

## General information about company

Scrip code	530879
NSE Symbol	NOTLISTED
MSEI Symbol	NOTLISTED
ISIN	INE345H01016
Name of the entity	CAPITAL INDIA FINANCE LIMITED
Date of start of financial year	01-04-2024
Date of end of financial year	31-03-2025
Reporting Quarter	Half Yearly
Date of Report	30-09-2024
Risk management committee	Applicable
Market Capitalisation as per immediate previous Financial Year	Top 2000 listed entities

## 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

Textual Information(1)

Whether the listed entity has a Regular Chairperson

Yes

Whether Chairperson is related to MD or CEO

No

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
1	Mr	Vinod Somani	AAOPS3831M	00327231	Non-Executive - Independent Director	Chairperson		01-07-1953
2	Mr	Keshav Porwal	AGMPP7963P	06706341	Executive Director	Not Applicable	MD	02-06-1976
3	Mr	Yogendra Pal Singh	AAMPS1251M	08347484	Non-Executive - Independent Director	Not Applicable		01-07-1955
4	Mr	Subhash Chander Kalia	ACLPK6605L	00075644	Non-Executive - Independent Director	Not Applicable		06-08-1951
5	Ms	Rashmi Fauzdar	AAAPF7934N	07599221	Non-Executive - Independent Director	Not Applicable		26-03-1956
6	Ms	Jyuthika Mahendra Jivani	ABXPJ3903F	10558392	Non-Executive - Independent Director	Not Applicable		30-10-1957
7	Mr	General Dalbir Singh Suhag (Retd.)	BWBPS0761G	10742056	Non-Executive - Independent Director	Not Applicable		28-12-1954

## I. Composition of Board of Directors

### Disqualification of Directors under section 164 of the Companies Act, 2013

Sr	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status
1	No				Active
2	No				Active
3	No				Active
4	No				Active
5	No				Active
6	No				Active
7	No				Active

**I. Composition of Board of Directors**

Sr	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	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 [with reference to proviso to regulation 17A(1) & 17A(2)]	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)	Reason for Cessation	Notes for not providing PAN	Notes for not providing DIN
1	NA		20-12-2017	20-12-2022		81	1	1	3	3			
2	NA		27-11-2017	27-11-2022			1	0	1	0			
3	NA		13-02-2019	13-02-2024		68	1	1	3	0			
4	NA		26-05-2021			40	4	4	6	2			
5	NA		24-08-2023			13	1	1	2	0			
6	NA		20-03-2024			7	1	1	2	0			
7	NA		13-08-2024			2	1	1	0	0			

## **Text Block**

Textual Information(1)

General Dalbir Singh Suhag (Retd.) was appointed as an Additional Director (Independent) by the Board of Director of the Company on August 13, 2024 and the Members at the 30th Annual General Meeting held on September 26, 2024 had appointed him as the Non-Executive Independent Director of the Company.

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	00327231	Vinod Somani	Non-Executive - Independent Director	Chairperson	20-12-2017		
2	08347484	Yogendra Pal Singh	Non-Executive - Independent Director	Member	27-03-2019		
3	00075644	Subhash Chander Kalia	Non-Executive - Independent Director	Member	11-11-2021		
4	07599221	Rashmi Fauzdar	Non-Executive - Independent Director	Member	24-08-2023		
5	10558392	Jyuthika Mahendra Jivani	Non-Executive - Independent Director	Member	20-03-2024		

**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	08347484	Yogendra Pal Singh	Non-Executive - Independent Director	Chairperson	27-03-2019		Textual Information(1)
2	00327231	Vinod Somani	Non-Executive - Independent Director	Member	01-05-2019		Textual Information(2)
3	07599221	Rashmi Fauzdar	Non-Executive - Independent Director	Member	24-08-2023		

## Sr Text Block

Textual Information(1)

Mr. Yogendra Pal Singh was appointed as the Chairman of the Nomination & Remuneration Committee w.e.f. January 25, 2024.

Textual Information(2)

Mr. Vinod Somani ceased to be the Chairman of the Nomination & Remuneration Committee w.e.f. January 25, 2024.



**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	00327231	Vinod Somani	Non-Executive - Independent Director	Chairperson	20-12-2017		
2	08347484	Yogendra Pal Singh	Non-Executive - Independent Director	Member	10-05-2019		
3	07599221	Rashmi Fauzdar	Non-Executive - Independent Director	Member	24-08-2023		
4	00075644	Subhash Chander Kalia	Non-Executive - Independent Director	Member	22-05-2024		
5	10558392	Jyuthika Mahendra Jivani	Non-Executive - Independent Director	Member	22-05-2024		

**Risk Management Committee**

Whether the Risk Management 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	00075644	Subhash Chander Kalia	Non-Executive - Independent Director	Chairperson	13-08-2021		Textual Information(1)
2	00327231	Vinod Somani	Non-Executive - Independent Director	Member	25-01-2024		Textual Information(2)
3	07599221	Rashmi Fauzdar	Non-Executive - Independent Director	Member	24-08-2023		
4	10558392	Jyuthika Mahendra Jivani	Non-Executive - Independent Director	Member	22-05-2024		
5	06706341	Keshav Porwal	Executive Director	Member	11-01-2018		

## Sr Text Block

Textual Information(1)

Mr. Subhash Chander Kalia was appointed as the Chairman of the Risk Management Committee w.e.f. May 22, 2024.

Textual Information(2)

Mr. Vinod Somani ceased to be the Chairman of the Risk Management Committee w.e.f. May 22, 2024 and continued as its Member.

**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	08347484	Yogendra Pal Singh	Non-Executive - Independent Director	Chairperson	10-05-2019		
2	06706341	Keshav Porwal	Executive Director	Member	10-05-2019		
3	07599221	Rashmi Fauzdar	Non-Executive - Independent Director	Member	24-08-2023		
4	10558392	Jyuthika Mahendra Jivani	Non-Executive - Independent Director	Member	22-05-2024		

**Other Committee**

Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks
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## Annexure 1

### Annexure 1

### III. Meeting of Board of Directors

Disclosure of notes on meeting of board of directors explanatory								
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)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Number of Directors present* (All directors including Independent Director)	No. of Independent Directors attending the meeting*
1	22-05-2024				Yes	6	6	5
2		13-08-2024	82		Yes	6	5	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)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
1	Audit Committee	22-05-2024				Yes	5	5	5	0
2	Audit Committee	13-08-2024	82			Yes	5	4	4	0
3	Nomination and remuneration committee	26-04-2024				Yes	3	3	3	0
4	Nomination and remuneration committee	13-08-2024	108			Yes	3	3	3	0
5	Stakeholders Relationship Committee	19-04-2024				Yes	3	3	3	0
6	Risk Management Committee	20-04-2024	0			Yes	4	4	3	0

## Annexure 1

### IV. Meeting of Committees

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)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
7	Risk Management Committee	12-08-2024	113			Yes	5	4	3	0
8	Corporate Social Responsibility Committee	18-04-2024				Yes	3	3	2	0



## 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 1000 listed entities)	Yes
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	Sulabh Kaushal
2	Designation	Company Secretary and Compliance Officer

## 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	Disclosure of the Secretarial Audit Report of the listed entity and the material subsidiaries in the Annual Report	24A(1)	Yes	
6	Submission of Annual Secretarial Compliance Report	24A(2)	Yes	
7	Whether “Corporate Governance Report” disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	
6				

## **Annexure III**

1	Name of signatory	Sulabh Kaushal
2	Designation	Company Secretary and Compliance Officer

## **Additional Half yearly Disclosure**

Applicability of disclosure

Not Applicable

Reason for Non Applicability

Textual Information(1)

## **Text Block**

Textual Information(1)

Not Applicable

## Details of Cyber security incidence

Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter

No

Number of cyber security incidence or breaches or loss of data event occurred during the quarter

Sr.

Date of the event

Brief details of  
the event



## Signatory Details

Name of signatory

Sulabh Kaushal

Designation of person

Company Secretary and Compliance Officer

Place

New Delhi

Date

21-10-2024