



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: 18/10/2021

To,
The Secretary,
Listing Department
BSE Limited,
P.J. Towers, Dalal Street,
Mumbai - 400 001

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

Scrip code: 539190

Sub: Corporate Governance Report for the quarter & Half Year ended September 30, 2021

Dear Sir/ Madam,

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 and half year ended September 30, 2021.

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: **30th September, 2021**

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 proviso to Regulation 17A (1)]	Number 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.	Jitendra Kumar Goyal	ADPPG5884Q DIN: 00468744	Executive Director (Managing Director)	02-06-2003	09-02-2019	-		03-11-1963	04	-	05	02
Mr.	Vidhu Bhushan Verma	ABNPV8206D DIN: 00555238	Non-Executive- Independent Director	14-11-2017	-	-	46 months	16-05-1962	03	03	03	03
Ms.	Ritu Agarwal	APJPA3829B 08143534	Non-Executive- Independent Woman Director	10-11-2020	-	-	11 months	11-07-1988	04	04	05	02



Ms.	Pooja Kalanouria**	EFJPK8062Q DIN: 09056683	Non-Executive- Independent Woman Director	12-02-2021	-	-	8 months	04-05-1991	02	02	04	-
		Whether Regular chairperson appointed? – No										
		Whether Chairperson is related to managing director or CEO? – No										
		<p><i>SPAN 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> <p><i>**Ms. Pooja Kalanouria has been designated as the Non-Executive Independent Woman Director with the approval of shareholder in the Annual General Meeting held on 29.09.2021.</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.Ms. Ritu Agarwal 2.Mr. Jitendra Kumar Goyal 3.Mr. Vidhu Bhushan Verma 4.Ms. Pooja Kalanouria	*Chairperson- Non-Executive-Independent Woman Director Executive Director Non-Executive-Independent Director Non- Executive-Independent Woman Director	30-06-2021 10-06-2003 14-11-2017 12-02-2021	
2. Nomination & Remuneration Committee	Yes	1.Ms. Ritu Agarwal 2.Mr. Vidhu Bhushan Verma 3.Ms. Pooja Kalanouria	*Chairperson, Non-Executive-Independent Woman Director Non-Executive-Independent Director Non- Executive-Independent Woman Director	30-06-2021 14-11-2017 12-02-2021	
3. Risk Management Committee (if applicable)			NA		
4. Stakeholders Relationship Committee	Yes	1.Ms. Ritu Agarwal 2.Mr. Vidhu Bhushan Verma 3.Mr. Jitendra Kumar Goyal 4. Ms. Pooja Kalanouria	*Chairperson, Non-Executive-Independent Woman Director Non-Executive-Independent Director Executive Director Non- Executive-Independent Woman Director	30-06-2021 14-11-2017 10-06-2003 12-02-2021	
& 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 * Ms. Ritu Agarwal has been appointed as the Member of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee on 12-02-2021 but designated as the Chairperson w.e.f. 30-06-2021.					



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 (in number of days)
05-04-2021	22-07-2021	Yes	4	3	85
30-06-2021	14-08-2021	Yes	4	3	21
					22

* to be filled in only for the current quarter meetings

IV. Meetings of Committees

Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)*	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) 14-08-2021	Yes	4	3	05-04-2021 30-06-2021	85 44
(Nomination and Remuneration Committee)	-	-	-	-	-
(Stakeholders Relationship Committee)	-	-	-	-	-

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

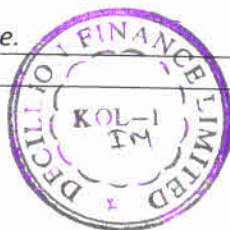
**to be filled in only for the current quarter meetings


V. Related Party Transactions

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 the Audit Committee	Yes

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		
Sr. No.	Subject	Compliance Status (Yes/No)
1	The composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015.	YES
2	The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (a) Audit Committee	YES
3	The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (b) Nomination & Remuneration Committee	YES
4	The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (c) Stakeholders Relationship Committee	YES
5	The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (d) Risk management committee (applicable to the top 500 listed entities)	NA
6	The committee members have been made aware of their powers, role and responsibilities as specified in 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 in 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
9	Any comments/observations/advice of Board of Directors mentioned here.	-
<p><i>Ishu Maskara</i></p> <p>Name: Ishu Maskara Designation: Company Secretary & Compliance Officer</p> 		

Format to be submitted by listed entity at the end of 6 months from the close of financial year

Affirmations		
Broad heading	Regulation Number	Compliance status (Yes/No/NA) refer note below
Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	Yes, Further the Business Responsibility Report is not applicable on the Company.
Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes
Presence of Chairperson of the Nomination and Remuneration Committee at the annual general meeting	19(3)	Yes
Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	Yes
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	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. 3 If the Listed Entity would like to provide any other information the same may be indicated here.		
Ishu Maskara Name: Ishu Maskara Designation: Company Secretary & Compliance Officer		

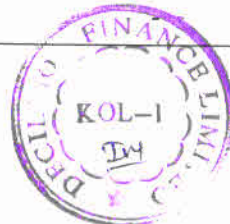



ADDITIONAL HALF YEARLY DISCLOSURE

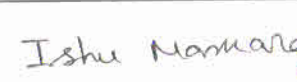
Format to be submitted twice a year, on a half yearly basis by listed entity at the end of every 6 months of the financial year

Half Year ending: 30th September, 2021:

I. Disclosure of Loans/ guarantee/ comfort letters/ securities etc. <small>refer note below</small>			
(A) Any loan or any other form of debt advanced by the listed entity directly or indirectly to:			
Entity	Aggregate amount advanced during six months	Balance outstanding at the end of six months	
Promoter or any other entity controlled by them	15,00,000	49,61,483	
Promoter Group or any other entity controlled by them	22,00,000	2,49,84,394	
Directors (including relatives) or any other entity controlled by them	53,00,000	66,05,632	
KMPs or any other entity controlled by them	0	0	
(B) Any guarantee/ comfort letter (by whatever name called) provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by:			
Entity	Type (guarantee, comfort letter etc.)	Aggregate amount of issuance during six months	Balance outstanding at the end of six months (taking into account any invocation)
Promoter or any other entity controlled by them	-	-	-
Promoter Group or any other entity controlled by them	-	-	-
Directors (including relatives) or any other entity controlled by them	-	-	-
KMPs or any other entity controlled by them	-	-	-
(C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by:			
Entity	Type of Security (Cash, Shares etc.)	Aggregate amount of value of security provided during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them	-	-	-
Promoter Group or any other entity controlled by them	-	-	-
Directors (including relatives) or any other entity controlled by them	-	-	-
KMPs or any other entity controlled by them	-	-	-



(D) Additional Information			
II. Affirmations:			
Affirmations		Compliance Status	Company Remarks
All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to promoter(s), promoter group, director(s) (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them are in the economic interest of the company.		YES	-
Signature			
Name	Rajesh Kumar Yadav		
Designation	CFO		
Place	Kolkata		
Date	18-10-2021		

SIGNATORY DETAILS			
Signature			
Name of Signatory	Ishu Maskara		
Designation of Person	Company Secretary and Compliance officer		
Place	Kolkata		
Date	18-10-2021		