



# 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: 18/01/2022

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

BSE Scrip code: 539190

CSE Scrip Code: 013097

Sub: Corporate Governance Report for the quarter ended December 31, 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 ended December 31, 2021.

Kindly took note of the same.

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: **31<sup>st</sup> December, 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	-	-	49 months	16-05-1962	03	03	03	03
Ms.	Ritu Agarwal	APJPA3829B 08143534	Non-Executive- Independent Woman Director	10-11-2020	-	-	14 months	11-07-1988	04	04	05	02





Ms.	Pooja Kalanouria**	EFJPK8062Q DIN: 09056683	Non-Executive- Independent Woman Director	12-02-2021	-	-	11 months	04-05-1991	02	02	04	-
		Whether Regular chairperson appointed? – No										
		Whether Chairperson is related to managing director or CEO? – No										
		<p>↳ PAN of any director would not be displayed on the website of Stock Exchange          &amp; 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          * 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.          **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.</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					





**III. Meeting of Board of Directors**

<i>Date(s) of Meeting (if any) in the previous quarter</i>	<i>Date(s) of Meeting (if any) in the relevant quarter</i>	<i>Whether requirement of Quorum met*</i>	<i>Number of Directors present*</i>	<i>Number of independent directors' present*</i>	<i>Maximum gap between any two consecutives (in number of days)</i>
22-07-2021 14-08-2021	13-11-2021	Yes	4	3	22 90

\* 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) 13-11-2021	Yes	4	3	14-08-2021	90
(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**

<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:**

- 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 &amp; Compliance Officer</p>		

SIGNATORY DETAILS	
Name of Signatory	Ishu Maskara
Designation of Person	Company Secretary and Compliance officer
Place	Kolkata
Date	18-01-2022

