



04th July, 2017

The Manager
Corporate Relationship Department
Bombay Stock Exchange Limited
Floor 25, Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai – 400 001

BSE Scrip Code- 533267

Fax No.: 022-2272 3121/1278/1557/3354

The Manager
Listing Department
National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex
Bandra (East)
Mumbai - 400 051

NSE Scrip Symbol: CANTABIL and Series: EQ
Fax No.: 022-26598237/38

Sub: Quarterly Compliance Report on Corporate Governance for the quarter ended 30th June 2017

Dear Sir,

Pursuant to the Regulation 27(2) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), we hereby file the Compliance Report on Corporate Governance for the quarter ended 30th June, 2017 in the prescribed format, for your kind information and records.

Request you to please take on records.

Thanking you,

Yours Sincerely,
For Cantabil Retail India Limited


(Poonam Chahal)
Company Secretary cum Compliance Officer



M. No. A22574
Encl.: As above

CANTABIL RETAIL INDIA LTD.

ANNEXURE I

Quarterly Compliance Report on Corporate Governance under Regulation 27(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations")

Name of the Company : Cantabil Retail India Limited
Quarter ending on : 30th June 2017

I. Composition of Board of Directors

Title (Mr/Mrs)	Name of the Director	PAN ^s & DIN	Category (Chairperson/ Executive/ Non-Executive/ Independent/ Nominee) ^a	Date of Appointment in the current term/cessation	Tenure [*]	No. of Directorship in listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulations)	No. of memberships in Audit/ Stakeholder Relationship Committee(s) including this listed entity (Refer Regulation 26(1) of Listed Regulations)	No. of post of Chairperson in Audit/ Stakeholder Relationship Committee(s) including this listed entity (Refer Regulation 26(1) of Listed Regulations)
Mr.	VIJAY BANSAL	AHJPB3075C & 01110877	Chairperson	01/04/2015	3	1	2	Nil
Mr.	ARUN KUMAR ROOPANWAL	AAPPR5252A & 00406817	Independent Director	30/09/2014	5	1	2	Nil
Mr.	BASANT GOYAL	AHNPG0909Q & 07659491	Executive Director	01/12/2016	3	1	Nil	Nil
Mr.	DEEPAK BANSAL	AFXPB6400M & 01111104	Executive Director	01/04/2015	3	1	Nil	Nil
Mr.	LALIT KUMAR	AAEPK1207H & 00025150	Independent Director	30/09/2014	5	1	2	2
Mrs.	RENU JAGDISH	AARPJ0177E & 06971367	Independent Director	30/09/2014	5	1	Nil	Nil

^a PAN number of any Director would not be displayed on the Stock Exchange

& Category of directors 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.

II. Composition of Committees

Name of Committee	Name of Committee members	Category(Chairperson/Executive/Non-Executive/Independent/Nominee)
1. Audit Committee	Mr. Lalit Kumar Mr. Vijay Bansal Dr. Arun Kumar Roopanwal	Chairperson Executive Director Independent Director
2. Nomination & Remuneration Committee	Mr. Lalit Kumar Dr. Arun Kumar Roopanwal Mrs. Renu Jagdish	Chairperson Independent Director Independent Director
3. Stakeholders Relationship Committee	Mr. Lalit Kumar Mr. Vijay Bansal Dr. Arun Kumar Roopanwal	Chairperson Executive Director Independent Director

& Category of directors means executive/non-executive/ independent/Nominee. If a director fits into more than one category write all categories separating them with hyphen

III. Meeting of Board of Directors

Date of Meeting (if any) in the previous quarter	Date(s) of Meeting of the committee in the relevant quarter	Maximum Gap between any two consecutive meetings in number of days
13.02.2017	26.05.2017	101 Days

IV. Meeting of Committees

Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meeting s in number of days*
26.05.2017 (Audit Committee)	Yes	13.02.2017	101 Days
27.04.2017 (Stakeholder and Relationship Committee)	Yes	13.02.2017	72 days

*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)
Whether prior approval of audit committee obtain	Yes
Whether shareholder approval obtained for material RPT	NA
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by audit Committee	Yes

Pursuant to Regulation 27(2)(b) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby inform that no material related party transaction was entered into by the Company during the quarter under review.

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.
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 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**
 - b. Nomination & Remuneration Committee **Yes**
 - c. Stakeholders Relationship Committee **Yes**
 - d. Risk Management Committee (applicable to top 100 listed entities) **NA**
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. **Yes**
4. The meetings of the board of directors and above committee have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015. **Yes**
5. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. **Yes** Any comments/ observations/ advice of Board of Directors may be mentioned here: **None**

**Name & Designation**

Poonam Chahal

Company Secretary & Compliance officer