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

1. Name of Listed Entity: **ARC FINANCE LIMITED**
2. Quarter ending: **31/03/2020**

	I. Composition of Board of Directors								
Title (Mr. / Ms)	Name of the Director	PAN & DIN		Category(Chairperson /Executive/Non-Executive/in-dependent/Nominee)[&]	Date of Appointment in the current term /cessation	Tenure*	No of Directorship in listed entities including this listed entity (Refer Regulation 25(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)
Mr.	DINESH AGARWAL	AASPA0316K	08394760	Executive / Non-Independent	17/04/2019	---	1	-	-
Mr.	GOPAL KUMAR SINGH	EEGPS2288Q	06739896	Non-Executive /Independent	05/02/2014	60 Months	1	2	-
Mr.	ASIS BANERJEE	ATSPB1115A	05273668	Non-Executive /Independent	05/02/2014	60 Months	1	2	2
Mrs.	APARNA SHARMA	EIYPS2190R	07006877	Non-executive /Independent	25/03/2015	57 Months	4	4	-
Mr	VIRENDRA KUMAR SONI	BKPPS8277P	08554333	Executive / Non-Independent	05-09-2019	---	1	0	0
	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	Name of Committee members	Category (Chairperson/Executive/Non-Executive/independent/Nominee)
1. Audit Committee	1. Mr. Asis Banerjee 2. Mr. Gopal Kumar Singh 3.Mrs. Aparna Sharma 4. Mr. Dinesh agarwal	Independent Director (Chairperson) Independent Director Independent Director Executive Director
2. Nomination & Remuneration Committee	1. Mr. Asis Banerjee 2. Mr. Gopal Kumar Singh 3.Mrs. Aparna Sharma	Independent Director Independent Director (Chairperson) Independent Director
3. Stakeholders Relationship Committee'	1. Mr. Asis Banerjee 2. Mr. Gopal Kumar Singh 3.Mrs. Aparna Sharma 4. Mr. Dinesh Agarwal	Independent Director (Chairperson) Independent Director Independent Director Executive Director

&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	Maximum gap between any two consecutive (in number of days
13th November, 2019	14th February, 2020	93

IV. Meeting of Committees

Audit Committee

Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days*
14th February, 2020	Yes, All members were present	13th November, 2019	93

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

Nomination and remuneration committee

Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days*
14th February, 2020	Yes, All members were present		

V. Related Party Transactions

Subject	Compliance status (Yes/No/NA)refer note below
Whether prior approval of audit committee obtained	NA
Whether shareholder approval obtained for material RPT	NA
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	NA

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, in case 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 .
   a. Audit Committee
   b. Nomination & remuneration committee
   c. Stakeholders relationship committee
   d. Risk management committee (applicable to the top 100 listed entities)
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. This report and/or the report submitted in the previous quarter have been placed before Board of Directors. Any comments/observations/advice of Board of Directors may be mentioned here:

For ARC Finance Limited

Dinesh Agarwal

ARC FINANCE LIMITED KOLKATA

Dinesh Agarwal
Director
DIN No. 08394760

ANNEXURE-II

I. Disclosure on website in terms of Listing Regulations	
Item	**Compliance status**
Details of business	YES
Terms and conditions of appointment of independent directors	YES
Composition of various committees of board of directors	YES
Code of conduct of board of directors and senior management personnel	YES
Details of establishment of vigil mechanism/ Whistle Blower policy	YES
Criteria of making payments to non-executive directors	YES
Policy on dealing with related party transactions	NA
Policy for determining 'material' subsidiaries	NA
Details of familiarization programmes imparted to independent directors	YES
Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	YES
email address for grievance redressal and other relevant details	YES
Financial results	YES
Shareholding pattern	YES
Details of agreements entered into with the media companies and/or their associates	NA
New name and the old name of the listed entity	YES

II Annual Affirmations		
Particulars	**Regulation Number**	**Compliance status**
Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	YES
Board composition	17(1)	YES
Meeting of Board of directors	17(2)	YES
Review of Compliance Reports	17(3)	YES
Plans for orderly succession for appointments	17(4)	YES
Code of Conduct	17(5)	YES
Fees/compensation	17(6)	YES
Minimum Information	17(7)	YES
Compliance Certificate	17(8)	YES
Risk Assessment & Management	17(9)	YES
Performance Evaluation of Independent Directors	17(10)	YES
Composition of Audit Committee	18(1)	YES
Meeting of Audit Committee	18(2)	YES
Composition of nomination & remuneration committee	19(1) & (2)	YES
Composition of Stakeholder Relationship Committee	20(1) & (2)	YES
Composition and role of risk management committee	21(1),(2),(3),(4)	NA
Vigil Mechanism	22	YES
Policy for related party Transaction	23(1),(5),(6),(7) & (8)	NA
Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	NA
Approval for material related party transactions	23(4)	NA
Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA
Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	NA
Maximum Directorship & Tenure	25(1) & (2)	YES
Meeting of independent directors	25(3) & (4)	YES
Familiarization of independent directors	25(7)	YES
Memberships in Committees	26(1)	YES
Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	YES
Disclosure of Shareholding by Non-Executive Directors	26(4)	YES
Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	YES

III Affirmations:
The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied.

FOR ARC FINANCE LIMITED

Dinesh Agarwal

KHUSHBOO GUPTA

COMPANY SECRETARY & COMPLIANCE OFFICER

MEM NO:45609