

ONELIFE CAPITAL ADVISORS LIMITED

CIN: L74140MH2007PLC173660

Regd Off: 307, Raut Lane, Opp. ISKCON Vile Parle (w) Mumbai -400049

Tel no.: 022-26210036; Fax: 022-26210037 Email id:cs@onelifecapital.in; Web: www.onelifecapital.in

5th April, 2016

To

BSE Limited

Department of Corporate Services

Phiroze Jeejeebhoy Towers

Dalal Street,

Fort, Mumbai- 400 001

National Stock Exchange of India Ltd

Exchange Plaza

Bandra- Kurla Complex

Bandra, Mumbai- 400 051

Sub: Submission of Compliance report on Corporate Governance for the quarter ended 31st March, 2016.

Please find 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 specified (Annexure I & II) for the quarter ended 31st March, 2016.

Kindly take the above documents in your record and acknowledge the receipt.

Thanking you

Yours faithfully

For Onelife Capital Advisors Limited



Priyanka Rawat

Company Secretary



Compliance officer

Encl: As above

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ANNEXURE I

Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity - Onelife Capital Advisors Limited
2. Quarter ending -31st March, 2016

| I. Composition of Board of Directors | | | | | | | | |
|--------------------------------------|-------------------------|-----------------------|---|---|----------|--|--|--|
| Title (Mr. / Ms) | Name of the Director | PAN & DIN | Category (Chairperson/ Executive/ Non-Executive/ independent/ Nominee) ⁴ | 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 | Prabhakara Naig | ABIPN2653D & 00716975 | Chairperson - Executive | 31/08/2007 | - | 01 | Nil | Nil |
| Mr | Pandoo Prabhakar Naig | ACNPN2800J & 00158221 | Executive | 07/09/2009 | - | 01 | 02 | Nil |
| Mr | Ram Narayan Gupta | AAKPG9052E & 01130155 | Non-Executive - Independent | 29/09/ 2014 (Original date of Appointment 30/05/2014) | 05 years | 01 | 02 | 01 |
| Mr | Amol Shivaji Autade | ANCPA3607Q & 06788961 | Non-Executive - Independent | 29/09/ 2014 (Original date of Appointment 30/05/2014) | 05 years | 01 | 03 | 02 |
| Mr | Mahendra Salunke | BOWPS9884 M& 03425778 | Non-Executive - Independent | 30/09/2015 (Original date of Appointment 20/10/2014) | 05 years | 01 | 01 | Nil |
| Ms | Sonam Satish Kumar Jain | ANYPJ5733C & 06848245 | Non-Executive - Independent | 30/09/2015 (Original date of Appointment 31/03/2015) | 05 years | 01 | 01 | Nil |

³PAN number of any director would not be displayed on the website of Stock Exchange.

⁴Category of directors means executive/non-executive/independent/Nominee. If a director fits into more than one category write all categories separating them with hyphen.

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*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

| <i>Name of Committee</i> | <i>Name of Committee members</i> | <i>Category (Chairperson /Executive /Non-Executive /independent /Nominee)⁵</i> |
|--|----------------------------------|---|
| 1. Audit Committee | Mr. Ram Narayan Gupta | Chairperson - Non-Executive - Independent |
| | Mr. Pandoo Naig | Executive |
| | Mr. Amol Autade | Non-Executive -Independent |
| 2. Nomination & Remuneration Committee | Mr. Amol Autade | Chairperson - Non-Executive - Independent |
| | Mr. Ram Narayan Gupta | Non-Executive -Independent |
| | Ms. Sonam Satish Kumar Jain | Non-Executive -Independent |
| 3. Risk Management Committee (if applicable) | Mr. Pandoo Naig | Chairperson -Executive |
| | Mr. Ram Narayan Gupta | Non-Executive -Independent |
| | Mr. Mahendra Salunke | Non-Executive -Independent |
| 4. Stakeholders Relationship Committee | Mr. Amol Autade | Chairperson - Non-Executive - Independent |
| | Ms. Sonam Jain | Non-Executive -Independent |
| | Mr. Mahendra Salunke | Non-Executive -Independent |

⁵Category 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> |
|--|--|--|
| 09/11/2015 11/12/2015 | 13/02/2016 | 64Days |

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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| 1. Audit Committee Meeting | | | |
|---|--------------------------|--|--------|
| 13/02/2016 | Yes- All members present | 09/11/2015 | 61Days |
| 2. Nomination & Remuneration Committee | | | |
| ---- | ---- | 09/11/2015 | - |
| 3. Stakeholders Relationship Committee | | | |
| 13/02/2016 | Yes- All members present | 09/11/2015 | - |
| 4. Risk Management Committee | | | |
| ---- | ---- | 09/11/2015 | - |
| * 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 | | | |
| <i>Subject</i> | | <i>Compliance status (Yes/No/NA)refer note below</i> | |
| 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 | |
| <i>Note</i> | | | |
| 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. | | | |
| 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. | | | |

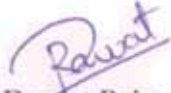
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5. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of Board of Directors may be mentioned here; This report will be placed at the ensuing Board Meeting.



Rawat Priyanka

Company Secretary & Compliance Officer



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.

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ANNEXURE II

Format 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 | | |
|---|---|---|
| Item | Compliance Status (Yes/No/NA) refer note below | |
| Details of business | Yes | |
| Terms and conditions of appointment of independent directors | Yes | |
| Composition of various committees of board of directors | Yes | |
| Code of conduct of board of directors and senior management personnel | Yes | |
| Details of establishment of vigil mechanism/ Whistle Blower policy | Yes | |
| Criteria of making payments to non-executive directors | Yes | |
| Policy on dealing with related party transactions | Yes | |
| Policy for determining 'material' subsidiaries | Yes | |
| Details of familiarization programmes imparted to independent directors | Yes | |
| Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances | Yes | |
| email address for grievance redressal and other relevant details | Yes | |
| Financial results | Yes | |
| Shareholding pattern | Yes | |
| Details of agreements entered into with the media companies and/or their associates | NA | |
| New name and the old name of the listed entity | NA | |
| II Annual Affirmations | | |
| <i>Particulars</i> | <i>Regulation Number</i> | <i>Compliance status (Yes/No/NA) refer note below</i> |
| <i>Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'</i> | <i>16(1)(b) & 25(6)</i> | <i>Yes</i> |
| <i>Board composition</i> | <i>17(1)</i> | <i>Yes</i> |
| <i>Meeting of Board of directors</i> | <i>17(2)</i> | <i>Yes</i> |
| <i>Review of Compliance Reports</i> | <i>17(3)</i> | <i>Yes</i> |
| <i>Plans for orderly succession for appointments</i> | <i>17(4)</i> | <i>Yes</i> |

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| | | |
|---|-------------------------|-----|
| | | |
| <i>Code of Conduct</i> | 17(5) | Yes |
| <i>Fees/compensation</i> | 17(6) | Yes |
| <i>Minimum Information</i> | 17(7) | Yes |
| <i>Compliance Certificate</i> | 17(8) | Yes |
| <i>Risk Assessment & Management</i> | 17(9) | Yes |
| <i>Performance Evaluation of Independent Directors</i> | 17(10) | Yes |
| <i>Composition of Audit Committee</i> | 18(1) | Yes |
| <i>Meeting of Audit Committee</i> | 18(2) | Yes |
| <i>Composition of nomination & remuneration committee</i> | 19(1) & (2) | Yes |
| <i>Composition of Stakeholder Relationship Committee</i> | 20(1) & (2) | Yes |
| <i>Composition and role of risk management committee</i> | 21(1),(2),(3),(4) | Yes |
| <i>Vigil Mechanism</i> | 22 | Yes |
| <i>Policy for related party Transaction</i> | 23(1),(5),(6),(7) & (8) | Yes |
| <i>Prior or Omnibus approval of Audit Committee for all related party transactions</i> | 23(2), (3) | Yes |
| <i>Approval for material related party transactions</i> | 23(4) | Yes |
| <i>Composition of Board of Directors of unlisted material Subsidiary</i> | 24(1) | Yes |
| <i>Other Corporate Governance requirements with respect to subsidiary of listed entity</i> | 24(2),(3),(4),(5) & (6) | Yes |
| <i>Maximum Directorship & Tenure</i> | 25(1) & (2) | Yes |
| <i>Meeting of independent directors</i> | 25(3) & (4) | Yes |
| <i>Familiarization of independent directors</i> | 25(7) | Yes |
| <i>Memberships in Committees</i> | 26(1) | Yes |
| <i>Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel</i> | 26(3) | Yes |
| <i>Disclosure of Shareholding by Non-Executive Directors</i> | 26(4) | Yes |
| <i>Policy with respect to Obligations of directors and senior management</i> | 26(2) & 26(5) | Yes |
| 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. | | |

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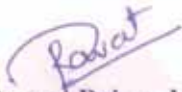
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2. If status is "No" details of non-compliance may be given here.
3. If the Listed Entity would like to provide any other information the same may be indicated here.

III Affirmations:

The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied. : Yes



Rawat Priyanka
Company Secretary & Compliance Officer

