

Quarterly Report on Corporate Governance

1. Name of Listed Entity : Guess Corp Limited

2. Quarter Ending: September 30, 2016

The (Mr./ Ms)	PAIS	DIN	Category (Chairperson/Executive/Non-Executive/Independent/Nominee) & Appointment in the current term	Date of Appointment in the current term /cessation	Tenure* (in Months)	No of Directorship in this listed entity (Refer Regulation 25(1) of Listing Regulations)	Number 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. Ajit Abraham Isaac	AAAPI3207P	0008768	Chairperson	14-05-2013	60	1	1	0
Mr. Subrata Kumar Nag	ABPMG219A	00223400	Executive Director	29-07-2013	60	1	0	0
Mr. Madhuvan Kurunakaran Menon	AAGPM4373G	00008542	Non-Executive - Non Independent Director	13-05-2013	60	2	2	1
Mr. Chandran Rameswami	AUHPSS596C	00109215	Non-Executive - Non Independent Director	18-01-2016	60	3	1	0
Mr. Pravej Kumar Vohra	ABRPV712P	00082545	Non-Executive - Independent Director	24-07-2015	60	2	3	1
Mr. Pralip Chaudhuri	AAGPG0974K	00915201	Non-Executive - Independent Director	24-07-2015	60	4	3	2
Mrs. Revathy Ashok	ACLRP9951Q	00057539	Non-Executive - Independent Director	24-07-2015	60	3	3	1
Mr. Sanjay Abanindran	ABBP40935E	00529205	Independent Director	22-12-2015	60	1	0	0

* 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.

III. Composition of Committees

Name of Committee	Members	Category (Chairperson/Executive/Non-Executive/Independent/Nominee) s	Chairperson
1. Audit Committee	Mr. Pralip Chaudhuri Mr. Chandran Rameswami Mrs. Revathy Ashok	Non-Executive - Independent Director Non-Executive - Non Independent Director Non-Executive - Independent Director	Mr. Pralip Chaudhuri
2. Nomination & Remuneration Committee	Mr. Pravej Kumar Vohra Mr. Chandran Rameswami	Non-Executive - Independent Director Non-Executive - Non Independent Director	Mr. Pravej Kumar Vohra
3. Risk Management Committee (if applicable)	Mr. Pralip Chaudhuri Mr. Madhuvan Kurunakaran Menon	Non-Executive - Independent Director Non-Executive - Non Independent Director	Mr. Pralip Chaudhuri
4. Stakeholders Relationship Committee	Mr. Ajit Abraham Isaac Mrs. Revathy Ashok	Executive Director Non-Executive - Independent Director	Mr. Ajit Abraham Isaac

Category of directors means executive/non-executive/independent/nominee, if a director fits two more than one category write all categories separating them with hyphen

III. Meeting of Board of Directors

Date(s) of Meeting (if any) in the previous quarter	Date(s) of the Meeting (if any) in the relevant quarter	Maximum gap between any two consecutive meetings (in number of days)
17/05/2016	4/7/2016	33
20/06/2016	8/7/2016	13
	29/07/2016	3
		20

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*
29-07-2016	Yes	13-05-2016	72



* This information has to be mandatorily be given for audit committees, for rest of the committees giving this information is optional

V. Related Party Transactions

Compliance status (Yes/No/NA/Refer note below)

Yes

Whether prior approval of audit committee obtained

Yes

Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee

Yes

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/NA. 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. **Yes**
2. The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 **Yes**
 - a. Audit Committee **Yes**
 - b. Nomination & remuneration committee **Yes**
 - c. Stakeholders relationship committee **Yes**
 - d. Risk management committee (applicable to the top 100 listed entities) **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. **Yes**
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. **Yes**
5. This report under the report submitted in the previous quarter has been approved before Board of Directors. Any comments/observations/advice of Board of Directors may be mentioned here/none



Name & Designation
Sudarshan Pillapp, Company Secretary



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.