



GOENKA BUSINESS & FINANCE LTD.

NBFC RBI CIC NO : 05.00614

Date: 16.01.2023

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, 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 ended 31st December, 2022.

Kindly acknowledge the same.

Thanking You.

For Goenka Business & Finance Ltd.

GORI YASIN
ABDUL
SATTAR
Digitally signed
by GORI YASIN
ABDUL SATTAR
Date: 2023.01.16
12:26:05 +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 Shivranjani
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 | Quarterly |
| Date of Report | 31-12-2022 |
| 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

Disclosure of notes on composition of board of directors explanatory

Textual Information(1)

Whether the listed entity has a Regular Chairperson

No

Whether Chairperson is related to MD or CEO

No

Disqualification of Directors under section 164 of the Companies Act, 2013

| 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 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) | 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) | Notes for not providing PAN | Notes for not providing DIN |
|----|-----------------|--------------------------------|------------|----------|--------------------------------------|-------------------------|-------------------------|---------------|---------------------------------------|--------------------------------|------------------------------|-----------------------------|----------------|---|------------------------------------|-----------------------------|------------------------|-------------------|--------------------------------|--|---|---|--|-----------------------------|-----------------------------|
| 1 | Mr | YASIN ABDUL SATTAR GORI | AXFPG5425P | 08221979 | Executive Director | Not Applicable | | 21-11-1989 | No | | | | | NA | | 19-09-2018 | | | | 1 | 0 | 1 | 0 | | |
| 2 | Mr | BHAVIKKUMA S PRAJAPATI | ALTPP4674R | 08480627 | Executive Director | Not Applicable | | 08-09-1980 | No | | | | | NA | | 30-05-2019 | | | | 1 | 0 | 0 | 0 | | |
| 3 | Mr | DARSHIL HEMENDRAKUMAR SHAH | BYHPS3635P | 09013533 | Non-Executive - Independent Director | Not Applicable | | 25-06-1989 | No | | | | | NA | | 01-01-2021 | | | 60 | 1 | 1 | 1 | 1 | | |
| 4 | Mr | NIGAMBHAI GOVINDBHAI SATHAVARA | DHLPS7078R | 09016786 | Non-Executive - Independent Director | Not Applicable | | 04-05-1988 | No | | | | | NA | | 01-01-2021 | | | 60 | 1 | 1 | 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

| 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 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) | 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) | Notes for not providing PAN | Notes for not providing DIN |
|----|-----------------|-------------------------|------------|----------|--------------------------------------|-------------------------|-------------------------|---------------|---------------------------------------|--------------------------------|------------------------------|-----------------------------|----------------|---|------------------------------------|-----------------------------|------------------------|-------------------|--------------------------------|--|---|---|--|-----------------------------|-----------------------------|
| 5 | Ms | CHARMI UMESHBHAI PARIKH | EBFPP2854F | 09421573 | Non-Executive - Independent Director | Not Applicable | | 07-07-1999 | No | | | | | NA | | 07-12-2021 | | | 60 | 1 | 1 | 1 | 1 | | |

| Text Block | |
|------------------------|---|
| Textual Information(1) | Yasin Abdul Sattar Gori Executive Director Bhavikkumar S Prajapati Exective Director Darshil Hemendrakumar Shah Non-Executive Independent Director Nigam Govindbhai Sathavara Non-Executive Independent Director Charmi Umeshbhai Parikh Non-Executive Independent Director |

| 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 | 29-01-2021 | | |
| 3 | 08221979 | YASIN ABDUL SATTAR GORI | Executive Director | Member | 07-12-2021 | | |

| 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 | 12-08-2022 | | | | Yes | 5 | 5 | 3 |
| 2 | 02-09-2022 | | 20 | | Yes | 5 | 5 | 3 |
| 3 | 21-09-2022 | | 18 | | Yes | 5 | 5 | 3 |
| 4 | | 14-11-2022 | 53 | | 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 in the Committee as on date of the meeting | Number of Directors Present (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 | 12-08-2022 | | | | Yes | 3 | 3 | 2 | 0 |
| 2 | Audit Committee | 14-11-2022 | 93 | | | Yes | 3 | 3 | 2 | 0 |
| 3 | Nomination and remuneration committee | 21-09-2022 | | | | Yes | 3 | 3 | 3 | 0 |
| 4 | Stakeholders Relationship Committee | 12-08-2022 | | | | Yes | 3 | 3 | 3 | 0 |
| 5 | Stakeholders Relationship Committee | 14-11-2022 | 93 | | | 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 | Yes | |
| 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 | Yes | |

| 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 |

| Signatory Details | |
|-----------------------|------------|
| Name of signatory | YASIN GORI |
| Designation of person | Director |
| Place | AHMEDABAD |
| Date | 16-01-2023 |

