



Date: - 20th July, 2024

To,
The Secretary,
The Calcutta Stock Exchange Limited
7, Lyons Range,
Kolkata – 700 001

To,
Dy. General Manager,
Corporate Relationship Department,
BSE Limited,
P. J. Tower,
Mumbai – 400 001

**Sub: Compliance Report on Corporate Governance
for the 01st quarter ended June 30, 2024
Scrip Code: 15091 (CSE) & 532444 (BSE)**

Dear Sir/Madam,

We attach herewith the quarterly compliance report on Corporate Governance as per Regulation 27(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in the format (**Annexure I**) for the 01st quarter ended June 30, 2024.

The above reports shall be placed before the Board of Directors in its forthcoming meeting.

Please acknowledge the receipt of the same and take on record.

Yours faithfully,

For T. Spiritual World Limited

Nikita Roy
Company Secretary cum
Compliance Officer
M. No. A45347



Encl.: As above

ANNEXURE I

Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity : T. Spiritual World Limited

2. Quarter ending : 30th June, 2024

| I. Composition of Board of Directors | | | | | | | | | | | | |
|---|------------------------|----------------------------------|---|-----------------------------|------------------------|-------------------|------------------------------|---------------|--|---|--|---|
| Title (Mr. / Ms) | Name of the Director | PAN \$ & DIN | Category (Chairperson/ Executive/Non - Executive / Independent / & Nominee) | Initial Date of Appointment | Date of Re-appointment | Date of cessation | Tenure* (in months and days) | Date of Birth | No of Directorship in listed entities including this listed entity (Refer Regulation 17 A (1) of Listing Regulations) | No of Independent Directorship in listed entities including this listed entity [In reference to proviso to regulation 17A(1)] | 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) |
| Mr. | Netra Bahadur Ranabhat | PAN: BGLPR4114A DIN: 06716666 | Managing Director@ | 19/08/2022 | 27/05/2024 | | - | 22/06/1975 | 1 | 0 | 0 | 0 |
| Mrs. | Priti Abhay Vakhare | PAN: ASRPK9101H DIN: 09048290 | Non-Executive – Independent Director / Chairperson | 04-02-2021 | | | 40.28 | 05/09/1982 | 2 | 2 | 4 | 2 |
| Mr. | Biswajit Barua | PAN: AXVPB8032B DIN: 06992250 | Non-Executive Independent Director | 24/07/2023 | | | 11.08 | 25/01/1977 | 3 | 3 | 6 | 4 |
| Mr. | Kundan Kumar Mishra | PAN: AXTPM4565E DIN: 07207800 | Non-Executive Independent Director | 12/08/2020 | | 26/06/2024 | 46.16 | 07/02/1988 | NA | NA | NA | NA |
| Mr. | Sanjoy Kumar Basu | PAN: BBRPB2936H DIN: 10172874 | Non-Executive Director (Additional) | 26/06/2024 | | | NA | 02/11/1976 | 2 | 0 | 4 | 0 |
| Mrs. | Sushma Rana | PAN: AZFPR9319H | Chief Finance Officer | 15/04/2019 | | | NA | 08/04/1978 | NA | NA | NA | NA |
| Ms. | Nikita Roy | PAN: BYPPR1455Q | Company Secretary | 26/12/2018 | | | NA | 01/08/1991 | NA | NA | NA | NA |
| Mr. | Netra Bahadur Ranabhat | PAN: BGLPR4114A DIN: 06716666 | Chief Executive Officer@ | 27/05/2024 | | | - | 22/06/1975 | 1 | 0 | 0 | 0 |
| Whether Regular chairperson appointed | | | | | Yes | | | | | | | |
| Whether Chairperson is related to managing director or CEO | | | | | No | | | | | | | |
| <p>^{\$}PAN of any director would not be displayed on the website of Stock Exchange</p> <p>& 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</p> <p>* 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.</p> <p>@Change in designation of Mr. Netra Bahadur Ranabhat from Whole Time Director to Managing Director and Chief Executive Officer w.e.f. 27/05/2024</p> | | | | | | | | | | | | |



| II. Composition of Committees | | | | | |
|---|--|----------------------------------|--|----------------------------|--------------------------|
| <i>Name of Committee</i> | <i>Whether Regular chairperson appointed</i> | <i>Name of Committee members</i> | <i>Category (Chairperson/Executive/Non-Executive/independent/Nominee) \$</i> | <i>Date of Appointment</i> | <i>Date of Cessation</i> |
| 1. Audit Committee | Yes | Mr. Biswajit Barua | Chairperson /Non Executive - Independent Director | 24/07/2023 | |
| | | Mrs. Priti Abhay Vakhare | Non-Executive Independent Director | 04/02/2021 | |
| | | Mr. Kundan Kumar Mishra | Non-Executive Independent Director | 09/11/2020 | 26/06/2024 |
| | | Mr. Sanjoy Kumar Basu | Non-Executive Director | 26/06/2024 | |
| 2. Nomination & Remuneration Committee | Yes | Mr. Biswajit Barua | Chairperson /Non Executive - Independent Director | 24/07/2023 | |
| | | Mrs. Priti Abhay Vakhare | Non-Executive Independent Director | 04/02/2021 | |
| | | Mr. Kundan Kumar Mishra | Non-Executive Independent Director | 09/11/2020 | 26/06/2024 |
| | | Mr. Sanjoy Kumar Basu | Non-Executive Director | 26/06/2024 | |
| 3. Risk Management Committee(if applicable) | Yes | Mr. Biswajit Barua | Chairperson /Non Executive - Independent Director | 24/07/2023 | |
| | | Mrs. Priti Abhay Vakhare | Non-Executive Independent Director | 04/02/2021 | |
| | | Mr. Kundan Kumar Mishra | Non-Executive Independent Director | 09/11/2020 | 26/06/2024 |
| | | Mr. Sanjoy Kumar Basu | Non-Executive Director | 26/06/2024 | |
| 4. Stakeholders Relationship Committee | Yes | Mr. Biswajit Barua | Chairperson /Non Executive - Independent Director | 24/07/2023 | |
| | | Mrs. Priti Abhay Vakhare | Non-Executive Independent Director | 04/02/2021 | |
| | | Mr. Kundan Kumar Mishra | Non-Executive Independent Director | 09/11/2020 | 26/06/2024 |
| | | Mr. Sanjoy Kumar Basu | Non-Executive Director | 26/06/2024 | |

& 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 | | | | | |
|--|--|---|-------------------------------------|---|--|
| <i>Date(s) of Meeting (if any) in the previous quarter</i> | <i>Date(s) of Meeting (if any) in the relevant quarter</i> | <i>Whether requirement of Quorum met*</i> | <i>Number of Directors present*</i> | <i>Number of independent directors present*</i> | <i>Maximum gap between any two consecutive (in number of days)</i> |
| February 06, 2024 | | Yes | 4 | 3 | |
| | May 27, 2024 | Yes | 4 | 3 | 110 Days |
| | June 26, 2024 | Yes | 4 | 3 | 29 Days |

* to be filled in only for the current quarter meetings

| IV. Meeting of Committees | | | | | |
|--|---|-------------------------------------|---|--|--|
| <i>Date(s) of meeting of the committee in the relevant quarter</i> | <i>Whether requirement of Quorum met (details)*</i> | <i>Number of Directors present*</i> | <i>Number of independent directors present*</i> | <i>Date(s) of meeting of the committee in the previous quarter</i> | <i>Maximum gap between any two consecutive meetings in number of days*</i> |
| Audit Committee May 27, 2024 | Yes – All Members Present | 3 | 3 | February 06, 2024 | 110 Days |
| Nomination & Remuneration Committee May 27, 2024 | Yes – All Members Present | 3 | 3 | Nil | NA |
| Nomination & Remuneration Committee June 26, 2024 | Yes – All Members Present | 3 | 3 | Nil | 29 Days |
| Risk Management Committee Nil | Yes – All Members Present | 3 | 3 | February 06, 2024 | NA |



* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional

**to be filled in only for the current quarter meetings

V. Related Party Transactions

| Subject | Compliance status (Yes/No/NA) refer note below |
|--|---|
| Whether prior approval of audit committee obtained | NA |
| Whether shareholder approval obtained for material RPT | NA |
| Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee | NA |

Note

- 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. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.
- If status is "No" details of non-compliance may be given here.

Details of Cyber Security Incidence

| | |
|---|----|
| Whether as per Regulation 27(2) (ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter | NO |
| Date of the event | NA |
| Brief details of the event | NA |

VI. Affirmations

- 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
 - Audit Committee
 - Nomination & remuneration committee
 - Stakeholders relationship committee
 - Risk management committee (applicable to the top 1000 listed entities)
- The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
- 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.
- This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of Board of Directors may be mentioned here:

For T. Spiritual World Limited

Nikita Roy

M. No. A45347

Company Secretary / Compliance Officer / ~~Managing Director~~ / ~~Whole Time Director~~ / CEO / CFO



Note: Information at Table I and II above need to be necessarily given in 1st quarter of each financial year. However if there is no change of information in subsequent quarter(s) of that financial year, this information may not be given by Listed entity and instead a statement "same as previous quarter" may be given.