

Regd. Off. : 4973/202, Phatak Badel Bage, Hauz Qazi, Delhi-110 006, Phone : 011-23211905

Dated: 03/07/2018

The Secretary,
Metropolitan Stock Exchange of India Limited,
Vibgyor Towers, 4th floor, Plot No C 62, G - Block,
Opp. Trident Hotel, Bandra Kurla Complex, Bandra (E),
Mumbai – 400 098

Dear Sir/ Madam,

Sub: Compliance Report on Corporate Governance under Regulation 13(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Pursuant to Regulation 27(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Please find enclosed herewith the Compliance Report on Corporate Governance for the quarter ended June 30th, 2018.

This is for your information and record.

Your Faithfully

For Sophia Exports Limited

For SOPHIA EXPORTS LIMITED

Priyanka Kumari
Company Secretary
Company Secretary & Compliance Officer



QUARTERLY CORPORATE GOVERNANCE REPORT

1. Name of the Listed Entity - SOPHIA EXPORTS LIMITED

2. Quarter ending - 30/06/2018

1. Composition of Board of Directors

Title (Mr./M/s)	Name of the Director	DIN & PAN	Category(Chair person/Executive/ Non-Executive/Independent/Nominee)	Date of appointment of the current term/cessation	Tenure (only for Independent Directors)	No. of Directorship in listed entities including this listed entity	No. of membership in Audit/stakeholder committee(s) held in listed entities including this listed entity	No. of post of chairperson in Audit/stakeholder committee held in listed entities including this listed entity
Mr.	Lalit Agarwal	DIN: 00109920 PAN: AADPA8981B	Non-Executive	17/11/2005	NA	3	2	Nil
Mr.	Ramesh Kumar Bissa	DIN: 00586715 PAN: AGRPB1298A	Independent	20/08/2004	For 5 years w.e.f. 01/04/2015	1	1	1
Mr.	Romil Agarwal	DIN:00586202 PAN: ADTPA2867P	Non-Executive	14/08/2017 (Cessation)	NA	1	nil	nil
Mrs.	Parveen Gupta	DIN: 00180678 PAN: AAHPG1027E	Independent	30/07/2015	For 5 years w.e.f. 30/07/2015	2	2	Nil

For SOPHIA EXPORTS LIMITED

[Signature]
Secretary

Mrs. Shuchita Agarwal	DIN: 00727700 PAN: ADQPA1547B	Non- Executive	14/08/2017 (Appointment)	NA	1	1	1
II. Composition of Committees							
Name of the committee			Name of Committee Members		Category (Chairperson/Executive/Non-Executive/Independent/Nominee)		
1. Audit Committee							
			1. Mr. R.K.Bissa, Chairperson		Independent		
			2. Mrs. Parveen Gupta, Member		Independent		
			3. Mr. Lalit Agarwal, Member		Non-Executive		
2. Nomination & Remuneration Committee							
			1. Mr. R.K.Bissa, Chairperson		Independent		
			2. Mrs. Parveen Gupta, Member		Independent		
			3. Mr. Lalit Agarwal, Member		Non-Executive		
III. Meeting of Board of Directors							
Dates of meeting (if any) in the previous Quarter			Dates of meeting (if any) in the relevant Quarter		Maximum gap between any two consecutive meetings (in days)		
13/02/2018			05-29-18		105 Days		
IV. Meeting of Committees*							
Dates of meeting of committee in the relevant Quarter		Whether requirement of quorum met		Dates of meeting in the Previous Quarter		Maximum gap between any two consecutive meetings (in days)	

For SOPHIA EXPORTS LIMITED


Company Secretary

1. Audit Committee - 29/05/2018 2. Nomination & Remuneration Committee - 29/05/2018	YES	1. Audit Committee - 14/02/2018 2. Nomination & Remuneration Committee - 14/02/2018	1. Audit Committee - 105 days (exclusive of meeting dates)
* The information is given only for the 2 committees i.e Audit Committee/ Nomination & Remuneration Committee.			
V. Related Party Transactions			
Subject		Compliance Status (YES/NO/NA)	
Whether Prior Approval of Audit Committee obtained		Yes	
Whether Shareholder approval obtained for material RTP		NA	
VI. Affirmations			
1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.			
2. The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015			
a. Audit Committee			
b. Nomination & remuneration committee			
c. Stakeholders relationship committee - Not Applicable			
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.			

For SOPHIA EXPORTS LIMITED

Company Secretary

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.

5. This report will be placed before the board at the ensuing Board Meeting.

For Sophia Exports Limited
For SOPHIA EXPORTS LIMITED



Company Secretary

Priyanka Kumari

(Company Secretary & Compliance Officer)

