

Corporate Governance Report
(as on December 31, 2024)

General information about company	
Scrip code	542752
NSE Symbol	AFFLE
MSEI Symbol	NOTLISTED
ISIN	INE00WC01027
Name of the entity	Affle (India) Limited
Date of start of financial year	01-04-2024
Date of end of financial year	31-03-2025
Reporting Quarter	Quarterly
Date of Report	31-12-2024
Risk management committee	Applicable
Market Capitalisation as per immediate previous Financial Year	Top 500 listed entities

Annexure I

Annexure I to be submitted by listed entity on quarterly basis

I. Composition of Board of Directors

Whether the listed entity has a Regular Chairperson																
Is there any change in information of board of directors compare to previous quarter																
Whether Chairperson is related to MD or CEO																
Sr	Title (Mr / Ms)	Name of the Director	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether the director is disqualified?	Current status	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Initial Date of appointment	Date of Re-appointment	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)
1	Mr	ANUJ KHANNA SOHUM	01363666	Executive Director	Not Applicable	CEO-MD	05-04-1978	No	Active	NA	25-01-2006	01-04-2023	1	0	1	0
2	Mr	ANUJ KUMAR	01400273	Non-Executive - Non Independent Director	Not Applicable		13-05-1978	No	Active	NA	25-01-2006		1	0	0	0
3	Mr	BIJYNATH	08160918	Non-Executive - Independent Director	Chairperson		21-06-1965	No	Active	NA	01-01-2018	01-06-2020	1	1	1	1
4	Ms	SUMIT MAMAK CHADHA	05207581	Non-Executive - Independent Director	Not Applicable		30-10-1964	No	Active	NA	01-06-2018	01-06-2020	1	1	1	0
5	Mr	VIVEK NARAYAN GOUR	00254383	Non-Executive - Independent Director	Not Applicable		10-11-1962	No	Active	NA	01-06-2018	01-06-2020	3	3	4	4
6	Ms	LAY SEE TAN	09203616	Non-Executive - Independent Director	Not Applicable		21-12-1974	No	Active	NA	01-07-2022	01-07-2022	1	1	2	0
7	Mr	CHARLES YONG JIEN FOONG	08160891	Non-Executive - Non Independent Director	Not Applicable		23-11-1974	No	Active	NA	01-10-2024		1	0	0	0
8	Mr	SANJIV KUMAR CHAUDHARY	06525007	Non-Executive - Independent Director	Not Applicable		25-04-1958	No	Active	NA	01-10-2024	01-10-2024	2	2	1	1
9	Mr	VIPUL KEDIA	08234884	Executive Director	Not Applicable		03-01-1981	No	Active	NA	01-07-2022		1	0	0	0

Annexure 1**II. Composition of Committees****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
1	00254383	VIVEK NARAYAN GOUR	Non-Executive - Independent Director	Chairperson	16-06-2018
2	05207581	SUMIT MAMAK CHADHA	Non-Executive - Independent Director	Member	16-06-2018
3	09203616	LAY SEE TAN	Non-Executive - Independent Director	Member	07-11-2022

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
1	05207581	SUMIT MAMAK CHADHA	Non-Executive - Independent Director	Chairperson	16-06-2018
2	08160918	BIJYNATH	Non-Executive - Independent Director	Member	16-06-2018
3	09203616	LAY SEE TAN	Non-Executive - Independent Director	Member	07-11-2022

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
1	08160918	BIJYNATH	Non-Executive - Independent Director	Chairperson	16-06-2018
2	01363666	ANUJ KHANNA SOHUM	Executive Director	Member	01-06-2020
3	09203616	LAY SEE TAN	Non-Executive - Independent Director	Member	07-11-2022

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
1	01363666	ANUJ KHANNA SOHUM	Executive Director	Chairperson	01-06-2020
2	01400273	ANUJ KUMAR	Non-Executive - Non Independent Director	Member	16-06-2018
3	00254383	VIVEK NARAYAN GOUR	Non-Executive - Independent Director	Member	29-05-2021

Corporate Social Responsibility Committee

Whether the Corporate Social Responsibility Committee has a Regular Chairperson					Yes
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Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment
1	05207581	SUMIT MAMAK CHADHA	Non-Executive - Independent Director	Chairperson	01-06-2020
2	01363666	ANUJ KHANNA SOHUM	Executive Director	Member	16-06-2018
3	01400273	ANUJ KUMAR	Non-Executive - Non Independent Director	Member	01-10-2024

Other Committee					
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors
1	00254383	VIVEK NARAYAN GOUR	ESG Committee	Non-Executive - Independent Director	Chairperson
2	01400273	ANUJ KUMAR	ESG Committee	Non-Executive - Non Independent Director	Member
3	01363666	ANUJ KHANNA SOHUM	ESG Committee	Executive Director	Member
4	05207581	SUMIT MAMAK CHADHA	ESG Committee	Non-Executive - Independent Director	Member
5	08234884	VIPUL KEDIA	ESG Committee	Executive Director	Member
6	01363666	ANUJ KHANNA SOHUM	Investment Committee-Domestic	Executive Director	Chairperson
7	00254383	VIVEK NARAYAN GOUR	Investment Committee-Domestic	Non-Executive - Independent Director	Member
8		KAPIL MOHAN BHUTANI	Investment Committee-Domestic	Chief Financial and Commercial Officer – International	Member
9	01363666	ANUJ KHANNA SOHUM	Investment Committee-International	Executive Director	Chairperson
10	8160918	BIJYNATH	Investment Committee-International	Non-Executive - Independent Director	Member
11		MEITHENG LEONG	Investment Committee-International	Chief Financial And Commercial Officer - International	Member
12	01363666	ANUJ KHANNA SOHUM	Capital Committee	Executive Director	Chairperson
13	8234884	VIPUL KEDIA	Capital Committee	Executive Director	Member
14		KAPIL MOHAN BHUTANI	Capital Committee	Chief Financial and Operations Officer	Member

Annexure 1**III. Meeting of Board of Directors**

Sr	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)	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	03-08-2024		Yes	7	7	4
2	29-08-2024	25	Yes	7	7	4
3	09-11-2024	71	Yes	8	8	5

Annexure 1**IV. Meeting of Committees**

Sr	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)	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*
1	03-08-2024		Yes	3	3	3
2	29-08-2024	25	Yes	3	3	3
3	31-08-2024	1	Yes	3	3	1
4	17-10-2024	46	Yes	3	3	1
5	09-11-2024	22	Yes	3	3	3
6	09-11-2024		Yes	3	3	3

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

Annexure 1		
V. Related Party Transactions		
Sr	Subject	Compliance status (Yes/No/NA)
1	Whether prior approval of audit committee obtained	Yes
2	Whether shareholder approval obtained for material RPT	NA
3	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	Parmita Choudhury
2	Designation	Company Secretary and Compliance Officer

Signatory Details	
Name of signatory	Parmita Choudhury
Designation of person	Company Secretary and Compliance Officer
Place	Gurugram
Date	15-01-2025