

**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: 30.09.2017

I. Composition of Board of Directors

Title (Mr./Ms)	Name of the Directors	PANs & DIN	Category (Chairperson/ Executive/ Non-Executive/ Independent /Nominee)	Date of Appointment in the current term	Date of cessation	Tenure (in months)	No of directorship in listed entities including this listed entity (Refer Regulation 25(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 chairpersonship in Audit/stakeholder committee including this listed entity (Refer Regulation 26(1) of Listing Regulations)
Mr.	Jawahar Lal Oswal	AABPO2481J 00463866	Chairman/Non Executive	31.03.2006	--	-	6	NIL	NIL
Mr.	Dinesh Oswal	AABPO2476P 00607290	Executive	01.01.2017*	--	-	4	NIL	NIL
Mr.	Kamal Oswal	AACPO9697F 00493213	Non Executive	31.03.2006	--	-	6	1	NIL
Mr.	Dinesh Gogna	AAVPG4248H 00498670	Non Executive	12.01.2007	--	-	6	7	2
Mr.	S.K. Sharma	AFTPS6625R 00402712	Non Executive	12.01.2007	--	-	3	3	NIL
Ms.	Manisha Gupta	AGBPG4907F 06910242	Independent	26.09.2017	--	60	4	3	1
Mr.	Vijay Asdhir	ABMPA0254D 06671174	Independent	26.09.2017	--	60	4	4	2
Mr.	K.S Maini	AFLPM9189E 00454686	Independent	26.09.2017	--	36	2	2	2
Mr.	S.K Singla	ADDPS7049B 00403423	Independent	26.09.2017	--	60	5	6	3
Mrs.	H.K. Bal	ABUPB2040E 00008576	Independent	30.09.2014	26.09.2017	36	2	3	1
Mr.	Y.P. Sachdeva	AFVPS9526F 02012337	Independent	30.09.2014	26.09.2017	36	2	3	NIL
Mr.	Amrik Singh Sohi	AFIPS9034F 03575022	Independent	26.09.2017	--	60	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	Name of the Committee members	Category (Chairperson/Executive/Non-Executive/Independent/Nominee)
1. Audit Committee	Prof. K.S. Maini Mr. S.K. Sharma Dr. S.K Singla	Chairperson/ Independent Director Non-Executive Director Independent Director
2. Nomination & Remuneration Committee	Dr. S.K Singla Prof. K.S. Maini Dr. Manisha Gupta	Chairperson/ Independent Director Independent Director Independent Director
3. Risk Management Committee (if applicable)	Not applicable	Not applicable



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

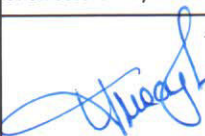

Email: delhi@owmnahar.com

**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

3. Stakeholders Relationship Committee	Dr. A.S Sohi Mr. S.K. Sharma Dr. S.K Singla	Chairperson/Independent Director Non-Executive Director Independent Director	
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	Maximum gap between any two consecutive(in number of days)	
30.05.2017	12.08.2017	73	
IV. Meetings of Committees			
Date(s) of Meeting of committee (if any) in the relevant quarter	Whether requirement of quorum met (details)	Date(s) of Meeting of committee(if any) in the previous quarter	Maximum gap between any two consecutive meetings in number of days*
12.08.2017 (Audit Committee)	Yes	29.05.2017	74
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			
<p>1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.</p> <p>2. The composition of the following Committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.</p> <p>a. Audit Committee</p> <p>b. Nomination & remuneration Committee</p> <p>c. Stakeholders relationship Committee</p> <p>d. Risk Management Committee (applicable to the top 100 listed entities) -- Not Applicable</p> <p>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.</p> <p>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.</p> <p>5. This report and/or 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:</p>			
  <p>Name : Anjali Modgil Designation: Company Secretary & Compliance Officer</p>			

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

**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**Name of the Listed Entity: NAHAR CAPITAL AND FINANCIAL SERVICES LIMITED****Quarter Ending: 30.09.2017****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
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes

Name: Anjali Modgil**Designation: Company Secretary & Compliance Officer**