

Date: January 02, 2020

**To,
BSE Limited
Corporate Relation Department
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai- 400001**

Subject: Report on Corporate Governance for the third quarter ended on December 31, 2019 under Regulation 27(2) of the SEBI (LODR) Regulations, 2015.

Scrip Code: 514394

Dear Sir,

Please find enclosed herewith the third quarter ended on 31st December 2019 report on Corporate Governance in the prescribed format in compliance with Regulation 27(2) of the SEBI (LODR) Regulations, 2015.

We hope you will find the same in order and kindly take the information on records.

Thanking You

Yours Faithfully,

For ATLAS Jewellery India Limited



**(Chandan Mahapatra)
Company Secretary & CFO**

Encl: As Above

ANNEXURE I
**REPORT ON CORPORATE GOVERNANCE UNDER REGULATION 27(2) OF THE SEBI (LODR) REGULATIONS, 2015 FOR THE
 THIRD QUARTER ENDED DECEMBER 31, 2019**

1. Name of Listed Entity: ATLAS Jewellery India Limited
2. Quarter ending: December 31, 2019

I. COMPOSITION OF BOARD OF DIRECTORS

| Title (Mr./ Ms.) | Name of the Director | PAN ^S & DIN | Category (Chairperson /Executive/No n Executive/in dependent/Nominee) ^{&} | Date of Appointment in the current term /cessation | Tenure * (in months) | Number of Directorships in listed entities including this listed entity | Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity | Number of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity |
|------------------------|--------------------------------|-----------------------------------|--|---|-------------------------------|---|---|---|
| Mr. | Nanda Kumaran Puthezhath | PAN: ACCPP6546L DIN: 02547619 | Non Executive Chairperson | June 10, 2017 | - | 2 | 1 | Nil |
| Mr. | Mohandas K. | PAN: AAFPM3102N DIN: 07321049 | Independent | November 14, 2015 | 60 | 1 | 2 | 1 |
| Mr. | Sunil Kumar Gupta | PAN: ACTPG1025G DIN: 00797610 | Independent | November 14, 2015 | 60 | 1 | 2 | Nil |
| Ms. | Reema Jain | PAN: AGZPJ8875F DIN: 07234917 | Independent | April 23, 2016 | 60 | 1 | 2 | Nil |
| Mr. | Bashyakar Mattapalli | PAN: AAKPB1937H DIN: 06738582 | Independent | March 05, 2017 | 60 | 1 | 2 | 1 |
| Ms. | Mandira Mutum | PAN: BCAPM7402B DIN : 07747235 | Executive | June 10, 2017 | - | 1 | 1 | Nil |

^SPAN number of any director would not be displayed on the website of 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.

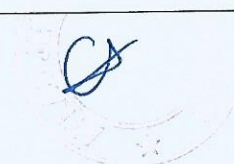
II. COMPOSITION OF COMMITTEES

| Name of Committee | Name of Committee members | Category (Chairperson/Executive/Non-Executive/independent/Nominee)& |
|--|---------------------------------|---|
| 1. Audit Committee | 1. Mr. Bashyakar Mattapalli | Chairperson-Independent |
| | 2 Mr. Mohandas K | Independent |
| | 3. Ms. Reema Jain | Independent |
| | 4. Mr. Sunil Kumar Gupta | Independent |
| | 5. Ms. Mandira Mutum | Executive |
| 2. Nomination & Remuneration Committee | 1. Ms. Reema Jain | Chairperson-Independent |
| | 2. Mr. Mohandas K | Independent |
| | 3. Mr. Sunil Kumar Gupta | Independent |
| | 4. Mr. Bashyakar Mattapalli | Independent |
| 3. Risk Management Committee | N.A. | N.A. |
| 4. Stakeholders Relationship Committee | 1. Mr. Mohandas K | Chairperson-Independent |
| | 2. Mr. Nanda Kumaran Puthezhath | Non-Executive-Non Independent |
| | 3. Mr. Sunil Kumar Gupta | Independent |
| | 4. Mr. Bashyakar Mattapalli | Independent |
| | 5. Ms. Reema Jain | Independent |

&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.

CS

| III. MEETING OF BOARD OF DIRECTORS | | | | |
|---|----------|---|---|---|
| Date(s) of Meeting (if any) in the previous quarter | | Date(s) of Meeting (if any) in the relevant quarter | Maximum gap between any two consecutive (in number of days) | |
| 12-08-19 | | 12-11-19 | 91 | |
| - | | - | - | |
| 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 meetings (in number of days*) |
| Audit Committee | 12-11-19 | Yes (3 member were present out of 5) | 12-08-19 | 91 |
| Nomination and Remuneration Committee | - | | - | - |
| Stakeholders relationship Committee | - | | - | - |
| * This information has to be mandatorily to be given for audit committee, for rest of the committees giving this information is optional. | | | | |



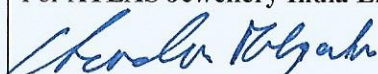
V. RELATED PARTY TRANSACTIONS

| Subject | Compliance status |
|---|-------------------|
| Whether prior approval of audit committee obtained. | N.A. |
| Whether shareholder approval obtained for material RPT. | N.A. |
| Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee. | N.A. |

VI. AFFIRMATIONS

1. The composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
2. The composition of the following committees is in terms of SEBI(Listing Obligations and Disclosure Requirements) Regulations, 2015:
 - a. Audit Committee
 - b. Nomination & remuneration committee
 - c. Stakeholders relationship committee
 - d. Risk Management Committee – Not Applicable
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.
4. 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.
5. This report will be placed before the Board of Directors in its upcoming Board Meeting. The report submitted in the previous quarter has been placed before Board of Directors in its Board Meeting held on November 12, 2019 and no comments/observations/advice has been given by the Board of Director on the same.

For ATLAS Jewellery India Limited


(Chandan Mahapatra)
Company Secretary & CFO