

Ref No.: EW/Sec/2016/100

July 13, 2016

National Stock Exchange of India Limited
Exchange Plaza,
Bandra Kurla Complex,
Bandra (E),
Mumbai - 400 051.

Dear Sirs,

Ref.:- Symbol - EDELWEISS


Sub.: Corporate Governance Report as per Regulation 27(2) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the quarter ended June 30, 2016


Pursuant to Regulation 27 (2) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 the Corporate Governance Report of the Company for the quarter ended June 30, 2016, is enclosed.

Kindly take the same on record.

Thanking you,

Yours faithfully,
For Edelweiss Financial Services Limited


B. Renganathan
Executive Vice President & Company Secretary

 Encl.: as above.

1. Quarter ending :- June 30, 2016

I. Composition of Board of Directors								
Title (Mr./Ms)	Name of the Director	PAN ^S & 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)
Mr.	Rashesh Shah		Chairman-Executive	01/04/2014	--	1	-	-
Mr.	Venkat Ramaswamy		Executive	01/04/2014	-	2	1	-
Mr.	Ilmanshu Kaji		Executive	01/11/2014	--	1	-	-
Mr.	Rujan Panjwari		Executive	24/06/2016	-	1	-	-
Ms.	Vidya Shah		Non-Executive	01/08/2014	N.A	1	-	-

Mr. Kurnasagaran Chinniah	01590108 PAN: N.A	Independent	25/07/2014	Refer Note 1	2	1	--
Mr. P. N. Venkatachalam		Independent	25/07/2014	Refer Note 1	2	--	1
Mr. Berjis Desai		Independent	25/07/2014	Refer Note 1	7	3	2
Mr. Sanjiv Misra		Independent	25/07/2014	Refer Note 1	1	1	--
Mr. Sunil Mitra		Independent	25/07/2014	Refer Note 1	3	2	--
Mr. Navtej S. Nandra		Independent	25/07/2014	Refer Note 1	1	--	--
Mr. Biswanohan Mahapatra		Independent	21/07/2015	Refer Note 2	2	1	--

Note -1 hold office upto the Annual General Meeting of the Company to be held in 2017.

Note 2 holds office upto the Annual General Meeting of the Company to be held in 2018.

*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.



Edelweiss Financial Services Limited

Corporate Identity Number : L99000MH1995PLCC94641

Registered Office : Edelweiss House, Off CST Road, Kalina, Mumbai: 400098 ☎ +91 22 4009 4400 ☎ +91 22 4502 9298 www.edelweissfin.com

II. <u>Composition of Committees</u>		
<u>Name of Committee</u>	<u>Name of Committee members</u>	<u>Category (Chairperson/Executive/Non-Executive/Independent/Nominee)*</u>
1. Audit Committee	Mr. P. N. Venkatachalam Mr. Berjis Desai Mr. Sanjiv Misra Mr. Sunil Mitra	Independent (Chairman of the Committee) Independent Independent Independent
2. Nomination & Remuneration Committee	Mr. Berjis Desai Mr. Sanjiv Misra Mr. Navtej S. Nandra Mr. Kunnasagar Chinniah	Independent (Chairman of the Meeting) Independent Independent Independent
3. Risk Management Committee (if applicable)	Mr. Rashes Shah Mr. P. N. Venkatachalam Mr. Navtej S. Nandra Mr. Sanjiv Misra Mr. Kunnasagar Chinniah	Chairman - Executive Independent Independent Independent Independent
4. Stakeholders Relationship Committee	Mr. Berjis Desai Mr. Kunnasagar Chinniah Mr. Venkat Ramaswamy	Independent (Chairman of the Meeting) Independent Executive

*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)
March 9, 2016 and January 20, 2016	May 13, 2016	64

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*
May 13, 2016 (Audit Committee)	Yes	January 20, 2016 (Audit Committee)	113 days

* This information has to be mandatorily be given for Audit committee, for rest of the committees giving this information is optional.

V. Related Party Transactions	
Subject	Compliance status (Yes/No/NA) ^{refer note below}
Whether prior approval of audit committee obtained.	Yes
Whether shareholder approval obtained for material RPT	Yes
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes

Note

- 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.
- If status is "No" details of non-compliance may be given here.



VI. Affirmations

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.
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 the Listing Agreement/SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
5. The report for the quarter ended March 31, 2016, was placed before the Board at its Meeting held on May 13, 2016. This report shall be placed before the Board at its forthcoming Meeting.

For Edelweiss Financial Services Limited



B. Renganathan
Executive Vice President & Company Secretary

Edelweiss Financial Services Limited

Details of material related party transactions

Loans given to subsidiaries :

Name of the Related Party	In Rs. Crs	
	Quarter ended 30th June, 2016	
	Loan given	Loan repaid
Edelweiss Commodities Services Limited	2,989	3,011
EC International Limited	651	404

Loans taken from subsidiaries :

Name of the Related Party	In Rs. Crs	
	Quarter ended 30th June, 2016	
	Loan taken	Loan repaid
Edelweiss Commodities Services Limited	833	647