

Name of the Listed Entity: - Edelweiss Financial Services Limited

1. Quarter ending :- September 30, 2018

I. <u>Composition of Board of Directors</u>								
Title (Mr. / Ms)	Name of the Director	PAN <sup>s</sup> & 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	01/04/2017	--	1	-	-
Mr.	Venkatchalam Ramaswamy		Executive	01/04/2017	--	1	2	-
Mr.	Himanshu Kaji		Executive	01/11/2014	--	1	1	-
Mr.	Rujan Panjwani		Executive	24/06/2016	--	1	1	--
Ms.	Vidya Shah		Non-Executive	01/08/2014	--	1	2	--
Mr.	Berjis Desai		Independent	02/08/2017	Refer Note 1	6	3	3

Title (Mr. / Ms)	Name of the Director	PAN <sup>s</sup> & 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.	Biswamohan Mahapatra		Independent	26/07/2018	Refer Note 2	2	4	1
Mr.	Kunrasagar Chinniah		Independent	02/08/2017	Refer Note 1	2	2	2
Mr.	Navtej S. Nandra		Independent	02/08/2017	Refer Note 1	1	2	--
Mr.	P. N. Venkatachalam		Independent	02/08/2017	Refer Note 1	2	3	3
Mr.	Sanjiv Misra		Independent	02/08/2017	Refer Note 1	1	1	--

Note -1 hold office upto the Annual General Meeting of the Company to be held in 2022.

Note 2 holds office upto the Annual General Meeting of the Company to be held in 2023.

<sup>s</sup>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.

<b>II. <u>Composition of Committees</u></b>		
<b>Name of Committee</b>	<b>Name of Committee members</b>	<b>Category (Chairperson/Executive/ Non-Executive/ Independent/Nominee)*</b>
1. Audit Committee	Mr. P. N. Venkatachalam	Independent (Chairman)
	Mr. Berjis Desai	Independent
	Mr. Biswamohan Mahapatra	Independent
	Mr. Sanjiv Misra	Independent
	Mr. Kunnasagaran Chinniah	Independent
2. Nomination & Remuneration Committee	Mr. Berjis Desai	Independent (Chairman)
	Mr. Kunnasagaran Chinniah	Independent
	Mr. Navtej S. Nandra	Independent
	Mr. Sanjiv Misra	Independent
3. Risk Management Committee	Mr. P. N. Venkatachalam	Independent (Chairman)
	Mr. Biswamohan Mahapatra	Independent
	Mr. Kunnasagaran Chinniah	Independent
	Mr. Navtej S. Nandra	Independent
	Mr. Sanjiv Misra	Independent
	Mr. Himanshu Kaji	Executive
4. Stakeholders Relationship Committee	Mr. Berjis Desai	Independent (Chairman)
	Mr. Kunnasagaran Chinniah	Independent
	Mr. Venkatchalam Ramaswamy	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. <u>Meeting of Board of Directors</u>		
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)
May 3, 2018	July 26, 2018	63 days
May 23, 2018	August 7, 2018	11 days

IV. <u>Meeting of Committees</u>			
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*
August 7, 2018 (Audit Committee)	Yes	May 3, 2018 (Audit Committee)	95 days
		May 23, 2018 (Audit Committee)	19 days@

@ Difference between May 3, 2018 and May 23, 2018

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

V. <u>Related Party Transactions</u>	
Subject	Compliance status (Yes/No/NA) refer note below
Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material RPT	N.A.
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.

2. 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 SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
5. The report for the quarter ended June 30, 2018, was placed before the Board at its Meeting held on July 26, 2018. This report shall be placed before the Board at its forthcoming Meeting.

**VII. Details of Material related party transactions- Refer Annexure**

For Edelweiss Financial Services Limited

  
B. Renganathan  
Executive Vice President & Company Secretary

 October 15, 2018

Edelweiss Financial Services Limited

Corporate Governance Report to be submitted at the end of 6 months after end of financial year for the period ended  
September 30, 2018

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)	Yes
Presence of Chairperson of the Nomination and Remuneration Committee at the Annual General Meeting	19(3)	*No
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes
<p>Note:</p> <p>*Personal exigency</p>		
<p>For Edelweiss Financial Services Limited</p> <p><i>B. Renganathan</i> B. Renganathan Executive Vice President &amp; Company Secretary</p> <p>October 15, 2018</p>		



**Edelweiss**  
Ideas create, values protect

Annexure

Details of Material related party transactions

Corporate Guarantee to Subsidiaries:

(in Rs. Crs.)

Name of Related Party	Quarter ended September 30, 2018
Edelweiss Commodities Services Limited ( Wholly owned subsidiary - Reduction in Corporate Guarantee )	1,445.44

