1) Mr. Kamalkishor Vyas - Chairman 2) Mr. Mahadevan Kalahasthi - Member 3) Mr. Pankaj Jain - Member	Non Independent Non Executive Independent Non Executive Non Independent Non Executive

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)
13 th August, 2015	9 th November, 2015	89 days

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 (in number of days)@
7 th November, 2015	Yes	13 th August, 2015	87 days

@ This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional.

V. Related Party Transactions

Subject	Compliance Status (Yes/No/NA) refer note below
Whether prior approval of audit committee obtained	NA
Whether shareholder approval obtained for material RPT	NA
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	NA

Note

- 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. Similar case the Listed Entity has no related party transactions, the words "N.A." may be indicated.
- If status is "No" details of non-compliance may be given here.



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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) **N.A.**
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. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. **YES**
Any comments/observations/advice of Board of Directors may be mentioned here: **NONE**

Name & Designation For SW Investments Limited

Ms. Mayuri Jain
Company Secretary


Company Secretary