

ERC SL/Sec/2024-25/34

October 18, 2024

**BSE Limited**

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

Dear Sir/Madam,

**Sub.: Corporate Governance Report for the quarter ended September 30, 2024**

Pursuant to Regulation 27 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed the Corporate Governance Report of the Company for the quarter ended September 30, 2024.

Kindly take the same on record.

Thanking you,

Yours faithfully,

**For Edelweiss Rural & Corporate Services Limited**

**Christina D'souza**  
**Company Secretary**

**Encl:** as above

### Corporate Governance Report

1. Name of Listed Entity - Edelweiss Rural & Corporate Services Limited

2. Quarter ending - September 30, 2024

| I. Composition of Board of Directors # |                      |                                  |  |                             |                         |                   |                     |               |  |   |  |  |
|--|----------------------|----------------------------------|--|-----------------------------|-------------------------|-------------------|---------------------|---------------|--|---|--|--|
| Tit le (M r./ Ms.)                     | Name of the Director | PAN\$ & DIN                      | Category (Chair person /Executive/ Non-Executive/ independe nt/ Nominee) & | Initial Date of Appointment | Date of Re-app ointment | Date of Cessation | Tenure (in Months)* | Date of Birth | No. Of directorship in listed entities including this listed entity<br><br>[in reference to Regulation 17A(1)] | No of Independent Directorship in listed entities includingthis listed entity<br><br>[in reference to proviso to regulation 17A(1)] | Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity<br><br>(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) |
| Dr.                                    | Vinodkumar Juneja    | PAN: ADYPJ0433B<br>DIN: 00044311 | Chairperson (Independent)  | 07-07-2017                  | 19-08-2022              | -                 | 87                  | 20-04-1949    | 1  | 1   | 7  | 2  |
| Mr.                                    | Ravindra Dhobale     | PAN: ADKPD8304R<br>DIN: 05147051 | Executive Director & Chief Financial Officer                               | 02-08-2022                  | -                       | -                 | -                   | 14-11-1971    | -  | -   | -  | -  |
| Ms.                                    | Ananya Suneja        | PAN: ADQPB5081M<br>DIN: 07297081 | Non-Executive  | 01-12-2020                  | -                       | -                 | -                   | 13-06-1973    | -  | -   | 1  | -  |

**Edelweiss Rural & Corporate Services Limited**

Corporate Identity Number: U45201TG2006PLC078157

Registered. Office: 2<sup>nd</sup> Floor, MB Towers, Plot No. 5, Road No. 2, Banjara Hills, Hyderabad 500 034 Tel No.: +91 40 40316900

Corporate Office: Edelweiss House, Off C.S.T. Road, Kalina, Mumbai – 400 098. Tel No.: +91 022 4079 5199

Email: [cs@edelweissfin.com](mailto:cs@edelweissfin.com) Website: [www.ercsl.edelweissfin.com](http://www.ercsl.edelweissfin.com)

| Tit le (M r./ Ms.) | Name of the Director | PAN\$ & DIN                      | Category (Chair person /Executive/ Non-Executive/ independent/ Nominee) & | Initial Date of Appointment | Date of Re- appointment | Date of Cessation | Tenure (in Months)* | Date of Birth | No. Of directorship in listed entities including this listed entity<br><br>[in reference to Regulation 17A(1)] | No of Independent Directorship in listed entities including this listed entity<br><br>[in reference to proviso to regulation 17A(1)] | Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity<br><br>(Refer Regulation 26(1) of Listing Regulations) | No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity<br><br>(Refer Regulation 26(1) of Listing Regulations) |
|--------------------|----------------------|----------------------------------|---|-----------------------------|-------------------------|-------------------|---------------------|---------------|--|--|--|---|
| Mr.                | Nikhil Johari        | PAN: AFNPJ6819E<br>DIN: 01960539 | Non-Executive   | 14-11-2020                  | -                       | -                 | -                   | 15-12-1977    | -  | -  | 2  | 1   |
| Mr.                | Bharat Bakshi        | PAN: AADPB5286G<br>DIN: 07648220 | Independent   | 27-05-2022                  | -                       | -                 | 28                  | 21-11-1960    | -  | -  | 3  | 1   |

Whether Regular chairperson appointed - **Yes**

Whether Chairperson is related to managing director or CEO - **No**

*\$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.*

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

**Edelweiss Rural & Corporate Services Limited**

Corporate Identity Number: U45201TG2006PLC078157

Registered. Office: 2<sup>nd</sup> Floor, MB Towers, Plot No. 5, Road No. 2, Banjara Hills, Hyderabad 500 034 Tel No.: +91 40 40316900

Corporate Office: Edelweiss House, Off C.S.T. Road, Kalina, Mumbai – 400 098. Tel No.: +91 022 4079 5199

Email: [cs@edelweissfin.com](mailto:cs@edelweissfin.com) Website: [www.ercsl.edelweissfin.com](http://www.ercsl.edelweissfin.com)

| <b>II. Composition of Committees #</b>   |                                       |                           |  |                     |                   |
|--|---------------------------------------|---------------------------|--|---------------------|-------------------|
| <i>Name of Committee</i>   | Whether Regular chairperson appointed | Name of Committee Members | Category (Chairperson/Executive/ Non- Executive /Independent/ Nominee) <sup>\$\$</sup> | Date of Appointment | Date of Cessation |
| 1. Audit Committee   | Yes                                   | Dr. Vinodkumar Juneja     | Independent (Chairperson)  | 07-07-2017          | -                 |
|  |                                       | Mr. Bharat Bakshi         | Independent  | 02-08-2022          | -                 |
|  |                                       | Mr. Nikhil Johari         | Non-executive  | 14-11-2020          | -                 |
| 2. Nomination & Remuneration Committee   | Yes                                   | Dr. Vinodkumar Juneja     | Independent (Chairperson)  | 07-07-2017          | -                 |
|  |                                       | Mr. Bharat Bakshi         | Independent  | 02-08-2022          | -                 |
|  |                                       | Mr. Nikhil Johari         | Non-executive  | 12-02-2021          | -                 |
| 3. Risk Management Committee   | No                                    | Dr. Vinodkumar Juneja     | Independent  | 27-10-2021          | -                 |
|  |                                       | Ms. Ananya Suneja         | Non-executive  | 27-10-2021          | -                 |
|  |                                       | Mr. Nikhil Johari         | Non-executive  | 27-05-2022          | -                 |
|  |                                       | Mr. Ravindra Dhobale      | Executive Director & Chief Financial Officer   | 22-05-2023          | -                 |
|  |                                       | Ms. Christina D'souza     | Company Secretary  | 07-02-2024          | -                 |
| 4. Stakeholder's Relationship Committee  | Yes                                   | Mr. Nikhil Johari         | Non-executive (Chairperson)  | 27-10-2021          | -                 |
|  |                                       | Dr. Vinodkumar Juneja     | Independent  | 27-10-2021          | -                 |
|  |                                       | Ms. Ananya Suneja         | Non-executive  | 27-10-2021          | -                 |
| <sup>\$\$</sup> 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 |                                       |                           |  |                     |                   |
| # The amendments to the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, which were Notified on September 7, 2021, are being implemented in due course.           |                                       |                           |  |                     |                   |

**Edelweiss Rural & Corporate Services Limited**

Corporate Identity Number: U45201TG2006PLC078157

 Registered. Office: 2<sup>nd</sup> Floor, MB Towers, Plot No. 5, Road No. 2, Banjara Hills, Hyderabad 500 034 Tel No.: +91 40 40316900

Corporate Office: Edelweiss House, Off C.S.T. Road, Kalina, Mumbai – 400 098. Tel No.: +91 022 4079 5199

 Email: [cs@edelweissfin.com](mailto:cs@edelweissfin.com) Website: [www.ercsl.edelweissfin.com](http://www.ercsl.edelweissfin.com)

| <b>III. Meeting of Board of Directors</b>  |  |  |   |  |  |
|--|--|--|---|--|--|
| <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><br><br><i>Yes/No</i> | <i>Number of Directors present*</i>             | <i>Number of independent directors present*</i>                    | <i>Maximum gap between any two consecutive (in number of days)*</i>        |
| 08-05-2024   | -  | -  | -   | -  | -  |
| -  | 31-07-2024   | Yes  | 5   | 2  | 83   |
| <i>* to be filled in only for the current quarter meetings</i>   |  |  |   |  |  |
| <b>IV. Meetings of Committees</b>  |  |  |   |  |  |
| <i>Date(s) of meeting of the committee in the relevant quarter</i>   | <i>Whether requirement of Quorum met (details)*<br/>Yes/No</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> |
| <b>Audit Committee</b>   |  |  |   |  |  |
| -  | -  | -  | -   | 08-05-2024   | -  |
| 31-07-2024   | Yes  | 3  | 2   | -  | 83   |
| <i>* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional</i> |  |  |   |  |  |
| <i>** to be filled in only for the current quarter meetings</i>  |  |  |   |  |  |

**Edelweiss Rural & Corporate Services Limited**

Corporate Identity Number: U45201TG2006PLC078157

 Registered. Office: 2<sup>nd</sup> Floor, MB Towers, Plot No. 5, Road No. 2, Banjara Hills, Hyderabad 500 034 Tel No.: +91 40 40316900

Corporate Office: Edelweiss House, Off C.S.T. Road, Kalina, Mumbai – 400 098. Tel No.: +91 022 4079 5199

 Email: [cs@edelweissfin.com](mailto:cs@edelweissfin.com) Website: [www.ercsl.edelweissfin.com](http://www.ercsl.edelweissfin.com)

| <b>V. Related Party Transactions</b>  |   |
|---|---|
| <i>Subject</i>  | <i>Compliance status (Yes/No/NA)<br/>refer note below</i> |
| Whether prior approval of audit committee obtained  | Yes   |
| Whether shareholder approval obtained for material RPT  | Not Applicable  |
| Whether details of RPT entered into pursuant to omnibus approval have been reviewed by the Audit Committee  | Yes   |
| <p><b>Note:</b></p> <p>1 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.</p> <p>2 If status is "No" details of non-compliance may be given here.</p> |   |

| <b>Details of Cyber Security Incidence</b>   |                |                        |                |
|--|----------------|------------------------|----------------|
| Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015, there has been cyber security incidents or breaches or loss of data or documents during the quarter. |                |                        | No             |
| Date of Event  | Not Applicable | Brief details of event | Not Applicable |

**Edelweiss Rural & Corporate Services Limited**

Corporate Identity Number: U45201TG2006PLC078157

 Registered. Office: 2<sup>nd</sup> Floor, MB Towers, Plot No. 5, Road No. 2, Banjara Hills, Hyderabad 500 034 Tel No.: +91 40 40316900

Corporate Office: Edelweiss House, Off C.S.T. Road, Kalina, Mumbai – 400 098. Tel No.: +91 022 4079 5199

 Email: [cs@edelweissfin.com](mailto:cs@edelweissfin.com) Website: [www.ercsl.edelweissfin.com](http://www.ercsl.edelweissfin.com)

## 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. 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 Edelweiss Rural & Corporate Services Limited

**Christina D'souza**  
**Company Secretary**  
**Place: Mumbai**  
**Date: October 18, 2024**

#### Edelweiss Rural & Corporate Services Limited

Corporate Identity Number: U45201TG2006PLC078157

Registered. Office: 2<sup>nd</sup> Floor, MB Towers, Plot No. 5, Road No. 2, Banjara Hills, Hyderabad 500 034 Tel No.: +91 40 40316900

Corporate Office: Edelweiss House, Off C.S.T. Road, Kalina, Mumbai – 400 098. Tel No.: +91 022 4079 5199

Email: [cs@edelweissfin.com](mailto:cs@edelweissfin.com) Website: [www.ercsl.edelweissfin.com](http://www.ercsl.edelweissfin.com)