

General information about company	
Script code	532419
NSE Symbol	SMARTLINK
MSEI Symbol	
ISIN	INE178C01020
Name of the entity	SMARTLINK HOLDINGS LIMITED
Date of start of financial year	01-04-2019
Date of end of financial year	31-03-2020
Reporting Quarter	Yearly
Date of Report	31-03-2020
Risk management committee	Not Applicable
Market Capitalisation as per immediate previous Financial Year	Top 2000 listed entities

### 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

Whether the listed entity has a Regular Chairperson Yes

Whether Chairperson is related to MD or CEO No

Sr.	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether special resolution passed? (Refer Reg. 171(A) of Listing Regulations)	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No. of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No. of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(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 for not providing PAN	Notes for not providing DIN
1	Mr	Kamalaksha Rama Naik	AAAPN9322E	00002013	Executive Director	Chairperson		19-11-1947	NA		31-03-1993	26-12-2019		60	1	0	1	0		
2	Mr	Krishnanand Maruti Gaonkar	AACFG9938K	00002425	Non-Executive - Independent Director	Not Applicable		10-09-1952	NA		24-05-2000	01-04-2019		60	1	1	2	0		
3	Mr	Pankaj Madhav Baliga	AFBPP80896H	00002864	Non-Executive - Independent Director	Not Applicable		18-10-1946	Yes	29-09-2019	22-12-2005	01-04-2019		60	1	1	2	1		
4	Mr	Pradeep Gopal Pande	AGEPF93958H	00064518	Non-Executive - Independent Director	Not Applicable		12-11-1954	NA		05-01-2015	05-01-2020		24	1	1	0	0		

##### I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory

Whether the listed entity has a Regular Chairperson

Sr.	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether special resolution passed? (Refer Reg. 171(A) of Listing Regulations)	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No. of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No. of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(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 for not providing PAN	Notes for not providing DIN
5	Mr	Bhambhai Ramjibhai Patel	AAFP95213M	00223115	Non-Executive - Independent Director	Not Applicable		14-09-1957	NA			09-09-2014	09-09-2019		60	1	1	1	0	
6	Mr	Pradeep Anant Rane	ADDP8061E	01446215	Non-Executive - Independent Director	Not Applicable		07-01-1953	NA			26-12-2006	05-06-2016		60	1	1	1	0	
7	Ms	Ansi Kamalakhsha Naik	ACOPN7561M	00965885	Executive Director	Not Applicable		14-08-1984	NA			09-09-2014	01-04-2019		36	1	0	0		

#### Audit Committee Details

Whether the Audit Committee has a Regular Chairperson							
Yes							
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00002864	Pankaj Madhav Baliga	Non-Executive - Independent Director	Chairperson	25-01-2006		
2	00002425	Krishnanand Maruti Gaonkar	Non-Executive - Independent Director	Member	08-01-2001		
3	01446215	Pradeep Anant Rane	Non-Executive - Independent Director	Member	22-10-2010		
4	00223115	Bhambhai Ramjibhai Patel	Non-Executive - Independent Director	Member	09-09-2014		

#### Nomination and remuneration committee

Whether the Nomination and remuneration committee has a Regular Chairperson							
Yes							
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00002425	Krishnanand Maruti Gaonkar	Non-Executive - Independent Director	Chairperson	23-07-2010		
2	01446215	Pradeep Anant Rane	Non-Executive - Independent Director	Member	23-07-2010		
3	00002864	Pankaj Madhav Baliga	Non-Executive - Independent Director	Member	23-07-2010		
4	00064518	Pradeep Gopal Pande	Non-Executive - Independent Director	Member	13-05-2015		

#### Stakeholders Relationship Committee

Whether the Stakeholders Relationship Committee has a Regular Chairperson							
Yes							
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00002864	Pankaj Madhav Baliga	Non-Executive - Independent Director	Chairperson	22-12-2005		
2	00002013	Kamalakhsha Rama Naik	Executive Director	Member	08-01-2001		
3	00002425	Krishnanand Maruti Gaonkar	Non-Executive - Independent Director	Member	08-01-2001		

#### Risk Management Committee

Whether the Risk Management Committee has a Regular Chairperson							
Yes							
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks

#### Corporate Social Responsibility Committee

Whether the Corporate Social Responsibility Committee has a Regular Chairperson							
Yes							
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00223115	Bhambhai Ramjibhai Patel	Non-Executive - Independent Director	Chairperson	12-11-2014		
2	00002013	Kamalakhsha Rama Naik	Executive Director	Member	12-11-2014		
3	00002864	Pankaj Madhav Baliga	Non-Executive - Independent Director	Member	12-11-2014		

#### Other Committee

Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks
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### Annexure I

III. Meeting of Board of Directors							
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)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Number of Directors present*	No. of Independent Directors attending the meeting*
1	12-12-2019				Yes	7	5
2		11-02-2020	60		Yes	6	5

### Annexure I

IV. Meeting of Committees								
Disclosure of notes on meeting of committees explanatory								
Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Number of Directors present*	No. of Independent Directors attending the meeting*
1	Audit Committee	12-12-2019				Yes	3	3
2	Audit Committee	11-02-2020	60			Yes	4	4
3	Nomination and remuneration committee	12-11-2019				Yes	3	3
4	Stakeholders Relationship Committee	11-02-2020				Yes	3	2

### Annexure I

V. Related Party Transactions				
Sr	Subject	Compliance status (Yes/No/NA)	If status is No, details of non-compliance may be given here.	Remarks
1	Whether prior approval of audit committee obtained	Yes		
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		

### Annexure I

VI. Affirmations				
Sr	Subject	Compliance status (Yes/No)	Remarks	
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		
3	The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015 b. Nomination & remuneration committee	Yes		
4	The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015 c. Stakeholders relationship committee	Yes		
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 500 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.	Yes		
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		

### Annexure I

Sr	Subject	Compliance status
1	Name of signatory	Ujita Damle
2	Designation	Company Secretary and Compliance Officer

### Annexure II

#### Annexure II 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				
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		<a href="https://www.smartlinkholdings.com/about-us/?slug=about-smil">https://www.smartlinkholdings.com/about-us/?slug=about-smil</a>
2	Terms and conditions of appointment of independent directors	Yes		<a href="https://www.smartlinkholdings.com/investor-relation/?slug=independent-director-terms-conditions-corporate-governance">https://www.smartlinkholdings.com/investor-relation/?slug=independent-director-terms-conditions-corporate-governance</a>
3	Composition of various committees of board of directors	Yes		<a href="https://www.smartlinkholdings.com/investor-relation/?slug=smartlink-policies-corporate-governance">https://www.smartlinkholdings.com/investor-relation/?slug=smartlink-policies-corporate-governance</a>
4	Code of conduct of board of directors and senior management personnel	Yes		<a href="https://www.smartlinkholdings.com/investor-relation/?slug=smartlink-policies-corporate-governance">https://www.smartlinkholdings.com/investor-relation/?slug=smartlink-policies-corporate-governance</a>
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		<a href="https://www.smartlinkholdings.com/investor-relation/?slug=smartlink-policies-corporate-governance">https://www.smartlinkholdings.com/investor-relation/?slug=smartlink-policies-corporate-governance</a>
6	Criteria of making payments to non-executive directors	NA		
7	Policy on dealing with related party transactions	Yes		<a href="https://www.smartlinkholdings.com/investor-relation/?slug=smartlink-policies-corporate-governance">https://www.smartlinkholdings.com/investor-relation/?slug=smartlink-policies-corporate-governance</a>
8	Policy for determining materiality/subsidiaries	Yes		<a href="https://www.smartlinkholdings.com/investor-relation/?slug=smartlink-policies-corporate-governance">https://www.smartlinkholdings.com/investor-relation/?slug=smartlink-policies-corporate-governance</a>
9	Details of familiarization programmes imparted to independent directors	Yes		<a href="https://www.smartlinkholdings.com/investor-relation/?slug=smartlink-policies-corporate-governance">https://www.smartlinkholdings.com/investor-relation/?slug=smartlink-policies-corporate-governance</a>

### Annexure II

#### Annexure II 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				
Sr	Item	Compliance status (Yes/No/NA)	If status is No, details of non-compliance may be given here.	Web address
1	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		<a href="https://www.smartlinkholdings.com/investor-relation/?slug=investors-contact-details">https://www.smartlinkholdings.com/investor-relation/?slug=investors-contact-details</a>
11	email address for grievance redressal and other relevant details	Yes		<a href="https://www.smartlinkholdings.com/investor-relation/?slug=investors-contact-details">https://www.smartlinkholdings.com/investor-relation/?slug=investors-contact-details</a>
12	Financial results	Yes		<a href="https://www.smartlinkholdings.com/investor-relation/?slug=quarterly-financial-results">https://www.smartlinkholdings.com/investor-relation/?slug=quarterly-financial-results</a>
13	Shareholding pattern	Yes		<a href="https://www.smartlinkholdings.com/investor-relation/?slug=shareholding-pattern">https://www.smartlinkholdings.com/investor-relation/?slug=shareholding-pattern</a>
14	Details of agreements entered into with the media companies and/or their associates	NA		
15	Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or institutional investors simultaneously with submission to stock exchange	NA		
16	New name and the old name of the listed entity	NA		
17	Advertisements as per regulation 47 (1)	Yes		<a href="https://www.smartlinkholdings.com/investor-relation/?slug=other-notice">https://www.smartlinkholdings.com/investor-relation/?slug=other-notice</a>
18	Credit rating or revision in credit rating obtained	NA		
19	Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	Yes		<a href="https://www.smartlinkholdings.com/investor-relation/?slug=smartlink-scs-4id-quarterly-results">https://www.smartlinkholdings.com/investor-relation/?slug=smartlink-scs-4id-quarterly-results</a>
20	Whether company has provided information under separate section on its website as per Regulation 46(c)	Yes		<a href="https://www.smartlinkholdings.com/investor-relation/?slug=investors-contact-details">https://www.smartlinkholdings.com/investor-relation/?slug=investors-contact-details</a>
21	Materiality Policy as per Regulation 30	Yes		<a href="https://www.smartlinkholdings.com/investor-relation/?slug=smartlink-policies-corporate-governance">https://www.smartlinkholdings.com/investor-relation/?slug=smartlink-policies-corporate-governance</a>
22	Dividend Distribution policy as per Regulation 43A (as applicable)	NA		
23	It is certified that these contents on the website of the listed entity are correct	Yes		<a href="https://www.smartlinkholdings.com/investor-relation/?slug=investors-contact-details">https://www.smartlinkholdings.com/investor-relation/?slug=investors-contact-details</a>

### Annexure II

II. Annual Affirmations				
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), 17(1A) & 17(1B)	Yes	
3	Meeting of Board of directors	17(2)	Yes	
4	Quorum of Board meeting	17(2A)	Yes	
5	Review of Compliance Reports	17(3)	Yes	
6	Plans for orderly succession for appointments	17(4)	Yes	
7	Code of Conduct	17(5)	Yes	
8	Fees/compensation	17(6)	Yes	
9	Minimum Information	17(7)	Yes	
10	Compliance Certificate	17(8)	Yes	

### Annexure II

II. Annual Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is No, details of non-compliance may be given here.
11	Risk Assessment & Management	17(9)	Yes	
12	Performance Evaluation of Independent Directors	17(10)	Yes	
13	Recommendation of Board	17(11)	Yes	
14	Maximum number of Directorships	17A	Yes	
15	Composition of Audit Committee	18(1)	Yes	
16	Meeting of Audit Committee	18(2)	Yes	
17	Composition of nomination & remuneration committee	19(1) & (2)	Yes	
18	Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes	
19	Meeting of Nomination and Remuneration Committee	19(3A)	Yes	
20	Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	Yes	

### Annexure II

II. Annual Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is No, details of non-compliance may be given here.
21	Meetings of Stakeholders Relationship Committee	20(3A)	Yes	
22	Composition and role of risk management committee	21(1),(2),(3),(4)	NA	
23	Meeting of Risk Management Committee	21(3A)	NA	
24	Vigil Mechanism	22	Yes	
25	Policy for related party Transaction	23(1),(1A) & (6),(7) & (8)	Yes	
26	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
27	Approval for material related party transactions	23(4)	NA	
28	Disclosure of related party transactions on consolidated basis	23(9)	Yes	
29	Composition of Board of Directors of unlisted Material Subsidiary	24(1)	Yes	
30	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	Yes	

### Annexure II

II. Annual Affirmations				
Sr	Part			