



TRANS INDIA HOUSE IMPEX LIMITED

(Formerly known as IO System Limited)

CIN: L74110UP1987PLC008764

REGI. OFFICE: OFFICE NO. 1109, CORPORATE PARK TOWER, A/1, PLOT NO.7A/1, SECTOR 142, NOIDA, NOIDA Gautam Buddha Nagar UP 201301 IN

Corp. off.: B-1101, Titanium Square, B/H. Sarveshwar Tower, OPP. B .M.W. SHOW ROOM, THALTEJ AHMEDABAD 380054 GJ IN

Email: compliance@tihil.co.in; Tel +91-79-46008108, Website: www.tihil.co.in

17-04-2023

To,
The Corporate Relation Department
BSE Limited
P. J. Tower, Dalal Street,
Mumbai-400001

Kind Attn: Manager, Listing Department
Stock Code: 523752

Scrip ID: TIHIL

Dear Sir/ Madam,

Subject: Submission of Quarterly Compliance Report on Corporate Governance under regulation 27(2) of SEBI (LODR), 2015 for the Quarter and year ended on 31st Day of March, 2023

We herewith enclosing the Quarterly Compliance Report on Corporate Governance under regulation 27(2) of SEBI (LODR), 2015 for the Quarter and year ended on 31-03-2023.

Further, we have uploaded the Corporate Governance Compliance report in XBRL format on 17th day of April, 2023.

Kindly take the same on record.



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Thanking You!

Yours faithfully,
For Trans India House Impex Limited

Mrugesh Vyas
(Company Secretary)
ACS: 49190



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General information about company

Scrip code	523752
NSE Symbol	
MSEI Symbol	
ISIN	INE502D01011
Name of the entity	TRANS INDIA HOUSE IMPEX LIMITED
Date of start of financial year	01-04-2022
Date of end of financial year	31-03-2023
Reporting Quarter	Yearly
Date of Report	31-03-2023
Risk management committee	Not Applicable
Market Capitalisation as per immediate previous Financial Year	Any other



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Disclosure of notes on composition of board of directors explanatory		Add Notes																						
Whether the listed entity has a Regular Chairperson				Yes																				
Whether Chairperson is related to MD or CEO				No		Disqualification of Directors under section 164 of the Companies Act, 2013																		
Sr	Title (Mr/ Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status	Whether special resolution passed? (Refer Reg. 17(1A) of Listing Regulations)	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 25(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulations)	
Add		Delete																						
1	Mr	MAVANK SURESH DOLLY	AARPA6502D	89366175	Non-Executive - Non Independent Director	Chairperson		25-07-1992	No				Active	Yes	25-07-2022	20-04-2022	25-07-2022				1	0	1	1
2	Mr	MITESH SURENDRASINH RAJPUT	AQNPRL607K	06772154	Non-Executive - Non Independent Director	Not Applicable		14-05-1989	No				Active	Yes	25-07-2022	20-04-2022	25-07-2022				1	0	1	0
3	Mr	IRFAN QURESHI	AADPQ2530G	89494389	Non-Executive - Non Independent Director	Not Applicable		20-12-1984	No				Active	Yes	25-07-2022	20-04-2022	30-09-2022				1	0	1	0
4	Mr	ADITYA V PATEL	BRPP9780U	09121052	Non-Executive - Independent Director	Not Applicable		13-07-1993	No				Active	Yes	30-09-2022	12-08-2022	30-09-2022		60.00		0	1	1	0
5	Ms	INDHI BANSAL	UZEPP5499C	06993120	Non-Executive - Independent Director	Not Applicable		03-09-1992	No				Active	Yes	30-09-2022	12-08-2022	30-09-2022		60.00		0	1	1	0



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Audit Committee Details							
Whether the Audit Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	09366175	MAYANK SURESH JOLLY	Non-Executive - Non Independent Director	Chairperson	20-04-2022		<input type="button" value="Add Notes"/>
2	09121052	ADITYA V PATEL	Non-Executive - Independent Director	Member	12-08-2022		<input type="button" value="Add Notes"/>
3	09693120	NIDHI BANSAL	Non-Executive - Independent Director	Member	12-08-2022		<input type="button" value="Add Notes"/>
4	09494589	IRFAN QURESHI	Non-Executive - Non Independent Director	Member	20-04-2022		<input type="button" value="Add Notes"/>

Nomination and remuneration committee							
Whether the Nomination and remuneration committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	09366175	MAYANK SURESH JOLLY	Non-Executive - Non Independent Director	Chairperson	20-04-2022		<input type="button" value="Add Notes"/>
2	06772154	MITESH SURENDRASINH RAJPUT	Non-Executive - Non Independent Director	Member	20-04-2022		<input type="button" value="Add Notes"/>
3	09121052	ADITYA V PATEL	Non-Executive - Independent Director	Member	12-08-2022		<input type="button" value="Add Notes"/>
4	09693120	NIDHI BANSAL	Non-Executive - Independent Director	Member	12-08-2022		<input type="button" value="Add Notes"/>



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Stakeholders Relationship Committee							
Whether the Stakeholders Relationship Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	09366175	MAYANK SURESH JOLLY	Non-Executive - Non Independent Director	Chairperson	20-04-2022		Add Notes
2	09121052	ADITYA V PATEL	Non-Executive - Independent Director	Member	12-08-2022		Add Notes
3	09693120	NIDHI BANSAL	Non-Executive - Independent Director	Member	12-08-2022		Add Notes

III. Meeting of Board of Directors							
Disclosure of notes on meeting of board of directors explanatory				Add Notes			
Sr	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Number of Directors present* (All directors including Independent Director)	No. of Independent Directors attending the meeting*
Add Delete							
1	29-11-2022		Add Notes	Yes	5	5	2
2	27-01-2023	58	Add Notes	Yes	5	5	2
3	01-02-2023	4	Add Notes	Yes	5	5	2



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Annexure 1

IV. Meeting of Committees

Disclosure of notes on meeting of committees explanatory							Add Notes			
Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
Add		Delete								
1	Audit Committee	29-11-2022			Add Notes	Yes	4	4	2	0
2	Audit Committee	27-01-2023	58		Add Notes	Yes	4	4	2	0
3	Audit Committee	01-02-2023	4		Add Notes	Yes	4	4	2	0
4	Nomination and remuneration committee	29-11-2022			Add Notes	Yes	4	4	2	0
5	Nomination and remuneration committee	01-02-2023	63		Add Notes	Yes	4	4	2	0
6	Stakeholders Relationship Committee	29-11-2022			Add Notes	Yes	3	3	2	0
7	Stakeholders Relationship Committee	01-02-2023	63		Add Notes	Yes	3	3	2	0

Annexure 1

V. Related Party Transactions

Sr	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	



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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	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://tihil.co.in/discover-us/
2	Terms and conditions of appointment of independent directors	Yes		https://tihil.co.in/policies-code-of-conduct/
3	Composition of various committees of board of directors	Yes		https://tihil.co.in/boards-committees/
4	Code of conduct of board of directors and senior management personnel	Yes		https://tihil.co.in/policies-code-of-conduct/
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		https://tihil.co.in/policies-code-of-conduct/
6	Criteria of making payments to non-executive directors	NA		
7	Policy on dealing with related party transactions	Yes		https://tihil.co.in/policies-code-of-conduct/
8	Policy for determining 'material' subsidiaries	NA		
9	Details of familiarization programmes imparted to independent directors	Yes		https://tihil.co.in/policies-code-of-conduct/
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		https://tihil.co.in/contact-us/
11	email address for grievance redressal and other relevant details	Yes		https://tihil.co.in/contact-us/
12	Financial results	Yes		https://tihil.co.in/financial-reporting/
13	Shareholding pattern	Yes		https://tihil.co.in/shareholding-pattern/
14	Details of agreements entered into with the media companies and/or their associates	NA		
15	Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or institutional investors simultaneously with submission to stock exchange	NA		
16	New name and the old name of the listed entity	Yes		https://tihil.co.in/discover-us/
17	Advertisements as per regulation 47 (1)	Yes		https://tihil.co.in/media-coverage/
18	Credit rating or revision in credit rating obtained	NA		
19	Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	NA		
20	Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes		https://tihil.co.in/
21	Materiality Policy as per Regulation 30	Yes		https://tihil.co.in/policies-code-of-conduct/
22	Dividend Distribution policy as per Regulation 43A (as applicable)	NA		
23	It is certified that these contents on the website of the listed entity are correct	Yes		https://tihil.co.in/



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Annexure 1

VI. Affirmations

Sr	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 1000 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



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Annexure II				
II. Annual Affirmations				
Sr	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), 17(1A) & 17(1B)	Yes	
3	Meeting of Board of directors	17(2)	Yes	
4	Quorum of Board meeting	17(2A)	Yes	
5	Review of Compliance Reports	17(3)	Yes	
6	Plans for orderly succession for appointments	17(4)	Yes	
7	Code of Conduct	17(5)	Yes	
8	Fees/compensation	17(6)	Yes	
9	Minimum Information	17(7)	Yes	
10	Compliance Certificate	17(8)	Yes	
11	Risk Assessment & Management	17(9)	Yes	
12	Performance Evaluation of Independent Directors	17(10)	Yes	
13	Recommendation of Board	17(11)	Yes	
14	Maximum number of Directorships	17A	Yes	
15	Composition of Audit Committee	18(1)	Yes	
16	Meeting of Audit Committee	18(2)	Yes	
17	Composition of nomination & remuneration committee	19(1) & (2)	Yes	
18	Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes	
19	Meeting of Nomination and Remuneration Committee	19(3A)	Yes	
20	Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	Yes	
21	Meeting of Stakeholders Relationship Committee	20(3A)	Yes	
22	Composition and role of risk management committee	21(1),(2),(3),(4)	NA	
23	Meeting of Risk Management Committee	21(3A)	NA	
24	Vigil Mechanism	22	Yes	
25	Policy for related party Transaction	23(1),(1A),(5),(6),(7) & (8)	Yes	
26	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
27	Approval for material related party transactions	23(4)	Yes	
28	Disclosure of related party transactions on consolidated basis	23(9)	Yes	
29	Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA	
30	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	NA	
31	Annual Secretarial Compliance Report	24(A)	Yes	
32	Alternate Director to Independent Director	25(1)	NA	
33	Maximum Tenure	25(2)	Yes	
34	Meeting of independent directors	25(3) & (4)	Yes	
35	Familiarization of independent directors	25(7)	Yes	
36	Declaration from Independent Director	25(8) & (9)	Yes	
37	D & O Insurance for Independent Directors	25(10)	NA	
38	Memberships in Committees	26(1)	NA	
39	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
40	Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes	
41	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	



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Annexure II		
III. Affirmations		
Sr	Particulars	Compliance status (Yes/No/NA)
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
Any other information to be provided		Add Notes

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Next

Annexure II		
1	Name of signatory	MRUGESH VYAS
2	Designation	Company Secretary and Compliance Officer



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Additional Half yearly Disclosure			
Applicability of disclosure	Applicable		
Reason for Non Applicability	Add Notes		
I. Disclosure of Loans/ guarantees/comfort letters /securities etc.refer note below		The Figure should be mentioned in Actual INR only	
(A)Any loan or any other form of debt advanced by the listed entity directly or indirectly to			
Entity	Aggregate amount advanced during six months	Balance outstanding at the end of six months	
Promoter or any other entity controlled by them	0.00	0.00	
Promoter Group or any other entity controlled by them	0.00	0.00	
Directors (including relatives) or any other entity controlled by them	0.00	0.00	
KMPs or any other entity controlled by them	0.00	0.00	
(B) Any guarantee / comfort letter (by whatever name called) provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed By			
Entity	Type (guarantee, comfort letter etc.)	Aggregate amount of issuance during six months	Balance outstanding at the end of six months(taking into account any invocation)
Promoter or any other entity controlled by them		0	0.00
Promoter Group or any other entity controlled by them		0	0.00
Directors (including relatives) or any other entity controlled by them		0	0.00
KMPs or any other entity controlled by them		0	0.00
(C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by			
Entity	Type of security (cash, shares etc.)	Aggregate value of security provided during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them		0	0.00
Promoter Group or any other entity controlled by them		0	0.00
Directors (including relatives) or any other entity controlled by them		0	0.00
KMPs or any other entity controlled by them		0	0.00
(D) Additional Information			Add Notes
II. Affirmations			
Affirmations	Compliance Status	Company Remarks	
All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to	Yes	Add Notes	
Name	MANISHA RAJPUT		
Designation	CFO		
Place	AHMEDABAD		
Date	17-04-2023		



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Signatory Details

Name of signatory	MRUGESH VYAS
Designation of person	Company Secretary and Compliance Officer
Place	AHMEDABAD
Date	17-04-2023

Thanking You!
Yours faithfully,
For Trans India House Impex Limited

Mrugesh Vyas
(Company Secretary)
ACS: 49190