

																	ing thi s list ed ent ity		
Mr.	Niles h Vika msey	0003 1213	AAB PV3 680 Q	ID,C & NED		21- May- 2013	30- Sep- 2019		85	16- Aug- 1964	NA		6	5	8	3	AC,R C,NR C		
Mr.	Venk atara man Raja mani	0001 1919	ADH PR6 633G	NED		17- Jan- 2008	17- Jan- 2008			27- Jul- 1967	NA		3	0	4	2	SC,R C		
Mr.	Nirm al Bhan warl al Jain	0001 0535	ABR PJ92 35G	NED		17- Jan- 2008	17- Jan- 2008			11- Dec- 1966	NA		2	0	0	0	NRC		
Ms.	Geet a Math ur	0213 9552	AAK PM7 380 D	ID		03- Mar- 2015	11- Sep- 2020		79	21- Nov- 1966	NA		7	7	8	4	AC,R C,NR C		
Mr.	Kara n Bhag at	0324 7753	AEB PB7 249B	ED	MD	27- Sep- 2010	30- Sep- 2019			25- Apr- 1977	NA		1	0	1	0	RMC		
Mr.	Yatin Shah	0323 1090	AAM PS42 25K	NED		27- Sep- 2010	30- Sep- 2019			27- Jan- 1976	NA		1	0	1	0	SC		
Mr.	Shan tanu	0673 2021	AGD PR8 472J	NED, ND		25- Feb- 2016	25- Feb- 2016			26- Mar- 1979	NA		1	0	2	0	AC,R C		

	Rastogi																	
Mr.	Sandeep Naik	02057989	AFE PN6 731J	NED, ND		25-Feb-2016	25-Feb-2016			29-Oct-1972	NA		1	0	0	0	NRC	
Mr.	Subbaraman Narayan	00094081	ABU PN5 095 R	ID		25-Jun-2019	25-Jun-2019	27		20-Jun-1943	Yes	30-Sep-2019	4	4	5	3	NA	
Mr.	Pankaj Vais h	00367424	AAB PV3 825F	ID		22-Jan-2020	22-Jan-2020	20		09-Feb-1962	NA		1	1	3	0	AC,SC	
Mr.	Gopalakrishnan Soudarajan	05242795	AAIP S702 3D	NED		22-Jan-2020	22-Jan-2020			20-May-1962	NA		3	0	1	0	NA	

Company Remarks	For the purpose of calculation of Directorship in listed entoty, we have considered the directoship of directors in Equity listed companies only.
Whether Permanent chairperson appointed	Yes
Whether Chairperson is related to MD or CEO	No

ii. Composition of Committees

a. Audit Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Geeta Mathur	ID	Chairperson	30-Mar-2015	

2	Shantanu Rastogi	NED,ND	Member	25-Feb-2016	
3	Nilesh Vikamsey	ID,C & NED	Member	18-Jun-2013	
4	Pankaj Vaish	ID	Member	22-May-2020	

Company Remarks	
Whether Permanent chairperson appointed	Yes

b. Stakeholders Relationship Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Pankaj Vaish	ID	Member	02-Feb-2021	
2	Venkataraman Rajamani	NED	Chairperson	14-May-2019	
3	Yatin Shah	NED	Member	14-May-2019	

Company Remarks	
Whether Permanent chairperson appointed	Yes

c. Risk Management Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Venkataraman Rajamani	NED	Member	14-May-2019	
2	Karan Bhagat	ED	Member	14-May-2019	
3	Nilesh Vikamsey	ID,C & NED	Member	14-May-2019	
4	Shantanu Rastogi	NED,ND	Chairperson	14-May-2019	
5	Geeta Mathur	ID	Member	14-May-2019	

Company Remarks	
Whether Permanent chairperson appointed	Yes

d. Nomination and Remuneration Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
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1	Geeta Mathur	ID	Chairperson	30-Mar-2015	
2	Nilesh Vikamsey	ID,C & NED	Member	30-Mar-2015	
3	Nirmal Bhanwarlal Jain	NED	Member	04-Feb-2011	
4	Sandeep Naik	NED,ND	Member	25-Feb-2016	

Company Remarks	
Whether Permanent chairperson appointed	Yes

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	Whether requirement of Quorum met	Number of Directors present	Number of Independent Directors present
06-Apr-2021	03-Aug-2021	Yes	7	4
15-Apr-2021	01-Sep-2021	Yes	5	3
18-May-2021		Yes	7	4
10-Jun-2021		Yes	5	4

Company Remarks	
Maximum gap between any two consecutive (in number of days)	53

iv. **Meeting of Committees**

Name of the Committee	Date(s) of meeting during of the committee in the previous quarter	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Number of Directors present	Number of independent directors present
Audit Committee	17-May-2021		Yes	1	3
Audit Committee		02-Aug-2021	Yes	1	3
Nomination & Remuneration Committee	17-May-2021		Yes	2	2

Nomination & Remuneration Committee		22-Sep-2021	Yes	2	2
Risk Management Committee	14-May-2021		Yes	3	2

Company Remarks	The certain matters of the Audit Committee Meeting held on 17.05.2021 were adjourned for discussion on 18.05.2021. The certain matters of the Audit Committee Meeting held on 02.08.2021 were adjourned for discussion on 03.08.2021.
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	76

v. Related Party Transactions

Subject	Compliance status (Yes/No/NA)	Remark
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 Audit Committee	Yes	

Disclosure of notes on related party transactions and Disclosure of notes of material related party transactions	
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VI. Affirmations

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**
 - b. Nomination & remuneration committee - **Yes**
 - c. Stakeholders relationship committee - **Yes**
 - d. Risk management committee (applicable to the top 100 listed entities) - **Yes**

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. - **Yes**
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.- **Yes**
5. a. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. - **Yes**
b. Any comments/observations/advice of Board of Directors may be mentioned here:

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Name : Rohit Bhase
Designation : Company Secretary & Compliance Officer

ANNEXURE III

Affirmations

Broad Heading	Regulation Number	Compliance Status	Company Remark
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)	Yes	
Presence of Chairperson of the Stakeholder Relationship	20(3)	Yes	

committee at the annual general meeting			
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	

Note:

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Name : **Rohit Bhase**
Designation : **Company Secretary & Compliance Officer**

ANNEXURE IV

%symbol%	%companyName%	%quarterEnded%
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(A) Any loan or any other form of debt advanced by the listed entity directly or indirectly to

Aggregate amount advanced during six months				Balance outstanding at the end of six months			
<i>Promoter or any other entity controlled by them</i>	<i>Promoter Group or any other entity controlled by them</i>	<i>Directors (including relatives) or any other entity controlled by them</i>	<i>KMPs or any other entity controlled by them</i>	<i>Promoter or any other entity controlled by them</i>	<i>Promoter Group or any other entity controlled by them</i>	<i>Directors (including relatives) or any other entity controlled by them</i>	<i>KMPs or any other entity controlled by them</i>

(B) Any guarantee/ comfort letter (by whatever name called) provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by:

Entity	Type (guarantee, comfort letter etc.)	Aggregate amount of issuance during six months	Balance outstanding at the end of six months (taking into account any invocation)
<i>Promoter or any other entity controlled by them</i>			
<i>Promoter Group or any other entity controlled by them</i>			
<i>Directors (including relatives) or any other entity</i>			

<i>controlled by them</i>			
<i>KMPs or any other entity controlled by them</i>			

(C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by:

Entity	Type of Security (cash, shares etc.)	Aggregate value of security provided during six months	Balance outstanding at the end of six months
<i>Promoter or any other entity controlled by them</i>			
<i>Promoter Group or any other entity controlled by them</i>			
<i>Directors (including relatives) or any other entity controlled by them</i>			
<i>KMPs or any other entity controlled by them</i>			

(D) If the Listed Entity would like to provide any other information the same may be indicated here

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Affirmations	
<i>All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to promoter(s), promoter group, director(s) (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them are in the economic interest of the company</i>	
Company Remarks in case of non-compliant status	

For IIFL Wealth Management Limited

**Rohit Bhase
Company Secretary
ACS 21409**