

ANNEXURE I: CORPORATE GOVERNANCE REPORT

Libord Finance Limited

Scrip Code: 511593

Quarter Ending : March 31, 2021

Title	Name of the Director	Category	Initial Date of Appointment	Date of Appointment in Current Term (Date of Reappointment)	Date of Cessation	Tenure of Director (In months)	No of Directorship in listed entities including this listed entity	No. of Independent Directorship in listed entities including this listed entity	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity*	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity*
Mr	Lalit Kumar Dangi	Non-Executive – Non-Independent Director	Apr 4, 1994	Sep 14, 2020	-	-	2	0	4	2
Mrs	Vandna Dangi	Executive Director - Managing Director	Jun 24, 2011	Mar 10, 2021	-	-	2	0	1	0
Mr	Nawal Agrawal	Executive Director	Jan 12, 2006	Sep 30, 2019	-	-	2	0	2	0
Mr	Radhey Shyam Soni	Non-Executive - Independent Director	Oct 30, 2017	-	-	60	1	1	3	2
Mr	Raghvendra Raj Mehta	Non-Executive - Independent Director	Feb 26, 2019	-	-	60	1	1	2	0

Whether Regular Chairperson appointed : No

Whether Chairperson is related to managing director: Yes

**Including membership/chairpersonship of Nomination & Remuneration Committee.*

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II. Composition of Committees

Audit Committee

Whether Regular Chairperson appointed: No

Name of Committee Members	Category	Date of Appointment	Date of Cessation
Mr. Radhey Shyam Soni	Non-Executive – Independent Director, Chairperson	Jan 31, 2018	-
Mr. Lalit Kumar Dangi	Non-Executive – Non Independent Director, Member	Jun 27, 2001	-
Mr. Raghvendra Raj Mehta	Non-Executive – Independent Director, Member	May 27, 2019	-

Nomination & Remuneration Committee

Whether Regular Chairperson appointed: No

Name of Committee Members	Category	Date of Appointment	Date of Cessation
Mr. Radhey Shyam Soni	Non-Executive - Independent Director, Chairperson	Jan 22, 2018	-
Mr. Lalit Kumar Dangi	Non-Executive – Non Independent Director, Member	Jun 27, 2001	-
Mr. Raghvendra Raj Mehta	Non-Executive – Independent Director, Member	Aug 14, 2019	-

Stakeholder's Relationship Committee

Whether Regular Chairperson appointed: No

Name of Committee Members	Category	Date of Appointment	Date of Cessation
Mr. Lalit Kumar Dangi	Non-Executive – Non Independent Director, Chairperson	Dec 10, 2015	-
Mr. Nawal Agrawal	Executive Director, Member	Dec 10, 2015	-
Mr. Radhey Shyam Soni	Non-Executive – Independent Director, Member	Apr 1, 2019	-

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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	Whether requirement of Quorum met	Number of Directors present	Number of Independent Directors present	Maximum gap between any two consecutive meetings (in number of days)
Nov 11, 2020		Yes			92
	Jan 21, 2021	Yes	5	2	70

IV. Meeting of Committees						
Name of Committee	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met	Number of Directors present	Number of Independent Directors present	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings (in number of days)
Audit Committee		Yes			Nov 11, 2020	92
Stakeholders Relationship Committee	Jan 21, 2021	Yes	3	1		70
Nomination & Remuneration Committee	Jan 21, 2021	Yes	3	2		-
Audit Committee	Jan 21, 2021	Yes	3	2		-

V. Related Party Transactions		
Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance
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	-

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VI. Affirmations		
Sr.	Subject	Compliance Status
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	Yes
3.	The composition of the nomination and remuneration committee is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	Yes
4.	The composition of the stakeholders relationship committee is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	Yes
5.	The composition of the risk management committee is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	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
For Libord Finance Limited Sd/- Lakhan Dargad Company Secretary & Compliance Officer		

ANNEXURE II: CORPORATE GOVERNANCE REPORT

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I. Disclosure on website in terms of Listing Regulations		
Sr.	Item	Compliance Status
	As per regulation 46(2) of the LODR	
1.	Details of business	Yes
2.	Terms and conditions of appointment of independent directors	Yes
3.	Composition of various committees of board of directors	Yes
4.	Code of conduct of board of directors and senior management personnel	Yes
5.	Details of establishment of vigil mechanism or whistle blower policy	Yes
6.	Criteria of making payments to non-executive directors	Yes
7.	Policy on dealing with related party transactions	Yes
8.	Policy for determining material subsidiaries	NA
9.	Details of familiarization programmes imparted to independent directors	Yes
10.	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes
11.	Email address for grievance redressal and other relevant details	Yes
12.	Financial results	Yes
13.	Shareholding pattern	Yes
14.	Details of agreements entered into with the media companies and/or their associates	Yes
15.	Schedule of analyst or institutional investor meet and presentations made by the listed entity to analyst or institutional investors simultaneously with submission to stock exchange	NA
16.	New name and the old name of the listed entity	NA
17.	Advertisements as per regulation 47(1)	Yes
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.	Whether the company has provided information under separate section on its website as per Regulation 46 (2)	Yes
21.	Materiality Policy as per Regulation 30	Yes
22.	Dividend Distribution Policy as per Regulation 43A (as applicable)	NA
23.	It is certified that these contents on the website of the listed entity are correct	Yes

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II. Annual Affirmations			
Sr.	Subject	Regulation Number	Compliance Status
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(1B)	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)	NA
9.	Minimum Information	17(7)	Yes
10.	Compliance Certificate	17(8)	Yes
11.	Risk Assessment & Management	17(9)	Yes
12.	Performance Evaluation of Independent Directors	17(10)	Yes
13.	Recommendation of Board	17(11)	Yes
14.	Maximum number of Directorships	17A	Yes
15.	Composition of Audit Committee	18(1)	Yes
16.	Meeting of Audit Committee	18(2)	Yes
17.	Composition of nomination & remuneration committee	19(1) & (2)	Yes
18.	Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes
19.	Meeting of Nomination and Remuneration Committee	19(3A)	Yes
20.	Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(3)	Yes
21.	Meeting of Stakeholders Relationship Committee	20(3A)	Yes
22.	Composition and role of risk management committee	21(1),(2),(3),(4)	NA
23.	Meeting of Risk Management Committee	21(3A)	NA
24.	Vigil Mechanism	22	Yes

25.	Policy for related party Transaction	23(1), (1A), (5), (6), (7) & (8)	Yes
26.	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes
27.	Approval for material related party transactions	23(4)	Yes
28.	Disclosure of related party transactions on consolidated basis	23(9)	Yes
29.	Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA
30.	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2), (3), (4), (5) & (6)	NA
31.	Annual Secretarial Compliance Report	24(A)	Yes
32.	Alternate Director to Independent Director	25(1)	Yes
33.	Maximum Tenure	25(2)	Yes
34.	Meeting of independent directors	25(3) & (4)	Yes
35.	Familiarization of independent directors	25(7)	Yes
36.	Declaration from Independent Director	25(8) & (9)	Yes
37.	D & O Insurance for Independent Directors	25(10)	NA
38.	Memberships in Committees	26(1)	Yes
39.	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes
40.	Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes
41.	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes

III. Affirmations		
Sr.	Particulars	Compliance Status
1	The Listed Entity has approved the Material Subsidiary Policy and the Corporate Governance requirements with respect to the subsidiary of Listed Entity have been complied	NA
For Libord Finance Limited Sd/- Lakhan Dargad Company Secretary & Compliance Officer		