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

Priyanka Kumari Moany Secretory Company Secretary & Compliance Officer

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		Mr.		Мr.		Mr.				,	Mr./M	Title (2. Qui	I. Nar			
Gupta	Agarwa!	Romil	Bissa	Ramesh	(Lalit Agarwal					Director	Name of the	I. Composi	arter ending -	ne of the Liste			
PAN: PAN: AAHPG1027E	PAN: ADTPA2867P	DIN:00586202	PAN: AGRPB1298A	DIN: 00586715	AADPA8981B	DIN: 00109920 PAN:			•			DIN & PAN	tion of Board of D	30/06/2018	ed Entity - SOPHI			
Independent	4	Non- Executive		Independent	******	Non- Executive			dent/Nominee	Non-	person/Executive/	Category(Chair	irectors		A EXPORTS LIMI			QUARTERI
30/07/2015	(Cessation)	14/08/2017		20/08/2004		17/11/2005			term/cessation	the current	appointment of	Date of			TED			Y CORPORAT
For 5 years w.e.f. 30/07/2015	× , , , , , , , , , , , , , , , , , , ,	N A	w.e.f. 01/04/2015	For 5 years		NA				Directors)	Independent	Tenure (only for						QUARTERLY CORPORATE GOVERNANCE REPORT
2	>	-				3				in listed								CE REPORT
2	E		þ			2				committee(s) held in	in Audit/stakeholder	No of mambashin	7777					
NI:	2		-	1		Z	entity	including this listed	committee held in	Audit/stakeholder		31 2						
	Gupta PAN: 30/07/2015 For 5 years 2 2 AAHPG1027E 30/07/2015 w.e.f. 30/07/2015	al PAN: (Cessation) (Cessation) n DIN: 00180678 Independent 30/07/2015 For 5 years 2 2 AAHPG1027E 30/07/2015 30/07/2015	Romil DIN:00586202 Non- Executive 14/08/2017 NA I nil Agarwal PAN: ADTPA2867P (Cessation) II nil nil Parveen DIN: 00180678 Independent 30/07/2015 For 5 years 2 2 Gupta PAN: w.e.f. 30/07/2015 30/07/2015 30/07/2015	Note Pan Pan	Ramesh Kumar DIN: 00586715 Independent 20/08/2004 For 5 years 1 1 1 Bissa AGRPB1298A AGRPB1298A w.e.f. w.e.f. 01/04/2015 u.e.f. Romil Agarwal DIN:00586202 PAN: Non- Executive 14/08/2017 NA NA 1 nil Parveen DIN: 00180678 DIN: 00180678 PAN: Independent 30/07/2015 For 5 years 2 2 AAHPG1027E AAHPG1027E 30/07/2015 30/07/2015 30/07/2015 u.e.f.	Ramesh Kumar DIN: 00586715 PAN: Bissa Independent 20/08/2004 Por 5 years For 5 years I 1 1 Romil Agarwal Gupta DIN:00586202 PAN: AAHPG1027E Non-Executive (Cessation) 14/08/2017 NA NA I nil nil Parveen Gupta DIN: 00180678 PAN: AAHPG1027E Independent 30/07/2015 For 5 years 2 2 2 AAHPG1027E AAHPG1027E 30/07/2015 30/07/2015 Years 2 2	Lalit DIN: 00109920 Non-Executive 17/11/2005 NA 3 2 Agarwal PAN: AADPA8981B Independent 20/08/2004 For 5 years 1 1 1 Ramesh DIN: 00586715 Independent 20/08/2004 For 5 years 1 1 1 1 Kumar PAN: AGRPB1298A Non-Executive 14/08/2017 01/04/2015 1 1 1 1 Romil DIN: 00586202 Non-Executive 14/08/2017 NA 1 nil nil Agarwal PAN: (Cessation) For 5 years 2 2 2 Parveen DIN: 00180678 Independent 30/07/2015 For 5 years 2 2 2 Parveen AAHPG1027E 30/07/2015 30/07/2015 2 2 2	Lalit DIN: 00109920 Non- Executive 17/11/2005 NA 3 2 Agarwal PAN: AADPA8981B 20/08/2004 For 5 years 1 1 Ramesh DIN: 00586715 Independent 20/08/2004 For 5 years 1 1 1 Rumar PAN: AGRPB1298A Non- Executive 14/08/2017 NA 1 1 1 Romil DIN:00586202 Non- Executive 14/08/2017 NA 1 nil nil Agarwal PAN: (Cessation) For 5 years 2 2 2 Parveen DIN: 00180678 Independent 30/07/2015 For 5 years 2 2 Pant AAHPG1027E 30/07/2015 30/07/2015 30/07/2015 2 2	Lalit DIN: 00109920 Non- Executive 17/11/2005 NA 3 2 Agarwal AADPA8981B AADPA8981B 20/08/2004 For 5 years 1 1 Ramesh DIN: 00586715 Independent 20/08/2004 For 5 years 1 1 1 Romil DIN: 00586202 Non- Executive 14/08/2017 NA 1 nil Agarwal PAN: (Cessation) NA 1 nil Parveen DIN: 00180678 Independent 30/07/2015 For 5 years 2 2 Parveen DIN: 00180678 Independent 30/07/2015 For 5 years 2 2	Lalit	Lalit DIN: 00109920 Non-Executive 17/11/2005 NA 3 2	M Director M Director M Director M Directors M Directors M Directors M Directorship Non- Executive/Indepen term/cessation Agarwal AADPA8981B Ramesh PAN: Bissa AGRPB1298A Romil Agarwal ADTPA2867P Parveen OIN: 00180678 Gupta AAHPG1027E Directors) Appointment of Independent bridge charactery in listed entities Including this listed entities	Name of the DIN & PAN Category(Chair M Director M Director M Director M Director M Director No. of person/Executive/ appointment of Independent Non- Pany: Agarwal PAN: AADPA8981B Ramesh PAN: Bissa AGRPB1298A AGRPB1298A ADTPA2867P Parveen DIN: 00180678 Independent DIN: 00180678 Independent AAHPG1027E DIN: 00180678 Independent AAHPG1027E DIN: 00180678 Independent AAHPG1027E Independent DIN: 00586715 DIN: 00586715 Independent DIN: 00586715 DIN	Name of the DIN & PAN Category(Chair Date of No. of No		Lalit DIN: 0010920 Non-Executive Agarwal PAN: Agarwal PAN: Agarwal PAN: Agarwal PAN: Agarwal PAN: Composition of Board of Directors Agarwal PAN: DIN: 00180678 Independent Din: 00180678 Independent Directors Independent Directors Independent Directors Independent Directors Independent Directors Independent Independent Directors Independent Independent	Lalit DIN: 00109920 Non-Executive House Ramesh Agarwal PAN: Agarwal DIN: 00180678 Agarwal AAHPG1027E Agarwal AAHPG1027E Agarwal AAHPG1027E Agarwal AAHPG1027E Agarwal AAHPG1027E Agarwal DIN: 00180678 Independent AAHPG1027E Agarwal AAHPG1027E AAHPG1027E Agarwal AAHPG1027E AAHPG1027E Agarwal AAHPG1027E AAHPG1027E Agarwal AAHPG1027E AAHPG1027E AAHPG1027E AAHPG1027E Agarwal AAHPG1027E AAHPG102	Came of the Listed Entity - SOPHIA EXPORTS LIMITED



		Dates of meeting of Whether requirement of quorum met Dates of meeting in the Previous Quarter May	IV. Meeting of Committees*	13/02/2018 05-29-18	Dates of meeting (if any)in the relevent Quarter	Dates of marking of Board of Directors		3. Mr. Lalit Agarwal, Member	2. Mrs. Parveen Gupta, Member	2. Nomination & Remuneration Committee 1. Mr. R.K.Bissa, Chairperson	3. Mr. Lalit Agarwal, Member	2. Mrs. Parveen Gupta, Member	1. Mr. R.K.Bissa, Chairperson	Andit Committee	······	Name of the committee Name of Committee Members	II. Composition of Committees	Agarwal PAN: (Appointment)
	meetings (in days)	uarter Maximum gap between any two consecutive		105 Days	event Quarter Maximum gap between any two consecutive meetings (in days)		JANUAL TWACHT	Non Evention	Independent	Independent	Non-Executive	Independent	Independent		Executive/Independent/Nominee)



1. Audit Committee - 29/05/2018 2. Nomination &		1. Audit Committee - 14/02/2018 2. Nomination & Remuneration Committee - 14/02/2019	1. Audit Committee - 105 days (exclusive of meeting dates)
Committee			
29/05/2018	YES		
* The information is	given only for the 2 committees is a said		
	or one was the 2 confinitees be Alid	Remuneration Committee.	ittee.
V. Related	V. Related Party Transactions		
Whether Prior Appro	Subject Whether Prior Approval of Audit Committee obtained		Compliance Status (YES/NO/NA)
Whether Shareholder	whether Shareholder approval obtained for material RTP		Yes
VI Affirmations			
7 777			
 The composition of The composition of Audit Committee 	Board of Directors is in terms of SEBI the following committees is in terms of e	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. a. Audit Committee	Regulations, 2015. ents) Regulations, 2015
 b. Nomination & rec c. Stakeholders rela d. Risk management 	b. Nomination & remuneration committee c. Stakeholders relationship committee - Not Applicable d. Risk management committee (1)		
Thomas) of the control of	
requirements) Regulations, 2015	ions, 2015.	requirements) Regulations, 2015.	EBI (Listing obligations and disclosure



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 ED

Rompany Secretory

(Company Secretary & Complaince Officer) Priyanka Kumari

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