



**PANTH Infinity**  
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13<sup>th</sup> April, 2019

To, Department of Corporate Services <b>BSE Limited</b> P. J. Towers, Dalal street, Mumbai-400 001, Maharashtra. <b>BSE Code: 539143</b>	To, The Compliance Department <b>The Calcutta Stock Exchange Limited</b> 7, Lyons Range, Dalhousie, Murgighata, B B D Bagh, Kolkata-700001, West Bengal <b>CSE Code: 30010</b>
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**Sub.: Quarterly Compliance Report on Corporate Governance for the Quarter Ended 31<sup>st</sup> March, 2019.**

Dear Sir/Madam,

In Compliance with the Regulation 27(2) of the the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are pleased to enclose herewith Quarterly Compliance Report of the Company on Corporate Governance for the Quarter ended 31<sup>st</sup> March, 2019.

Kindly take the same on your record and oblige.

Thanking you.

Yours faithfully,

**For PANTH INFINITY LIMITED**



**KRISHNA NAIK**

Company Secretary & Compliance Officer

ACS: 45523

Encl.: As above

PANTH INFINITY LIMITED | CIN : L45201MP1993PLC007647

(Formerly known as 'Synergy Bizcon Limited')



0261-2600331



+91-70439 99011



info@panthinfinity.com



www.panthinfinity.com

Registered Office : 404, Navneet Plaza, 5/2, Old Palasia, Indore-452001, Madhya Pradesh. | Tel/Fax : 0731-4202337

Corporate Office : S-6, VIP Plaza, VIP Road, Near Shyam Temple, Vesu, Surat-395007, Gujarat.



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## Quarterly Compliance Report on Corporate Governance

Under Regulation 27(2) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

Annexure: I

1 Name of Listed Entity: Panth Infinity Limited (BSE Code: 539143, CSE Code: 30010)  
2 Quarter ending: 31st March, 2019

### I. Composition of Board of Directors

Title (Mr. / Mrs./ Ms.)	Name of the Directors	PAN <sup>5</sup> & DIN	Category (Chairperson / Executive / Non-Executive / Independent / Nominee) <sup>6</sup>	Date of Appointment in the current term / Cessation	Tenure* (In Months)	No. of Directorship in listed Entities including this listed entity (Refer Regulation 25(1) of Listing Regulation)	Number of membership in Audit/Stakeholder Committee (s) including this listed entity (Refer Regulation 26(1) of Listing Regulation)	No. of post of Chairman in Audit/Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulation)
Mr.	Shwet Dhirajbhai Koradiya	AUSPK7406J & 03489858	C - NE	11.01.2013	--	2	2	0
Ms.	Surbhi Ashok Mudgal	BWHPM5869F & 07289164	NE - I	06.11.2015	60	1	0	2
Mr.	Hitesh Shivalal Patel	BAZPP4921M & 07851008	NE - I	11.07.2017	60	1	2	0

<sup>5</sup> PAN number of any director would not be displayed on the website of Stock Exchange.

<sup>6</sup> Category of director 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) <sup>5</sup>
1. Audit Committee	Ms. Surbhi Mudgal	C-NE-I
	Mr. Hitesh Patel	NE-I
	Mr. Shwet Koradiya	NE
2. Nomination & Remuneration Committee	Ms. Surbhi Mudgal	C-NE-I
	Mr. Hitesh Patel	NE-I
	Mr. Shwet Koradiya	NE
3. Risk Management Committee (if applicable)	Not Applicable	
4. Stakeholders Relationship Committee	Ms. Surbhi Mudgal	C-NE-I
	Mr. Hitesh Patel	NE-I
	Mr. Shwet Koradiya	NE

<sup>5</sup> Category of director means Executive/Non-Executive/Independent/Nominee. If a director fits into more than one category write all categories separating them with hyphen

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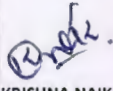



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III. Meeting of Board of Directors			
Date(s) of Meeting (if any) in the previous quarter (December, 2018)	Date(s) of Meeting (if any) in the relevant quarter (March, 2019)	Maximum gap between any two consecutive (in number of days)	
14th November, 2018		35 days	
20th December, 2018	5th February, 2019	46 days	
	30th March, 2019	52 days	
IV. Meeting of Committees (Audit Committee)			
Date(s) of Meeting of the Committee in the relevant Quarter (March, 2019)	Whether requirement of Quorum met (details)	Date(s) of Meeting of the Committee in the previous Quarter (December, 2018)	Maximum gap between any two consecutive meetings in number of days*
5th February, 2019	Yes	14th November, 2018	82 days
30th March, 2019			52 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) <sup>refer note below</sup>	
Whether prior approval of Audit Committee obtained		N.A.	
Whether Shareholders 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 Regulation, "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 the SEBI (Listing obligations and disclosure requirements) Regulations, 2015.		
2	The composition of the following committees is in terms of the SEBI (Listing obligations and disclosure requirements) Regulations, 2015. <ul style="list-style-type: none"> <li>a. Audit Committee</li> <li>b. Nomination &amp; Remuneration Committee</li> <li>c. Stakeholders Relationship committee</li> <li>d. Risk management committee - Not Applicable - (applicable to the top 100 listed entities)</li> </ul>		
3	The committee members have been made aware of their power, role and responsibilities as specified in the SEBI (Listing obligations and disclosure requirements) Regulations, 2015.		
4	The meeting of Board of Directors and above committees have been conducted in the manner as specified in the SEBI (Listing obligations and disclosure requirements) Regulations, 2015.		
5	The report submitted in the previous Quarter has been placed before Board of Directors in their Board Meeting held on 5th February, 2019. There were no comments / observations/advice were received from the Board of Directors.		

**KRISHNA NAIK**  
ACS No. 45523  
Company Secretary / Compliance Officer / Managing Director /-CEO

Date: 13th April, 2019  
Place: Surat

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ANNEXURE II

## COMPLIANCE REPORT ON CORPORATE GOVERNANCE

1. Name of Listed Entity : Panth Infinity Limited (BSE Code: 539143, CSE Code: 30010)

2. Quarter ending : 31st March, 2019

### 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	N.A.
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
E-mail 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	N.A.
New name and the old name of the listed entity	Yes

### II Annual Affirmations

Particulars	Regulation Number	Compliance status (Yes/No/NA) refer note below
Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes
Board composition	17(1)	Yes
Meeting of Board of Directors	17(2)	Yes
Review of Compliance Reports	17(3)	Yes
Plans for orderly succession for appointments	17(4)	Yes
Code of Conduct	17(5)	Yes
Fees/compensation	17(6)	Yes
Minimum Information	17(7)	Yes
Compliance Certificate	17(8)	Yes
Risk Assessment & Management	17(9)	Yes
Performance Evaluation of Independent Directors	17(10)	Yes

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Composition of Audit Committee	18(1)	Yes
Meeting of Audit Committee	18(2)	Yes
Composition of Nomination & Remuneration Committee	19(1) & (2)	Yes
Composition of Stakeholder Relationship Committee	20(1) & (2)	Yes
Composition and role of Risk Management Committee	21(1),(2),(3),(4)	N.A.
Vigil Mechanism	22	Yes
Policy for Related Party Transaction	23(1),(5),(6),(7) & (8)	Yes
Prior or Omnibus approval of Audit Committee for all Related Party Transaction	23(2), (3)	Yes
Approval for material Related Party Transactions	23(4)	Yes
Composition of Board of Directors of unlisted material Subsidiary	24(1)	N.A.
Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	N.A.
Maximum Directorship & Tenure	25(1) & (2)	Yes
Meeting of independent directors	25(3) & (4)	Yes
Familiarization of independent directors	25(7)	Yes
Memberships in Committees	26(1)	Yes
Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes
Disclosure of Shareholding by Non- Executive Directors	26(4)	Yes
Policy with respect to obligations of directors and senior management	26(2) & 26(5)	Yes



Note:

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. - N.A.

  
  
KRISHNA NAIK  
ACS No. 45523  
Company Secretary / Compliance Officer / ~~Managing Director~~ / CEO

Date: 13<sup>th</sup> April, 2019

Place: Surat

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