



Kwality Credit & Leasing Limited

27, Weston Street, 5th Floor, Room No. 526, Kolkata - 700 012

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E-mail : kwalitycredit50@yahoo.com, Website : www.kwalitycredit.com

CIN-L65921WB1992PLC056686

15th April, 2016

To,
The Secretary,
The Calcutta Stock Exchange Ltd.,
7, Lyons Range,
Kolkata-700 001

~~To,
The Secretary,
Jaipur Stock Exchange Ltd.,
Indira Palace, J.L.N.Marg,
Malviya Nagar,
Jaipur - 302 017~~

~~To,
The Dept. of Corporate Services,
BSE Ltd.,
Floor 25, P.J.Towers,
Dalal Street,
Mumbai - 400 001~~

Dear Sir,

Ref.: SEBI Circular No. CIR/CFD/CMD/5/2015 dated September 24, 2015

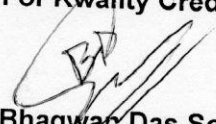
Sub.: Quarterly & End of the Financial Year Compliance Report on Corporate Governance

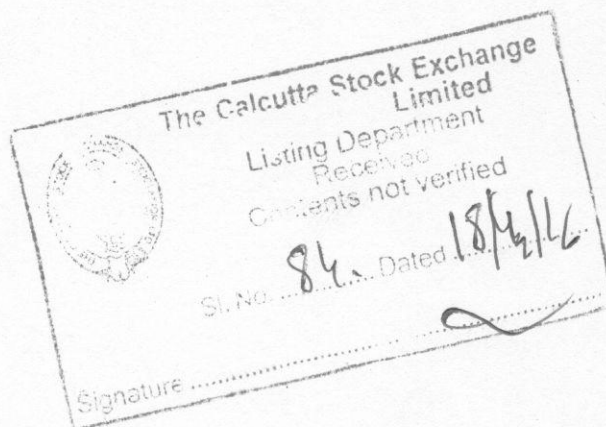
Pursuant to Regulation 27(2) of the Securities Exchange and Board of India (Listing Obligation and Disclosure Requirements) Regulation, 2015 ("Listing Regulations"), we are enclosing herewith Quarterly and end of the Financial Year Compliance Report on Corporate Governance in the format specified (Annexure I & Annexure II) for the Quarter ended on 31st March, 2016 for your record.

Please acknowledge the receipt.

Thanking You,

Yours faithfully,
For Kwality Credit & Leasing Ltd.


Bhagwan Das Soni
Managing Director
DIN: 02308414



Encl. As Above

1. Name of Listed Entity : Kwaliti Credit & Leasing Limited
2. Quarter ending : 31st March, 2016

I. Composition of Board of Directors								
Title (Mr./ Ms.)	Name of the Directors	PAN [§] & DIN	Category (Chairperson /Executive/ Non- Executive/ Independent/ Nominee) ^{&}	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)	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)
Mr.	Bhagwan Das Soni	ALQPS3699Q & 02308414	Executive-Non-Independent- Managing Director	01-01-2013	NA	2	3	2
Mr.	Amu Thapa	ABJPT3233G & 00674928	Chairperson-Non-Executive-Independent	29-09-2014	5 years	1	2	1
Mr.	Suresh Kumar Jain	ACQPJ1645Q & 00705828	Non- Executive-Independent	29-09-2014	5 years	3	6	4
Ms.	Namrata Chakraborty	AJJPC6277D & 06937620	Non- Executive-Independent- Woman Director	30-03-2015	5 years	2	4	0

[§]PAN number of any director would not be displayed on the website of Stock Exchange

[&]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

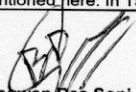

* to be filled only for Independent Director. Tenure would mean total period from which Independent director is serving on Board of directors of the listed entity in continuity without any cooling off period.

II. Composition of Committees

Name of Committee	Name of Committee members	Category (Chairperson/Executive/Non-Executive/independent/Nominee) ^{&}
1. Audit Committee	Mr. Suresh Kumar Jain Mr. Amu Thapa Mr. Bhagwan Das Soni Ms. Namrata Chakraborty	Chairperson-Non-Executive- Independent Non-Executive- Independent Executive-Non-Independent-Managing Director Non-Executive- Independent-Woman Director
2. Nomination & Remuneration Committee	Mr. Suresh Kumar Jain Mr. Amu Thapa Mr. Bhagwan Das Soni Ms. Namrata Chakraborty	Chairperson-Non-Executive- Independent Non-Executive- Independent Executive Non-Independent-Managing Director Non-Executive- Independent-Woman Director
3. Risk Management Committee	Mr. Amu Thapa Mr. Suresh Kumar Jain Mr. Bhagwan Das Soni	Chairperson-Non-Executive- Independent Non-Executive- Independent Executive Non-Independent-Managing Director
4. Stakeholders Relationship Committee	Mr. Amu Thapa Mr. Suresh Kumar Jain Ms. Namrata Chakraborty	Chairperson-Non-Executive- Independent Non-Executive- Independent Non-Executive- Independent-Woman Director
5. Other Committee: Fair Practice Code	Mr. Amu Thapa Mr. Bhagwan Das Soni Ms. Namrata Chakraborty	Chairperson-Non-Executive- Independent Executive Non-Independent-Managing Director Non-Executive- Independent-Woman Director

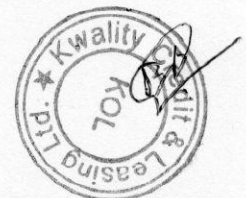
[&]Category of directors means executive/non-executive/independent/Nominee. if a director fits into more than one category write all categories separating them with hyphen



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 (in number of days)	
09/11/2015	11/02/2016	93 days	
	28/03/2016	45 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 11/02/2016	Yes, All the 4(Four) Committee members were present	09/11/2015	93 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) refer note below	
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	
<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>			
VI. Affirmations			
<p>1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.</p> <p>2. The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015</p> <ol style="list-style-type: none"> Audit Committee Nomination & remuneration committee Stakeholders relationship committee Risk management committee <p>3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.</p> <p>4. 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.</p> <p>5. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of Board of Directors may be mentioned here: In Table II (Point 5) of Annexure 1, Other Committee is referred to Fair Practice Code Committee.</p>			
 Bhagwan Das Soni Managing Director DIN: 02308414			

Format 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		
Item	Compliance status (Yes/No/NA)	
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	Yes	
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	
email 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	NA	
New name and the old name of the listed entity	Yes	
II Annual Affirmations		
Particulars	Regulation Number	Compliance status (Yes/No/NA)
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. Compliance Certificate pursuant to Reg. 17(8) shall be furnished by the Managing Director & CFO and to be placed at the ensuing Board Meeting to be held within 30/05/2016.
Risk Assessment & Management	17(9)	Yes
Performance Evaluation of Independent Directors	17(10)	Yes
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)	Yes
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 transactions	23(2), (3)	Yes
Approval for material related party transactions	23(4)	NA
Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA
Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	Yes
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

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.
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.


Bhagwan Das Soni
Managing Director
DIN: 02308414

