

**Kamini Finance and Investment
Company Limited**

CIN : L65929AS1986PLC002518

Regd. Off. : Room No. 5, 1st Floor
H.M. Market, T.R. Phookan Road
Guwahati - 781 001, Assam
Corp. Off. : 4, Synagogue Street
Room No. : 405, 4th Floor
Kolkata - 700 001, W.B., India

April 17, 2025

The Metropolitan Stock Exchange of India Ltd.
205(A), 2nd Floor,
Piramal Agastya Corporate Park,
LBS Road, Kurla (West), Mumbai-400070
Scrip Code / Symbol: KAMINI

Dear Sir / Madam,

Sub: Submission of Corporate Governance report pursuant to Regulation 27(2) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 "Listing Regulations" for the quarter ended March 31, 2025

Please find enclosed herewith the Corporate Governance report of the Company for the quarter ended March 31, 2025 in accordance with Regulation 27(2) of the "Listing Regulations".

We request you to take the same on record.

Thanking You,

Yours faithfully,

For Kamini Finance and Investment Company Ltd


Chand Ratan Modi
Managing Director
DIN: 00343685



Encl. As Above

General information about company							
Scrip code				00000			
NSE Symbol							
MSEI Symbol				KAMINI			
ISIN				INE927E01018			
Name of the entity				KAMINI FINANCE AND INVESTMENT COMPANY LIMITED			
Date of start of financial year				01-04-2024			
Date of end of financial year				31-03-2025			
Reporting Quarter				Yearly			
Date of Report				31-03-2025			
Risk management committee				Not Applicable			
Market Capitalisation as per immediate previous Financial Year				Any other			

Annexure I							
Annexure I to be submitted by listed entity on quarterly basis							
I. Composition of Board of Directors							
Disclosure of notes on composition of board of directors explanatory							
Whether the listed entity has a Regular Chairperson						Yes	
Whether Chairperson is related to MD or CEO						No	
Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors
1	Mr	JAYANTA CHOWDHURY	AFEPC7267G	10597724	Non-Executive - Independent Director	Chairperson	
2	Mr	CHAND RATAN MODI	ADMPPM4506E	00343685	Executive Director	Not Applicable	MD
3	Ms	TRIPTY MODI	BECPM856ZH	07203672	Non-Executive - Non Independent Director	Not Applicable	
4	Mrs	CHANCHAL RUNGTA	BFMPM5176B	07590027	Non-Executive - Non Independent Director	Not Applicable	
5	Mr	MOHIT PARAKH	AMNPP0375Q	02033194	Non-Executive - Independent Director	Not Applicable	

I. Composition of Board of Directors					
Disqualification of Directors under section 164 of the Companies Act, 2013					
Sr	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status
1	No				Active
2	No				Active
3	No				Active
4	No				Active
5	No				Active

I. Composition of Board of Directors										
Sr	Whether special resolution passed? (Refer Reg. 17(1A) of Listing Regulations)	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (with reference to proviso to regulation 17A(1) & 17A(2))	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)
1	NA		24-06-2024			10	6	6	8	2
2	NA		22-08-1999	27-12-2021			6	0	5	1
3	NA		13-08-2016	27-12-2021			5	0	5	1
4	NA		13-08-2016	21-12-2021			6	0	4	5
5	NA		28-09-2020			55	4	4	3	3

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	02033194	MOHIT PARAKH	Non-Executive - Independent Director	Chairperson	28-09-2020		
2	07590027	CHANCHAL RUNGTA	Non-Executive - Non Independent Director	Member	01-04-2019		
3	10597724	JAYANTA CHOWDHURY	Non-Executive - Independent Director	Member	24-06-2024		

Nomination and remuneration committee							
Whether the Nomination and remuneration 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	02033194	MOHIT PARAKH	Non-Executive - Independent Director	Chairperson	28-09-2020		
2	07203672	TRIPTY MODI	Non-Executive - Non Independent Director	Member	01-07-2018		
3	10597724	JAYANTA CHOWDHURY	Non-Executive - Independent Director	Member	24-06-2024		

Stakeholders Relationship Committee							
Whether the Stakeholders Relationship 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	07590027	CHANCHAL RUNGTA	Non-Executive - Non Independent Director	Chairperson	28-09-2020		
2	07203672	TRIPTY MODI	Non-Executive - Non Independent Director	Member	01-07-2018		
3	10597724	JAYANTA CHOWDHURY	Non-Executive - Independent Director	Member	24-06-2024		

Risk Management Committee							
Whether the Risk Management Committee has a Regular Chairperson							
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks

Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility Committee has a Regular Chairperson							
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks

Other Committee							
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks	

Annexure I							
Annexure I							
III. Meeting of Board of Directors							
Disclosure of notes on meeting of board of directors explanatory							
Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	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	No. of Independent Directors attending the meeting*
1	11-11-2024				Yes	5	2
2		06-02-2025	86		Yes	5	2

Annexure I							
IV. Meeting of Committees							
Disclosure of notes on meeting of committees explanatory							
Sr	Name of Committee	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)	Name of other committee	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	No. of members attending the meeting (other than Board of Directors)
1	Audit Committee	11-11-2024			Yes	3	0
2	Audit Committee	06-02-2025	86		Yes	3	0

Annexure I							
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				Yes		
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee				NA		

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 the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee						Yes
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee						Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee						Yes
5	The composition of the following committees 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 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 in 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

Annexure I							
Sr	Subject		Compliance status				
1	Name of signatory		RISBH KUMAR SINGHI				
2	Designation		Company Secretary and Compliance Officer				

Annexure II							
Annexure II to be submittd 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							
Sr	Item			Compliance status (Yes/No/NA)	If status is No, details of non-compliance may be given here.		Web address
1	Details of business			Yes			www.kfci.com
2	Terms and conditions of appointment of independent directors			Yes			www.kfci.com
3	Composition of various committees of board of directors			Yes			www.kfci.com
4	Code of conduct of board of directors and senior management personnel			Yes			www.kfci.com
5	Details of establishment of vigil mechanism/ Whistle Blower policy			Yes			www.kfci.com
6	Criteria of making payments to non-executive directors			Yes			www.kfci.com
7	Policy on dealing with related party transactions			Yes			www.kfci.com
8	Policy for determining materialSubsidiaries			Yes			www.kfci.com
9	Details of familiarization programmes imparted to independent directors			Yes			www.kfci.com
10	Email address for grievance redressal and other relevant details			Yes			www.kfci.com
11	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances			Yes			www.kfci.com
12	Financial results			Yes			www.kfci.com
13	Shareholding pattern			Yes			www.kfci.com
14	Details of agreements entered into with the media companies and/or their associates			NA			

Annexure II							
Annexure II 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							
Sr	Item			Compliance status (Yes/No/NA)	If status is No, details of non-compliance may be given here.		Web address
15.1	Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or institutional investors simultaneously with submission to stock exchange			NA			
15.2	Audio or video recordings and transcripts of post earnings/quarterly calls			NA			
16	New name and the old name of the listed entity			NA			
17	Advertisements as per regulation 47 (1)			Yes			www.kfci.com
18	Credit rating or revision in credit rating obtained			NA			
19	Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year			NA			
20	Secretarial Compliance Report			Yes			www.kfci.com
21	Materiality Policy as per Regulation 30 (4)			Yes			www.kfci.com
22	Disclosure of contact details of KMP who are authorized for the purpose of determining materiality as required under regulation 30(5)			Yes			www.kfci.com
23	Disclosures under regulation 30(8)			Yes			www.kfci.com
24	Statements of deviation(s) or variations(s) as specified in regulation 32			Yes			www.kfci.com
25	Dividend Distribution policy as per Regulation 43A(1)			NA			
26	Annual return as provided under section 92 of the Companies Act, 2013			Yes			www.kfci.com
27	Confirmation that the above disclosures are in a separate section as specified in regulation 46(2)			Yes			www.kfci.com
28	Compliance with regulation 46(3) with respect to accuracy of disclosures on the website and timely updating			Yes			www.kfci.com

28	disclosures on the website and timely updating	Yes		www.kfclcl.com
Annexure II				
II. Annual Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is No, details of non-compliance may be given here.
1	Independent director(s) have been appointed in terms of specified criteria of independence and/or eligibility	16(1)(b) & 25(6)	Yes	
2	Board composition	17(1), 17(1A) & 17(1C), 17(1D) & 17(1E)	Yes	
3	Meeting of Board of directors	17(2)	Yes	
4	Quorum of Board meeting	17(2A)	Yes	
5	Review of Compliance Reports	17(3)	Yes	
6	Plans for orderly succession for appointments	17(4)	Yes	
7	Code of Conduct	17(5)	Yes	
8	Fees/compensation	17(6)	Yes	
9	Minimum Information	17(7)	Yes	
10	Compliance Certificate	17(8)	Yes	
Annexure II				