

General information about company	
Scrp code	532419
NSE Symbol	SMARTLINK
MSEI Symbol	NOTLISTED
ISIN	INE178C01020
Name of the entity	SMARTLINK HOLDINGS LIMITED
Date of start of financial year	01-04-2022
Date of end of financial year	31-03-2023
Reporting Quarter	Yearly
Date of Report	31-03-2023
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																									
Whether Chairperson is related to MD or CEO																									
Disqualification of Directors under section 164 of the Companies Act, 2013																									
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 the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status	Whether special resolution passed (Refer Reg. 171(A) of Listing Regulations)	Date of passing special resolution	Initial Date of appointment	Date of Resignation	Date of cessation	Term 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 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	Ms	Kamalaksha Rama Naik	AAANP9922E	0002013	Executive Director	Chairperson related to Promoter		19-11-1947	No				Active	NA	31-03-1993	26-12-2019			1	0	1	0			
2	Ms	Krishnanand Maruti Gaonkar	AACP69938K	0002425	Non-Executive - Independent Director	Not Applicable		10-10-1952	No				Active	NA	01-04-2014	01-04-2019			108	1	1	2	0		
3	Ms	Pankaj Madhav Baliga	ATFBP8889M	0002028	Non-Executive - Independent Director	Not Applicable		18-10-1946	No				Active	Yes	28-09-2019	01-04-2014	01-04-2019			108	1	1	2	2	
4	Ms	Bhambhai Ramjibhai Patel	AAFP99213M	0023115	Non-Executive - Independent Director	Not Applicable		14-06-1957	No				Active	NA	09-09-2014	09-09-2019			102.22	1	1	1	0		

Annexure I																									
Disclosure of notes on composition of board of directors explanatory																									
Whether the listed entity has a Regular Chairperson																									
Disqualification of Directors under section 164 of the Companies Act, 2013																									
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 the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status	Whether special resolution passed (Refer Reg. 171(A) of Listing Regulations)	Date of passing special resolution	Initial Date of appointment	Date of Resignation	Date of cessation	Term 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 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	Ms	Pradeep Anant Rane	ADHP8361E	0146215	Non-Executive - Independent Director	Not Applicable		07-01-1953	No				Active	NA	05-08-2016	05-08-2021			79.25	1	1	1	0		
6	Ms	Anil Kamalakhya Naik	ACOPN751M	0069285	Executive Director	Not Applicable		14-06-1984	No				Active	NA	09-09-2014	01-04-2022				1	0	0	0		

Audit Committee Details						
Whether the Audit Committee has a Regular Chairperson						
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation
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	0146215	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						
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation
1	00002425	Krishnanand Maruti Gaonkar	Non-Executive - Independent Director	Chairperson	23-07-2010	
2	0146215	Pradeep Anant Rane	Non-Executive - Independent Director	Member	23-07-2010	
3	00002864	Pankaj Madhav Baliga	Non-Executive - Independent Director	Member	23-07-2010	

Stakeholders Relationship Committee						
Whether the Stakeholders Relationship Committee has a Regular Chairperson						
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation
1	00002864	Pankaj Madhav Baliga	Non-Executive - Independent Director	Chairperson	22-12-2005	
2	00002013	Kamalakhya 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						
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation

Corporate Social Responsibility Committee						
Whether the Corporate Social Responsibility Committee has a Regular Chairperson						
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation

Other Committee						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks

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)	Total Number of Directors as on date of the meeting	Directors present* (All directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting* (other than Board of Directors)
1	03-11-2022				Yes	6	6	4	
2		09-02-2023	07		Yes	6	6	4	
3		30-03-2023	48		Yes	6	4	3	

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)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*
1	Audit Committee	03-11-2022				Yes	4	4	0
2	Audit Committee	09-02-2023	07			Yes	4	4	0
3	Audit Committee	30-03-2023	48			Yes	4	3	0

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.
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)	If status is No/Details of non-compliance may be given here.
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 1000 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	Ujjita Damle	
2	Designation	Company Secretary and Compliance Officer	

Annexure II				
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		ABOUT US (Smartlink Holdings Ltd.
2	Terms and conditions of appointment of independent directors	Yes		Independent Director Terms & Conditions (Smartlink Holdings Ltd.
3	Composition of various committees of board of directors	Yes		https://www.smartlinkholdings.com/wp-content/uploads/2023/02/Committee-of-Board-of-Directors.pdf
4	Code of conduct of board of directors and senior management personnel	Yes		Microsoft Word - Code of Conduct_Senior Management and Board Members (smartlinkholdings.com)
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		Whistle Blower Policy (smartlinkholdings.com)
6	Criteria of making payments to non-executive directors	Yes		Smartlink-Nomination-and-Remuneration-Policy_2019.pdf (smartlinkholdings.com)
7	Policy on dealing with related party transactions	Yes		Microsoft Word - Related Party (RANSACTON Policy Smartlink 2019).docx (smartlinkholdings.com)
8	Policy for determining Materiality/Subsidiary	Yes		Microsoft Word - Subsidiary Policy (smartlinkholdings.com)
9	Details of familiarization programmes imparted to independent directors	Yes		Smartlink-Independent-Directors-Familiarization-Programme.pdf (smartlinkholdings.com)

Annexure II				
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
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		Investors Contact Details (Smartlink Holdings Ltd.
11	email address for grievance redressal and other relevant details	Yes		Investors Contact Details (Smartlink Holdings Ltd.
12	Financial results	Yes		Smartlink Holdings (Smartlink Holdings Ltd.
13	Shareholding pattern	Yes		Shareholding Pattern (Smartlink Holdings Ltd.
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		Newspaper Publications (Smartlink Holdings Ltd.
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		Quarterly Financial Results (Smartlink Holdings Ltd.
20	Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes		Disclosures under Regulation 46 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Smartlink Holdings Ltd.
21	Materiality Policy as per Regulation 30	Yes		https://www.smartlinkholdings.com/wp-content/uploads/2020/03/4.-Policy-for-determining-Materiality-of-Events-by-Companies.pdf
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		ABOUT US (Smartlink Holdings Ltd.

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/eligibility	16(1)(b) & 25(0)	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	Meeting 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),(5),(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 on consolidated basis	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	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is No/Details of non-compliance may be given here.
31	Annual Secretarial Compliance Report	24(A)	Yes	
32	Alternate Director to Independent Director	25(1)	NA	
33	Maximum Term	25(2)	Yes	
34	Meeting of independent directors	25(3) & (4)	Yes	
35	Familiarization of independent directors	25(7)	Yes	
36	Declaration from Independent Director	25(8) & (9)	Yes	
37	D & O Insurance for Independent Directors	25(10)	NA	
38	Memberships in Committees	26(1)	Yes	
39	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
40	Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes	
41	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
	Any other information to be provided - Add Notes			

Annexure II			
Sr	Name of signatory	Designation	
1	Ujjita Damle	Company Secretary and Compliance Officer	
2	Ujjita Damle	Company Secretary and Compliance Officer	

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

Annexure II			
Sr	Name of signatory	Designation	
1	Ujjita Damle	Company Secretary and Compliance Officer	
2	Ujjita Damle	Company Secretary and Compliance Officer	

Additional Disclosures			
Applicability of clause	Reason for Non Applicability	Not Applicable	Textual Information(I)

Text Block	
Textual Information(I)	Disclosure under Annex