



October 21, 2021

<b>The Manager, Listing Department, BSE Limited, Phiroze Jeejeebhoy Tower, Dalal Street, Mumbai 400 001. Tel No.: 22721233</b>	<b>The Manager, Listing Department, The National Stock Exchange of India Ltd., Exchange Plaza, 5 Floor, Plot C/1, G Block, Bandra - Kurla Complex, Bandra (E), Mumbai 400 051. Tel No.: 2659 8235</b>
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Dear Sir/Madam,

**Sub: - Quarterly corporate governance report for the quarter ended September 30, 2021**

In Compliance with the requirements of Regulations 27 of SEBI (Listing Obligation & Disclosure Requirements) Regulations, 2015, please find enclosed herewith quarterly corporate governance report for the quarter ended September 30, 2021.

Kindly take the same on record and acknowledge.

Thanking You,

Yours faithfully,  
for **IIFL Samasta Finance Limited**

**Manoranjan Biswal**  
**Company Secretary & Compliance Officer**  
**Membership No.: A31303**

Encl: a/a

**IIFL SAMASTA FINANCE LIMITED**

(Erstwhile Samasta Microfinance Limited)

CIN: U65191KA1995PLC057884

Regd. & Head Office: No. 110/3, Lalbagh Main Road, Krishnappa Layout, Bangalore- 560027, India T +91 80 4291 3500

Corporate office: No. 37A, Sannathi Street, Theradi, Thiruvottriyur, Chennai – 600 019 (Tamil Nadu)

[www.samasta.co.in](http://www.samasta.co.in)

## CORPORATE GOVERNANCE REPORT

1. Name of Listed Entity – **IIFL Samasta Finance Limited**

2. Quarter ending – **September 30, 2021**

<b>I. Composition of Board of Directors</b>													
Title (Mr. / Ms)	Name of the Director	PAN <sup>s</sup> & DIN		Category (Chairperson /Executive / Non-Executive / independent / Nominee) <sup>&amp;</sup>	Date of Appointment in the current term	Date of Re-appointment	Date of Cessation	Tenure*	Date of Birth	No. of Directorship in listed entities including this listed entity [Refer Regulation 17A(1)]	No. of Independent Directorship 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)
		PAN	DIN										
Mr.	Vikraman Ampalak kat	ABPKA7244F	'01978341	Non-executive Independent Director	-	-	NA	-	08-08-1947	2	1	-	1
Mr.	Badrinara yanan Seshadri	AAWPB0237E	'00507371	Non-executive Independent Director	-	-	NA	-	30-06-1970	1	1	1	-
Mr.	Mr. Ramanat han Annamalai	AEHPA1356C	'02645247	Non-executive Independent Director	-	-	NA	-	25-12-1948	5	-	-	-
Mrs.	Malini Benjamin Eden	AABPE0286D	'00732954	Non-executive, Independent Director	-	-	NA	-	02-02-1960	1	1	-	-
Mr	Narayana swamy	AAJPV2474Q	'01018821	Member, Managing	-	-	NA	-	19-06-1975	-	-	-	-

	Venkatesh			Director									
Mr.	Monu Ratra	ADKPR2909L	'07406284	Member, Non-Executive Director	-	-	NA	-	10-09-1973	-	-	1	-
MR.	Shivaprakash Deviah	AELPS6775B	'02216802	Member, Whole-time Director	-	-	NA	-	11-03-1975	-	-	-	-

**\*\* Number of Chairperson positions held in Audit/ Stakeholder Committee of only listed entities is considered**

Whether Regular chairperson appointed – **Yes**

Whether Chairperson is related to managing director or CEO – **No**

§ - PAN number of any director would not be displayed on the website of Stock Exchange

& - 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.

## **II. Composition of Committees (As on September 30, 2021)**

<b>Name of Committee</b>	<b>Whether Regular chairperson appointed</b>	<b>Name of Committee members</b>	<b>Category (Chairperson / Executive / Non-Executive / Independent / Nominee)§</b>	<b>Date of Appointment</b>	<b>Date of Cessation</b>
1. Audit Committee	Yes	Mr. Vikraman Ampalakkat	Chairman, Non-executive Independent Director		-
		Mr. Badrinarayanan Seshadri	Member, Non-executive Independent Director		-
		Mr. Monu Ratra	Member, Non-Executive Director		-
2. Nomination & Remuneration Committee	Yes	Mr. Ramanathan Annamalai	Chairman, Non-executive Independent Director		-
		Mr. Badrinarayanan Seshadri	Member, Non-executive Independent Director		-
		Mr. Vikraman Ampalakkat	Member, Non-executive Independent Director		-
		Mr. Monu Ratra	Member, Non-Executive Director		-
3. Risk Management Committee	Yes	Mr. Venkatesh N	Member, Managing Director		-

(if applicable)		Mr. Shivaprakash Deviah	Member, Whole-time Director		-
		Mr. Ramanathan Annamalai	Member, Non-executive Independent Director		-
		Mr. Monu Ratra	Member, Non-Executive Director		-
4. Stakeholders Relationship Committee					-
					-
					-
5. Corporate Social Responsibility Committee	Yes	Mr. Venkatesh N	Member, Managing Director		-
		Mr. Shivaprakash Deviah	Member, Whole-time Director		-
		Ms. Malini Eden	Non-executive, Independent Director		-
		Mr. Ashwini Kumar	Chief People Officer		

&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.

<b>III. Meeting of Board of Directors</b>					
<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 Consecutive (in number of days)</i>
• April 22, 2021	• July 24, 2021	Yes	6	3	44 Days (Gap Calculated Between two Consecutive Meetings-Last Meeting of Previous Quarter & First Meeting of Relevant Quarter)
• April 28, 2021	• September 28, 2021	Yes	7	4	-
• June 10, 2021	-	-	-	-	-
<b>IV. Meeting of Committees</b>					
<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>
<b>Audit Committee:</b>					
• July 24, 2021	Yes	3	2	• April 28, 2021	44 days(Gap Calculated Between two Consecutive Meetings-Last Meeting of Previous Quarter & First Meeting of Relevant Quarter)
• September 28, 2021	Yes	3	2	June 10, 2021	-
<b>Nomination &amp; Remuneration Committee:</b>					
• August 24, 2021	Yes	-	-	• April 28, 2021	N.A.
<b>Stakeholders Relationship Committee:</b>					
NIL	N.A.	-	-	NIL	N.A.

<b>CSR Committee:</b>					
NIL	N.A	-	-	• March 24, 2021	N.A
*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					
<b>V. Related Party Transactions</b>					
<b>Subject</b>			<b>Compliance status (Yes/No/NA) refer note below</b>		
Whether prior approval of audit committee obtained			Yes		
Whether shareholder approval obtained for material RPT			N.A		
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee			Yes		
<b>Note:</b>					
<p>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.</p> <p>2. If status is "No" details of non-compliance may be given here.</p>					
<b>VI. Affirmations</b>					
<p>1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. <b>Yes</b></p> <p>2. The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 - <b>Yes</b></p> <ol style="list-style-type: none"> <li>Audit Committee</li> <li>Nomination &amp; remuneration committee</li> <li>Stakeholders relationship committee</li> <li>Risk management committee</li> </ol> <p>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. - <b>Yes</b></p> <p>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. - <b>Yes</b></p> <p>5. The report submitted for the quarter ended September 30, 2021 shall be placed before Board of Directors at the ensuing meeting of the Board. - <b>Yes</b></p>					

**For IIFL Samasta Finance Limited**

**Manoranjan Biswal**

**Company Secretary & Compliance Officer**

**Membership No.: A31303**

**Place: Bangalore**

**Date: October 21, 2021**

**Note:**

*Information at Table I and II above need to be necessarily given in 2<sup>nd</sup> quarter of each financial year. However, if there is no change of information in subsequent quarter(s) of that financial year, this information may not be given by Listed entity and instead a statement "same as previous quarter" may be given.*