

# Corporate Governance Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity: ARC FINANCE LTD.
2. Quarter ending: 30/09/2023

## Annexure 1

Composition of Board of Directors																		
Whether the listed entity has a Regular Chairperson									Yes									
Whether Chairperson is related to MD or CEO									No									
Sr	Title	Name of the Director	PAN	DIN	Category 1	Category 2	Category 3	Date of Birth	Whether special resolution passed?	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of directors (in months)	No of Director ship in listed entities	No of Independent Directorship in listed entities	Number of memberships in Audit/ Stakeholder Committee(s)	No of post of Chairperson in Audit/ Stakeholder Committee
1	Mr.	VIRENDRA KUMAR SONI	BKPPS8277P	08554333	Executive Director	Chairperson		15-01-1977	NA		05-09-2019				1	0	0	0
2	Mr.	SUROJIT SARKAR	LLHPS6041Q	09672539	Executive Director	Not Applicable		16-04-1995	NA		05-09-2023				1	0	2	0
3	Mr.	GOPAL SINGH	EEGPS2288Q	06739896	Non-Executive – Independent Director	Not Applicable		22-02-1990	Yes	29-09-2021	05-02-2014			24	1	1	2	0
4	Mr.	ASIS BANERJEE	ATSPB1115A	05273668	Non-Executive - Independent Director	Not Applicable		10-03-1973	Yes	29-09-2021	05-02-2014			24	1	1	0	2
5	Mrs.	APARNA SHARMA	EIYPS2190R	07006877	Non-Executive - Independent Director	Not Applicable		05-12-1977	Yes	29-09-2021	25-03-2015			24	2	2	2	1
6	Mr.	SOMNATH CHITRAKAR	BXCPC5616E	09678491	Executive Director	Not Applicable		10-07-1997	NA		01-08-2022				1	0	0	0
7	Mr.	DINESH AGARWAL	AASPA0316K	08394760	Executive Director	Not Applicable		20-07-1976	NA		17-04-2019		05-09-2023		1	0	2	0



Audit Committee Details						
Whether the Audit Committee has a Regular Chairperson					Yes	
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation
1	05273668	ASIS BANERJEE	Non-Executive - Independent Director	Chairperson	05-02-2014	
2	06739896	GOPAL SINGH	Non-Executive - Independent Director	Member	05-02-2014	
3	07006877	APARNA SHARMA	Non-Executive - Independent Director	Member	25-03-2015	
4	09672539	SUROJIT SARKAR	Executive Director	Member	05-09-2023	
5	08394760	DINESH AGARWAL	Executive Director	Member	17-04-2019	05-09-2023

Nomination and remuneration committee						
Whether the Nomination and remuneration committee has a Regular Chairperson					Yes	
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation
1	06739896	GOPAL SINGH	Non-Executive - Independent Director	Chairperson	05-02-2014	
2	05273668	ASIS BANERJEE	Non-Executive - Independent Director	Member	05-02-2014	
3	07006877	APARNA SHARMA	Non-Executive - Independent Director	Member	25-03-2015	





Stakeholders Relationship Committee						
Whether the Stakeholders Relationship Committee has a Regular Chairperson					Yes	
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation
1	05273668	ASIS BANERJEE	Non-Executive - Independent Director	Chairperson	05-02-2014	
2	06739896	GOPAL SINGH	Non-Executive – Independent Director	Member	05-02-2014	
3	07006877	APARNA SHARMA	Non-Executive - Independent Director	Member	25-03-2015	
4	09672539	SUROJIT SARKAR	Executive Director	Member	05-09-2023	
5	08394760	DINESH AGARWAL	Executive Director	Member	17-04-2019	05-09-2023

Risk Management Committee						
Whether the Risk Management Committee has a Regular Chairperson						
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation



Corporate Social Responsibility Committee					
Whether the Corporate Social Responsibility Committee has a Regular Chairperson					
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment Date of Cessation

Other Committee					
DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	

Meeting of Board of Directors					
Sr	Dates of Meeting (Enter Previous and current quarter date in chronological order)	Maximum gap between dates (in number of days)	Whether requirement of Quorum met (Yes/No)	Number of Director(s) present (including Independent Director(s))	No. of Independent Director(s) attending the meeting*
1	29-05-2023		Yes	6	3
2	11-08-2023	73	Yes	6	3
3	05-09-2023	24	Yes	6	3



Meeting of Committees						
Sr	Committee Name	Date(s) of meeting (Enter Previous and Current quarter date in chronological order)	Maximum gap (between dates) in number of days	Whether requirement of Quorum met (Yes/No)	Number of Directors Present (including Independent Director)	No. of Independent Directors attending the meeting*
1	Audit Committee	29-05-2023		Yes	4	3
2	Audit Committee	11-08-2023	73	Yes	4	3
3	Nomination and Remuneration Committee	29-05-2023		Yes	3	3
4	Nomination and Remuneration Committee	05-09-2023	98	Yes	3	3
5	Stakeholders Relationship Committee	29-05-2023		Yes	4	3
						0

Related Party Transactions			
Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	YES	
2	Whether shareholder approval obtained for material RPT	NA	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	NA	
Disclosure of notes of material transaction with related party			





Annexure 1		
VI. Affirmations		
Sr	Subject	Compliance status (Yes/No)
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 <b>a. Audit Committee</b>	Yes
3	The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. <b>b. Nomination &amp; remuneration committee</b>	Yes
4	The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. <b>c. Stakeholders relationship committee</b>	Yes
5	The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. <b>d. Risk management committee (applicable to the top 1000 listed entities)</b>	NA
6	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
7	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
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes

Annexure 1		
Sr	Subject	Compliance status
1	Name of signatory	ASIS BANERJEE
2	Designation	Director



**Additional Half yearly Disclosure**

Applicability of disclosure	Not Applicable	
Reason for Non-Applicability	Not Applicable	

**I. Disclosure of loans/ guarantees/comfort letters /securities etc. refer note below**

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

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

(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			
Promoter Group or any other entity controlled by them			
Directors (including relatives) or any other entity controlled by them			
KMPs or any other entity controlled by them			
(D) Additional Information			

## II. Affirmations

Affirmations	Compliance Status	Company Remarks
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.		
Name		
Designation		
Place		
Date		

## Signatory Details

Name of signatory	ASIS BANERJEE
Designation of person	Director
Place	Kolkata
Date	29-02-2024

