



ABans Enterprises Limited

(Formerly known as Matru-Smriti Traders Limited)

April 13, 2017

To,
Metropolitan Stock Exchange of India,
Vibgyor Towers, 4th Floor, Plot NO. C 62,
G Block, Opp. Trident Hotel,
Bandra Kurla Complex,
Bandra (E), Mumbai – 400 098.
Scrip Code: 512165
Symbol: ABANSENT

Sub: - Submission of Regulation 27(2) - Corporate Governance report under SEBI (Listing Obligations and Disclosure Requirement), Regulations, 2015

Dear Sir/ Ma'am,

Pursuant to Regulation 27(2) of SEBI (Listing Obligations and Disclosure Requirement) Regulations 2015, Corporate Governance Report for the Quarter & Year Ended March 31, 2017 is enclosed herewith.

Kindly take the same on record and oblige.

For ABans Enterprises Limited
(Formerly known as Matru-Smriti Traders Limited)

Hetal Shah
Company Secretary



General information about company	
Scrip code	512165
Name of the entity	ABANS ENTERPRISES LIMITED (FORMERLY KNOWN AS MATRU-SMRITI TRADERS LIMITED)
Date of start of financial year	01-04-2016
Date of end of financial year	31-03-2017
Reporting Quarter	Yearly
Date of Report	31-03-2017
Risk management committee	Not Applicable

Annexure I														
Annexure I to be submitted by listed entity on quarterly basis														
I. Composition of Board of Directors														
Disclosure of notes on composition of board of directors explanatory														
Is there any change in information of board of directors compare to previous quarter												Yes		
Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of appointment in the current term	Date of cessation	Tenure of director (in months)	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)	Notes
1	Mr	Abhishek Bansal	AJGPB2574F	01445730	Executive Director	Chairperson	MD	07-01-2016			1	2	0	
2	Mr	Nandlal Chaturvedi	AEBPC8875J	07195724	Non-Executive - Independent Director	Not Applicable		29-05-2015	31-01-2017	21	0	0	0	
3	Mr	Parantap Dave	AABPD3026E	00019472	Non-Executive - Independent Director	Not Applicable		07-01-2016		15	2	3	1	
4	Mr	Prabhulal Tatara	AACPT0577H	07369031	Non-Executive - Independent Director	Not Applicable		07-01-2016		15	1	1	0	

Annexure I														
Annexure I to be submitted by listed entity on quarterly basis														
I. Composition of Board of Directors														
Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of appointment in the current term	Date of cessation	Tenure of director (in months)	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)	Notes
5	Mrs	Shriyam Bansal	AHDPC5634Q	03481102	Non-Executive - Non Independent Director	Not Applicable		23-02-2016			1	1	1	
6	Mr	Avinash Gaur	AKRPG6560A	07722859	Non-Executive - Independent Director	Not Applicable		31-01-2017		2	1	1	0	Textual Information(2)

Text Block	
Textual Information(1)	Mr. Avinash Gaur was appointed as Additional Independent Director by the Board of Directors in their meeting held on 31st January, 2017.

Annexure 1					
II. Composition of Committees					
Disclosure of notes on composition of committees explanatory					Textual Information(1)
Is there any change in information of committees compare to previous quarter					Yes
Sr	Name Of Committee	Name of Committee members	Category 1 of directors	Category 2 of directors	Name of other committee
1	Audit Committee	Parantap Dave	Non-Executive - Independent Director	Chairperson	
2	Audit Committee	Abhishek Bansal	Executive Director	Member	
3	Audit Committee	Prabhulal Tataria	Non-Executive - Independent Director	Member	
4	Stakeholders Relationship Committee	Shriyam Bansal	Non-Executive - Non Independent Director	Chairperson	
5	Stakeholders Relationship Committee	Avinash Gaur	Non-Executive - Independent Director	Member	
6	Stakeholders Relationship Committee	Abhishek Bansal	Executive Director	Member	
7	Nomination and remuneration committee	Parantap Dave	Non-Executive - Independent Director	Chairperson	
8	Nomination and remuneration committee	Shriyam Bansal	Non-Executive - Non Independent Director	Member	
9	Nomination and remuneration committee	Avinash Gaur	Non-Executive - Independent Director	Member	

Text Block	
Textual Information(1)	Mr. Avinash Gaur inducted as new member in Stakeholders Relationship Committee and Nomination & Remuneration Committee w.e.f. 31st January, 2017.

Annexure 1			
Annexure 1			
III. Meeting of Board of Directors			
Disclosure of notes on meeting of board of directors explanatory			
Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)
1	09-11-2016		
2		31-01-2017	82

Annexure 1							
IV. Meeting of Committees							
Disclosure of notes on meeting of committees explanatory							
Sr	Name of Committee	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)	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)	Name of other committee
1	Audit Committee	31-01-2017	Yes	ALL THE MEMBERS WERE PRESENT	09-11-2016	82	
2	Stakeholders Relationship Committee	31-01-2017	Yes	TWO MEMBERS WERE PRESENT	09-11-2016	82	
3	Nomination and remuneration committee	31-01-2017	Yes	TWO MEMBERS WERE PRESENT	09-11-2016	82	

Annexure 1			
V. Related Party Transactions			
Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	Yes	
2	Whether shareholder approval obtained for material RPT	Yes	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	
Disclosure of notes of material transaction with related party			Textual Information(1)

Text Block	
Textual Information(1)	The approval of Shareholders for material related party transaction had been obtained in Annual General Meeting held on 27th September, 2016, however the transaction was not executed.

Annexure 1		
VI. 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 100 listed entities)	NA
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

Text Block

Annexure II				
Annexure II 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				
Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
1	Details of business	Yes		http://www.abansenterprises.com/CMS/1/Home
2	Terms and conditions of appointment of independent directors	Yes		http://www.abansenterprises.com/Default.aspx?PageID=3&ReportCatID=1011
3	Composition of various committees of board of directors	Yes		http://www.abansenterprises.com/Default.aspx?PageID=3&ReportCatID=7
4	Code of conduct of board of directors and senior management personnel	Yes		http://www.abansenterprises.com/Default.aspx?PageID=3&ReportCatID=1011
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		http://www.abansenterprises.com/Default.aspx?PageID=3&ReportCatID=1011
6	Criteria of making payments to non-executive directors	Yes		http://www.abansenterprises.com/Default.aspx?PageID=3&ReportCatID=1011
7	Policy on dealing with related party transactions	Yes		http://www.abansenterprises.com/Default.aspx?PageID=3&ReportCatID=1011
8	Policy for determining 'material' subsidiaries	Yes		http://www.abansenterprises.com/Default.aspx?PageID=3&ReportCatID=1011
9	Details of familiarization programmes imparted to independent directors	Yes		http://www.abansenterprises.com/Default.aspx?PageID=3&ReportCatID=1011

Annexure II				
Annexure II 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				
Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		http://www.abansenterprises.com/Default.aspx?PageID=3&ReportCatID=9
11	email address for grievance redressal and other relevant details	Yes		http://www.abansenterprises.com/Default.aspx?PageID=3&ReportCatID=9
12	Financial results	Yes		http://www.abansenterprises.com/Default.aspx?PageID=3&ReportCatID=6
13	Shareholding pattern	Yes		http://www.abansenterprises.com/Default.aspx?PageID=3&ReportCatID=5
14	Details of agreements entered into with the media companies and/or their associates	NA		
15	New name and the old name of the listed entity	Yes		http://www.abansenterprises.com/CMS/1/Home

Annexure II				
II. Annual Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes	
2	Board composition	17(1)	Yes	
3	Meeting of Board of directors	17(2)	Yes	
4	Review of Compliance Reports	17(3)	Yes	
5	Plans for orderly succession for appointments	17(4)	Yes	
6	Code of Conduct	17(5)	Yes	
7	Fees/compensation	17(6)	Yes	
8	Minimum Information	17(7)	Yes	
9	Compliance Certificate	17(8)	Yes	
10	Risk Assessment & Management	17(9)	Yes	

Annexure II				
II. Annual Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
11	Performance Evaluation of Independent Directors	17(10)	Yes	
12	Composition of Audit Committee	18(1)	Yes	
13	Meeting of Audit Committee	18(2)	Yes	
14	Composition of nomination & remuneration committee	19(1) & (2)	Yes	
15	Composition of Stakeholder Relationship Committee	20(1) & (2)	Yes	
16	Composition and role of risk management committee	21(1),(2),(3), (4)	NA	
17	Vigil Mechanism	22	Yes	
18	Policy for related party Transaction	23(1),(5),(6), (7) & (8)	Yes	
19	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
20	Approval for material related party transactions	23(4)	Yes	

Annexure II				
II. Annual Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
21	Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA	
22	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3), (4),(5) & (6)	NA	
23	Maximum Directorship & Tenure	25(1) & (2)	Yes	
24	Meeting of independent directors	25(3) & (4)	Yes	
25	Familiarization of independent directors	25(7)	Yes	
26	Memberships in Committees	26(1)	Yes	
27	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
28	Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes	
29	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
	Any other information to be provided - Add Notes			

Annexure II		
III. Affirmations		
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
	Any other information to be provided	Textual Information(1)

Text Block	
Textual Information(1)	The Company has adopted Policy for determining Material Subsidiary pursuant to Regulation 16(1) (c) of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, however, company does not have subsidiary or material subsidiary as on the date.

Signatory Details	
Name of signatory	HETAL SHAH
Designation of person	Compliance Officer
Place	MUMBAI
Date	13-04-2017

