

COMPLIANCE REPORT ON INTEGRATED CORPORATE GOVERNANCE

Name of Listed Entity: **Signpost India Limited**

Quarter Ended: **31st March, 2025**

ANNEXURE – I

I. COMPOSITION OF BOARD OF DIRECTORS

Whether the listed entity has a Regular Chairperson (Yes/ No)							Yes	
Whether Chairperson is related to MD or CEO (Yes/ No)							No	
Sr	Title (Mr / Ms)	Name of the Director	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether the director is disqualified?
1	Mr	Girish Pandurang Kulkarni	DIN: 01683332	Non-Executive - Independent Director	Chairperson	Not Applicable	03-12-1963	No
2	Mr	Shripad Prahlad Ashtekar	DIN: 01932057	Executive Director	Not Applicable	MD	18-10-1971	No
3	Mr	Dipankar Chatterjee	DIN: 06539104	Executive Director	Not Applicable	Not Applicable	15-11-1971	No
4	Mr	Rajesh Arvind Awasthi	DIN: 07815683	Executive Director	Not Applicable	Not Applicable	05-01-1977	No
5	Mr	Nirenchand Suchanti	DIN: 00909388	Non-Executive - Non Independent Director	Not Applicable	Not Applicable	17-04-1949	No
6	Ms	Sayantika Mitra	DIN: 07581363	Non-Executive - Independent Director	Not Applicable	Not Applicable	04-10-1994	No
7	Mr	Prashant Bhupendra Sanghavi	DIN: 10729467	Non-Executive - Independent Director	Not Applicable	Not Applicable	09-08-1978	No

Sr	Title (Mr / Ms)	Name of the Director	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution
1	Mr	Girish Pandurang Kulkarni	-	-	-	Active	NA	
2	Mr	Shripad Prahlad Ashtekar	-	-	-	Active	NA	
3	Mr	Dipankar Chatterjee	-	-	-	Active	NA	
4	Mr	Rajesh Arvind Awasthi	-	-	-	Active	NA	
5	Mr	Nirenchand Suchanti	-	-	-	Active	Yes	12-12-2023
6	Ms	Sayantika Mitra	-	-	-	Active	NA	
7	Mr	Prashant Bhupendra Sanghavi	-	-	-	Active	NA	

Sr	Title (Mr / Ms)	Name of the Director	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)]
1	Mr	Girish Pandurang Kulkarni	06-08-2024			7.82	1	1
2	Mr	Shripad Prahlad Ashtekar	19-02-2008				1	0

3	Mr	Dipankar Chatterjee	15-04-2013				1	0
4	Mr	Rajesh Arvind Awasthi	06-08-2024				1	0
5	Mr	Nirenchand Suchanti	09-08-2023				2	0
6	Ms	Sayantika Mitra	09-08-2023	09-08-2024		19.76	1	1
7	Mr	Prashant Bhupendra Sanghavi	06-08-2024			7.82	1	1

Sr	Title (Mr / Ms)	Name of the Director	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)
1	Mr	Girish Pandurang Kulkarni	0	2- Audit Committee & Stakeholder Relationship Committee
2	Mr	Shripad Prahlad Ashtekar	1-Audit Committee	0
3	Mr	Dipankar Chatterjee	1- Stakeholder Relationship Committee	0
4	Mr	Rajesh Arvind Awasthi	0	0
5	Mr	Nirenchand Suchanti	0	0
6	Ms	Sayantika Mitra	1- Audit Committee	0
7	Mr	Prashant Bhupendra Sanghavi	2- Audit Committee & Stakeholder Relationship Committee	0

II. COMPOSITION OF COMMITTEES						
Name of Committee	Whether Regular Chairperson appointed	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation
1. Audit Committee	Yes	Girish Pandurang Kulkarni	Non-Executive - Independent Director	Chairperson	06-08-2024	-
		Sayantika Mitra	Non-Executive - Independent Director	Member	09-08-2023	-
		Prashant Bhupendra Sanghavi	Non-Executive - Independent Director	Member	06-08-2024	-
		Shripad Prahlad Ashtekar	Executive Director	Member	09-08-2023	-
2. Nomination and Remuneration Committee	Yes	Sayantika Mitra	Non-Executive - Independent Director	Chairperson	09-08-2023	-
		Girish Pandurang Kulkarni	Non-Executive - Independent Director	Member	06-08-2024	-
		Prashant Bhupendra Sanghavi	Non-Executive - Independent Director	Member	06-08-2024	-
3. Stakeholders Relationship Committee	Yes	Girish Pandurang Kulkarni	Non-Executive - Independent Director	Chairperson	06-08-2024	-
		Dipankar Chatterjee	Executive Director	Member	09-08-2023	-
		Prashant Bhupendra Sanghavi	Non-Executive - Independent Director	Member	06-08-2024	-

4. Risk Management Committee	Yes	Girish Pandurang Kulkarni	Non-Executive - Independent Director	Chairperson	06-08-2024	-
		Prashant Bhupendra Sanghavi	Non-Executive - Independent Director	Member	06-08-2024	-
		Shripad Prahlad Ashtekar	Executive Director	Member	09-08-2023	-
		Rameshwar Prasad Agrawal	Chief Financial Officer	Member	06-08-2024	31-03-2025
		Haseeb Arfath Syed	Chief Planning Officer	Member	06-08-2024	-
5. Corporate Social Responsibility Committee	Yes	Girish Pandurang Kulkarni	Non-Executive - Independent Director	Chairperson	06-08-2024	-
		Dipankar Chatterjee	Executive Director	Member	06-08-2024	-
		Rajesh Arvind Awasthi	Executive Director	Member	06-08-2024	-

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)	Whether requirement of Quorum met* (Yes/No)	Total Number of Directors as on date of the meeting	Number of Directors present (All directors including Independent Director)	No. of Independent Directors attending the meeting
14-11-2024			Yes	7	6	2
	14-02-2025	91	Yes	7	7	3

* to be filled in only for the current quarter meetings

IV. MEETING OF COMMITTEES

Date (s) of Meeting (if any) in the previous quarter	Date(s) of the meeting (if any) in the relevant quarter	Name of Committee	Maximum gap between any two consecutive meetings (in number of days)	Whether requirement of quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	No. 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)
14-11-2024		Audit Committee		Yes	4	3	2	0
	14-02-2025	Audit Committee	91	Yes	4	4	3	0
	14-02-2025	Risk Management Committee		Yes	3	3	2	2
	25-03-2025	Risk Management Committee	38	Yes	3	3	2	1
	25-03-2025	Stakeholders Relationship Committee		Yes	3	3	2	0

V. 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)	Yes
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

VI. DETAILS OF CYBER SECURITY INCIDENCE:

Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been security incidents or breaches or loss of data or documents during the quarter.	No
Other details of cyber incidence or breaches or loss of data event	No
Number of cyber security incidence or breaches or loss of data event occurred during the quarter	No

For Signpost India Limited



Jitesh Rajput

Company Secretary and Compliance Officer

Annexure – II
I. DISCLOSURE ON WEBSITE IN TERMS OF LODR REGULATION

Sr	Item	Compliance Status (Yes/No/NA)	If Yes. Please provide link to website
As per regulation 46(2) of the LODR:			
1.1	Details of business	Yes	www.signpostindia.com
1.2	Memorandum of Association and Articles of Association	Yes	www.signpostindia.com
1.3	Brief profile of board of directors including directorship and full-time positions in body corporates	Yes	www.signpostindia.com
2	Terms and conditions of appointment of independent directors	Yes	www.signpostindia.com
3	Composition of various committees of board of directors	Yes	www.signpostindia.com
4	Code of conduct of board of directors and senior management personnel	Yes	www.signpostindia.com
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes	www.signpostindia.com
6	Criteria of making payments to non-executive directors	Yes	www.signpostindia.com
7	Policy on dealing with related party transactions	Yes	www.signpostindia.com
8	Policy for determining 'material' subsidiaries	NA	-
9	Details of familiarization programmes imparted to independent directors	Yes	www.signpostindia.com
10	Email address for grievance redressal and other relevant details	Yes	www.signpostindia.com
11	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes	www.signpostindia.com
12	Financial results	Yes	www.signpostindia.com
13	Shareholding pattern	Yes	www.signpostindia.com
14	Details of agreements entered into with the media companies and/or their associates	NA	-
15.1	(I) Schedule of analyst or institutional investor meet (II) Presentations prepared by the listed entity for analysts or institutional investors meet, post earnings or quarterly calls prior to beginning of such events.	NA	-
15.2	Audio recordings, video recordings, if any, and transcripts of post earnings or quarterly calls, by whatever name called, conducted physically or through digital means	NA	-
16	New name and the old name of the listed entity	NA	-
17	Advertisements as per regulation 47 (1)	Yes	www.signpostindia.com
18	Credit rating or revision in credit rating obtained	Yes	www.signpostindia.com
19	Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	Yes	www.signpostindia.com
20	Secretarial Compliance Report	Yes	www.signpostindia.com
21	Materiality Policy as per Regulation 30 (4)	Yes	www.signpostindia.com
22	Disclosure of contact details of KMP who are authorized for the purpose of determining materiality as required under regulation 30(5)	Yes	www.signpostindia.com
23	Disclosures under regulation 30(8)	Yes	www.signpostindia.com
24	Statements of deviation(s) or variations(s) as specified in regulation 32	NA	-
25	Dividend Distribution policy as per Regulation 43A(1)	Yes	www.signpostindia.com
26.1	Annual return as provided under section 92 of the Companies Act, 2013	Yes	www.signpostindia.com
26.2	Employee Benefit scheme documents framed in terms of SEBI (SBEB) Regulations, 2021	NA	-
27	Confirmation that the above disclosures are in a separate section as specified in regulation 46(2)	Yes	www.signpostindia.com
28	Compliance with regulation 46(3) with respect to accuracy of disclosures on the website and timely updating	Yes	www.signpostindia.com

II. ANNUAL AFFIRMATIONS

Sr	Particulars	Regulation Number	Compliance Status (Yes/No/NA)
1	Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b)	Yes
2	Board composition	17(1), 17(1A) & 17(1C), 17(1D) & 17(1E)	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
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	Role of Audit Committee and information to be reviewed by the audit committee	18(3)	Yes
18	Composition of nomination & remuneration committee	19(1) & (2)	Yes
19	Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes
20	Meeting of Nomination and Remuneration Committee	19(3A)	Yes
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)	Yes
26	Meeting of Risk Management Committee	21(3A)	Yes
27	Quorum of Risk Management Committee meeting	21(3B)	Yes
28	Gap between the meetings of the Risk Management Committee	21(3C)	Yes
29	Vigil Mechanism	22	Yes
30	Policy for related party Transaction	23(1), (1A), (5), (6), & (8)	Yes
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)	NA
35	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	NA
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
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	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes
47	Approval of the Board and shareholders for compensation or profit sharing in connection with dealings in the securities of the listed entity	26(6)	NA
48	Vacancies in respect Key Managerial Personnel	26A(1) & 26A(2), 26A(3)	Yes

III. AFFIRMATION

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	NA

For Signpost India Limited



Jitesh Rajput
Company Secretary and Compliance Officer



ADDITIONAL HALF YEARLY DISCLOSURE DISCLOSURE OF LOANS / GUARANTEES / COMFORT LETTERS / SECURITIES ETC. (APPLICABLE ONLY FOR HALF-YEARLY FILINGS)

I. Disclosure of Loans/ guarantees/comfort letters /securities etc. Refer note below:

(A) Any loan or any other form of debt advanced by the listed entity directly or indirectly to

Entity	Aggregate amount advanced during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them	0	0
Promoter Group or any other entity controlled by them	0	0
Directors (including relatives) or any other entity controlled by them	0	0
KMPs or any other entity controlled by them	0	0

(B) Any guarantee / comfort letter (by whatever name called) provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed By

Entity	Type (guarantee, comfort letter etc.)	Aggregate amount of issuance during six months	Balance outstanding at the end of six months(taking into account any invocation)
Promoter or any other entity controlled by them	0	0	0
Promoter Group or any other entity controlled by them	0	0	0
Directors (including relatives) or any other entity controlled by them	0	0	0
KMPs or any other entity controlled by them	0	0	0

(C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by

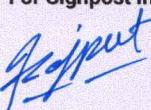
Entity	Type of security (cash, shares etc.)	Aggregate value of security provided during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them	0	0	0
Promoter Group or any other entity controlled by them	0	0	0
Directors (including relatives) or any other entity controlled by them	0	0	0
KMPs or any other entity controlled by them	0	0	0

(D) Additional Information

II. Affirmations

Affirmations	Compliance Status	Company Remarks
All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to promoter(s), promoter group, director(s) (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them are in the economic interest of the company.	No	Not Applicable
Name	Nalin Kumar Somani	
Designation	CFO	
Place	Mumbai	
Date	28-04-2025	

For Signpost India Limited



Jitesh Rajput

Company Secretary and Compliance Officer



INVESTOR GRIEVANCE DETAILS

No. of investor complaints pending at the beginning of Quarter	0
No. of investor complaints received during the Quarter	5
No. of investor complaints disposed off during the Quarter	4
No. of investor complaints those remaining unresolved at the end of the Quarter	1

DISCLOSURE OF UPDATES TO ONGOING TAX LITIGATIONS OR DISPUTES THE UPDATES ON TAX LITIGATIONS OR DISPUTES IN TERMS OF SUB-PARA 8 OF PARA B OF PART A OF SCHEDULE III READ WITH CORRESPONDING PROVISIONS OF ANNEXURE 18 OF THE MASTER CIRCULAR ARE GIVEN BELOW:

Sr. No.	Name of the opposing party	Date of initiation of the litigation / dispute	Status of the litigation / dispute as per last disclosure	Current status of the litigation / dispute
1	GST, MH-NGP	04-07-2023	The audit proceedings have been closed FY 18-19, Rs.36,41,584/- Interest and Penalty demand is pending. application will be submitted under the GST Amnesty Scheme (Section 73) to waive interest and penalties, with interest under Section 50 being waived.	The audit proceedings have been closed FY 18-19, Rs.36,41,584/- Interest and Penalty demand is pending. application will be submitted under the GST Amnesty Scheme (Section 73) to waive interest and penalties, with interest under Section 50 being waived.
2	GST, MH-NGP	06-10-2023	The audit proceedings have been closed FY-19-20, Rs.20,64,601/- Interest and Penalty demand is pending. application will be submitted under the GST Amnesty Scheme (Section 73) to waive interest and penalties, with interest under Section 50 being waived.	The audit proceedings have been closed FY-19-20, Rs.20,64,601/- Interest and Penalty demand is pending. application will be submitted under the GST Amnesty Scheme (Section 73) to waive interest and penalties, with interest under Section 50 being waived.
3	GST- Karnataka	15-11-2022	Audit Closed for F.Y July 2017 to March 2022 & Order is Pending.	Audit Closed for F.Y July 2017 to March 2022 & Order is Pending.
4	GST-WB	25-02-2023	Appeal petition is rejected by authorities. We will filed reappeal.	Appeal petition is rejected by authorities. We will filed reappeal.

For Signpost India Limited



Jitesh Rajput

Company Secretary and Compliance Officer