

Corporate Governance : Quarter ending : Sep-2023

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Quarter Ending :Sep-2023

Annexure I
I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory	NA
Whether the listed entity has a Regular Chairperson	Yes
Whether Chairperson is related to MD or CEO	Yes

S r	Titl e (Mr/M s)	Nam e of the Direc tor	DIN	Category	Disqualification of Directors under section 164 of the Companies Act, 2013					Whet her speci al resol ution passe d? [Refe r Reg. 17(1 A) of Listi ng Regu lation s]	Dat e of pass ing spec ial reso luti on	Initia l Date of Appo intme nt	Date of Re- appoi ntme nt	Dat e of ces sati on	Te nur e of Dir ect or (in mo nth s)	No of Direc torshi p in listed entiti es inclu ding this listed entity (Refe r Regu lation 17A of Listi ng Regu lation s)	No of Inde pend ent Direc torsh ip in listed entiti es inclu ding this listed entit y (Refe r Regu latio n 17A(1) of Listi ng Regu latio ns	Num ber of mem bershi ps in Audit / Stake holde r Com mitte e(s) inclu ding this listed entity (Refe r Regul ation 26(1) of Listin g Regul ations)	No of post of Chair perso n in Audit / Stake holde r Com mitte e held in listed entiti es inclu ding this listed entity (Refe r Regu lation 26(1) of Listi ng Regu lation s)	Rea son for Ces sati on	Not es for not pro vidi ng PA N	Not es for not pro vidi ng DI N
					Whet her the direct or is disqua lifiek d?	Start Date of disqua lifickati on	End Date of disqua lifickati on	Detail s of disqua lifickati on	Cu rre nt statu s													
1	Mr	GOP AL BAN SAL	012 464 20	Executive Director,C hairperson, MD	No	-	-	-	Ac tiv e	NA	-	15- 07- 2011	16- 01- 2021	-	-	1	0	4	0	-		

2	Mr	MUKESH SHARMA	00274217	Non-Executive - Non Independent Director	No	-	-	-	Active	NA	-	14-08-2017	13-08-2022	-	-	1	0	0	0	-		
3	Mr	AMIT KUMAR AGARWAL	08768575	Non-Executive - Independent Director	No	-	-	-	Active	NA	-	06-07-2020	-	-	36.00	1	1	4	4	-		
4	Mr s	PURVAMANGAL	02816099	Non-Executive - Independent Director	No	-	-	-	Active	NA	-	30-09-2019	-	-	45.00	1	1	2	0	-		
5	Ms	HIMANSHI KASHYAP	07681277	Non-Executive - Independent Director	No	-	-	-	Active	NA	-	24-08-2020	-	-	34.00	1	1	0	0	-		
6	Mr	DEVINDAS AGARWAL	06632839	Non-Executive - Independent Director	No	-	-	-	Active	NA	-	01-07-2021	-	-	25.00	1	1	0	0	-		

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Annexure 1

II. Composition of Committees

Disclosure of notes on composition of committees explanatory				-			
Audit Committee Details							
Whether the Audit Committee has a Regular Chairperson				YES			
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date Of Appointment	Date of Cessation	Remarks
1	08768575	AMIT KUMAR AGARWAL	Non-Executive - Independent Director	Chairperson	06-07-2020	-	-
2	02816099	PURVA MANGAL	Non-Executive - Independent Director	Member	03-10-2019	-	-
3	01246420	GOPAL BANSAL	Executive Director	Member	03-10-2019	-	-
Nomination and remuneration committee							

Whether the Risk Management Committee has a Regular Chairperson				YES			
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date Of Appointment	Date of Cessation	Remarks
1	01246420	GOPAL BANSAL	Executive Director	Chairperson	30-05-2014	-	-
2	02816099	PURVA MANGAL	Non-Executive - Independent Director	Member	03-10-2019	-	-
3	08768575	AMIT KUMAR AGARWAL	Non-Executive - Independent Director	Member	06-07-2020	-	-

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Annexure 1
III. Meeting Of Board Of Directors

Disclosure of notes on meeting of board of directors explanatory					-		
Sr	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive(in number of days)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Number of Directors present*(All directors including Independent Director)	No. of Independent Directors attending the meeting*
1	29-04-2023	-	-	Yes	6.00	5	3
2	30-05-2023	30	-	Yes	6.00	6	4
3	28-06-2023	28	-	Yes	6.00	4	2
4	21-07-2023	22	-	Yes	6.00	4	2
5	31-07-2023	9	-	Yes	6.00	6	4
6	29-08-2023	28	-	Yes	6.00	4	2
7	26-09-2023	27	-	Yes	6.00	5	3

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Annexure 1
IV. Meeting Of Committees

Disclosure of notes on meeting of committees explanatory						-				
Sr	Name of Committee	EnterDate(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order	Maximum gap between any two consecutive meetings (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (details)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All directors including Independent director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
1	Audit Committee	29 Apr 2023	-	-	-	Yes	3	3	2	0
2	Audit Committee	30 May 2023	30	-	-	Yes	3	3	2	0
3	Audit Committee	31 Jul 2023	61	-	-	Yes	3	3	2	0
4	Stakeholders Relationship Committee	30 May 2023	-	-	-	Yes	3	3	2	0
5	Stakeholders Relationship Committee	26 Sep 2023	118	-	-	Yes	3	3	2	0

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Annexure 1
V. Related Party Transactions

Sr	Subject	Compliance status (Yes/No/NA)	If status is “No” details of non-compliance may be given here
1	Whether prior approval of audit committee obtained	Yes	-
2	Whether shareholder approval obtained for material RPT	NA	-
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by audit committee	Yes	-
Disclosure of notes on related party transactions			-
Disclosure of notes of material transaction with related party			-

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Annexure 1

Cyber Security Incidence

Details of Cyber security incidence			
Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter			No
Other details of cyber security incidence or breaches or loss of data event			-
Number of cyber security incidence or breaches or loss of data event occurred during the quarter			-
Date of the event	-	Brief details of the event	-

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Annexure I

VI. Affirmations

Sr	Subject	Compliance status (Yes/No)
1	The composition of board of directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
2	The composition of audit committee is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015 a. Audit committee	Yes
3	The composition of the nomination and remuneration committee is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015 b. Nomination and remuneration committee	Yes
4	The composition of the stakeholders relationship committee is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015 c. Stakeholders relationship committee	Yes
5	The composition of the risk management committee is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015 d. Risk management committee (applicable to the top 1000 listed entities)	NA
6	The committee members have been made aware of their powers, role and responsibilities as specified in of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes

7	The meetings of the board of directors and the above committees have been conducted in the manner as specified SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
8	This report and/or the report submitted in the previous quarter has been placed before board of directors	Yes
9.	Any comments/observations/advice of Board of Directors may be mentioned here:	-

Annexure I		
Sr	Subject	Compliance status
1.	Name of signatory	Varsha Bharti
2.	Designation	Company Secretary and Compliance Officer

Annexure II
Website Affirmations

Sr. No.	Item	Compliance status	Details of non-compliance	Web address
Disclosure of notes on website in terms of Listing Regulations explanatory		-		

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Annexure 2

II. Annual Affirmation

Sr	Particulars	Regulation Number	Compliance status (Yes/No)	If status is “No” details of non-compliance
Any other information to be provided				-

No Data Available

Annexure II

Name of signatory	Varsha Bharti
Designation	Company Secretary and Compliance Officer

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Annexure II	
III. Affirmation	

Sr.	Particulars	Compliance status (Yes/No/NA)
Any other information to be provided		-
No Data Available		
Annexure II		
1.	Name of signatory	Varsha Bharti
2.	Designation	Company Secretary and Compliance Officer

Annexure III				
III. Affirmations				
Sr	Particulars	Regulation Number	Compliance status(Yes/No/NA)	If status is “No” details of non-compliance may be given here
1	Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	Yes	-
2	Presence of chairperson of audit committee at the annual general meeting	18(1)(d)	Yes	-
3	Presence of chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes	-
4	Whether corporate governance report disclosed in annual report	34(3) read with para C of Schedule V	Yes	-
6	Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	Yes	-
8	Disclosure of the Secretarial Audit Report of the listed entity and the material subsidiaries in the Annual Report	24A(1)	Yes	-
9	Submission of Annual Secretarial Compliance Report	24A(2)	Yes	-

Any other information to be provided	-
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1	Name of signatory	Varsha Bharti
2	Designation	Company Secretary and Compliance Officer

Annexure IV
Additional Half Yearly Disclosure

I. Disclosure of Loans/ guarantees/comfort letters /securities etc.

Applicability of disclosure	Applicable
Reason for Non Applicability	Applicable

(A)Any loan or any other form of debt advanced by the listed entity directly or indirectly to:

Entity	Aggregate amount advanced during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them	800000	-
Promoter Group or any other entity controlled by them	-	-
Directors (including relatives) or any other entity controlled by them	-	-
KMPs or any other entity controlled by them	-	-

(B) Any guarantee/ comfort letter (by whatever name called) provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by:

Entity	Type (guarantee, comfort letter etc.)	Aggregate amount of issuance during six months	Balance outstanding at the end of six months(taking into account any invocation)
Promoter or any other entity controlled by them	Corporate Guarantee on behalf of Subsidiary	305000000	294500000
Promoter Group or any other entity controlled by them	-	-	-
Directors (including relatives) or any other entity controlled by them	-	-	-

KMPs or any other entity controlled by them	-	-	-
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(C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by:

Entity	Type of security (cash, shares etc.)	Aggregate value of security provided during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them	-	-	-
Promoter Group or any other entity controlled by them	-	-	-
Directors (including relatives) or any other entity controlled by them	-	-	-
KMPs or any other entity controlled by them	-	-	-

(D) Additional Information

Affirmations	Compliance Status
All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to promoter(s), promoter group, director(s) (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them are in the economic interest of the company.	Yes Remarks:
Name	Manoj Kumar Gupta
Designation	CFO
Place	Delhi
Date	21 Oct 2023

Signatory Details:

Name of signatory	Varsha Bharti
Designation of person	Company Secretary and Compliance Officer
Place	--

Date	
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