



DECILLION FINANCE LIMITED

Regd. Off: " JAJODIA TOWER", 4TH FLOOR, ROOM NO. D-8, 3, BENTINCK STREET, KOLKATA - 700 001
PHONE : (O) 2248 5664, 2243 9601, E-MAIL : info@decillion.co.in WEBSITE : www.decillion.co.in

CIN : L65999WB1995PLC067887

Date: 11/01/2021

To,
The Secretary,
BSE Limited
Floor 25, P J Towers,
Dalal Street,
Mumbai - 400 001

To,
The Secretary,
The Calcutta Stock Exchange Limited
7, Lyons Range,
Kolkata - 700001

Scrip code: 539190

Dear Sir/ Madam,

Sub: Corporate Governance Report for the quarter ended December 31, 2020

Pursuant to Regulation 27 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the Corporate Governance Report for the quarter ended December 31, 2020.

This is for your information and record.

Thanking you.

Yours faithfully,
For Decillion Finance Limited

Ishu Maskara

Ishu Maskara
Company Secretary & Compliance Officer

Encl: As above

Format of report on Corporate Governance to be submitted by a listed entity on quarterly basis

1. Name of Listed Entity: Decillion Finance Limited (L65999WB1995PLC067887)
2. Quarter ending: 31st December, 2020

I. Composition of Board of Directors												
Title (Mr. Ms.)	Name of the Director	PAN\$ & DIN	Category (Chairperson /Executive/ Non- Executive/ independent / Nominee) &	Initial date of Appointment	Date of Re- appointment	Date of Cessation	Tenure*	Date of Birth	No. of directorship in listed entities including this listed entity [in reference to Regulation 17A (1)]	No of Independent Directors hip in listed entities including this listed entity [in reference to Regulation 17A (1)]	Number of memberships in Audit/ Stakeholder Committees (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.	Jitendra Kumar Goyal	ADPPG5884Q DIN: 00468744	Executive Director (Managing Director)	02-06-2003	09-02-2019	-		03-11-1963	04	-	04	02
Mr.	Mahesh Kumar Kejriwal	AFOPK1188G DIN: 07382906	Non- Executive- Independent Director	30-04-2016		-	56 months	26-05-1958	03	03	04	02
Mr.	Vidhu Bhushan Verma	ABNPV8206D DIN: 00555238	Non- Executive- Independent Director	14-11-2017		-	37 months	16-05-1962	03	03	03	03
Ms.	Veedhi Raja	AZKPP3684Q DIN: 08142844	Non- Executive-	30-05-2018		-	31 months	03-09-1988	02	02	03	-



			Independent Director									
Ms.	Ritu Agarwal	APJPA3829B 08143534	Non-Executive-Independent Director	10-11-2020	-	-	2 months	11-07-1988	04	04	03	-
		Whether Regular chairperson appointed? - No										
		Whether Chairperson is related to managing director or CEO? - No										
		<p><i>§PAN of any director would not be displayed on the website of Stock Exchange</i></p> <p><i>& 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</i></p> <p><i>* 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.</i></p>										



II. Composition of Committees					
Name of Committee	Whether regular chairperson appointed	Name of Committee members	Category (Chairperson/ Executive/Non- Executive/ independent/Nominee) §	Date of Appointment	Date of Cessation
1. Audit Committee	Yes	1. Mr. Mahesh Kumar Kejriwal 2. Mr. Jitendra Kumar Goyal 3. Mr. Vidhu Bhushan Verma 4. Ms Veedhi Raja	Chairperson- Non-Executive-Independent Director Executive Director Non-Executive-Independent Director Non-Executive-Independent Director	30-04-2016 10-06-2003 14-11-2017 12-11-2018	
2. Nomination & Remuneration Committee	Yes	1. Mr. Mahesh Kumar Kejriwal 2. Mr. Vidhu Bhushan Verma 3. Ms Veedhi Raja	Chairperson- Non-Executive-Independent Director Non-Executive-Independent Director Non-Executive-Independent Director	30-04-2016 14-11-2017 30-05-2018	
3. Risk Management Committee (if applicable)		NA			
4. Stakeholders Relationship Committee'	Yes	1. Mr. Mahesh Kumar Kejriwal 2. Mr. Vidhu Bhushan Verma 3. Mr. Jitendra Kumar Goyal	Chairperson- Non-Executive Independent Director Non-Executive-Independent Director Executive Director	30-04-2016 14-11-2017 10-06-2003	

§ 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	Whether requirement of Quorum met*	Number of Directors present*	Number of independent directors' present*	Maximum gap between any two consecutives (in number of days)
13-07-2020 30-07-2020 19-08-2020 14-09-2020	10-11-2020	Yes	4	3	- 16 19 25 56

* to be filled in only for the current quarter meetings



IV. Meetings of Committees

<i>Date(s) of meeting of the committee in the relevant quarter</i>	<i>Whether requirement of Quorum met (details)*</i>	<i>Number of Directors present*</i>	<i>Number of independent directors' present*</i>	<i>Date(s) of meeting of the committee in the previous quarter</i>	<i>Maximum gap between any two consecutive meetings in number of days*</i>
(Audit Committee) 10-11-2020	Yes	4	3	30-07-2020 14-09-2020	45 56
(Nomination and Remuneration Committee) 10-11-2020	Yes	3	3	-	-

* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional

**to be filled in only for the current quarter meetings

V. Related Party Transactions

<i>Subject</i>	<i>Compliance status (Yes/No/NA) refer note below</i>
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 the Audit Committee	Yes

Note:

- 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.



VI. Affirmations

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 500 listed entities)
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 the board of directors may be mentioned here. - The Report had been placed before the Board Meeting Held on 10.11.2020
6. Any comments/observations/advice of Board of Directors mentioned here:
 - We have stated in "Annexure -III : Affirmation" in our Half Yearly Corporate Governance Report that due to the pandemic situation (COVID-19) the Annual General Meeting (AGM) of the Company was not held till the date of filing of Report i.e. 14.10.2020. And Further extension has been granted by the ROC vide its order dated 08th September, 2020 for holding Annual General Meeting for the year ended 31st March, 2020.
 - Therefore, we are hereby informing you that the Company has conducted its Annual General Meeting on the 28th Day of December, 2020 and accordingly the company has complied with the Following Regulations as specified in "Annexure - III: Affirmation"-
 - **Regulation 46(2)** - A Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website of the Company
 - **Regulation 18(1)(d)** - Presence of Chairperson of Audit Committee at the Annual General Meeting
 - **Regulation 19(3)** - Presence of Chairperson of the nomination and remuneration committee at the annual general meeting
 - **Regulation 20(3)** - Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting
 - **Regulation 34(3) read with para C of Schedule V** - "Corporate Governance Report" disclosed in Annual Report

Ishu Maskara

Name & Designation: Ishu Maskara
Company Secretary & Compliance Officer

