



Span Divergent Ltd.

(Formerly Span Diagnostics Ltd.)

9th Floor, Rajhans Bonista,
Behind Ram Chowk,
Ghod-Dod Road,
Surat-395 007, INDIA

+91 261 266 32 32

+91 261 266 57 57

SDL/FIN/

Date: January 12, 2016

To,
Bombay Stock Exchange Limited
Department of Corporate Services
Phiroze Jeejeebhoy Towers,
25th Floor, Dalal Street,
Mumbai – 400 001

Dear Sir,

Subject: Quarterly Compliance Report on Corporate Governance
Scrip Code: 524727

We submit herewith our quarterly report on Corporate Governance for the quarter ended December 31, 2015.

You are requested to take information on your record.

Thanking You.

Yours faithfully,

For Span Divergent Limited

Pankaj Ajmera
Company Secretary

Encl: Quarterly Compliance Report on Corporate Governance for the quarter ending December 31, 2015



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1. **Name of Listed Entity:** Span Divergent Limited (Formerly Span Diagnostics Limited)

2. **Quarter ending:** December 31, 2015

I. Composition of Board of Directors:

Title (Mr. / Ms)	Name of Director	PANS & DIN	Category (Chairperson/ Executive /Non Executive/ independent/ Nominee) &	Date of Appointmen t in the current term /cessation	Tenure *	No of Director Ship in listed entities Including this listed entity (Refer Regulation 25(1) of Listing Regulations)	Number of membership s 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.	Viral Pradipkumar Desai	AAPPD7221D & 00029219	Executive	01/07/2013	NA	One	Nil	Nil
Mr.	Pradipkumar Keshavlal Desai	AAPPD7373Q & 00026451	Non- Executive	05/03/2015	NA	One	One	Nil
Mr.	Pranav Sureshbhai Desai	ABFPD2504A & 00026541	Non – Executive	20/09/2015	NA	One	One	Nil
Mr.	Sushil Kanubhai Shah	AAGPS7064L & 00179918	Non – Executive , Independent	08/08/2014	Five	One	Nil	Nil
Mr.	Shyamal Ghosh	ABNPG7902K & 00267341	Non – Executive , Independent	08/08/2014	Five	Two	One	One
Mr.	Sanjay Natwarlal Mehta	AADPM6910A & 00002817	Non – Executive	08/08/2014	NA	One	Two	Nil
Mr.	Kamlesh Maganlal Patel	AAVPP6536H & 01521972	Non – Executive , Independent	08/08/2014	Five	One	Two	One
Mr.	Needamangalam Gopaldaswami	ACMPG6907A & 02779229	Non – Executive , Independent	08/08/2014	Five	One	One	Nil
Mrs.	Lataben Pradipkumar Desai	ABGPD9203M & 00026472	Non- Executive	20/09/2015	NA	One	Nil	Nil

Note:

§ - PAN 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	Mr. Shyamal Ghosh Mr. N. Gopaldaswami Mr. Kamlesh M Patel Mr. Sanjay N Mehta	Chairperson, Non – Executive, Independent Non – Executive, Independent Non – Executive, Independent Non – Executive
2. Nomination & Remuneration Committee	Mr. Shyamal Ghosh Mr. N. Gopaldaswami Mr. Sanjay N Mehta Mr. Viral P Desai	Chairperson, Non – Executive, Independent Non – Executive, Independent Non – Executive Executive
3. Risk Management Committee(if applicable)	Not Applicable	Not Applicable
4. Stakeholders Relationship Committee	Mr. Kamlesh M Patel Dr. Pradip K Desai Dr. Pranav S Desai Mr. Sanjay N Mehta	Chairperson, Non – Executive, Independent Non – Executive Non – Executive Non - Executive

Note:

& - 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

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)
11/07/2015	02/11/2015	51
01/09/2015		18
20/09/2015		42

IV. Meeting of Committees

Audit Committee

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*
02/11/2015	Yes	11/07/2015	113

Note:

* - 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)#
Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material RPT	Not Applicable
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Not Applicable

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

- 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.
5. This report and/or the report submitted in the previous quarter have been placed before Board of Directors. Any comments/observations/advice of Board of Directors may be mentioned here: **Not Applicable**

For Span Divergent Limited

Mr. Pankaj Ajmera
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.