



SCANDENT IMAGING LIMITED

[Formerly known as, COUNT N DENIER (INDIA) LIMITED]

CIN NO: L93000MH1994PLC080842

Regd Address: Ground Floor, Shop No.12, Tardeo AC Market Building,
Tardeo Road, Mumbai - 400034. • Tel.: 022 23516221

Email : csscandent@gmail.com; scandentimaging@gmail.com Web: www.scandent.in

8th July, 2016

To

BSE Limited

Department of Corporate Services

Phiroze Jeejeebhoy Towers

Dalal Street, Fort,

Mumbai- 400 001

Sub: Submission of Corporate Governance Report for the quarter ended 30th June, 2016:

Please find attached herewith Corporate Governance Report for the quarter ended 30th June, 2016 pursuant to Regulation 27(2) of SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015 in the format specified (Annexure I).

Kindly take the above documents in your record.

Thanking you

Yours faithfully

For Scandent Imaging Limited

Gautam Mohan Deshpande
Managing Director



Encl. as above



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ANNEXURE I

Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity - Scandent Imaging Limited
2. Quarter ending – June 30, 2016

I. Composition of Board of Directors

Title (Mr./Ms)	Name of the Director	PAN & DIN	Category (Chairperson/Executive/Non-Executive/independent/Nominee) &	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 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.	Gautam Mohan Deshpande	AFVPD7782E00975368	Chairperson - Executive	01/02/2016	-	1	1	0
Ms.	Sowmya Gautam Deshpande	AHAPD5607K00705918	Executive	17/06/2015	-	1	0	0
Mr.	Rajnish Kumar Pandey	AIHPP3515E01096119	Non Executive-Independent	29/09/2014 (Original date of Appointment – 19/03/2013)	5 Years	1	2	2
Mr.	Mohan Shankaranarayan Vaidyanathan	AABPM7731P06640359	Non Executive-Independent	30/09/2015 (Original date of Appointment – 13/08/2013)	1 Year	1	2	0
Mr.	Ajit Gopal Shetty	AFZPS2110M06723925	Non Executive-Independent	30/09/2015 (Original date of Appointment – 29/10/2013)	1 Year	1	2	0

^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





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II. Composition of Committees		
<i>Name of Committee</i>	<i>Name of Committee members</i>	<i>Category (Chairperson /Executive /Non-Executive /independent /Nominee)^S</i>
1. Audit Committee	Mr. Rajnish Kumar Pandey	Chairperson – Non Executive - Independent
	Mr. Gautam Mohan Deshpande	Executive
	Mr. Mohan Shankaranarayan Vaidyanathan	Non Executive - Independent
	Mr. Ajit Gopal Shetty	Non Executive - Independent
2. Nomination & Remuneration Committee	Mr. Mohan Shankaranarayan Vaidyanathan	Chairperson – Non Executive - Independent
	Mr. Rajnish Kumar Pandey	Non Executive - Independent
	Mr. Ajit Gopal Shetty	Non Executive - Independent
3. Risk Management Committee (if applicable)	Mr. Gautam Mohan Deshpande	Chairperson - Executive
	Mr. Rajnish Kumar Pandey	Non Executive - Independent
	Mr. Mohan Shankaranarayan Vaidyanathan	Non Executive - Independent
4. Stakeholders Relationship Committee ⁷	Mr. Rajnish Kumar Pandey	Chairperson – Non Executive - Independent
	Mr. Mohan Shankaranarayan Vaidyanathan	Non Executive - Independent
	Mr. Ajit Gopal Shetty	Non Executive - Independent

^SCategory 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>Maximum gap between any two consecutive (in number of days)</i>
09/02/2016 20/02/2016	28/05/2016	98 days

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>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>

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Audit Committee			
28/05/2016	Yes – All members present	09/02/2016	110days
Nomination & Remuneration Committee			
28/05/2016	Yes – All members present	09/02/2016 20/02/2016	98 days
Stakeholders Relationship Committee			
28/05/2016	Yes – All members present	09/02/2016	110days
Risk Management Committee			
-	-	-	-

* 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)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

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. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." 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.





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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 (applicable to the top 100 listed entities)
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 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: - This report will be placed at the ensuing Board Meeting.

Gautam Mohan Deshpande
Managing Director



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.