

October 21, 2021

BSE Limited

P J Towers, Dalal Street,
Fort,
Mumbai – 400 001.

Dear Sir/ Madam,

Sub.: Corporate Governance Report for the quarter ended September 30, 2021

Pursuant to Regulation 27 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 September 30, 2021, is enclosed.

Kindly take the same on record.

Thanking you,

Yours faithfully,

For Edel Finance Company Limited

Sunil Nagrani
Chief Financial Officer

Encl.: as above.

Corporate Governance Report

1. Name of Listed Entity - Edel Finance Company Limited
2. Quarter ending -September 30, 2021

I. Composition of Board of Directors #												
Title (Mr / Ms)	Name of the Director	PAN\$ & DIN	Category (Chairperson / Executive/ Non-Executive / independent / Nominee) &	Initial Date of Appointment	Date of Re-appointment	Date of Cessation	Tenure *	Date of Birth	No. Of directorship in listed entities including this listed entity [in reference to Regulation 17A(1)]	No of Independent Directors in listed entities including this listed entity [in reference to provision to regulation 17A(1)]	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation26(1) of Listing Regulations)
Mr	S. Ranganathan	PAN:AADPR6519A DIN: 00125493	Non-Executive	19-04-2017	-	-	-	03-11-1963	0	0	1	0
Ms	Vidya Shah	PAN: AMEPS3037M DIN: 00274831	Non-Executive	28-05-2021	-	-	-	18-06-1966	1	0	1	0
Mr	Sarju Simaria	PAN: AAWPS9949P DIN: 02436025	Non-Executive	28-05-2021	-	-	-	27-06-1967	0	0	0	0
Mr	Atul Ambavat	PAN: ACCPA7161L DIN: 00195875	Independent	08-05-2017	09-05-2020	-	36	26-03-1979	0	0	1	0

Edel Finance Company Limited

Corporate Identity Number: U65920MH1989PLC053909

Registered Office: Edelweiss House, Off C.S.T. Road, Kalina, Mumbai – 400 098. Tel No.: +91 22 4009 4400

Mr	Vinod Juneja	PAN: ADYPJ0433B DIN: 00044311	Independent	08-05-2017	09-05-2020	-	36	20-04-1949	2	2	7	1
		Whether Regular chairperson appointed -NO										
		Whether Chairperson is related to managing director or CEO -NO										
		<i>\$PAN 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.</i>										
<i># The amendments to the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, which were Notified on September 7, 2021, are being implemented in due course.</i>												

II. Composition of Committees #					
<i>Name of Committee</i>	Whether Regular chairperson appointed	Name of Committee Members	Category (Chairperson/Executive/ Non-Executive/independent/ Nominee) \$	Date of Appointment	Date of Cessation
1. Audit Committee	No	Mr. S. Ranganathan	Non- Executive	19-04-2017	
		Mr. Vinod Juneja	Independent	08-05-2017	
		Mr. Atul Ambavat	Independent	08-05-2017	
2. Nomination & Remuneration Committee	No	Mr. S. Ranganathan	Non- Executive	19-04-2017	
		Mr. Vinod Juneja	Independent	08-05-2017	
		Mr. Atul Ambavat	Independent	08-05-2017	
3. Risk Management Committee (if applicable)	No	Mr. S. Ranganathan	Non- Executive	28-10-2020	
		Mr. Vinod Juneja	Independent	28-10-2020	
		Mr. Atul Ambavat	Independent	28-10-2020	
		Mr. Sarju Simaria	Non- Executive	05-08-2021	
4. Stakeholders Relationship Committee	-				
<i>& 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</i> <i># The amendments to the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, which were Notified on September 7, 2021, are being implemented in due course.</i>					
III. Meeting of Board of Directors					
<i>Date(s) of Meeting (if any) in the previous quarter</i>	<i>Date(s) of Meeting (if any) in the relevant quarter</i>	<i>Whether requirement of Quorum met*</i>	Number of Directors present*	Number of independent directors present*	<i>Maximum gap between any two consecutive (in number of days)</i>
		Yes / No			
25-05-2021		Yes	3	2	

11-06-2021		Yes	5	2	16
	05-08-2021	Yes	5	2	54
* to be filled in only for the current quarter meetings					
IV. Meetings of Committees					
<i>Date(s) of meeting of the committee in the relevant quarter</i>	<i>Whether requirement of Quorum met (details)*</i>	<i>Number of Directors present*</i>	<i>Number of independent directors present*</i>	<i>Date(s) of meeting of the committee in the previous quarter</i>	<i>Maximum gap between any two consecutive meetings in number of days*</i>
	Yes / No				
Audit Committee					
	Yes	3	2	11-06-2021	
05-08-2021	Yes	3	2		54
* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional ***to be filled in only for the current quarter meetings					
V. Related Party Transactions					
<i>Subject</i>				<i>Compliance status (Yes/No/NA)</i> <i>refer note below</i>	
Whether prior approval of audit committee obtained				Yes	
Whether shareholder approval obtained for material RPT				The amendments to the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, which were Notified on September 7, 2021, are being implemented in due course.	
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by the Audit Committee				Yes	

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 (as applicable)
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. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of the board of directors may be mentioned here.

The amendments to the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, which were Notified on September 7, 2021, are being implemented in due course.

For Edel Finance Company Limited

Sunil Nagrani
Chief Financial Officer
Place: Mumbai
Date: October 21, 2021