

General Information about Company	
Scrip Code	532764
NSE Symbol	GEECEE
MSEI Symbol	NOT APPLICABLE
ISIN	INE916G01016
Name of the entity	GeeCee Ventures Limited
Date of start of financial year	01-04-2018
Date of end of financial year	31-03-2019
Reporting Quarter	Quarterly
Date of Report	31-03-2019
Risk management committee	Not Applicable



CORPORATE GOVERNANCE REPORT
(Regulation 27 (2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015
Annexure 1

Annexure 1 to be submitted by listed entity on quarterly basis

1. COMPOSITION OF BOARD OF DIRECTORS

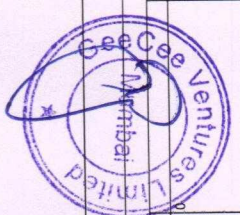
	1. Mrs. Neelam Sampat, Independent Director (DIN: 07093487) vide letter dated 30th March, 2019 has resigned from the Board w.e.f. close of business hours of 30th March, 2019 due to personal commitments and priorities.
	2. Please note that in respect of No of Directorship in listed entities including this listed entity, only independent directorship and whole time directorship is considered and provided for all the directors.
	3. Please note that as per Reg.25 (6), the Company will appoint 1 Independent Director on the Board on or before 29th June, 2019.

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	No											
Whether the listed entity has a Regular Chairperson		Yes	No											
Sr. No.	Title (Mr./Ms.)	Name of the Director	PAN ¹	DIN	Category 1 of Directors	Category 2 of Directors	Date of Appointment in 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 for not providing PAN	Notes for not providing DIN
1	Mr.	Ashwin Kumar Kohari	ATPK7068M	00033730	Non-Executive - Non Independent Director	Chairperson related to Promoter	26-10-2017	-	-	1	1	1		
2	Mr.	Gaurav Shyamsukha	AA1PS0427J	01646181	Executive Director	Not Applicable	01-05-2016	-	-	1	3	0		
3	Mr.	Harsingh Shyamsukha	ALCP30397R	00033325	Non-Executive - Independent Director	Not Applicable	18-05-2017	-	-	1	0	0		
4	Mr.	Rakesh Khanna	AA0PK9771B	00040152	Non-Executive - Independent Director	Not Applicable	10-09-2014	-	54	2	4	2		
5	Mr.	Rohit Ashwin Kohari	AA0PK3694G	00054811	Non-Executive - Independent Director	Not Applicable	29-04-2006	-	-	0	0	0		
6	Mr.	Suresh Chandra Tapourah	ABSPT8756B	00372526	Executive - Independent Director	Not Applicable	10-09-2014	-	54	2	4	1		
7	Mr.	Vaishnava Vasudevan Sur	AAEPV4730A	00053859	Non-Executive - Independent Director	Not Applicable	28-05-2015	-	-	1	0	0		
8	Mrs.	Neelam Sampat	ACANV5294P	07093487	Non-Executive - Independent Director	Not Applicable	30-03-2015	30-03-2019	48	1	1	1		
9	Mr.	Ashok Shival Rupani	AA0PK0488E	00079574	Non-Executive - Independent Director	Not Applicable	30-06-2018	-	-	9	1	0		
10	Mr.	Vallabh Prasad Biyani	ACAPB6819N	00043358	Non-Executive - Independent Director	Not Applicable	27-12-2018	-	-	3	0	0		

¹PAN number of any director would not be displayed on the website of Stock Exchange

²To 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.



Annexure 1

II. Composition of Committees

Disclosure of notes on composition of committees explanatory
Is there any change in information of committees compare to previous quarter
Risk Management Committee is not applicable to Company

-

Yes

Audit Committee Details

Whether the Audit Committee has a Regular Chairperson :

Yes

Sr. No.	DIN Number	Name of Committee members	category 1 of Directors	Category 2 of Directors	Date of Appointment	Date of cessation	Remarks
1	00040152	Mr. Rakesh Khanna	Non-Executive - Independent Director	Chairperson	03-02-2005	-	The Date of Appointment refers to the original date of appointment of the Directors as the member/Chairman of the Committee.
2	00079574	Mr. Ashok Shival Rupani	Non-Executive - Independent Director	Member	30-06-2018	-	The Date of Appointment refers to the original date of appointment of the Directors as the member/Chairman of the Committee.
3	01646181	Mr. Gaurav Shyamsukha	Executive Director	Member	01-05-2013	-	The Date of Appointment refers to the original date of appointment of the Directors as the member/Chairman of the Committee.
4	00372526	Mr. Suresh Chandra Tapuriah	Non-Executive - Independent Director	Member	09-08-2010	-	The Date of Appointment refers to the original date of appointment of the Directors as the member/Chairman of the Committee.



Nomination and Remuneration Details

Whether the Nomination and Remuneration Committee has a Regular Chairperson :							Yes
Sr. No.	DIN Number	Name of Committee members	Category 1 of Directors	Category 2 of Directors	Date of Appointment	Date of cessation	Remarks
1	00079574	Mr. Ashok Shival Rupani	Non-Executive - Independent Director	Member	30-06-2018	-	The Date of Appointment refers to the original date of appointment of the Director as the member/ Chairman of the Committee.
2	00040152	Mr. Rakesh Khanna	Non-Executive - Independent Director	Chairperson	15-05-2014	-	The Date of Appointment refers to the original date of appointment of the Director as the member/ Chairman of the Committee.
3	00372526	Mr. Suresh Chandra Tapuriah	Non-Executive - Independent Director	Member	18-04-2018	-	The Date of Appointment refers to the original date of appointment of the Director as the member/ Chairman of the Committee.

Stakeholders Relationship Committee

Whether the Stakeholders Relationship Committee has a Regular Chairperson :							Yes
Sr. No.	DIN Number	Name of Committee members	Category 1 of Directors	Category 2 of Directors	Date of Appointment	Date of cessation	Remarks
1	01646181	Mr. Gaurav Shyamsukha	Executive Director	Member	15-05-2014	-	The Date of Appointment refers to the original date of appointment of the Directors as the member/ Chairman of the Committee.
2	00040152	Mr. Rakesh Khanna	Non-Executive - Independent Director	Member	15-05-2014	-	The Date of Appointment refers to the original date of appointment of the Directors as the member/ Chairman of the Committee.
3	00372526	Mr. Suresh Chandra Tapuriah	Non-Executive - Independent Director	Chairperson	15-05-2014	-	The Date of Appointment refers to the original date of appointment of the Directors as the member/ Chairman of the Committee.



Corporate Social Responsibility Committee

Whether the Corporate Social Responsibility Committee has a Regular Chairperson :

Yes

Sr. No.	DIN Number	Name of Committee members	Category 1 of Directors	Category 2 of Directors	Date of Appointment	Date of cessation	Remarks
1	01646181	Mr. Gaurav Siyamsukha	Executive Director	Member	10-11-2014	-	The Date of Appointment refers to the original date of appointment of the Directors as the member/ Chairman of the Committee.
2	00040152	Mr. Rakesh Khanna	Non-Executive - Independent Director	Member	10-11-2014	-	The Date of Appointment refers to the original date of appointment of the Directors as the member/ Chairman of the Committee.
3	00372526	Mr. Suresh Chandra Tapuriah	Non-Executive - Independent Director	Chairperson	10-11-2014	-	The Date of Appointment refers to the original date of appointment of the Directors as the member/ Chairman of the Committee.



Annexure 1

Annexure 1

III. Meeting of Board of Directors

Please note that Circular resolution was passed by the Board of Directors on 27th December, 2018 and by Nomination and Remuneration Committee on 20th December, 2018 for appointment of Mr. Vallabh Prasab Biyani.

Sr. No.	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)	Notes for providing Date
1	01-11-2018	-	-	95
2	-	05-02-2019	-	



Annexure 1

IV. Meeting of the Committees

Disclosure of notes on meeting of committees explanatory

Circular resolution was passed by the Board of Directors on 27th December, 2018 and by Nomination and Remuneration Committee on 20th December, 2018 for appointment of Mr. Vallabh Prasab Biyani.

Sr. No.	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	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	Reason for not providing date
1	Audit Committee	05-02-2019	Yes	4	01-11-2018	95		
2	Nomination and Remuneration Committee	05-02-2019	Yes	3				No meeting of Nomination and Remuneration Committee was held in the previous quarter and thus date is not provided. However please note that circular resolution was passed on 20th December, 2018.

Annexure 1

V. Related Party Transactions

Sr. No.	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	NA	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	



Annexure 1		
VI. Affirmations		
Sr. No.	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
9	Any comments/observations/advice of Board of Directors may be mentioned here:	The Corporate Governance Report for December, 2018 was placed before the Board of Directors at their meeting held on 5th February, 2019. No observations were received by the Board. This Report will be placed before the Board at the next Board Meeting. Mrs. Neelam Sampat, Independent Director of the Company has resigned from the Board of Company from the close of business hours of 30th March, 2019.

Annexure 1		
1	Name of signatory	Ms. Dipyanti Kanojia
2	Designation	Company Secretary




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

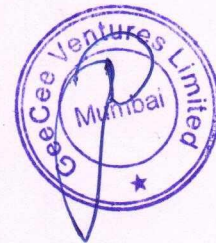
Sr. No.	Item	Compliance Status (Yes/No/NA)	If status is "No" details of non-compliance may be given here	Web address
1	Details of business	Yes		https://www.geeceeventures.com/businessoverview/business-overview.aspx
2	Terms and conditions of appointment of independent directors	Yes		https://www.geeceeventures.com/uploads/Investorrelations/pdfs/terms-and-conditions-of-independentdirector-342.pdf
3	Composition of various committees of board of directors	Yes		https://www.geeceeventures.com/geecee-venturesltd/committees-board.aspx
4	Code of conduct of board of directors and senior management personnel	Yes		https://www.geeceeventures.com/uploads/Investorrelations/pdfs/code-of-conduct_2014-38.pdf
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		https://www.geeceeventures.com/uploads/Investorrelations/pdfs/whistle-blower-policy-42.pdf
6	Criteria of making payments to non-executive directors	Yes		https://www.geeceeventures.com/uploads/Investorrelations/pdfs/nomination-and-remuneration-policy-137.pdf
7	Policy on dealing with related party transactions	Yes		https://www.geeceeventures.com/uploads/Investorrelations/pdfs/related-party-transaction-policy-wef-23rdmay-2018-309.pdf
8	Policy for determining 'material' subsidiaries	Yes		https://www.geeceeventures.com/uploads/Investorrelations/pdfs/policy-for-determining-aterialsubsidary-40.pdf
9	Details of familiarization programmes imparted to independent directors	Yes		https://www.geeceeventures.com/investorrelation/familiarisation-programme-to-independentdirectors.Aspx
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		https://www.geeceeventures.com/investorrelations/investor-relations.aspx
11	email address for grievance redressal and other relevant details	Yes		https://www.geeceeventures.com/investorrelations/investor-relations.aspx
12	Financial results	Yes		https://www.geeceeventures.com/investorrelation/financial-results-and-annualreport.Aspx
13	Shareholding Pattern	Yes		https://www.geeceeventures.com/investorrelation/share-holding-pattern.aspx
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	NA		



Annexure II

II Annual Affirmations

Sr. No.	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	
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) & 19 (2)	Yes	
15	Composition of Stakeholder Relationship Committee	20(1) & 20(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)	NA	
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)	Yes	
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		
1	Name of signatory	Ms. Dipyanti Kanojia
2	Designation	Company Secretary

Annexure II		
III. Affirmations		
Sr. No.	Particulars	Compliance Status
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
2	Any other information to be provided	Please note that as at 31st March, 2019 there are "no" subsidiaries of the Company which are material as per Reg.16(1)(c) of the SEBI LODR Reg. 2015. However the Company has complied with the Reg.24(2),(3),(4),(5) &(6) of the SEBI LODR Reg. 2015 with respect to all the unlisted subsidiaries wherever applicable. The Company also has material subsidiary policy in place approved by the Board of Directors.

Annexure II		
1	Name of signatory	Ms. Dipyanti Kanojia
2	Designation	Company Secretary

Signatory Details	
Name of signatory	Ms. Dipyanti Kanojia
Designation of person	Company Secretary
Place	Mumbai
Date	09-04-2019