

BSE LTD
ACKNOWLEDGEMENT

| | | | |
|--------------------|--|-------------|--------------------------|
| Acknowledgement No | : 0910201905273727 | Date & Time | : 09/10/2019 05:27:37 PM |
| Scrip Code | : 511066 | | |
| Entity Name | : Sakthi Finance Limited | | |
| Compliance Type | : Regulation 27(2)- Corporate Governance | | |
| Quarter / Period | : 30/09/2019 | | |
| Mode | : E-Filing | | |

| General information about company | |
|--|------------------------|
| Scrip code | 511066 |
| NSE Symbol | |
| MSEI Symbol | |
| ISIN | INE302E01014 |
| Name of the entity | Sakthi Finance Limited |
| Date of start of financial year | 01-04-2019 |
| Date of end of financial year | 31-03-2020 |
| Reporting Quarter | Half Yearly |
| Date of Report | 30-09-2019 |
| Risk management committee | Not Applicable |
| Market Capitalisation as per immediate previous Financial Year | Any other |

Annexure I

Annexure I to be submitted by listed entity on quarterly basis

I. Composition of Board of Directors

| Disclosure of notes on composition of board of directors explanatory | | | | | | | | | | | | | | | |
|--|------------|----------|--|---------------------------------|-------------------------|---------------|-----------------------------|------------------------|-------------------|--------------------------------|--|---|---|--|------------------------|
| Whether the listed entity has a Regular Chairperson | | | | | | | | | | Yes | | | | | |
| Whether Chairperson is related to MD or CEO | | | | | | | | | | Yes | | | | | |
| Name of the Director | PAN | DIN | Category 1 of directors | Category 2 of directors | Category 3 of directors | Date of Birth | Initial Date of appointment | Date of Re-appointment | Date of cessation | Tenure of director (in months) | No of Directorship in listed entities including this listed entity (Refer Regulation 17A 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(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) | Notes not provided PAN |
| Manickam | ACWPM5801F | 00102233 | Non-Executive - Non Independent Director | Chairperson related to Promoter | | 24-03-1956 | 11-12-1990 | | | | 3 | 1 | 1 | 1 | |
| asubramaniam | ABEPB2022Q | 00377053 | Executive Director | Not Applicable | MD | 20-09-1958 | 21-08-1985 | | | | 2 | 0 | 2 | 0 | |
| Srinivaasan | AJJPS2699J | 00102387 | Non-Executive - Non Independent Director | Not Applicable | | 02-09-1966 | 18-04-1994 | | | | 2 | 0 | 1 | 0 | |
| Selvakumar | AIZPS4826K | 01099806 | Non-Executive - Independent Director | Not Applicable | | 30-04-1955 | 30-03-2001 | 27-09-2019 | | 60 | 1 | 1 | 1 | 1 | |

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory

Whether the listed entity has a Regular Chairperson

| Sr | Title (Mr / Ms) | Name of the Director | PAN | DIN | Category 1 of directors | Category 2 of directors | Category 3 of directors | Date of Birth | Initial Date of appointment | Date of Re-appointment | Date of cessation | Tenure of director (in months) | No of Directorship in listed entities including this listed entity (Refer Regulation 17A 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(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) |
|----|-----------------|----------------------|------------|----------|--------------------------------------|-------------------------|-------------------------|---------------|-----------------------------|------------------------|-------------------|--------------------------------|--|---|---|--|
| 5 | Mr | P. S. Gopalakrishnan | AAGPP8297A | 00001446 | Non-Executive - Independent Director | Not Applicable | | 23-08-1935 | 12-12-2006 | 27-09-2019 | | 60 | 3 | 3 | 0 | 3 |
| 6 | Mrs | Priya Bhansali | AAGPP9130J | 00195848 | Non-Executive - Independent Director | Not Applicable | | 25-03-1966 | 31-03-2015 | | | 60 | 2 | 2 | 1 | 0 |
| 7 | Mr | K. P. Ramakrishnan | ADYPR0971N | 07029959 | Non-Executive - Independent Director | Not Applicable | | 16-10-1954 | 30-05-2015 | | | 60 | 1 | 1 | 1 | 0 |
| 8 | Mr | S. Veluswamy | ACPPV3527J | 05314999 | Executive Director | Not Applicable | | 20-06-1959 | 29-05-2019 | | | 60 | 1 | 0 | 0 | 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 | Remarks |
| 1 | 01099806 | A Selvakumar | Non-Executive - Independent Director | Chairperson | 20-11-2004 | | |
| 2 | 00102387 | M Srinivaasan | Non-Executive - Non Independent Director | Member | 10-08-2011 | | |
| 3 | 07029959 | K P Ramakrishnan | Non-Executive - Independent Director | Member | 03-11-2017 | | |

| 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 | Remarks |
| 1 | 00001446 | P S Gopalakrishnan | Non-Executive - Independent Director | Chairperson | 15-02-2005 | | |
| 2 | 01099806 | A Selvakumar | Non-Executive - Independent Director | Member | 02-02-2002 | | |
| 3 | 00195848 | Priya Bhansali | Non-Executive - Independent Director | Member | 14-11-2017 | | |

| 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 | Remarks |
| 1 | 00102233 | M Manickam | Non-Executive - Non Independent Director | Chairperson | 24-10-2007 | | |
| 2 | 00377053 | M Balasubramaniam | Executive Director | Member | 02-02-2002 | | |
| 3 | 01099806 | A Selvakumar | Non-Executive - Independent Director | Member | 02-02-2002 | | |

| 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 | Remarks |

| Corporate Social Responsibility Committee | | | | | | | |
|---|------------|---------------------------|--------------------------------------|-------------------------|---------------------|-------------------|---------|
| Whether the Corporate Social Responsibility 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 | Remarks |
| 1 | 00001446 | P S Gopalakrishnan | Non-Executive - Independent Director | Chairperson | 09-08-2014 | | |
| 2 | 00377053 | M Balasubramaniam | Executive Director | Member | 09-08-2014 | | |
| 3 | 01099806 | A Selvakumar | Non-Executive - Independent Director | Member | 09-08-2014 | | |

| Other Committee | | | | | | |
|------------------------|------------|---------------------------|-------------------------|-------------------------|-------------------------|---------|
| Sr | DIN Number | Name of Committee members | Name of other committee | Category 1 of directors | Category 2 of directors | Remarks |

| Annexure 1 | | | | | | | |
|--|---|--|---|------------------------------|--|------------------------------|---|
| Annexure 1 | | | | | | | |
| III. Meeting of Board of Directors | | | | | | | |
| Disclosure of notes on meeting of board of directors explanatory | | | | Notes for not providing Date | Whether requirement of Quorum met (Yes/No) | Number of Directors present* | No. of Independent Directors attending the meeting* |
| Sr | Date(s) of meeting (if any) in the previous quarter | Date(s) of meeting (if any) in the current quarter | Maximum gap between any two consecutive (in number of days) | | | | |
| 1 | 29-05-2019 | | | | Yes | 6 | 4 |
| 2 | | 05-08-2019 | 67 | | Yes | 7 | 4 |
| 3 | | 14-09-2019 | 39 | | Yes | 8 | 4 |

| Annexure 1 | | | | | | | | |
|--|---------------------------------------|---|---|-------------------------|-------------------------------|--|------------------------------|---|
| IV. Meeting of Committees | | | | | | | | |
| Disclosure of notes on meeting of committees explanatory | | | | | | | | |
| Sr | Name of Committee | Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order) | Maximum gap between any two consecutive (in number of days) | Name of other committee | Reason for not providing date | Whether requirement of Quorum met (Yes/No) | Number of Directors present* | No. of Independent Directors attending the meeting* |
| 1 | Audit Committee | 29-05-2019 | | | | Yes | 2 | 2 |
| 2 | Audit Committee | 05-08-2019 | 67 | | | Yes | 2 | 2 |
| 3 | Audit Committee | 14-09-2019 | 39 | | | Yes | 3 | 2 |
| 4 | Nomination and remuneration committee | 29-05-2019 | | | | Yes | 3 | 3 |
| 5 | Nomination and remuneration committee | 05-08-2019 | 67 | | | Yes | 3 | 3 |

| Annexure 1 | | | |
|--------------------------------------|--|----------------------------------|--|
| V. 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 | Yes | |

| 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 a. Audit Committee | Yes |
| 3 | The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee | Yes |
| 4 | The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee | Yes |
| 5 | The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 500 listed entities) | 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 | S Venkatesh |
| 2 | Designation | Company Secretary |

| Annexure III | | | | |
|--------------------------------------|--|--------------------------------------|-------------------------------|--|
| III. Affirmations | | | | |
| Sr | Particulars | Regulation Number | Compliance status (Yes/No/NA) | If status is "No" details of non-compliance may be given here. |
| 1 | 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 | |
| 2 | Presence of Chairperson of Audit Committee at the Annual General Meeting | 18(1)(d) | Yes | |
| 3 | Presence of Chairperson of the nomination and remuneration committee at the annual general meeting | 19(3) | Yes | |
| 4 | Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting | 20(3) | Yes | |
| 5 | Whether "Corporate Governance Report" disclosed in Annual Report | 34(3) read with para C of Schedule V | Yes | |
| Any other information to be provided | | | | |

| Annexure III | | |
|---------------------|-------------------|-------------------|
| 1 | Name of signatory | S Venkatesh |
| 2 | Designation | Company Secretary |

| Signatory Details | |
|--------------------------|-------------------|
| Name of signatory | S Venkatesh |
| Designation of person | Company Secretary |
| Place | Coimbatore |
| Date | 09-10-2019 |

