

Quarterly Corporate Governance Report

1. Name of Listed Entity: **Decillion Finance Limited (L65999WB1995PLC067887)**
2. Quarter ending: 30th September, 2018

I. Composition of Board of Directors

Title (Mr. / Ms)	Name of the Director	PAN & DIN	Category (Chairperson/Executive/Non-Executive/Independent/Nominee)	Date of Appointment in the current term /cessation	Tenure*	No of Directorship in listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulations)	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)
1. Mr.	Jitendra Kumar Goyal	ADPPP65884Q DIN:00468744	Executive Director (Managing Director)	09-02-2016		04	03	03
2. Mr.	Mahesh Kumar Kejriwal	AFOPK1188G DIN:07382906	Non-Executive - Independent Director	30-04-2016	2.5 Years	03	04	02
3. Mr.	Vidhu Bhushan Verma	ABNPV8206D DIN:00555238	Non-Executive - Independent Director	14-11-2017	10 Months	03	04	02
4. Mrs	Veedhi Raja	AZKPP3684Q DIN:08142844	Non-Executive - Independent Director	30-05-2018	4 Months	02	02	00

\$ 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			
Name of Committee	Name of Committee members	Category (Chairperson/Executive/Non-Executive/Independent/Nominee) *	
1. Audit Committee	1. Mr. Mahesh Kumar Kejriwal 2. Mr. Jitendra Kumar Goyal 3. Mr. Vidhu Bhushan Verma	Chairman-Non-Executive-Independent Director Executive Director Non-Executive-Independent Director	
2. Nomination & Remuneration Committee	1. Mr. Mahesh Kumar Kejriwal 2. Mr. Vidhu Bhushan Verma 3. Mrs. Veedhi Raja	Chairman- Non-executive- Independent Director Non-Executive-Independent Director Non-Executive-Independent Director	
3. Risk Management Committee(if applicable)		N.A.	
4. Stakeholders Relationship Committee	1. Mr. Mahesh Kumar Kejriwal 2. Mr. Jitendra Kumar Goyal 3. Mr. Vidhu Bhushan Verma	Chairman- Non-executive- Independent Director Executive Director Non-Executive-Independent Director	
*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	Maximum gap between any two consecutive (in number of days)	
30-05-2018	14-08-2018	75	
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*
14/08/2018 (Audit Committee)	Yes 1. Mr. Mahesh Kumar Kejriwal 2. Mr. Jitendra Kumar Goyal 3. Mr. Vidhu Bhushan Verma	30/05/2018	75
14/08/2018 (Nomination & Remuneration Committee)	1. Mr. Mahesh Kumar Kejriwal 2. Mr. Vidhu Bhushan Verma 3. Mrs. Veedhi Raja	29/05/2018	76



V. Related Party Transactions

Subject	Compliance status
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	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

I hereby certify that:

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 100 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 Board of Directors may be mentioned here:

Name & Designation : Archana Mishra

Company Secretary and Compliance Officer



Corporate Governance Report

Annexure-I

Annexure to be submitted by listed entity at the end of 6 months after end of financial year along -with second quarter report of next financial year.

I.Affirmations

Broad Heading	Regulation Number	Compliance status (Yes/No/NA)
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
Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	No (Due to ill-health and personal exigencies)
Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	No (Due to ill-health and personal exigencies)
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes



Name & Designation : Archana Mishra
Company Secretary and Compliance Officer