

Annexure I : CORPORATE GOVERNANCE REPORT

1. Name of Listed Entity: Libord Finance Limited
2. Quarter Ending : March 31, 2019

Title (Mr . / Ms)	Name of the Director	Category (Chairperson /Executive/NonExecutive/independent / Nominee)	Date of Appointment in the current term	Date of cessation	Tenure of Director in months	No of Directorship in listed entities including this listed entity	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity	Number of post of Chairperson in Audit/ Stakeholder Committee(s) held in listed entities including this listed entity
Mr	Lalit Kumar Dangi	Non-Executive - Non Independent Director,Chairperson related to Promoter	04 Apr 1994	-	-	2	4	2
Mrs	Vandna Dangi	Executive Director,MD	24 Jun 2011	-	-	2	1	0
Mr	Nawal Agrawal	Executive Director	12 Jan 2006	-	-	2	2	0
Mr	Romil Y Choksey	Non-Executive - Independent Director	26 Sep 2014	-	60	1	2	2
Mr	Radheyshyam Soni	Non-Executive - Independent Director	30 Oct 2017	-	60	1	2	0
Mr	Raghvendra Raj Mehta	Non-Executive - Independent Director	26 Feb 2019	-	60	1	0	0

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II. Composition of Committees		
Name of Committee	Name of Committee Members	Category
1. Audit Committee	Mr. Romil Y Choksey	Non-Executive - Independent Director, Chairperson
	Mr. Radheyshyam Soni	Non-Executive - Independent Director, Member
	Mr. Lalit Kumar Dangi	Non-Executive - Non Independent Director, Member
2. Nomination & Remuneration Committee	Mr. Romil Y Choksey	Non-Executive - Independent Director, Chairperson
	Mr. Radheyshyam Soni	Non-Executive - Independent Director, Member
	Mr. Lalit Kumar Dangi	Non-Executive - Non Independent Director, Member
3. Risk Management Committee (If applicable)	Not Applicable	
4. Stakeholder's Relationship Committee	Mr. Lalit Kumar Dangi	Non-Executive - Non Independent Director, Chairperson
	Mr. Nawal Agrawal	Executive Director, Member
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 meetings in number of days
29 Oct 2018	-	0
-	13 Feb 2019	106
-	26 Feb 2019	12
-	30 Mar 2019	31

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IV. Meeting of Committees			
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
Audit Committee			
13 Feb 2019	Yes,3	29 Oct, 2018	106
Nomination & Remuneration Committee			
26 Feb 2019	Yes,3	-	-
30 Mar 2019	Yes,2	-	31
Stakeholders Relationship Committee			
05 Feb 2019	Yes,2	31 Dec 2018	35
07 Feb 2019	Yes,2	-	1
11 Feb 2019	Yes,2	-	3
26 Feb 2019	Yes,2	-	14
01 Mar 2019	Yes,2	-	2
05 Mar 2019	Yes,2	-	3
07 Mar 2019	Yes,2	-	1
15 Mar 2019	Yes,2	-	7
19 Mar 2019	Yes,2	-	3
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	

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I. Affirmations at the end of the Quarter	
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

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II. Annual Affirmations			
Sr.	Particulars	Regulation Number	Compliance status
1	Independent directors have been appointed in terms of specified criteria of independence and or eligibility	16(1)(b) & 25(6)	Yes
2	Board composition	17(1)	Yes
3	Meeting of board of directors	17(2)	Yes
4	Review of compliance reports	17(3)	Yes
5	Plans for orderly succession for appointments	17(4)	NA
6	Code of conduct	17(5)	Yes
7	Fees or compensation	17(6)	NA
8	Minimum information	17(7)	Yes
9	Compliance certificate	17(8)	Yes
10	Risk assessment and management	17(9)	Yes
11	Performance evaluation of independent directors	17(10)	Yes
12	Composition of audit committee	18(1)	Yes
13	Meeting of audit committee	18(2)	Yes
14	Composition of nomination and remuneration committee	19(1) & (2)	Yes
15	Composition of stakeholder relationship committee	20(1) & (2)	Yes
16	Composition and role of risk management committee	21(1),(2),(3),(4)	NA
17	Vigil mechanism	22	Yes
18	Policy for related party transaction	23(1),(5),(6),(7) & (8)	Yes
19	Prior or omnibus approval of audit committee for all related party transactions	23(2), (3)	Yes
20	Approval for material related party transactions	23(4)	Yes
21	Composition of board of directors of unlisted material subsidiary	24(1)	NA
22	Other corporate governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	NA
23	Maximum directorship and tenure	25(1) & (2)	Yes
24	Meeting of independent directors	25(3) & (4)	Yes

25	Familiarization of independent directors	25(7)	Yes
26	Memberships in committees	26(1)	Yes
27	Affirmation with compliance to code of conduct from members of board of directors and senior management personnel	26(3)	Yes
28	Disclosure of shareholding by non-executive directors	26(4)	Yes
29	Policy with respect to obligations of directors and senior management	26(2) & 26(5)	Yes
For Libord Finance Limited Sd/- Dr. (Mrs.) Vandna Dangi Managing Director			