



**GOENKA BUSINESS & FINANCE LTD.**

NBFC RBI CIC NO : 05.00614

Date: 13.10.2022

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, 4<sup>th</sup> 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 and half year ended 30<sup>th</sup> September, 2022.**

**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 and half year ended 30<sup>th</sup> September, 2022.

Kindly acknowledge the same.

Thanking You.

**For Goenka Business & Finance Ltd.**

GORI YASIN  
ABDUL  
SATTAR

Digitally signed by  
GORI YASIN ABDUL  
SATTAR  
Date: 2022.10.13  
16:43:20 +05'30'

**Mr. Yasin Gori**  
**Whole time Director**  
**DIN:08221979**

**Registered Office**  
18, Rabindra Sarani Poddar Court,  
Gate- 4, 2nd Floor, Room 17,  
Kolkata - 700001  
90514668474

**Email:** goenkabusiness1987@gmail.com  
**Web:** www.goenkabusinessfinancelimited.in  
**CIN:** L67120WB1987PLC042960

**Corporate Office**  
9 Sadguru Complex, 4th Floor Shivrangani  
Cross Road,  
Ahmedabad, Gujarat 380015  
9978622878

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	01-04-2022
Date of end of financial year	31-03-2023
Reporting Quarter	Half Yearly
Date of Report	30-09-2022
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

on of board of directors explanatory																	
ed entity has a Regular Chairperson				No													
her Chairperson related to Promoter				No	Disqualification of Directors under section 164 of the Companies Act, 2013												
IN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status	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)	Ind Dir i ( in th
1979	Executive Director	Not Applicable		21-11-1989	No					NA		19-09-2018				1	0
0627	Executive Director	Not Applicable		08-09-1980	No					NA		30-05-2019				1	0
3533	Non-Executive - Independent Director	Not Applicable		25-06-1989	No					NA		01-01-2021			60	1	1
6786	Non-Executive - Independent Director	Not Applicable		04-05-1988	No					NA		01-01-2021			60	1	1

I. Composition of Board of Directors																
Disclosure of notes on composition of board of directors explanatory																
Whether the listed entity has a Regular Chairperson																
Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status	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)
Non-executive - independent director	Not Applicable		07-07-1999	No					NA		07-12-2021			60	1	1

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	09016786	NIGAMBHAI GOVINDBHAI SATHAVARA	Non-Executive - Independent Director	Chairperson	01-01-2021		
2	09421573	CHARMI UMESHBHAI PARIKH	Non-Executive - Independent Director	Member	07-12-2021		
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	09421573	CHARMI UMESHBHAI PARIKH	Non-Executive - Independent Director	Chairperson	07-12-2021		
2	09016786	NIGAMBHAI GOVINDBHAI SATHAVARA	Non-Executive - Independent Director	Member	01-01-2021		
3	09013533	DARSHIL HEMENDRAKUMAR SHAH	Non-Executive - Independent Director	Member	01-01-2021		

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	09013533	DARSHIL HEMENDRAKUMAR SHAH	Non-Executive - Independent Director	Chairperson	01-01-2021		
2	08221979	YASIN ABDUL SATTAR GORI	Executive Director	Member	29-01-2021		
3	09421573	CHARMI UMESHBHAI PARIKH	Non-Executive - Independent Director	Member	07-12-2021		

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							
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)	Total Number of Directors as on date of the meeting	Number of Directors present* (All directors including Independent Director)	No. of Independent Directors attending the meeting*
1	08-04-2022				Yes	5	5	3
2	30-05-2022		51		Yes	5	5	3
3		12-08-2022	73		Yes	5	5	3
4		02-09-2022	20		Yes	5	5	3
5		21-09-2022	18		Yes	5	5	3

## 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)	Total Number of Directors as on date of the meeting	Number of Directors (All directors including Independent director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
1	Audit Committee	30-05-2022				Yes	3	3	2	0
2	Audit Committee	12-08-2022	73			Yes	3	3	2	0
3	Nomination and remuneration committee	08-04-2022				Yes	3	3	3	0
4	Nomination and remuneration committee	21-09-2022	165			Yes	3	3	3	0
5	Stakeholders Relationship Committee	30-05-2022				Yes	3	3	3	0
6	Stakeholders Relationship Committee	12-08-2022	73			Yes	3	3	3	0

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 1000 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

Annexure 1		
Sr	Subject	Compliance status
1	Name of signatory	YASIN GORI
2	Designation	Director

Annexure III				
III. Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is “No” details of non-compliance may be given here.
1	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	
2	Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes	
3	Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes	
4	Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	Yes	
5	Whether “Corporate Governance Report” disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	
Any other information to be provided				



Annexure III		
1	Name of signatory	YASIN GORI
2	Designation	Director

<b>Additional Half yearly Disclosure</b>		
Applicability of disclosure	Not Applicable	
Reason for Non Applicability	Textual Information(1)	

Signatory Details	
Name of signatory	YASIN GORI
Designation of person	Director
Place	AHMEDABAD
Date	27-10-2022

