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GENESIS DEVELOPERS AND HOLDINGS LIMITED

Regd. Off. : 203, Aman Chamber, Pusa Road, Rajendra Place Metro Station, New Delhi - 110060
E-mail : genesislimited1995@gmail.com, CIN : L67190DL1995PLC069768
Web-site : www.genesisdevelopersholdings.com

Date: 02.01.2019

To,
The Head- Listing & Compliances
Metropolitan Stock Exchange of India Limited
Vibgyor Towers, 4th floor, Plot No C 62, G - Block,
Opp. Trident Hotel, Bandra Kurla Complex, Bandra (E),
Mumbai – 400098

Sub:- Submission of Corporate Governance Report under Regulation 27(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the Quarter ended on 31st December,2018. (SYMBOL: GDHL)

Dear Sir,

With reference to the above captioned subject, we are submitting herewith the Corporate Governance Report as per Regulation 27(2) as per SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the half yearly ended on 31st December, 2018.

You are requested to take the above on your records and acknowledge the same.

For Genesis Developers And Holdings Limited



Deepak Tyagi
(Managing Director)

DIN: 02760361

Encl: a/a

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Compliance Report on Corporate Governance

1. Name of Listed Entity : Genesis Developers And Holdings Limited
 2. Quarter ending : 31.12.2018

I. Composition of Board of Directors								
Title (Mr./Ms.)	Name of the Director	PAN ⁵ & DIN	Category (Chairperson/Executive/Non-Executive/Independent/Nominee) ⁶	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 (s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No. of post of Chairperson in Audit/ Stakeholder Committee (s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)
Mr.	Deepak Tyagi	AIDPT4948F 02760361	Executive Director	01-12-2014	N.A	02	02	01
Mrs.	Moni	AZHPM8164H 07827689	Non-Executive Independent Director	21-09-2017	1 Year, 3 Months	03	02	01
Mr.	Ram Sunder	EZCPS0181H 06977834	Non-Executive-Independent	19-09-2018	3 Months	07	0	0
Mr.	Daya Shankar Mandal	BINPM1699F 06977830	Non-Executive-Independent	16-08-2018	4 Months	04	2	0

⁵PAN number of any director would not be displayed on the website of Stock Exchange⁶Category of directors 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) ⁵
1. Audit Committee	Deepak Tyagi	Executive Director
	Moni	Chairperson-Non-Executive-Independent
	Daya Shankar Mandal	Non-Executive-Independent
2. Nomination & Remuneration Committee	Deepak Tyagi	Executive Director
	Moni	Non-Executive-Independent
	Daya Shankar Mandal	Non-Executive-Independent
3. Risk Management Committee	Deepak Tyagi	Executive Director
	Moni	Non-Executive-Independent
	Daya Shankar Mandal	Non-Executive-Independent
4. Stakeholders Relationship Committee	Deepak Tyagi	Executive Director
	Moni	Chairperson- Non-Executive-Independent
	Daya Shankar Mandal	Non-Executive-Independent



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 meetings (in number of days)
06-07-2018 07-08-2018 19.09.2018	06-11-2018	46 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 meetings in number of days*
Audit Committee: 06-11-2018	Yes	Audit Committee: 07-08-2018	92days
Nomination & Remuneration Committee:	Yes	Nomination & Remuneration Committee: 07-08-2018	-
Risk Management Committee: 06-11-2018	Yes	Risk Management Committee: 07-08-2018	92 days
Stakeholders Relationship Committee:	Yes	Stakeholders Relationship Committee: 07-08-2018	-

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

V. Related Party Transaction

Subject	Compliance Status (Yes/No/NA)
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. Similarly, in 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.

VI. Affirmation


- The composition of Board of Directors is in terms of SEBI (Listing obligations and Disclosure requirements) Regulations, 2015.
- The composition of the following committees is in terms of SEBI (Listing obligations and Disclosure requirements) Regulations, 2015.
 - Audit Committee
 - Nomination & Remuneration Committee
 - Stakeholders Relationship Committee
 - Risk Management Committee
- The Committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and the disclosure requirements), 2015.
- 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.
- This report and/or the report submitted in the previous quarter has been placed before Board of Directors may be mentioned here:

For Genesis Developers And Holdings Limited



 Deepak Tyagi
 Managing Director
 DIN: 02760361
 Date: 02-01-2019
 Place: New Delhi

ANNEXURE III

I Affirmations		
Broad heading	Regulation Number	Compliance status (Yes/No/NA)refer note below
Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	Yes
Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes
Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes
<p>Note</p> <p>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 Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.</p> <p>2 If status is "No" details of non-compliance may be given here.</p> <p>3 If the Listed Entity would like to provide any other information the same may be indicated here.</p>		
<p>For: Genesis Developers and Holdings Limited</p>  <p>Deepak Tyagi (Managing Director) DIN: 02760361 Date: 02-01-2019 Place: New Delhi</p>		