



Corporate Governance Report

1. Name of Listed Entity : **DCM Financial Services Limited**
 2. Quarter ending : **30.09.2023**

Annexure-I

I. Composition of Board of Directors												
Title (Mr / Ms.)	Name of the Directors	PAN & DIN	Category (Chairperson/ Executive / Non-Executive / Independent/ Nominee)	Initial Date of Appointment	Date of Re-Appointment	Date of Cessation	Tenure of Directors in month*	Date of Birth	No. of Directorship in listed entities including this listed entity <i>[in reference to Regulation 17A(1)]</i>	No of Independent Directorship in listed entities including this listed entity <i>[in reference to proviso to regulation 17A(1)&17A(2)]</i>	Number of memberships in Audit/ Stakeholder Committee (s) including this listed entity <i>(Refer Regulation 26(1) of Listing Regulations)</i>	No. of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity <i>(Refer Regulation 26(1) of Listing Regulations)</i>

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CIN: L65921DL1991PLC043087

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Mr.	Sanjay Sahni	PAN - ABP PS92 33B DIN-0836 4951	Non-Executive Independent Director	1st September, 2020	18th December, 2020	-	37 Months	20/11/1969	3	3	5	1
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Mr.	Kaushal Kashyap	PAN - BPT PK30 45L DIN-0768 3753	Non-Executive Director	1st September, 2020	1 st September, 2020	-	37 months	23/12/1991	2	1	3	1
Ms.	Richa Kalra	PAN APD PK39 72P DIN-0763 2571	Non-Executive Independent Director	6 th October, 2016	06 th October, 2019	-	83.8 months	22/01/1979	2	2	0	2

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Ms.	Rajni Gupta	PAN - AFIP G605 7N DIN-0724 2992	Non-Executive Independent Director	12 th February, 2018	12 th February, 2018	12.08.2023	66 Months	01/05/1973	0	0	0	0
Mrs.	Nidhi Deveshwar	PAN - AW UPD 4394 C DIN-0950 5480	Executive Director (Whole Time)& Chairperson	14 th February, 2022	06 th May, 2022	-	19.5 Months	27/06/1975	1	0	2	0
Ms.	Parul Singh	PAN JGSP S948 5Q DIN-0981 1725	Non-Executive Independent Director	29 th November, 2022	29 th November, 2022	-	10.07 Months	17/04/1996	4	3	0	0
Ms.	Ruchi Chordia	PAN ASG	Non-Executive	12 th August,	12 th August,	-	1.38	23/06/1991	3	3	2	1

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		PC39 83J DIN- 0972 5509	Independent Director	2023	2023							
	Whether Regular chairperson appointed		YES									
	Whether Chairperson is related to managing director or CEO		NA									
	*Calculated from Initial Date of Appointment											
II. Composition of Committees												
Name of Committee			Whether Regular chairperson appointed	Name of Committee Members	Category (Chairperson/ Executive/ Non-Executive/ Independent/ Nominee)	Date of Appointment	Date of Cessation					
1. Audit Committee			YES	Ms. Richa Kalra	Chairperson-Non-Executive Independent Director	06-10-2016	-					
				Mr. Sanjay Sahni	Non-Executive Independent Director	14-08-2021	-					

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		Ms. Nidhi Deveshwar	Executive Director	29-11-2022	-	
2. Nomination & Remuneration Committee	YES	Ms. Richa Kalra	Chairperson-Non-Executive Independent Director	06-10-2016	-	
		Mr. Sanjay Sahni	Non-Executive Independent Director	14-08-2021	-	
		Ms. Nidhi Deveshwar	Executive Director	29-11-2022	-	
3. Risk Management Committee	NA	NA	NA			
4. Stakeholders Relationship Committee	YES	Ms. Richa Kalra	Chairperson-Non-Executive Independent Director	06-10-2016	-	
		Mr. Kaushal Kashyap	Director	15-01-2022	-	
		Ms. Nidhi Deveshwar	Executive Director	29-11-2022		

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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*	Total Number of Directors as on the date of the meeting	Number of Directors present*	Number of independent directors present*	Maximum gap between any two consecutive meeting (in number of days)
11.04.2023		YES				
23.05.2023	09.08.2023	YES	6	4	2	77
	12.08.2023	YES	6	5	4	2

IV. Meeting of Committees							
Name of Committee	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)*	Total Number of Directors as on date of the meeting	Number of Directors present*	Number of independent directors present*	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days
Audit Committee		Yes	3	3	3	23.05.2023	
	09.08.2023	Yes	3	3	3		77
Stakeholders'		Yes	3	3	1		77

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Relationship Committee	09.08.2023					23.05.2023	
Nomination & Remuneration Committee	12.08.2023	Yes	3	3	3	-	

V. Related Party Transaction	
Subject	Compliance Status (Yes/No/NA)refer note below
Whether prior approval of audit committee obtained	NA
Whether shareholder approval obtained for material RPT	NA
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	NA
Note 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. 2. If status is “No” details of non-compliance may be given here.	

Details of Cyber Security incidence

Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been Cyber Security incident or breaches or loss of data or documents during the quarter	No
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Date of Event	Not Applicable
Brief Details of Event	Not Applicable

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
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 Board of Directors may be mentioned here:

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Annexure-III

Format to be submitted by listed entity at the end of 6 months after end of financial year

VII. 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)	No Due to some medical Reasons, Ms. Richa Kalra was unable to attend the meeting. Ms. Ankita Kumari (PAN: LSNPK8089H) attended the meeting as a representative of Ms. Richa Kalra.
Presence of Chairperson of the nomination and remuneration committee at the annual general Meeting	19(3)	No Due to some medical Reasons, Ms. Richa Kalra was unable to attend the meeting. Ms. Ankita Kumari (PAN: LSNPK8089H) attended the meeting as a representative of Ms. Richa Kalra.
Presence of Chairperson of the Stakeholder Relationship committee at the annual general	20(3)	No Due to some medical Reasons, Ms. Richa

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Meeting		Kalra was unable to attend the meeting. Ms. Ankita Kumari (PAN: LSNPK8089H) attended the meeting as a representative of Ms. Richa Kalra.
Disclosure of the Secretarial Audit Report of the listed entity and the material subsidiaries in the Annual Report	24A(1)	Yes
Submission of Annual Secretarial Compliance Report	24A(2)	Yes
Whether “Corporate Governance Report” disclosed in Annual Report	34(3) read with para C of Schedule V	Yes

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Annexure-IV

Format to be submitted twice a year, on a half yearly basis by the listed entity at the end of every 6 months of the financial year

Half year ending – 30th September, 2023

I. Disclosure of Loans / guarantees / comfort letters / securities etc.			
(A) Any loan or any other form of debt advanced by the listed entity directly or indirectly to:			
Entity	Aggregate amount advanced during six months	Balance Outstanding at the end of six months	
Promoter or any other entity controlled by them	NIL	NIL	
Promoter group or any other entity controlled by them	NIL	NIL	
Directors (including relatives) or any other entity controlled by them	NIL	NIL	
KMPs or any other entity controlled by them	NIL	NIL	
(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,	Aggregate amount of	Balance Outstanding at the

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	letter etc.)	issuance during six months	end of six months (taking into account any invocation)
Promoter or any other entity controlled by them	NIL	NIL	NIL
Promoter group or any other entity controlled by them	NIL	NIL	NIL
Directors (including relatives) or any other entity controlled by them	NIL	NIL	NIL
KMPs or any other entity controlled by them	NIL	NIL	NIL

(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
Promoter or any other entity controlled by them	NIL	NIL	NIL
Promoter group or any other entity controlled by them	NIL	NIL	NIL
Directors (including relatives) or any other entity controlled by them	NIL	NIL	NIL
KMPs or any other entity controlled by them	NIL	NIL	NIL

II.

Affirmations:

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

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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.

Name: Somali Trivedi

Designation: Chief Financial Officer

For DCM Financial Services Limited

Somali Trivedi

Company Secretary & Compliance Officer

M. No. A47631

Date: 19.10.2023

Place: New Delhi

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