

**Nahar****CAPITAL AND FINANCIAL SERVICES LTD.****(A NON-BANKING FINANCIAL COMPANY)****Regd. Office & Corporate Office : "Nahar Tower", 375, Industrial Area-A, Ludhiana-141 003 (INDIA)****Phones : 91-161-2600701 to 705, 2606977 to 980 Fax : 91-161-2222942, 2601956****Email : secncfs@owmnahar.com Web Site : www.owmnahar.com CIN No. : L45202PB2006PLC029968****Compliance Report on Corporate Governance**

Name of the Listed Entity: NAHAR CAPITAL AND FINANCIAL SERVICES LIMITED

Quarter Ending: 30.09.2019

**I. Composition of Board of Directors**

Whether Regular Chairperson is appointed: Yes

Whether Chairperson is related to Managing Director or CEO: Yes

Title (Mr./Ms)	Name of the Directors	PAN & DIN	Category (Chairperson/Executive/Non-Executive/Independent/Nominee)	Initial Date of Appointment	Date of Re-appointment in the current term/cessation	Date of cessation	Tenure (in months)	Date of Birth	No of directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations)	No of Independent directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations)	Number of memberships in Audit/stakeholder committee 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.	Jawahar Lal Oswal	AABPO2481J 00463866	Chairman/Non Executive	31-03-2006	-	--	-	01-10-1943	5	0	NIL	NIL
Mr.	Dinesh Oswal	AABPO2476P 00607290	Executive	01-12-2007	01-01-2017	--	-	04-10-1965	4	0	NIL	NIL
Mr.	Kamal Oswal	AACPO9697F 00493213	Non Executive	31-03-2006	-	--	-	22-09-1962	5	0	1	NIL
Mr.	Dinesh Gogna	AAVPG4248H 00498670	Non Executive	12-01-2007	-	--	-	07-07-1953	6	0	7	2
Mr.	S.K. Sharma	AFTPS6625R 00402712	Non Executive	12-01-2007	-	--	-	04-09-1952	3	0	3	NIL
Ms.	Manisha Gupta	AGBPG4907F 06910242	Independent	26-09-2017	-	--	60	19-06-1979	4	4	3	1
Mr.	Vijay Asdhir	ABMPA0254D 06671174	Independent	26-09-2017	-	--	60	27-07-1947	4	4	4	2
Mr.	K.S Maini	AFLPM9189E 00454686	Independent	12-01-2007	26-09-2017	--	36	02-07-1939	2	2	2	2
Mr.	S.K Singla	ADDPS7049B 00403423	Independent	29-11-2008	26-09-2017	--	60	07-07-1950	5	5	7	3
Mr.	Amrik Singh Sohi	AFIP59034F 03575022	Independent	30-09-2013	26-09-2017	--	60	01-08-1947	5	5	3	1

\* Sh. Dinesh Oswal, Managing Director of the Company was appointed as Managing Director for a further period of 5 years w.e.f. 1st January, 2017 vide Shareholders' Resolution dated 30.09.2016.

# Committee Membership also includes Committee Chairmanship of Directors.

**II. Composition of Committees**

Name of the Committee	Whether Regular Chairperson is appointed	Name of the Committee members	Category (Chairperson/Executive/Non-Executive/Independent/Nominee)	Date of Appointment	Date of Cessation
1. Audit Committee	Yes	Prof. K.S. Maini Mr. S.K. Sharma Dr. S.K Singla	Chairperson/ Independent Director Non-Executive Director Independent Director	26-09-2017 29-05-2014 26-09-2017	
2. Nomination & Remuneration Committee	Yes	Dr. S.K Singla Prof. K.S. Maini Dr. Manisha Gupta	Chairperson/ Independent Director Independent Director Independent Director	26-09-2017 26-09-2017 26-09-2017	
3. Risk Management Committee (if applicable)	Not applicable	Not applicable	Not applicable	Not applicable	
3. Stakeholders Relationship Committee	Yes	Dr. A.S Sohi Mr. S.K. Sharma Dr. S.K Singla	Chairperson/Independent Director Non-Executive Director Independent Director	26-09-2017 29-05-2014 26-09-2017	

**Mumbai : 414, Raheja Chambers, 213, Nariman Point, Mumbai - 400 021****Phones : 91-22-22835262, 22835362****Fax : 91-22-22872863****Email: mumbai@owmnahar.com****Gurgaon : Flat No. 22-B, Sector-18, Gurgaon-120 015 (India)****Ph. : 91-124-2430532 - 2430533****Fax : 91 -124-2430536****Email: delhi@owmnahar.com**

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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 the Quorum met	Number of Directors Present	Number of Independent Directors Present	Maximum gap between any two consecutive(in number of days)
30.05.2019	13.08.2019	YES	9	4	74

  

IV. Meetings of Committees					
Date(s) of Meeting of committee (if any) in the relevant quarter	Whether requirement of quorum met (details)	Number of Directors present	Number of Independent Directors present	Date(s) of Meeting of committee(if any) in the previous quarter	Maximum gap between any two consecutive meetings in number of days*
13.08.2019 (Audit Committee)	Yes	3	2	30.05.2019	74

\*This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional

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	N.A.
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by audit committee	N.A.

  

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 (applicable to the top 100 listed entities) -- Not Applicable	
3. The committee members have been made aware of their powers, roles 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 the report submitted in the previous quarter has been placed before the board of directors. Any comments/observations/advice of board of directors may be mentioned here:	

  

Name : Anjali Mongil  
Designation: Company Secretary & Compliance Officer





**Nahar**

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Name of the Listed Entity: NAHAR CAPITAL AND FINANCIAL SERVICES LIMITED

Quarter Ending: 30.09.2019

**I. 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)	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 committee at the annual general meeting	20(3)	Yes
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes

  
Anjali Modgil  
Company Secretary & Compliance Officer

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