General information about company									
Scrip code	532419								
NSE Symbol	SMARTLINK								
MSEI Symbol	NOTLISTED								
ISIN	INE178C01020								
Name of the entity	SMARTLINK HOLDINGS LIMITED								
Date of start of financial year	01-04-2023								
Date of end of financial year	31-03-2024								
Reporting Quarter	Yearly								
Date of Report	31-03-2024								
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												
		Textual Information(1	.)										
		Yes											
		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					
1	Mr	Kamalaksha Rama Naik	AAAPN9922E	00002013	Executive Director	Chairperson related to Promoter		19-11- 1947					
2	Mr	Krishnanand Maruti Gaonkar	AACPG9938K	00002425	Non-Executive - Independent Director	Not Applicable		10-09- 1952					
3	Mr	Pankaj Madhav Baliga	AFBPB8896H	00002864	Non-Executive - Independent Director	Not Applicable		18-10- 1946					
4	Mr	Bhanubhai Ramjibhai Patel	AAFPP9213M	00223115	Non-Executive - Independent Director	Not Applicable		14-09- 1957					
5	Mr	Pradeep Anant Rane	ADIPR0361E	01446215	Non-Executive - Independent Director	Not Applicable		07-01- 1953					
6	Ms	Arati Kamalaksha Naik	ACOPN7561M	06965985	Executive Director	Not Applicable		14-08- 1984					
7	Mr	Satish Vishnu Godbole	AADPG0590J	02596364	Non-Executive - Independent Director	Not Applicable		04-10- 1957					
8	Ms	Lakshana Amit Sharma	AABPN0190R	10525082	Non-Executive - Non Independent Director	Not Applicable		31-03- 1976					

	I. Composition of Board of Directors										
	Disqualification of Directors under section 164 of the Companies Act, 2013										
Sr	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status						
1	No				Active						
2	No				Active						
3	No				Active						
4	No				Active						
5	No				Active						
6	No				Active						
7	No				Active						
8	No				Active						

	I. Composition of Board of Directors												
Sr	Whether special resolution passed? [Refer Reg. 17(1A) 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 [with reference to proviso to regulation 17A(1) & 17A(2)]	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)	Reason for Cessation	Notes for not providing PAN	Notes for not providing DIN
1	NA		31-03- 1993	26-12- 2019			1	0	1	0			
2	NA		01-04- 2014	01-04- 2019	31-03- 2024	120	1	1	2	0	Tenure Completion		
3	Yes	28-09- 2019	01-04- 2014	01-04- 2019	31-03- 2024	120	1	1	2	2	Tenure Completion		
4	NA		09-09- 2014	09-09- 2019		114.23	1	1	1	0			
5	NA		05-08- 2016	05-08- 2021		91.27	1	1	1	0			
6	NA		09-09- 2014	01-04- 2022			1	0	0	0			
7	NA		31-03- 2024			0.01	2	2	2	1			
8	NA		31-03- 2024				1	0	0	0			

Text Block						
Textual Information(1)	Mr. Krishnanand Maruti Gaonkar and Mr. Pankaj Madhav Baliga's Tenure as Independent Directors on the Board of the Company completed on March 31, 2024					
Textual Information(1)						

Au	Audit Committee Details										
		Whether t	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	31-03-2024	Textual Information(1)				
2	00002425	Krishnanand Maruti Gaonkar	Non-Executive - Independent Director	Member	08-01-2001	31-03-2024	Textual Information(2)				
3	01446215	Pradeep Anant Rane	Non-Executive - Independent Director	Member	22-10-2010						
4	00223115	Bhanubhai Ramjibhai Patel	Non-Executive - Independent Director	Member	09-09-2014						
	-										
			Sr Te	xt Block							

Textual Information(1)	Mr. Pankaj Madhav Baliga's Tenure as Independent Director on the Board of the Company completed on March 31, 2024 consequent to which he has ceased to be a member of the committee
Textual Information(2)	Mr. Krishnanand Maruti Gaonkar's Tenure as Independent Director on the Board of the Company completed on March 31, 2024 consequent to which he has ceased to be a member of the committee

N	Nomination and remuneration committee											
	Whether t	he Nomination and remu	Yes									
s	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	31-03-2024	Textual Information(1)					
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	31-03-2024	Textual Information(2)					

Sr Text Block						
Textual Information(1)Mr. Krishnanand Maruti Gaonkar's Tenure as Independent Director on the Board of the Compa completed on March 31, 2024 consequent to which he has ceased to be a member of the comm						
Textual Information(2)Mr. Pankaj Madhav Baliga's Tenure as Independent Director on the Board of the Company con March 31, 2024 consequent to which he has ceased to be a member of the committee	pleted on					

Sta	Stakeholders Relationship Committee										
	Wheth	er the Stakeholders Rela	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	31-03-2024	Textual Information(1)				
2	00002013	Kamalaksha Rama Naik	Executive Director	Member	08-01-2001						
3	00002425	Krishnanand Maruti Gaonkar	Non-Executive - Independent Director	Member	08-01-2001	31-03-2024	Textual Information(2)				
	-		•	•	•	-	•				
			Sr Te	xt Block							

Mr. Pankaj Madhav Baliga's Tenure as Independent Director on the Board of the Company completed on March 31, 2024 consequent to which he has ceased to be a member of the committee
Mr. Krishnanand Maruti Gaonkar's Tenure as Independent Director on the Board of the Company completed on March 31, 2024 consequent to which he has ceased to be a member of the committee

Ris	Risk Management Committee											
		Whether the Risk Manage										
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks					

Co	Corporate Social Responsibility Committee							
	Whether the	e Corporate Social Responsil						
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks	

Ot	Other Committee								
Sr	DIN Number	Name of Cor	nmittee members	Name of othe	r committee	Category 1 of direct	ors Category 2 of di	irectors	Remarks
	Annexure 1								
	Annexure 1 II. Meeting of Board of Directors								
Di	sclosure of note of boar	es on meeting d 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 Quorum me (Yes/No)		Number of Directors present* (All directors including Independent Director)	Indep Dire attenc	o. of pendent ectors ding the eting*
1	08-11-2023				Yes	6	6	4	
2		09-02-2024	92		Yes	6	5	3	

	Annexure 1									
IV	V. Meeting of Committees									
		Disclos	sure of notes o	n meeting of	f committee	s 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	Reson 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*	No. of members attending the meeting (other than Board of Directors)
1	Audit Committee	08-11-2023				Yes	4	4	4	0
2	Audit Committee	09-02-2024	92			Yes	4	3	3	0
3	Nomination and remuneration committee	09-02-2024				Yes	3	2	2	0

	Annexure 1							
V.	V. Related Party Transactions							
Sr	Subject	Compliance status (Yes/No/NA)	If status is Noldetails 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 1							
VI	Affirmations							
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	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 1							

Sr	Subject	Compliance status				
1	Name of signatory	Karkala Guruprasad Prabhu				
2	Designation	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. I	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		https://www.smartlinkholdings.com/about-us/					
	Terms and conditions of			https://www.smartlinkholdings.com/investor-					

2	appointment of independent directors	Yes	relations/corporate-governance/independent-director- terms-conditions/
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	https://www.smartlinkholdings.com/wp- content/uploads/2021/06/Smartlink-Code-of-Conduct-for- Directors-Senior-Management.pdf
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes	https://www.smartlinkholdings.com/wp- content/uploads/2020/03/Whistle-Blower-Policy-Final- 2019.pdf
6	Criteria of making payments to non-executive directors	Yes	https://www.smartlinkholdings.com/wp- content/uploads/2020/03/Smartlink-Nomination-and- Remuneration-Policy_2019.pdf
7	Policy on dealing with related party transactions	Yes	https://www.smartlinkholdings.com/wp- content/uploads/2021/05/Related-Party-Transactions- Policy-Smartlink-2021.pdf
8	Policy for determining material subsidiaries	Yes	https://www.smartlinkholdings.com/wp- content/uploads/2020/03/Subsidiary-Policy-2019- amended.pdf
9	Details of familiarization programmes imparted to independent directors	Yes	https://www.smartlinkholdings.com/wp- content/uploads/2023/02/Smartlink-Independent-Directors- Familiarization-Programme.pdf
10	Email address for grievance redressal and other relevant details	Yes	https://www.smartlinkholdings.com/investor- relations/investors-contact-details/
11	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes	https://www.smartlinkholdings.com/investor- relations/investors-contact-details/
12	Financial results	Yes	https://www.smartlinkholdings.com/investor- relations/quarterly-financial-results/
13	Shareholding pattern	Yes	https://www.smartlinkholdings.com/investor- relations/corporate-governance/shareholding-pattern/
14	Details of agreements entered into with the media companies and/or their associates	NA	

## **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 If status is No Compliance status (Yes/No/NA) details of non-compliance may be given here. Sr Item Web address Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or institutional investors 15.1 NA simultaneously with submission to stock exchange Audio or video recordings and15.2transcripts of post earnings/quarterlyNA calls New name and the old name of the 16 NA listed entity Advertisements as per regulation 47 (1) https://www.smartlinkholdings.com/investor-relations/corporate-governance/newspaper-publications/ 17 Yes Credit rating or revision in credit rating obtained NA 18 Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year https://www.smartlinkholdings.com/investor-relations/quarterly-financial-results/ 19 Yes https://www.smartlinkholdings.com/investor-relations/corporate-governance/corporate-announcements-stock-exchange-disclosures-press-releases/ Secretarial Compliance Report Yes 20 https://www.smartlinkholdings.com/wp-content/uploads/2020/03/4.-Policy-for-determining-Materiality-of-Events-by-Companies.pdf Materiality Policy as per Regulation 30 (4) 21 Yes Disclosure of contact details of KMP who are authorized for the purpose of determining materiality as required under regulation 30(5) https://www.smartlinkholdings.com/investor-relations/investors-contact-details/ 22 Yes Disclosures under regulation 30(8) https://www.smartlinkholdings.com/investor-relations/ Yes 23 Statements of deviation(s) or variations(s) as specified in regulation 32 24 NA Dividend Distribution policy as per Regulation 43A(1) NA 25 Annual return as provided under section 92 of the Companies Act, 2013 https://www.smartlinkholdings.com/investor-relations/corporate-governance/annual-return/ 26 Yes Confirmation that the above disclosures are in a separate section as specified in regulation 46(2) https://www.smartlinkholdings.com/about-us/ 27 Yes Compliance with regulation 46(3) with respect to accuracy of disclosures on the website and timely updating https://www.smartlinkholdings.com/about-us/ 28 Yes

	Annexure II							
II.	II. Annual Affirmations							
Sr	Particulars		Regulation	Regulation Number		Compliance status (Yes/No/NA)		If status is Nodetails of non- compliance may be given here.
1	Independent director(s) have been appointed of specified criteria of independence and/or d			z 25(6)		Yes		
2	Board composition		17(1), 17(1) 17(1C), 17 17(1E)	1A) & 7(1D) &		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 appointment	S	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		
			Annex	ure II				
<b>II.</b> /	Annual Affirmations							
Sr	Particulars		Regulation Number		nplia s/No/	nce status NA)		us is Noldetails of non- iance may be given here.
11	Risk Assessment & Management		17(9)	Yes				
12	Performance Evaluation of Independent Dire	ectors	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	Role of Audit Committee and information to reviewed by the audit committee	be	18(3)	Yes				
18	Composition of nomination & remuneration committee		19(1) & (2)	(2) Yes				
19	Quorum of Nomination and Remuneration Committee meeting		19(2A)	Yes				
20	Meeting of Nomination and Remuneration Committee		19(3A)	Yes				
			Annex	ure II				
II.	Annual Affirmations							
Sr	Particulars	Regulat	tion Number	Compli (Yes/N				is Noldetails of non-compliance viven here.
21	Role of Nomination and Remuneration Committee	19(4)		Yes				
22	Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)		Yes				
23	Meeting of Stakeholders Relationship Committee	20(3A)		Yes				
24	Role of Stakeholders Relationship Committee	20(4)		Yes				
25	Composition and role of risk management committee	21(1),(2),(3),(4)		NA				
26	Meeting of Risk Management Committee	21(3A)		NA				
27	Quorum of Risk Management Committee meeting	21(3B)		NA				
28	Gap between the meetings of the Risk Management Committee	21(3C)		NA				
29	Vigil Mechanism	22		Yes				
30	Policy for related party Transaction	23(1), ( (6), & (	(1A), (5), (8)	Yes				

	Annexure II							
II.	II. Annual Affirmations							
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is Noldetails of non- compliance may be given here.				
31	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes					
32	Approval for material related party transactions	23(4)	NA					
33	Disclosure of related party transactions on consolidated basis	23(9)	Yes					
34	Composition of Board of Directors of unlisted material Subsidiary	24(1)	Yes					
35	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4), (5) & (6)	Yes					
36	Alternate Director to Independent Director	25(1)	NA					
37	Maximum Tenure	25(2)	Yes					
38	Appointment, Re-appointment or removal of an Independent Director through special resolution or the alternate mechanism	25(2A)	Yes					
39	Meeting of independent directors	25(3) & (4)	Yes					
40	Familiarization of independent directors	25(7)	Yes					

	Annexure II						
II.	II. Annual Affirmations						
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is Nordetails of non- compliance may be given here.			
41	Declaration from Independent Director	25(8) & (9)	Yes				
42	Directors and Officers insurance	25(10)	Yes				
43	Confirmation with respect to appointment of Independent Directors who resigned from the listed entity	25(11)	NA				
44	Memberships in Committees	26(1)	Yes				
45	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes				
46	Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes				
47	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes				
48	Approval of the Board and shareholders for compensation or profit sharing in connection with dealings in the securities of the listed entity	26(6)	Yes				
49	Vacancies in respect Key Managerial Personnel	26A(1) & 26A(2)	Yes				
	Any other information to be provided - Add Notes						

		Annexure II
1	Name of signatory	Karkala Guruprasad Prabhu
2	Designation	Compliance Officer

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

	Annexure II	
1	Name of signatory	Karkala Guruprasad Prabhu
2	Designation	Compliance Officer

Additional Half yearly Disclosure						
Applicability of disclosure		Not Applicable				
Reason for Non Applicability		Textual Information(1)				
Text Block						
Textual Information(1)Disclosure under Annexure IV by the Listed Entities as per the SEBI Circular SEBI/HO. 2/P/CIR/2021/567 dated May 31, 2021 is not applicable as the circular excludes any gua letter or security provided in connection with any loan by the listed entity to/for its subsi accounts are consolidated with the listed entity.		s not applicable as the circular excludes any guarantee / comfort with any loan by the listed entity to/for its subsidiary whose				

Details of Cyber security incidence			
Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter			
Number of cyber security incidence or breaches or loss of data event occurred during the quarter			
Sr.	Date of the event	Brief details of the event	

Signatory Details	
Name of signatory	Karkala Guruprasad Prabhu
Designation of person	Compliance Officer
Place	Verna Goa
Date	18-04-2024