



PANTH Infinity

INTENDED TO INSPIRE

15th May, 2020

To, Department of Corporate Services BSE Limited P. J. Towers, Dalal street, Mumbai-400 001, Maharashtra. BSE Code: 539143	To, The Compliance Department The Calcutta Stock Exchange Limited 7, Lyons Range, Dalhousie, Murgighata, B B D Bagh, Kolkata-700001, West Bengal CSE Code: 30010
--	--

Sub.: Quarterly Compliance Report on Corporate Governance for the Quarter Ended 31st March, 2020.

Dear Sir/Madam,

In Compliance with the Regulation 27(2) of the the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are pleased to enclose herewith Quarterly Compliance Report of the Company on Corporate Governance for the Quarter ended 31st March, 2020.

Kindly take the same on your record and oblige.

Thanking you.

Yours faithfully,
For PANTH INFINITY LIMITED

Ricky Kapadia

RICKY KAPADIA
Company Secretary & Compliance Officer
ACS No.: 60440



Encl.: As above

PANTH INFINITY LIMITED | CIN : L45201MP1993PLC007647

Registered Office : 101, Siddh Chambers, Taratiya Hanuman Street, Gurjar Faliya, Haripura, Surat-395003, Gujarat.



+91-70439 99011



Info@panthinfinity.com



www.panthinfinity.com

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

Annexure: I

1 Name of Listed Entity: Panth Infinity Limited (BSE Code: 539143, CSE Code: 30010)
2 Quarter ending: 31st March, 2020

I. Composition of Board of Directors

Title (Mr. / Mrs. / Ms.)	Name of the Directors	PAN ³ & DIN	Category (Chairperson / Executive / Non-Executive / Independent / Nominee) ⁴	Initial Date of Appointment	Date of Re-appointment	Date of Cessation	Tenure* (in Months)	Date of Birth	No. of Directorship in listed entities including this listed entity [In reference to proviso to regulation 17A(1)]	No of Independent Directorship in listed entities including this listed entity [In reference to proviso to regulation 17A(4)]	Number of membership in Audit/Stakeholder Committee (s) including this listed entity (Refer Regulation 26(1) of Listing Regulation)	No. of post of Chairman in Audit/Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulation)
Mr.	Jiney Navinchandra Koradiya	BKNPK4904K & 03362317	C - E	14.08.2019	-	-	-	01.06.1989	1	0	0	0
Mr.	Hitesh Shival Patel	BAZPP4921M & 07851008	NE - I	11.07.2017	-	-	33	01.08.1989	1	1	2	0
Mr.	Hardik Jyendrabhai Shah**	BFIPS1791C & 08604805	NE - I	14.11.2019	-	-	5	16.02.1984	1	1	2	2
Mrs.	Falguni Mehal Raval	AMHPR6371G & 08605075	NE - I	14.11.2019	-	-	5	22.10.1974	1	1	2	0

Whether Regular chairperson appointed Yes
Whether Chairperson is related to managing director or CEO Yes

³ PAN number of any director would not be displayed on the website of Stock Exchange.

⁴ Category of director 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.

**Mr. Hardik Jyendrabhai Shah (DIN: BFIPS1791C) is a Member as well as Chairperson of Audit Committee and Stakeholders Relationship Committee, hence here is mentioned his name in both column of Number of Membership and Number of post of Chairperson of Audit Committee and Stakeholders Relationship Committee.

II. Composition of Committees

Name of Committee	Whether Regular chairperson appointed	Name of Committee members	Category (Chairperson/ Executive/ Non-Executive/ Independent/ Nominee) ⁵	Date of Appointment	Date of Cessation
1. Audit Committee	Yes	Mr. Hardik Shah Mr. Hitesh Patel Mrs. Falguni Raval	C-NE-I NE-I NE-I	14.11.2019 11.07.2017 14.11.2019	- - -
2. Nomination & Remuneration Committee	Yes	Mr. Hardik Shah Mr. Hitesh Patel Mrs. Falguni Raval	C-NE-I NE-I NE-I	14.11.2019 11.07.2017 14.11.2019	- - -
3. Risk Management Committee (if applicable)		Not Applicable			
4. Stakeholders Relationship Committee	Yes	Mr. Hardik Shah Mr. Hitesh Patel Mrs. Falguni Raval	C-NE-I NE-I NE-I	14.11.2019 11.07.2017 14.11.2019	- - -

⁵ Category of director means Executive/Non-Executive/Independent/Nominee. If a director fits into more than one category write all categories separating them with hyphen.

Cont...2



III. Meeting of Board of Directors					
Date(s) of Meeting (if any) in the previous quarter (December, 2019)	Date(s) of Meeting (if any) in the relevant quarter (March, 2020)	Whether requirement of Quorum met*	Number of Directors present*	Number of Independent directors present*	Maximum gap between any two consecutive (in number of days)
14th November, 2019		Yes	4	2	
11th December, 2019		Yes	3	2	26
	11th February, 2020	Yes	4	3	61
	19th March, 2020	Yes	3	2	36

IV. Meeting of Committees (Audit Committee)					
Date(s) of Meeting of the Committee in the relevant Quarter (March, 2020)	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 (December, 2019)	Maximum gap between any two consecutive meetings in number of days*
	Yes	3	2	14th November, 2019	
	Yes	2	2	11th December, 2019	26
11th February, 2020	Yes	3	3		61
19th March, 2020	Yes	2	2		36

* 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) <small>(refer note below)</small>
Whether prior approval of Audit Committee obtained	Yes
Whether Shareholders approval obtained for Material RPT	NA
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	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 Regulation, "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 the SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
2	The composition of the following committees is in terms of the SEBI (Listing obligations and disclosure requirements) Regulations, 2015. <ul style="list-style-type: none"> a. Audit Committee b. Nomination & Remuneration Committee c. Stakeholders Relationship committee d. Risk management committee - Not Applicable - (applicable to the top 500 listed entities)
3	The committee members have been made aware of their power, role and responsibilities as specified in the SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
4	The meeting of Board of Directors and above committees have been conducted in the manner as specified in the SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
5	The report submitted in the previous Quarter has been placed before Board of Directors in their Board Meeting held on 11th February, 2020. There were no comments/observations/advice were received from the Board of Directors.


RICKY KAPADIA
 ACS: 60440
 Company Secretary / Compliance Officer / Managing Director / CEO
 Date: 15th May, 2020
 Place: Surat



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.

PANTH INFINITY LIMITED

(CIN : L45201MP1993PLC007647)

Reg. Off.: 101, Siddh Chambers, Taratiya Hanuman Street, Gurjar Falla, Haripura, Surat-395003, Gujarat

Tel/fax.: 7043999011

Email: info@panthinfinity.com, Website: www.panthinfinity.com

ANNEXURE II

COMPLIANCE REPORT ON CORPORATE GOVERNANCE

1. Name of Listed Entity : Panth Infinity Limited (BSE Code: 539143, CSE Code: 30010)

2. Quarter ending : 31st March, 2020

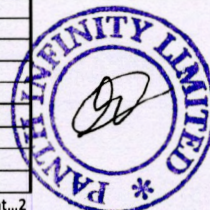
I. Disclosure on website in terms of Listing Regulations

Item	Compliance status(Yes/No/NA) refer	If Yes provide link to website. If No / NA provide reasons
As per Regulation 46(2) of the LODR:		
a) Details of business	Yes	http://www.panthinfinity.com/business.html
b) Terms and conditions of appointment of Independent directors	Yes	http://www.panthinfinity.com/about.html
c) Composition of various committees of board of directors	Yes	http://www.panthinfinity.com/about.html
d) Code of conduct of board of directors and senior management personnel	Yes	http://www.panthinfinity.com/Investors-Relations/Code-of-Conduct&Policies/Code-of-Conduct/Business-and-Ethics-Code.pdf
e) Details of establishment of vigil mechanism/ Whistle Blower policy	Yes	http://www.panthinfinity.com/Investors-Relations/Code-of-Conduct&Policies/Policy/Vigil%20Mechanism%20Policy.pdf
f) Criteria of making payments to non-executive directors	Yes	http://www.panthinfinity.com/Investors-Relations/Code-of-Conduct&Policies/Code-of-Conduct/Criteria-of-making-Payment-to-Non-Executive-Directors.pdf
g) Policy on dealing with related party transactions	Yes	http://www.panthinfinity.com/Investors-Relations/Code-of-Conduct&Policies/Policy%20on%20Related%20Party%20Transaction.pdf
h) Policy for determining 'material' subsidiaries	N.A.	-
i) Details of familiarization programmes imparted to independent directors	Yes	http://www.panthinfinity.com/Investors-Relations/Code-of-Conduct&Policies/Code-of-Conduct/Familiarization-Program-for-I.D..pdf
j) E-mail address for grievance redressal and other relevant details	Yes	http://www.panthinfinity.com/index.html
k) Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes	http://www.panthinfinity.com/index.html
l) Financial results	Yes	http://www.panthinfinity.com/investors.html
m) Shareholding pattern	Yes	http://www.panthinfinity.com/investors.html
n) Details of agreements entered into with the media companies and/or their associates	N.A.	-
o) Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or institutional investors simultaneously with submission to stock exchange	N.A.	-
p) New name and the old name of the listed entity	Yes	http://www.panthinfinity.com/
q) Advertisements as per regulation 47 (1)	Yes	http://www.panthinfinity.com/investors.html
r) Credit rating or revision in credit rating obtained by the entity for all its outstanding instruments	N.A.	-
s) Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	N.A.	-
As per other Regulations of the LODR:		
a) Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes	http://www.panthinfinity.com/investors.html
b) Materiality Policy as per Regulation 30	Yes	http://www.panthinfinity.com/Investors-Relations/Code-of-Conduct&Policies/Policy%20on%20determination%20of%20materiality%20of%20Information%20-%20Events.pdf
c) Dividend Distribution policy as per Regulation 43A (as applicable)	N.A.	-
It is certified that these contents on the website of the listed entity are correct.	Yes	http://www.panthinfinity.com/

II Annual Affirmations

Particulars	Regulation Number	Compliance status (Yes/No/NA) refer note below
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), 17(1A) & 17(1B)	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
Risk Assessment & Management	17(9)	Yes
Performance Evaluation of Independent Directors	17(10)	Yes

Cont...2



Recommendation of board	17(11)	Yes
Maximum number of directorship	17A	Yes
Composition of Audit Committee	18(1)	Yes
Meeting of Audit Committee	18(2)	Yes
Composition of Nomination & Remuneration Committee	19(1) & (2)	Yes
Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes
Meeting of Nomination & Remuneration Committee	19(3A)	Yes
Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	Yes
Meeting of Stakeholder Relationship Committee	20(3A)	Yes
Composition and role of Risk Management Committee	21(1),(2),(3),(4)	N.A.
Meeting of Risk Management Committee	21(3A)	N.A.
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 Transaction	23(2), (3)	Yes
Approval for material Related Party Transactions	23(4)	Yes
Disclosure of related party transactions on consolidated basis	23(9)	Yes
Composition of Board of Directors of unlisted material Subsidiary	24(1)	N.A.
Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	N.A.
Annual Secretarial Compliance Report	24(A)	Yes
Alternate Director to Independent Director	25(1)	Yes
Maximum Tenure	25(2)	Yes
Meeting of independent directors	25(3) & (4)	Yes
Familiarization of independent directors	25(7)	Yes
Declaration from Independent Director	25(8) & (9)	Yes
Directors and Officers Insurance	25(10)	N.A.
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:

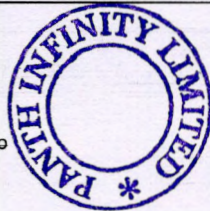
1. In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A.. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, In case the Listed Entity has no related party transactions, the 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. - N.A.

Ricky Kapadia

RICKY KAPADIA
ACS No. 60440
Company Secretary / Compliance Officer /-Managing Director /-CEO



Date: 15th May, 2020
Place: Surat