



POLO QUEEN INDUSTRIAL AND FINTECH LIMITED

Regd. Off : 303/4/5, A to Z Industrial Premises, G. K. Marg, Lower Parel (W),
Mumbai - 400013 (India)

CIN NO. L72200MH1984PLC094539

12th October, 2019

BSE Limited

1st Floor, New Trading Wing,
Rotunda Building, P. J. Towers,
Dalal Street, Fort,
Mumbai – 400001.

Scrip Code: 540717

Metropolitan Stock Exchange of India Ltd

Vibgyor Towers, 4th Floor,
Plot No.C-62, G- Block,
Bandra-Kurla Complex;
Bandra (East), Mumbai – 400098.

Symbol: PQIF

Subject: Disclosure under Regulation 27(2) of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015

Dear Sir,

With reference to above subject, please find enclosed the Compliance Report on Corporate Governance for the quarter ended 30th September, 2019.

We request you to take the same on record and acknowledge receipt.

Thanking you,

Yours truly,

For Polo Queen Industrial and Fintech Limited

x *Udit P. Sanghai*
Udit P. Sanghai
Executive Director & CFO
DIN: 06725206



Encl: As Above

Tel: (Off) 24935421 (4 Lines) 66615901 Fax: (91-22) 24935420 / 66615900

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Quarterly Compliance Report on Corporate Governance under regulation 27(2) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

1. Name of Listed Entity : **Polo Queen Industrial and Fintech Limited**
2. Quarter ending **30th September, 2019**

Title (Mr / Ms)	Name of the Director	PAN ^s & DIN	Category (Chairperson/ Executive/ Non-Executive/ independent/ Nominee) &	Date of Birth	I. Composition of Board of Directors							
					Initial Date of Appointment	Date of Reappointment	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 (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 of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)
Mr.	Nandlal Sanghai	00181592 AAQPS2301E	Non-Executive - Non Independent Director	11-10-1950	27-09-1993	21-09-2018	-	NA	1	0	1	0
Mr.	Prabhas Sanghai	00302947 ALJPS1248N	Non-Executive - Non Independent Director	14-11-1961	11-02-2019	13-08-2019	-	NA	1	0	0	0
Mr.	Umesh Kumar Agarwalla	00231799 ABUPA4482H	Executive Director	13-10-1953	27-09-1993	01-04-2017	-	NA	2	1	0	0

x Ush-PSW



Mr.	Rahul Kumar Sanghai	00181745 ALJPS1255K	Non-Executive - Non Independent Director	26-11-1973	19.08.2000	21-09-2018	-	NA	1	0	1	1
Mr.	Udit P. Sanghai	06725206 AAJPS1625C	Executive Director & Chief Financial Officer	23-07-1991	01.01.2014	01-01-2017	-	NA	1	0	1	0
Mr.	Aftab Diamondwala	06946487 ABKPD4930F	Non-Executive - Independent Director	21-07-1967	19.08.2014	20-08-2019	-	60 Months	1	0	0	0
Mr.	Aspi Katgara	06946494 ABAPK3683J	Non-Executive - Independent Director	30-08-1953	19.08.2014	20-08-2019	-	60 Months	2	1	2	0
Mr.	Natwarlal Gaur	06945450 AIMPG5024A	Non-Executive - Independent Director	10-12-1985	19.08.2014	20-08-2019	-	60 Months	1	0	0	1
Ms.	Shobita Kadan	07480597 APFPK7134K	Non-Executive - Independent Director	08-06-1978	30.03.2016		-	60 Months	1	0	1	0
Mr	Shridatta Haldankar	AARPH2361Q 08342307	Non-Executive - Independent Director	29-03-1956	29-01-2019	13-08-2019	-	60 Months	1	0	0	0

x Udit P. Sanghai



				<p>\$PAN number of any director would not be displayed on the website of Stock Exchange</p> <p>& 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</p> <p>* 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.</p>
				Whether Regular chairperson appointed -No
				Whether Chairperson is related to managing director or CEO - No
				<p>\$PAN of any director would not be displayed on the website of Stock Exchange</p> <p>& 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</p> <p>* 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.</p>

II. Composition of Committees					
Name of the Committee	Whether Regular chairperson appointed	Name of Committee members	Category (Chairperson/Executive/NonExecutive/independent/ Nominee)	Date of Appointment	Date of Cessation
Audit Committee	Yes	Mr. Natwarlal Gaur -Chairperson Mr. Aspi Nariman Katgara - Member Mr. Udit P. Sanghai - Member	Non-Executive - Independent Director Non-Executive - Independent Director Executive Director & Chief Financial Officer	27-03-2015 27-03-2015 27-03-2015	
Nomination & Remuneration Committee	Yes	Mr. Aspi Nariman Katgara - Chairperson Mr. Natwarlal Gaur - Member Mr. Rahul Kumar Sanghai - Member	Non-Executive - Independent Director Non-Executive - Independent Director Non Executive- Non Independent Director	27-03-2015 27-03-2015 27-03-2015	

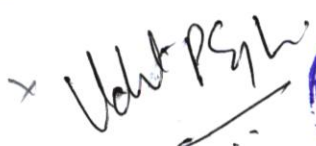

Udit P. Sanghai



Risk Management Committee		Not Applicable	Not Applicable		
Stakeholders Relationship Committee	Yes	Mr. Rahul Kumar Sanghai - Chairperson Shobita Kadan – Member Nandlal Sanghai – Member	Non Executive - Non Independent Director Non Executive - Independent Director Non-Executive – Non Independent Director	27-05-2016 17-11-2018 17-11-2018	
&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	Whether requirement of Quorum met*	Number of Directors present*	Number of independent directors present*	Maximum gap between any two consecutive (in number of days)
May 24, 2019	-----	Yes	9	4	101 days
-----	August 6, 2019	Yes	8	3	73 days

IV. Meeting of Committees					
Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)	Number of Directors present*	Number of independent directors present*	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days*
Audit Committee					
August 6, 2019	Yes	3	2	May 24, 2019	days
Stakeholders Relationship Committee					
No meeting was held in relevant quarter	Yes	3	1	May 24, 2019	114 days
Nomination & Remuneration Committee					
No meeting was held in relevant quarter	Yes	3	2	May 24, 2019	101 days

		* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional
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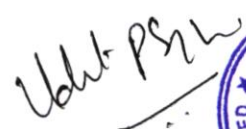
V. Related Party Transactions	
Subject	Compliance status (Yes/No/NA)refer note below
Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material RPT	N.A.
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	N.A.
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.	

VI. Affirmations



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**
 - b. Nomination & Remuneration Committee - **Yes**
 - c. Stakeholders Relationship Committee - **Yes**
 - d. Risk Management Committee (applicable to the top 100 listed entities) - **Not Applicable**
 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 - **Yes**
 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 - **Yes**
 5. This report and/or the report submitted in the previous quarter has been placed before Board of Directors -**Yes**
- Any comments/observations/advice of Board of Directors may be mentioned here - **No comments/observations/advice were received from Board of Directors.**

For Polo Queen Industrial and Fintech Limited


Udit P. Sanghai
Executive Director & CFO
DIN: 06725206
Place: Mumbai
Date: 12th October, 2019



Note: Information at Table I and II above need to be necessarily given in 1st quarter of each financial year. However if there is no change of information in subsequent quarter(s) of that financial year, this information may not be given by Listed entity and instead a statement "same as previous quarter" may be given.

Format to be submitted by listed entity at the end of 6 months after end of financial year along-with second quarter report of next financial year

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

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.

For Polo Queen Industrial and Fintech Limited

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Udit P. Sanghai
Executive Director & CFO
DIN: 06725206
Place: Mumbai
Date: 12th October, 2019

