

## QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE

1. Name of Listed Entity: Kamini Finance and Investment Company Limited

2. Quarter ending: 30th September, 2019.

I. Composition of Board of Directors								
Title (Mr. / Ms)	Name of the Director	PAN & DIN	Category (Chairperson/Executive/Non-Executive/independent/Nominee)	Date of Appointment in the current term /cessation	Tenure (in months)	No of Directorship in listed entities including 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.	TARAK NATH DEY	AIVPD7009D & 00343396	Non-Executive, Independent Director	15.01.2015	56	5	5	2
Mr.	CHAND RATAN MODI	ADMMPM4506E & 00343685	Managing Director	22.08.1999	-	6	4	0
Mr	AVI LUNIA	AKXPL9489M & 07687360	Non-Executive, Independent Director	05.02.2018	19	5	10	5
Ms.	TRIPTY MODI	BFCPM8562H & 07203672	Non-Executive, Non-Independent Director	13.08.2016	-	5	5	0
Mrs.	CHANCHAL RUNGTA	BFMPM5176B & 07590027	Non-Executive, Non-Independent Director	13.08.2016	-	6	7	0

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	Tarak Nath Dey	Chairperson, Non Executive, Independent Director
	Avi Lunia	Non Executive, Independent Director
	Chanchal Rungta	Non-Executive, Non-Independent Director
2. Nomination & Remuneration Committee	Tarak Nath Dey	Chairperson, Non Executive, Independent Director
	Tripti Modi	Non Executive, Non Independent Director
	Avi Lunia	Non-Executive, Independent Director
3. Risk Management Committee (if applicable)	N/A	N/A
4. Stakeholders Relationship Committee'	Tarak Nath Dey	Chairperson, Non Executive, Independent Director
	Tripti Modi	Non Executive, Non- Independent Director
	Avi Lunia	Non-Executive, Independent Director

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)
10-04-2019	-	-
28-05-2019	08-08-2019	73

## IV. Meeting of Committees

Name of the 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
Audit Committee	08-08-2019	YES	28-05-2019	73
Nomination & Remuneration Committee	08-08-2019	YES	28-05-2019	73
Stakeholders Relationship Committee	08-08-2019	YES	28-05-2019	73

\* 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)refer note below
Whether prior approval of audit committee obtained	YES
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

### Note

- 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.
- If status is "No" details of non-compliance may be given here.

## VI. Affirmations

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 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
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 and/or the report submitted in the previous quarter has been placed before the Board of Directors. Any comments/observations/advice of Board of Directors may be mentioned here: The Report for the quarter Ending 30th June, 2019 was placed in the Board Meeting held on 28/05/2019. However no comments /observation or advice was given by the board. This report for the quarter ended 30th September, 2019 will be placed at the ensuing meeting of the Board of Directors.	

For Kamini Finance & Investment Co. Ltd.

SD/-

Signature:

Name : Nikita Parasrampur

Designation: Compliance Officer

Format to be submitted by listed entity at the end of 6 months after end of financial year along-with second quarter report of next financial year

**I. Affirmations**

Broad heading	Regulation Number	Compliance status (Yes/No/NA)refer
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
Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes
Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes

For, Kamini Finance and Investment Company Limited

Signature: SD/-

Name : Nikita Parasrampuria

Designation: Company Secretary & Compliance Officer