

July 21, 2022

The Manager – Debt Listing

BSE Limited

Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai 400 001

BSE Scrip Code - 956340

Dear Sir(s),

Sub.: Compliance Report on Corporate Governance

In terms of Regulation 27(2) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, we enclose herewith the Compliance Report on Corporate Governance for the quarter and year ended June 30, 2022 in the format prescribed by SEBI.

Thanking you.

Yours faithfully,

For **Reliance Commercial Finance Limited**



Manisha Pathak

Company Secretary & Compliance Officer

Encl.: As Above.

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CIN: U66010MH2000PLC128301

The brand Reliance Money is presented by Reliance Commercial Finance Limited.

A RELIANCE CAPITAL COMPANY

Quarterly Compliance Report on Corporate Governance

1. Name of Listed Entity: Reliance Commercial Finance Limited
2. Quarter ending: June 30, 2022

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 Appointme nt	Date of Re- appoint ment	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 Directorship 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 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.	Sushilkumar Agrawal	<u>PAN:</u> AACPA0500F <u>DIN:</u> 00400892	Non-Executive - Independent	August 07, 2019	-	-	34 Months	June 28, 1948	4	3	7	4
Ms.	Rashna Hoshang Khan	<u>PAN:</u> AAAPZ0599F <u>DIN:</u> 06928148	Non-Executive - Independent	May 21, 2019	-	-	37 Months	September 3, 1963	2	2	4	0

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 Appointme nt	Date of Re- appoint ment	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 Directorship 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 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.	Sudeep Ghoshal	<u>PAN:</u> <u>AEIPG1013M</u> <u>DIN:</u> <u>09536193</u>	Non-Executive – Non Independent Director	March 16, 2022	-	-	-	09/07/1976	2	0	3	0
Whether Regular chairperson appointed – No												
Whether Chairperson is related to managing director or CEO – No												
<p>^{\$}PAN number of any director would not be displayed on the website of Stock Exchange.</p> <p>^{&}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.</p> <p>*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.</p>												

Whether Regular chairperson appointed – No

Whether Chairperson is related to managing director or CEO – No

^{\$}PAN number of any director would not be displayed on the website of Stock Exchange.

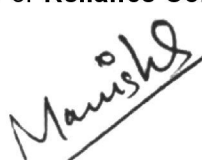
& Category of directors means executive / non-executive / independent / Nominee. If a director fits into more than one category write all categories separating them with hyphen.

*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.

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	a) Mr. Sushilkumar Agrawal b) Ms. Rashna Hoshang Khan c) Mr. Sudeep Ghoshal d) Mr. Rohit Bhanja	a) Chairperson - Non-Executive - Independent b) Non-Executive – Independent c) Non-Executive Director d) Chief Executive Officer	a) August 7, 2019 b) May 21, 2019 c) May 04, 2022	a) b) c) d) May 04, 2022
2. Nomination and Remuneration Committee	Yes	a) Mr. Sushilkumar Agrawal b) Ms. Rashna Hoshang Khan c) Mr. Sudeep Ghoshal d) Mr. Rohit Bhanja	a) Chairperson - Non-Executive - Independent b) Non-Executive – Independent c) Non-Executive Director d) Chief Executive Officer	a) August 7, 2019 b) May 21, 2019 c) May 04, 2022	a) b) c) d) May 04, 2022
3. Risk Management Committee	Yes	a) Sushilkumar Agrawal b) Ms. Rashna Hoshang Khan c) Mr. Sudeep Ghoshal d) Mr. Rohit Bhanja	a) Chairperson - Non-Executive - Independent b) Non-Executive – Independent c) Non-Executive Director d) Chief Executive Officer	a) August 7, 2019 b) May 21, 2019 c) May 04, 2022 d) March 17, 2022	a) b) c) d)
4. Stakeholders Relationship Committee	No	a) Mr. Sushilkumar Agrawal b) Ms. Rashna Hoshang Khan c) Mr. Sudeep Ghoshal	a) Chairperson - Non-Executive - Independent b) Executive Director c) Non-Executive Director	a) May 04, 2022 b) May 21, 2019 c) May 04, 2022	a) b) c)
&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. 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*	Maximum gap between any two consecutives (in number of days)
January 27, 2022 March 05, 2022 March 16, 2022 March 17, 2022	April 11, 2022 May 04, 2022	Yes Yes	3 3	2 2	26 days 24 days
<i>* to be filled in only for the current quarter meetings</i>					
IV. Meeting of Committees					
Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)*	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*
(i) Audit Committee May 04, 2022	Yes	3	2	January 27, 2022	98 days
(ii) Nomination and Remuneration Committee May 04, 2022	Yes	2	2	March 17, 2022	49 days
(iii) Stakeholders Relationship Committee -	-	-	-	-	-
(iv) Risk Management Committee May 04, 2022	Yes	3	2	January 27, 2022	98 days
<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>					

V. Related Party Transactions	
Subject	Compliance status (Yes/No/NA) refer note below
Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material RPT	NA
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes
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, incase 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: <ul style="list-style-type: none"> a. Audit Committee b. Nomination and Remuneration Committee # c. Stakeholders Relationship Committee # d. Risk Management Committee (applicable to the top 1000 listed entities) # The present composition of committee is in compliance with the requirement under Companies Act, 2013. The Company shall take requisite steps to comply with the requirements as per SEBI LODR before the due date of compliance i.e. March 31, 2023 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 submitted in the previous quarter has been placed before the Board of Directors. Yes
For Reliance Commercial Finance Limited  Manisha Pathak Company Secretary & Compliance Officer