

Annexure 'III' to the Directors' Report

REPORT ON CORPORATE GOVERNANCE**1. Company's Philosophy**

The Company's philosophy on Corporate Governance continues to apply best management practices, compliance of law in true letter and spirit, adherence to ethical standards for effective management and distribution of wealth and discharge of social responsibility for sustainable development of all stakeholders. Your Company makes best endeavor to implement the core values of transparency, accountability, independence, responsibility and fairness. in all facets of its operations. The Company continues to follow procedures and practices in conformity with the Code of Corporate Governance enshrined in the Listing Regulations.

The Report on Compliance of conditions of the Corporate Governance in accordance with Para C of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI LODR, 2015) amended to date read with relevant provision of the Companies Act, 2013 (the Act) & Rules framed thereunder, is given below.

2. Board of Directors of the Company**a) Composition of the Board :**

The Composition of the Board of Directors of the Company consists of qualified executive and non-executive Directors. The Board comprises of persons who have excelled in their respective areas and have good standing. All the Directors are above the age of 21 years.

The Board of Directors (Board) of the Company comprise as on 31st March, 2019 of the following :

Director's Name	Director's Category
Shri Santosh Kumar Jain	Managing Director, Executive
Shri Taposh Kumar Mullick**	Non-Executive - Independent Director
Shri Ramen Chatterjee	Non-Executive - Independent Director
Smt. Krishna Banerjee	Non-Executive Director
Shri Dinabandhu Ganguly *	Non-Executive Director

* Shri Dinabandhu Ganguly resigned w.e.f. 12th February, 2019 from directorship of the Company.

**Appointment of Shri Rajendra Kumar Parewa as Independent Director of the Company in place of Shri Taposh Kumar Mullick who resigned being Independent Director, with effect from 23th April, 2019.

Composition, Category, Directorship and Committee Membership in other Companies of the Board of the Company as on 31st March, 2019 have been as follows :

Director's Name	Director's Category	No. of Directorship in listed entities including Silicon Valley Infotech Limited (Refer Regulation 25(1) of Listing Regulations)	Total Number of Committee (a) Membership held in Public Limited Companies [including Silicon Valley Infotech Limited but excluding Private Limited Companies, Foreign Companies and Companies of Section 8 of the Companies Act, 2013 (the Act)]	No. of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including Silicon Valley Infotech Limited (Refer Regulation 26(1) of Listing Regulations)
Shri Santosh Kumar Jain	Managing Director, Executive	3	6	-
Shri Taposh Kumar Mullick**	Non-Executive - Independent Director	1	-	2
Shri Ramen Chatterjee	Non-Executive - Independent Director	1	2	-
Smt. Krishna Banerjee	Non-Executive Director	7	3	1
Shri Dinabandhu Ganguly *	Non-Executive Director	1	-	-

* Shri Dinabandhu Ganguly resigned w.e.f. 12th February, 2019 from directorship of the Company.

**Appointment of Shri Rajendra Kumar Parewa as Independent Director of the Company in place of Shri Taposh Kumar Mullick who resigned being Independent Director, with effect from 23th April, 2019.

a) Including Audit and Shareholder Committee

b) None of the Directors is related inter-se.

None of the Directors of the Company held office of Director in more than permissible number of Companies under Section 165 of the Act. Also, the Committee Chairpersonships/Memberships held are within limits laid down in Regulation 26(1) of SEBI LODR, 2015. Appointment of Non-Executive Director(s), save as otherwise expressly provided in the Act, have been made at the Company's General Meeting.

During Financial Year (FY) 2018-2019, 4 (four) meetings of the Board were held and details thereof are as follows :

Board Meeting dates	No. of Directors present
28th May, 2018	5
13th August, 2018	5
13th November, 2018	5
12th February, 2019	5

Gap between two Board Meetings did not exceed 120 days prescribed under Section 173(1) of the Act and Regulation 17 of the SEBI LODR, 2015.

Annual General Meeting of the Company was last held on Thursday, 27th September, 2018. Attendance of the Directors at Board Meetings and at AGM held during FY 2017-2018 has been as follows :

Name of the Director	No. of Board Meetings		Attendance at last AGM - held on 27th September, 2018
	Held	Attended	
Shri Santosh Kumar Jain - Managing Director	4	4	Yes
Shri Taposh Kumar Mullick**	4	4	Yes
Shri Ramen Chatterjee	4	4	Yes
Smt. Krishna Banerjee	4	4	Yes
Shri Dinabandhu Ganguly *	4	4	Yes

* Shri Dinabandhu Ganguly resigned w.e.f. 12th February, 2019 from directorship of the Company.

**Appointment of Shri Rajendra Kumar Parewa as Independent Director of the Company in place of Shri Taposh Kumar Mullick who resigned being Independent Director, with effect from 23th April, 2019.

Particulars of the Directors to be appointed/re-appointed at the ensuing Annual General Meeting pursuant to Regulation 36(3) of SEBI (LODR) Regulations, 2015 is given in the Notice of 36th Annual General Meeting of the Company.

b) Directors' membership in board/committees of other companies :

As per the Listing Regulations, no director can be a Member in more than 10 (ten) committees or act as chairman of more than 5 (five) committees across all companies in which he is a Director.

In terms of the Listing Regulations, none of the directors of your Company were Members in more than 10 (ten) committees nor acted as chairman of more than 5 (five) committees across all companies in which they were Directors.

c) Familiarization Programme for Independent Directors :

The Company familiarizes its Independent Directors with their roles, rights, responsibilities in the Company, nature of the industry in which the Company operates, business model of the Company, etc., through programme in compliance of Listing Regulations.

The Familiarisation programme for Independent Directors is disclosed on the Company's website at the following web link: www.siliconvalleyinfo.net .

d) Skill/Expertise/Competence of the Board of Directors of the Company :

	Commercial	Marketing	Financial	Communication
Skill/Expertise/Competence	✓	✓	✓	✓

e) Independent Directors' Meeting :

During the year under review, a separate meeting of Independent Directors of the Company, without the attendance of Non-Independent Directors and members of the Management, was held on 12th November, 2018 as required under Companies Act, 2013 and Listing Regulations. All Independent Directors were present at the meeting to review the performance of Non-Independent Directors and the Board as a whole, assess the quality, quantity and timeliness of flow of information between the Company Management and the Board that is necessary for the Board to effectively and reasonably perform their duties and discuss matters

pertaining to the Company's affairs and functioning of the Board and presented their views to the Managing Director for appropriate action.

3. BOARD COMMITTEES

The Company have three Board level Committees :

- Audit Committee
- Nomination and Remuneration Committee
- Stakeholders Relationship Committee

Terms of reference of the Board Committees are determined by the Board from time to time. Minutes of Board Committee Meetings are placed in subsequent Board Meetings for the information of the Board. Role & composition of these Committees and dates on which meeting thereof were held, attendance of Committee Members thereat, their role and responsibility etc are given below.

I) AUDIT COMMITTEE

a) Brief description of the terms of reference :

The terms of reference of the Audit Committee cover the matters specified under Part C of Schedule II of the SEBI (LODR) Regulations, 2015 and provisions of Section 177 of the Companies Act, 2013 read with The Companies (Meetings of Board and its Powers) Rules, 2014.

The Audit Committee reviews, acts and reports to the Board of Directors with respect to :

- a) the appointment of Statutory Auditors of the Company,
- b) review and approval of related party transactions,
- c) provide Board with additional assurance as to reliability of financial information and statutory financial statements and as to the adequacy of internal accounting and control systems,
- d) it acts as a link between the management, statutory auditors and the Board of Directors,
- e) Company's compliance with the legal and statutory requirements,
- f) Such other matters resulting from statutory amendments/modifications from time to time.

Explanation 1 : The term Related Party Transaction shall have the same meaning as provided in regulation 23 of SEBI (LODR) Regulations, 2015.

b) Composition, Name of members and Chairperson :

The Company has an Audit Committee comprising of following 1 (one) Executive & 2 (two) Non-Executive Independent Directors, all are financially literate and having accounting or related Financial Management expertise.

Director's Name	Position	No. of Meetings	
		Held	Attended
Shri Santosh Kumar Jain	Chairman	4	4
Shri Taposh Kumar Mullick**	Member	4	4
Shri Ramen Chatterjee	Member	4	4

**Appointment of Shri Rajendra Kumar Parewa as Independent Director of the Company in place of Shri Taposh Kumar Mullick who resigned being Independent Director, with effect from 23th April, 2019.

During the financial year 2018-2019, the Audit Committee met 4 (Four) times on 26th May, 2018, 11th August, 2018, 12th November, 2018 and 11th February, 2019.

II) NOMINATION AND REMUNERATION COMMITTEE**a) Brief description of the terms of reference :**

The terms of reference of the Nomination & Remuneration Committee cover the matters specified under Part D of Schedule II of the SEBI (LODR) Regulations, 2015 and provisions of Section 178 of the Companies Act, 2013. The Committee is primarily responsible for :

- a) Formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board of Directors a policy relating to, the remuneration of the directors, KMP and other employees.
- b) Formulate the criteria for performance evaluation of independent directors and the Board of directors.
- c) Devise a policy on Diversity of Board of Directors.
- d) Such other matters resulting from statutory amendments/modifications from time to time

The Company has adopted a Remuneration Policy for its Directors, Key Managerial Personnel and other employees. This Policy has also laid down the criteria for determining qualifications, positive attributes, independence of Director and Board diversity and criteria for evaluation of Board and individual Directors. Details of Remuneration Policy is provided in Para 4 (iv) and has also been uploaded on the website of the Company.

b) Composition, Name of members and Chairperson :

The Nomination & Remuneration Committee, presently, comprises of following 2 (two) Non-Executive Independent Directors & 1 (one) Non-Executive director. The Chairman of the Committee is an Independent Director. The following directors are the present Members of the Committee.

Director's Name	Position	No. of Meetings	
		Held	Attended
Shri Ramen Chatterjee	Chairman	2	2
Shri Taposh Kumar Mullick**	Member	2	2
Smt. Krishna Banerjee	Member	2	2

**Appointment of Shri Rajendra Kumar Parewa as Independent Director of the Company in place of Shri Taposh Kumar Mullick who resigned being Independent Director, with effect from 23th April, 2019.

During the financial year 2018-2019, the Nomination & Remuneration Committee met 2 (two) times on 11th August, 2018 & 11th February, 2019.

(iv) Criteria for selection and appointment of Directors and Remuneration Policy :**Preamble**

- The remuneration policy provides a framework for remuneration paid to the members of the Board of Directors (Board) and for Key Managerial Personnel (KMP) and other employees. The expression KMP shall have the same meaning as defined under Companies Act, 2013. This policy also provides a framework for identification of persons who are qualified to become directors and who may be appointed as senior management for recommendation of their appointment to the Board.

(iv) Criteria for selection and appointment of Directors and Remuneration Policy :**Preamble**

- The remuneration policy provides a framework for remuneration paid to the members of the Board of Directors (Board) and for Key Managerial Personnel (KMP) and other employees. The expression KMP shall have the same meaning as defined under Companies Act, 2013. This policy also provides a framework for identification of persons who are qualified to become directors and who may be appointed as senior management for recommendation of their appointment to the Board.
- This policy has been framed by the Nomination and Remuneration Committee of the Board of Directors and based on its recommendation, approved by the board of directors of the Company.
- The policy may be reviewed by the Nomination and Remuneration Committee of the Board of Directors.

Criteria for determining qualification

The Board may expect qualified directors to have ample experience and the highest level of personal and professional ethics, integrity and values. The Board shall also consider whether each director possesses the following :

- The highest level of personal and professional ethics, reputation, integrity and values;
- A person should possess adequate qualification, expertise and experience for the position he / she is considered for appointment. The Committee has discretion to decide whether qualification, expertise and experience possessed by a person is sufficient / satisfactory for the concerned position.
- The ability to exercise objectivity and independence in making informed business decisions;
- The willingness and commitment to devote extensive time necessary to fulfill his/her duties;
- The ability to communicate effectively and collaborate with other board members to contribute effectively to the diversity of perspectives that enhances Board and Committee deliberations, including a willingness to listen and respect the views of others;
- The skills, knowledge and expertise relevant to the Company's business.

Independence Review Criteria

Determination of director independence will be made by the Board for each director on an annual basis upon the recommendation of the Committee. Independent directors have three key roles, namely, governance, control and guidance. Some of the performance indicators, based on which the independent directors shall be evaluated are :-

- Independence from management.
- Independence from Promoter Group.
- No substantial shareholding.
- Ability to contribute to and monitor our corporate governance practices.
- Ability to contribute by introducing international best practices to address top management issues.
- Active participation in long term strategic planning.
- Commitment to the fulfilment of a director obligations and fiduciary responsibilities - this include participation and attendance.
- Other significant relationship which may cause a conflict of interest.

Principles of Remuneration

Company considers that the remuneration system is a key element in creating value. It thus has an advanced remuneration scheme based on the reciprocity of value for employees and for the Company in

line with the interests of shareholders. The Company's remuneration system is informed by the following principles :

- Long-term value creation.
- Remunerate achievement of results on the basis of prudent, responsible risk bearing.
- Attract and retain the best professionals.
- Reward the level of responsibility and professional path.
- Ensure equity in the Company and competitiveness outside it.
- Ensure transparency in its remuneration policy

Remuneration to Non-Executive Directors

Non Executive directors may be paid remuneration by way of sitting fees and reimbursement of expenses for participation in the Board and other meetings and such other payments as may be approved by the Board of Directors within the overall limits prescribed under the Companies Act, 2013 and The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 as amended from time to time.

Remuneration to Executive Directors

At the time of appointment or re-appointment, the Managing Director shall be paid such remuneration as may be mutually agreed between the Company and the Managing Director within the overall limits prescribed under the Companies Act, 2013. The remuneration shall be subject to the approval of the Members of the Company in General Meeting.

Remuneration to other Key Managerial Personnel excluding Executive Director & other employees

Other Key Managerial Personnel excluding Executive Director and other employees shall be paid such remuneration as per term and condition of appointment letter/contract within the range approved by and ratified by the Remuneration Committee. Annual increments effective 1st April each year, as recommended by the Remuneration Committee, shall be approved by the Board.

Evaluation of Individual Directors & Board

The Independent Directors shall have a separate meeting during the year without the attendance of Non-Independent Directors and members of management. All Independent Directors shall strive to be present at the meeting. The meeting shall review the performance of Non-Independent Directors and the Board as a whole. The meeting shall also review the performance of the Chairman, if any of the Company, taking into account the views of the Executive Directors and the Non-Executive Directors.

The performance evaluation of the Independent Directors shall be done by the entire Board, excluding the Director being evaluated. The performance evaluation of the Independent Directors and the Board as a whole shall be in context of the Company's performance and governance perspective.

Criteria for Performance Evaluation are as under :

For Board -

- degree of fulfillment of key responsibilities
- Composition
- Committees of Board
- Board & Committee Meetings
- Team work
- understanding the role
- effectiveness and quality of decision making

For Directors -

- attendance at the meeting

- participation and contribution
- responsibility towards Stakeholders
- compliance and governance
- maintaining confidentiality

In addition to the above Managing Director also being evaluated on -

- leadership
- relationships
- communication
- conduct of meeting
- utilization of resources

Committee -

- degree of fulfillment of key responsibilities
- adequacy of Committee composition
- relationship
- communication
- understanding of regulatory environment
- interaction with the Board

AMENDMENTS TO THIS POLICY

This Policy may be amended or substituted by Nomination & Remuneration Committee or by the Board as and when required and also by the Compliance Officer where there is any statutory changes necessitating the change in the policy.

III) STAKEHOLDERS RELATIONSHIP COMMITTEE

a) Brief description of the terms of reference :

The terms of reference of the Stakeholders Relationship Committee cover the matters specified under Part D of Schedule II of the SEBI (LODR) Regulations, 2015 and provisions of Section 178 of the Companies Act, 2013. The board of Directors of the Company has delegated the authority to approve transfer of shares to Stakeholders Relationship Committee of the Company. The Committee also monitors the implementation and compliance with the Company's Code of Conduct for prohibition of Insider Trading. The committee deals with the various matters relating to :

- a. Transfer of shares
- b. Transmission of shares
- c. Issuance of duplicate share certificates as and when required
- d. Shareholders' queries/complaints and its redressal as and when received
- e. Dematerialization/Rematerialization of shares
- f. Split/consolidation of shares
- g. Such other matters resulting from statutory amendments/modifications from time to time.

The Company has adopted the Code of Conduct for Prevention of Insider Trading, under the SEBI (Prohibition of Insider Trading) Regulations. The Code lays down guidelines for procedures to be followed and disclosures to be made while dealing with the shares of the Company by the directors and designated employees. Shri Santosh Kumar Jain, Managing Director has been appointed as the Compliance Officer for the implementation of and overseeing compliance with the Regulations and the Code across the Company.

The Company has also adopted the Code of Corporate Disclosure Practices for ensuring timely and adequate disclosure of Price Sensitive Information, as required under the Regulations.

(b) Composition, Name of members and Chairperson :

The Stakeholders Relationship Committee, presently, comprises of 2 (two) Non-Executive Independent Directors & 1(one) Executive Director. The following directors are the present Members of the Committee.

Director's Name	Position	No. of Meetings	
		Held	Attended
Shri Taposh Kumar Mullick**	Chairman	2	2
Shri Ramen Chatterjee	Member	2	2
Shri Santosh Kumar jain	Member	2	2

**Appointment of Shri Rajendra Kumar Parewa as Independent Director of the Company in place of Shri Taposh Kumar Mullick who resigned being Independent Director, with effect from 23th April, 2019.

During the financial year 2018-2019, the Stakeholders Relationship Committee met met 2 (two) times on 11th August, 2018 & 11th February, 2019.

c) Name and designation of compliance officer :

As per the requirements of the Listing Regulations, Miss Chandni Jain , Company Secretary & Compliance Officer w.e.f. 25.05.2019.

d) Status of complaints received from Shareholders/Investors is as follows :

Number of complaints pending as on 1st April, 2018	-
Number of complaints received during the year	-
Number of complaints resolved during the year	-
Number of complaints pending as on 31st March, 2019	-

There have been no material grievances raised and all items referred have been dealt with.

As on 31st March, 2019, there were no pending complaints.

4. GENERAL BODY MEETINGS**a) Location and Time of last three Annual General Meeting (AGM) :**

The location and time of the last three AGMs are as follows :

AGM	FY	Date	Time	Place
35th	2017-2018	Thursday, 27th September, 2018	10.30 AM	"Somani Conference Hall" Merchants' Chamber of Commerce, 15B, Hemanta Basu Sarani, Kolkata - 700 001
34th	2016-2017	Monday, 25th September, 2017	09.30 AM	
33rd	2015-2016	Friday, 30th September, 2016	09.30 AM	

No special resolution has been passed in the previous three AGMs.

b) Postal Ballot

No Special resolution was passed via postal ballot during the financial year.

5. MEANS OF COMMUNICATION**(i) Quarterly results :**

The Quarterly and Annual Results of the Company are communicated immediately to the stock exchanges upon conclusion of the Board Meeting convened to consider the same.

(ii) Newspapers wherein results are normally published :

The Financial Results of the Company are published in “Business Standard” and in “Su-Khabar”.

(iii) Any website, where displayed :

The Results are displayed on the Company’s web-site at www.siliconvalleyinfo.net

Full Annual Reports for the financial year 2018-2019, financial results, Shareholding pattern and other relevant information are also available on the website of the company in a user-friendly and downloadable form.

(iv) Official news releases and presentation to institutional investors/analysts :

During the year under review there were no such news releases and no presentation was made to institutional investor or to the analysts.

(v) SCORES

The Company has registered itself on SCORES and endeavors to resolve all investor complaints received through SCORES or otherwise within stipulated time period.

6. GENERAL SHAREHOLDER INFORMATION**(i) Date, Time, Venue of AGM :**

Date of AGM	25th September, 2019
Time	10.30 AM
Venue Financial Calendar 2019-2020 (tentative and subject to change)	<p>“Somani Conference Hall” Merchants Chamber of Commerce, 15B, Hemanta Basu Sarani, Kolkata - 700001</p> <ul style="list-style-type: none"> • Financial Year – April to March • First Quarter Results – by second week of August, 2019 • Second Quarter Results – by second week of November, 2019 • Third Quarter Results – by second week of February, 2020 • Audited Results for the year ending 31st March 2020 – by last week of May, 2020
Book Closure Period	Thursday, 19th September, 2019 to Wednesday 25th September, 2019 (both days inclusive).
Dividend Payment Date	No dividend has been recommended by the Board for the year under review.

(ii) Listing on Stock Exchanges :

Your Company's shares are listed on the following stock exchanges as on 31st March, 2019.

1. Bombay Stock Exchange Limited
Phiroze Jeejeebhoy Towers, Dalal Street,
Mumbai 400 001.
2. National Stock Exchange of India Limited
Exchange Plaza, 5th Floor , Plot No. C/1, G. Block,
BAndra-Kurla Complex , BAndra (E) , Mumbai-400051
3. The Calcutta Stock Exchange Limited
7, Lyons Range, Kolkata 700 001.

Listing fees for the financial year 2019-2020 have been paid to Stock Exchanges.

(iii) Stock Code :

Name of the Exchange	Code
Bombay Stock Exchange Limited	531738
National Stock Exchange of India Limited	PRASGLOFIN
The Calcutta Stock Exchange Limited	26161
International Securities Identification Number (ISIN)	INE913A01024
Depositories Connectivity	NSDL and CDSL

(iv) Address for correspondence :

Investors' correspondence may be addressed to :

Registered Office	The Compliance Officer Silicon Valley Infotech Limited 10, Princep Street, 2nd Floor Kolkata - 700 072. Phone : (033) 4002-2880 E-mail : info@siliconvalleyinfo.net / silivally@gmail.com Website : www.siliconvalleyinfo.net
Share Registrar and Transfer Agent	Maheshwari Datamatics Private Limited 23, R. N. Mukherjee Road, 5th Floor, Kolkata - 700 001. Tel No : (033) 2243-5029, 2248-2248 Fax No : (033) 2248-4787 E-mail : mdpldc@yahoo.com

E-mail ID of the grievance redressal division / compliance officer exclusively for the purpose of registering complaints by investors: info@siliconvalleyinfo.net/silivally@gmail.com

(v) Market Price Data: High, Low during each month in the last financial year :

Months (2018-2019)	Bombay Stock Exchange (in Rs.)		National Stock Exchange (in Rs.)	
	High	Low	High	Low
April	-	-	-	-
May	-	-	-	-
June	-	-	-	-
July	-	-	-	-
August	-	-	-	-
September	0.30	0.30	-	-
October	-	-	-	-
November	0.30	0.30	-	-
December	0.30	0.30	-	-
January	-	-	-	-
February	-	-	-	-
March	-	-	-	-

(vi) Registrar and Transfer Agents :

The Board has delegated the work of processing of share transfers to Maheshwari Datamatics Private Limited, Registrar and Share Transfer Agents. Their complete address is as follows :

Maheshwari Datamatics Private Limited
 23, R. N. Mukherjee Road,
 5th Floor,
 Kolkata - 700 001.
 Tel No. : (033) 2243-5029, 2248-2248
 Fax No. : (033) 2248-4787
 Email : mdpldc@yahoo.com

(vii) Share Transfer System :

The transfer of shares in physical form is processed and completed by Maheshwari Datamatics Private Limited within the statutory time period. In case where shares are held in electronic form, the transfers are processed by NSDL/CDSL through the Depository Participants and Registrars.

(viii) Distribution of Shareholding :

The distribution of shareholding as on 31st March 2019, pursuant to Regulation 31(1)(b) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 is as under :

A. Shareholding Pattern of Equity Shares as on 31st March, 2019 :

	Categories	No. of Shares held	% of Shareholding
A	Promoter and Promoter Group		
1.	Indian		
	a) Bodies Corporate	3558000	2.7437
	Sub-total (A1)	3558000	2.7437
2.	Foreign	NIL	NIL
	Sub-total (A2)	NIL	NIL
	Total Shareholding of Promoter and Promoter Group A=(A)(1)+(A)(2)	3558000	2.7437
B	Public Shareholding		
1.	Institutions	NIL	NIL
	Sub-total (B1)	NIL	NIL
2.	Non-Institutions		
	a) Individuals	61079490	47.1002
	b) Bodies Corporate	64539888	49.7686
	c) Any Other		
	- Clearing Member	188653	0.1455
	- Non-Resident Individual	311969	0.2406
	- Trusts	2000	0.0015
	Sub-total (B2)	126122000	97.26
	Total Public Shareholding B = (B)(1)+(B)(2)	126122000	97.26
	GRAND TOTAL (A) + (B)	129680000	100

B. Distribution of Equity Shareholding as on 31st March, 2019 :

Share Holding	Holders	Percentage	No. of Shares	Percentage
1 to 500	2721	28.2731	790039	0.6092
501 to 1000	2310	24.0025	2226736	1.7171
1001 to 2000	1437	14.9314	2614777	2.0163
2001 to 3000	605	6.2864	1660462	1.2804
3001 to 4000	322	3.3458	1215505	0.9373
4001 to 5000	655	6.8059	3237215	2.4963
5001 to 10000	713	7.4086	5953415	4.5909
10001 to above	861	8.9464	111981851	86.3524
Grand Total	9624	100.0000	129680000	100.0000

(ix) Dematerialisation of shares and liquidity :

As on 31st March, 2019, 87.95% of the total equity capital was held in dematerialized form with National Securities Depository Limited and Central Depository Services (India) Limited.

(x) Outstanding GDRs/ADRs/Warrants or any Convertible instruments :

As of 31st March 2019, there are no outstanding GDRs/ADRs/Warrants or convertible instruments which are likely to have an impact on the Equity Shares.

(xi) Plant Locations :

The Company does not have any plant.

7. DISCLOSURES**(i) Disclosure of materially significant related party transactions :**

During the financial year 2018-2019, the Company had not entered into any materially significant transaction with any related party that may have potential conflict with the interests of the Company at large. The Directors and KMPs have no direct, indirect or on behalf of third party, material interest in any transaction or matter directly affecting the company. The Omnibus approval of the Audit Committee is taken for all proposed Related Party Transactions. The transactions with related parties, in normal course of business, have been disclosed separately in the Notes on Accounts.

The Policy on related Party transactions has been uploaded on Company's website www.siliconvalleyinfo.net

(ii) Accounting treatment :

In view of the management, all applicable accounting standards are being followed for preparation of financial statements. From the financial year 2019-2020, Company will adopt IND-AS accounting standards as per SEBI Circular dated 05th July, 2016.

(iii) Details of non-compliance by the company :

The Company has complied with all the requirements of the Regulations and Guidelines prescribed by Securities and Exchange Board of India (SEBI). In respect of Penalties or strictures which have been imposed by Stock Exchange, SEBI or any other statutory authority, on any matter relating to capital markets, during last three years, refer Secretarial Audit Report, which is a part of Director's Report in 'Annexure-I'.

(iv) Whistle Blower Policy :

The Company has adopted a Whistle Blower Policy, to provide a formal mechanism to the Directors and employees to report their concerns about unethical behaviour, actual or suspected fraud or violation of the Company's Code of Conduct or ethics policy. The Policy provides for adequate safeguards against victimization of employees who avail of the mechanism and also provides for direct access to the Chairman of the Audit Committee. It is affirmed that no personnel of the Company has been denied access to the Audit Committee.

(v) Details of compliance with the mandatory requirements :

Your Company has complied with all the mandatory requirements of the Listing Regulations. The details of these compliances have been given in the relevant sections of this Report.

(vi) Resume and other information of the Directors proposed to be re-appointed at ensuing AGM :

Resume and other information of the Directors proposed to be re-appointed at ensuing AGM of the Company are given in the Notice relating thereto to the Shareholders as required under Regulation 36(3) of SEBI LODR, 2015.

(vii) Disclosures regarding weblink of the Company :

During the year ended 31st March, 2019, the Company does not have any material listed/unlisted subsidiary companies as defined in Listing Regulations, therefore the Company has not formed as of now any such policy on Material Subsidiaries.

Policy on dealing with related party transactions are posted on the Company's website at www.siliconvalleyinfo.net

(viii) Commodity price risk or foreign exchange risk and hedging activities :

The Company did not engage in the commodity hedging activities during the year under review.

(ix) Non-compliance of any requirement of Corporate Governance Report :

In respect Non compliance of requirement of Corporate Governance Report, refer Secretarial Audit Report, which is a part of Director's Report in 'Annexure –I'.

(x) Extent to which the discretionary requirements as specified in Part E of Schedule II have been adopted :**Modified/Unmodified opinion(s) in audit report**

The Company has moved towards a regime of financial statements with modified audit opinion, and in same respect company has submitted Form A with stock exchanges.

Reporting of internal auditor

The internal auditor of the Company directly reports to the audit committee.

(xi) Confirmation :

The Company has fully complied with the Applicable requirements specified under Regulation 17 to 27 and clause (b) to (i) of Sub regulation (2) of Regulation 46 of SEBI (LODR) Regulations, 2015 as amended from time and again.

(xii) Demat Suspense account/unclaimed suspense account :

None of shares of the company are lying in the demat suspense account or unclaimed suspense account.

(xiii) Reconciliation Share Capital Audit :

The Company Secretary in practice carried out a Reconciliation of Share Capital Audit to reconcile the total admitted equity share capital with the National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) and the total issued/paid-up capital is in agreement with the total number of shares in physical form and the total number of dematerialized shares held with NSDL and CDSL.

(xiv) Management's Discussion and Analysis Report :

The Management's Discussion and Analysis Report forms part of the Director's Report.

(xv) Fees paid/payable to Statutory Auditors :

Fees paid/payable for FY 2018-2019 by the Company to Statutory Auditors and their associates for services availed from them is summarised in table below :

Amounts Paid/Payable to Auditors	Amount in Rs.
As Auditors	
For Statutory Audit (including Limited Reviews)	29,500.00
For Internal Audit	10,000.00
Total	39,500.00

8. AUDIT QUALIFICATION

There is qualification made by Statutory Auditors on Financial Statements of the F.Y 18-19 under review

9. RISK MANAGEMENT POLICY

The Company has formulated a comprehensive Risk Management Policy to reduce the inherent risk associated with the business activities of the Company but formation of Risk Management Committee is not applicable as per SEBI Circular dated 17th April, 2014.

10. CODE OF CONDUCT

The Company has adopted a Code of Conduct for its Directors and Senior Management Personnel and the said code is uploaded on the Company's website at www.siliconvalleyinfo.net. The Directors and Senior Management Personnel have affirmed the compliance with the same for the financial year 2018-2019. A declaration to this effect is given below :

ANNUAL DECLARATION BY MANAGING DIRECTOR ON CODE OF CONDUCT PURSUANT TO PARAD OF SCHEDULE V OF THE SEBI (LODR) REGULATIONS, 2015

I, Santosh Kumar Jain, Managing Director of **Silicon Valley Infotech Limited** having its registered office at 10, Princep Street, 2nd Floor, Kolkata - 700 072 hereby declare that all Board Members and Senior Management Personnel have affirmed the compliance of the Code for the financial year 2018-2019.

For Silicon Valley Infotech Limited

Santosh Kumar Jain

(Managing Director)

DIN No. 00174235

Place : Kolkata

Dated : 29th May, 2019