

Registered Office :
18, Rabindra Sarani Poddar Court,
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Kolkata-700001. ☎ +91 90514668474

Corporate Office :
C-1003, 10th Floor, Titanium City Centre,
Opp. Seema Hall, Prahladnagar,
Ahmedabad -380015. ☎ +919978622878

Date: 08.01.2020

To,
Department of Corporate Services
BSE Limited,
Ground Floor, PJ Towers,
Dalal Street Fort,
Mumbai-400001

To,
Metropolitan Stock Exchange of India Limited
Vibgyor Towers, 4th Floor, Plot no.C62, G-block,
Opp. Trident Hotel, BandraKurla Complex,
Bandra(E)
Mumbai-400098(India)

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

BSE Script Code:538787

MCX Script Code: GBFL

CSE Script Code:17407

Sub: Quarterly Compliance Report on Corporate Governance for the quarter ended 31st December, 2019.

Dear Sir,

Pursuant to Regulation 27 clause (2) of SEBI Listing regulation,2015 (LODR), we are enclosing herewith the quarterly Compliance Report on Corporate Governance for the quarter ended 31st December, 2019.

Kindly acknowledge the same.

Thanking You.

For Goenka Business & Finance Ltd.



Whole Time Director
DIN: 08221979

General information about company	
Scrip code	538787
NSE Symbol	
MSEI Symbol	GBFL
ISIN	INE997C01015
Name of the entity	Goenka Business & Finance Ltd
Date of start of financial year	01-04-2019
Date of end of financial year	31-03-2020
Reporting Quarter	Quarterly
Date of Report	31-12-2019
Risk management committee	Not Applicable
Market Capitalisation as per immediate previous Financial Year	Any other

Annexure I

Annexure I to be submitted by listed entity on quarterly basis

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory

Whether the listed entity has a Regular Chairperson

Yes

Whether Chairperson is related to MD or CEO

No

Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(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)
MR. L. IBRAHIM L.	AJYPG4205A	07830036	Non-Executive - Non Independent Director	Chairperson		12-09-1985	NA		30-05-2017				1	0	155	156
MR. ABDUL GORJI	AXFPG5425P	08221979	Executive Director	Not Applicable		21-11-1989	NA		19-09-2018				1	0	157	158
MR. JESHAJI K. DARANA	ACKPC2951J	00798567	Non-Executive - Independent Director	Not Applicable		19-06-1957	NA		29-01-2019			60	1	1	159	160
MR. JIBEN SHANKUMAR MA	KFJPS5908P	08372549	Non-Executive - Independent Director	Not Applicable		02-12-1990	NA		29-01-2019			60	1	1	161	162

I. Composition of Board of Directors																	
Disclosure of notes on composition of board of directors explanatory																	
Whether the listed entity has a Regular Chairperson																	
Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re- appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations)	Number member in Au Stakeho Commit includin listed e (Refer Regula 26(1) Listin Regulat
5	Mr	Bhavikkumar S Prajapati	ALTPP4674R	08480627	Executive Director	Not Applicable		08- 09- 1980	NA		30-05-2019				1	0	163

Audit Committee Details							
Whether the Audit Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	08372549	BINALIBEN NIMESHKUMAR SHARMA	Non-Executive - Independent Director	Chairperson	29-01-2019		
2	00798567	SHAILESH RAMNIKLAL CHANDARANA	Non-Executive - Independent Director	Member	14-08-2019		
3	08221979	YASIN ABDUL SATTAR GORI	Executive Director	Member	29-01-2019		

Nomination and remuneration committee							
Whether the Nomination and remuneration committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00798567	SHAILESH RAMNIKLAL CHANDARANA	Non-Executive - Independent Director	Chairperson	14-08-2019		
2	08372549	BINALIBEN NIMESHKUMAR SHARMA	Non-Executive - Independent Director	Member	29-01-2019		
3	07830036	HEMAL KANTIBHAI GOHEL	Non-Executive - Non Independent Director	Member	30-05-2017		

Stakeholders Relationship Committee							
Whether the Stakeholders Relationship Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	07830036	HEMAL KANTIBHAI GOHEL	Non-Executive - Non Independent Director	Chairperson	30-05-2017		
2	08372549	BINALIBEN NIMESHKUMAR SHARMA	Non-Executive - Independent Director	Member	29-01-2019		
3	08221979	YASIN ABDUL SATTAR GORI	Executive Director	Member	29-01-2019		

Risk Management Committee							
Whether the Risk Management Committee has a Regular Chairperson							
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks

Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility Committee has a Regular Chairperson					No		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks

Other Committee						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks

Annexure 1							
Annexure 1							
III. Meeting of Board of Directors							
Disclosure of notes on meeting of board of directors explanatory							
Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Number of Directors present*	No. of Independent Directors attending the meeting*
1	30-08-2019				Yes		
2		14-11-2019	75		Yes	5	2

Annexure 1								
IV. Meeting of Committees								
Disclosure of notes on meeting of committees explanatory								
Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Number of Directors present*	No. of Independent Directors attending the meeting*
1	Audit Committee	14-08-2019				Yes	3	2
2	Audit Committee	14-11-2019	91			Yes	3	2

Annexure 1			
V. Related Party Transactions			
Sr	Subject	Compliance status (Yes/No/NA)	If status is “No” details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	NA	
2	Whether shareholder approval obtained for material RPT	NA	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	NA	

Annexure 1		
VI. Affirmations		
Sr	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)	Yes
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

Annexure 1		
Sr	Subject	Compliance status
1	Name of signatory	Dharmik Solanki
2	Designation	Company Secretary and Compliance Officer

Signatory Details	
Name of signatory	Dharmik Solanki
Designation of person	Company Secretary and Compliance Officer
Place	Ahmedabad
Date	08-01-2020

