

## COMPLIANCE REPORT ON CORPORATE GOVERNANCE

1	Name of Listed Entity	<b>U. Y. Fincorp Limited</b>
2	Quarter ending	<b>30<sup>th</sup> June, 2019</b>

### **I. Composition of Board of Directors**

Title (Mr./ Ms)	Name of the Director	PAN <sup>§</sup> & DIN	Category (Chairperson/ Executive/ Non-Executive/ independent/ Nominee) <sup>&amp;</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.	Udai Kothari	AQMPK0691F (DIN:-00284256)	Chairman & Managing Director	21.09.2017	-	1	1	-
Mr.	Deepak Kothari	ABBPK9382M (DIN:- 00280323)	Executive Director	21.09.2017	-	1	-	-
Mr.	Dinesh Burman	ADTPB8735H (DIN:- 00612904)	Executive Director	30.05.2018	-	1	1	-
Mr.	Govind Kumar Goyal	AESPG3693R (DIN: 02466348)	Non-Executive Independent	24.07.2015	5 Years	1	1	-
Mr.	Nishant Sharadrao Nanda	APNPP5183R (DIN:-08196581)	Non-Executive Independent	10.08.2018	5 Years	1	-	-
Mr.	Jignesh Dalal	ADUPD2097H (DIN: 08065507)	Non-Executive Director	15.02.2018	5 Years	1	2	2
Mrs.	Leena Hinesh Jobanputra	AHCPJ1237H (DIN:- 06975039)	Non-Executive Independent	12.11.2014	5 Years	1	2	-

<sup>§</sup> PAN number of any director would not be displayed on the website of Stock Exchange

<sup>&</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 hyphne n

\* 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>§</sup>
<b>Audit Committee</b>	Jignesh Dalal	Chairperson-Non Executive-Independent Director
	Leena Hinesh Jobanputra	Member-Non Executive-Independent Director
	Govind Kumar Goyal	Member-Non Executive-Independent Director
<b>Nomination and Remuneration Committee</b>	Jignesh Dalal	Chairperson-Non Executive-Independent Director
	Leena Hinesh Jobanputra	Member-Non Executive-Independent Director
	Govind Kumar Goyal	Member-Non Executive-Independent Director
<b>Stakeholders Relationship Committee</b>	Jignesh Dalal	Chairperson-Non Executive-Independent Director
	Leena Hinesh Jobanputra	Member-Non Executive-Independent Director
	Udai Kothari	Member-Executive- Managing Director
	Dinesh Burman	Member-Executive-Whole time Director

<b>III. Meeting of Board of Directors</b>			
<b>Date(s) of Meeting (if any) in the previous quarter</b>	<b>Date(s) of Meeting (if any) in the relevant quarter</b>	<b>Maximum gap between any two consecutive (in number of days)</b>	
09.02.2019 & 28.03.2019	29.05.2019	61 days	
<b>IV. Meeting of Committees-Audit Committee</b>			
<b>Date(s) of meeting of the committee in the relevant quarter</b>	<b>Whether requirement of Quorum met</b>	<b>Date(s) of meeting of the committee in the previous quarter</b>	<b>Maximum gap between any two consecutive meetings in number of days*</b>
29.05.2019	Yes	09.02.2019	108 days
* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional			
<b>V. Related Party Transactions</b>			
<b>Subject</b>	<b>Compliance status (Yes/No/NA)<sup>refer note below</sup></b>		
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.		
<b>Note</b>			
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.			
<b>VI. Affirmations</b>			
1. 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) – <b>Not Applicable</b>			
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 has been placed before Board of Directors. Any comments/observations/advice of Board of Directors may be mentioned here.- <b>This will be place at the ensuing Board Meeting. The Corporate Governance Report for the quarter ended 31<sup>st</sup> March, 2019 was placed at the meeting of Board of Directors of the Company held on 29<sup>th</sup> May, 2019.</b>			
<b>For U. Y. Fincorp Limited</b>			
<b>Sd/-</b>			
<b>Amrita Mohta Kothari</b>			
<b>(Company Secretary)</b>			