



# Beeyu Overseas Ltd.

**Registered Office :**  
Fulhara (Bhimgachh), P.O. Ramganj  
Block - Islampur, Dist. Uttar Dinajpur  
Pin - 733 207 (West Bengal)

**Corporate Office & Correspondence Address :**  
'Beeyu House', 64A, Ballygunge Circular Road  
Kolkata - 700 019  
Phone : 2248-4787  
E-mail ID : info@beeyuoverseas.in  
Website : www.beeyuoverseas.in

CIN: L51109WB1993PLC057984

Dated: 09.10.2015

## **BSE LIMITED**

Phiroze Jeejeebhoy Towers  
25<sup>th</sup> Floor  
Dalal Street, Fort  
Mumbai - 400 001

Dear Sir,

**Sub: Corporate Governance Report for the quarter ended 30<sup>th</sup> September, 2015**

Please find enclosed herewith the Corporate Governance Report for the quarter ended 30<sup>th</sup> September, 2015, pursuant to Clause 49 of the Listing Agreement with the Stock Exchange(s).

Thanking you,

Yours faithfully,  
For **BEEYU OVERSEAS LIMITED**

*HP Thacker*

**Hemant Premji Thacker**  
**Executive Director**  
**DIN: 01662072**

Encl: as above

# Quarterly Compliance Report On Corporate Governance

Name of the Company : Beeyu Overseas Limited

Quarter ending on : 30<sup>th</sup> September, 2015

Particulars		Clause of Listing Agreement	Compliance Status Yes / No	Remarks
<b>II.</b>	<b>Board of Directors</b>	49(II)		
(A)	Composition of Board	49(IIA)	Yes	Total strength of the Board is 4 of which 3 are Non Executive Directors and 1 Executive Director. The Board has 3 Independent Directors out of which 1 Non Executive Woman Independent Director and 2 are Non- Executive Independent.
(B)	Independent Directors	49(IIB)	Yes	3 Independent Directors are on the Board of the Company
(C)	Non-Executive Directors' compensation & disclosures	49(IIC)	Yes	The Independent Directors do not have any material pecuniary relationships or transactions with the Company.
(D)	Other provisions as to Board and Committees	49(IID)	Yes	The Company holds a minimum of 4 Board Meetings in a year and the maximum time gap between two meetings is not more than 120 days.
(E)	Code of Conduct	49 (IIE)	Yes	Code of Conduct duly approved by the Board has been made applicable & has also been uploaded on the website of the Company .
(F)	Whistle Blower Policy	49(IIF)	Yes	The Company has established a Vigil Mechanism / Whistle Blower Policy. It has also been uploaded on the website of the Company .
<b>III.</b>	<b>Audit Committee</b>	49(III)		
(A)	Qualified & Independent Audit Committee	49(IIIA)	Yes	Committee consists of 4 members. The Chairman of the committee is Independent Director .All the Members of the Committee are financially literate
(B)	Meeting of Audit Committee	49(IIIB)	Yes	Atleast four meetings are held in a year and time gap between the meetings is not more than 4 months. Normally all Independent members attend the meetings.
(C)	Powers of Audit Committee	49(IIIC)	Yes	Includes the Matters referred to in this Clause and Section 177 of the Companies Act,2013
(D)	Role of Audit Committee	49(IIID)	Yes	Includes the Matters referred to in this Clause and Section 177 of the Companies Act,2013
(E)	Review of Information by Audit Committee	49(IIIE)	Yes	The relevant informations referred to in this Clause is submitted to the Audit Committee for their review on an ongoing basis.



IV.	<b>Nomination and Remuneration Committee</b>	49 (IV)	Yes	Committee consists of 3 members out of which 2 are Independent Directors
V.	<b>Subsidiary Companies</b>	49(V)	Yes	The Company has no subsidiary company.
VI.	<b>Risk Management</b>	49 (VI)	N.A	As per Cir no CIR/CFD/POLICY CELL/7/2014 dated 15.9.2014 the formation of Risk Management Committee is not applicable to our company. The Company has risk management framework which provides for review of the risk –assessment & mitigation procedure.
VII.	<b>Related Party Transactions</b>	49 (VII)	Yes	Related Party Transaction Policy is in place which is uploaded on the website of the Company.
VIII.	<b>Disclosures</b>	49(VIII)		
(A)	Related party transactions	49 (VIII A)	Yes	There is no Material Transactions with related parties during the quarter ended 30.09.2015
(B)	Disclosure of Accounting Treatment	49 (VIII B)	Yes	Applicable Accounting Standards are being complied with on a continual basis and due disclosures is made in the Annual Report.
(C)	Remuneration of Directors	49 (VIII C)	Yes	Complied in the Annual Report of 2014-15.
(D)	Management	49 (VIII D)	Yes	Complied in the Annual Report of 2014-15.
(E)	Shareholders	49 (VIII E)	Yes	All necessary information are uploaded on the Company's website as required. Stakeholders' Relationship Committee of the Company looks after the redressal of grievances of investors.
(I)	Proceeds from public issues, rights issue, preferential issues etc.	49(VIII I)	N.A	Company has not come out with any Public Issues, Rights Issue, Preferential Issues etc.
IX.	<b>CEO/CFO Certification</b>	49 (IX)	Yes	Certificate from Executive Director for the year ended 31 <sup>st</sup> March, 2015 was placed in the Board Meeting held on 14 <sup>th</sup> August, 2015.
X.	<b>Report on Corporate Governance</b>	49 (X)	Yes	Complied in the Annual Report of 2014-15.
XI.	<b>Compliance</b>	49 (XI)	Yes	Complied in the Annual Report of 2014-15.

For Beeyu Overseas Limited



Hemant Premji Thacker  
Whole-time Director  
(DIN: 01662072)