

## COMPLIANCE REPORT ON CORPORATE GOVERNANCE

1	Name of Listed Entity	<b>Golden Goenka Fincorp Limited</b>
2	Quarter ending	<b>30<sup>th</sup> June, 2017</b>

### I. Composition of Board of Directors

Title (Mr./ Ms)	Name of the Director	PAN <sup>s</sup> & DIN	Category (Chairperson/ Executive/ Non-Executive/ independent/ Nominee) <sup>s</sup>	Date of Appointment in the current term /cessation	Tenure*	No. of Directorship in listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulations)	No. 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.	Girdhari Lal Goenka	ADZPG1962B. (DIN:- 00613725)	Chairman & Managing Director	23.11.2014	-	1	1	-
Mr.	Dinesh Burman	ADTPB8735H (DIN:- 00612904)	Executive Director	30.05.2015	-	1	1	-
Mr.	Govind Kumar Goyal	AESPG3693R (DIN: 02466348)	Non-Executive Independent	24.07.2015	5 Years	1	-	-
Mr.	Niranjan Kumar Choraria	ABWPC3585H (DIN:-03626290)	Non-Executive Independent	10.09.2014	5 Years	2	4	2
Mr.	Rhythm Arora	AOWPA1144H (DIN:-03586033)	Non-Executive Independent	10.09.2014	5 Years	1	1	-
Mrs.	Leena Hinesh Jobanputra	AHCPJ1237H (DIN:- 06975039)	Non-Executive Independent	12.11.2014	5 Years	1	2	-

<sup>s</sup> 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  
<sup>s</sup> 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) <sup>s</sup>
<b>Audit Committee</b>	Niranjan Kumar Choraria	Chairperson-Non Executive-Independent Director
	Leena Hinesh Jobanputra	Member-Non Executive-Independent Director
	Rhythm Arora	Member-Non Executive-Independent Director
<b>Nomination and Remuneration Committee</b>	Niranjan Kumar Choraria	Chairperson-Non Executive-Independent Director
	Leena Hinesh Jobanputra	Member-Non Executive-Independent Director
	Rhythm Arora	Member-Non Executive-Independent Director
<b>Stakeholders Relationship Committee</b>	Niranjan Kumar Choraria	Chairperson-Non Executive-Independent Director
	Leena Hinesh Jobanputra	Member-Non Executive-Independent Director
	Girdhari Lal Goenka	Member-Managing Director-CEO
	Dinesh Burman	Member-Executive-Whole time Director
<b>Corporate Social Responsibility Committee</b>	Girdhari Lal Goenka	Chairperson-Managing Director-CEO
	Dinesh Burman	Member-Executive-Whole time Director
	Niranjan Kumar Choraria	Member- Non Executive-Independent Director

<sup>s</sup> 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)
19.01.2017, 30.01.2017 & 08.02.2017	24.05.2017	10, 8 & 104 days respectively

### 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*
24.05.2017	Yes	19.01.2017 & 08.02.2017	19 & 104 days respectively

\* 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	N.A.
Whether shareholder approval obtained for material RPT	N.A.
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	N.A.

**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

- The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
- The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015
  - Audit Committee
  - Nomination & remuneration committee
  - Stakeholders relationship committee
  - Risk management committee (applicable to the top 100 listed entities) –**Not Applicable**
- The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
- 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.
- This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of Board of Directors may be mentioned here.-**This will be placed at the ensuing Board Meeting. The Corporate Governance Report for the quarter and year ended 31<sup>st</sup> March, 2017 was placed at the meeting of Board of Directors of the Company held on 24<sup>th</sup> May, 2017.**

**For Golden Goenka Fincorp Limited**

Sd/-  
(Girdhari Lal Goenka)  
(DIN:- 00613725)  
CEO & Managing Director