

General information about company

Scrip code	542752
NSE Symbol	AFFLE
MSEI Symbol	NOTLISTED
ISIN	INE00WC01019
Name of the entity	AFFLE (INDIA) 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

Annexure I

I. Composition of Board of Directors

Whether the listed entity has a Regular Chairperson	Yes
Whether Chairperson is related to MD or CEO	Yes

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 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)
1	Mr	ANUJ KHANNA SOHUM	AZPPK7552F	01363666	Executive Director	05-04-1978	25-01-2006				1	0	0	0
2	Mr	ANUJ KUMAR	AHJPK6505G	01400273	Executive Director	13-05-1978	25-01-2006				1	0	0	0
3	Mr	KAPIL MOHAN BHUTANI	ABJPB5970G	00554760	Executive Director	23-10-1972	30-09-2017				1	0	0	0
4	Mr	CHARLES YONG JIEN FOONG	AFCPF4522R	08160891	Executive Director	23-11-1974	01-06-2018				1	0	0	0
5	Ms	MEITHENG LEONG	AZRPL6350N	08163996	Non-Executive - Non Independent Director	16-08-1976	01-06-2018				1	0	0	0
6	Mr	BIJYNATH	ZZZZZ9999Z	08160918	Non-Executive Independent Director	21-06-1965	01-06-2018			16	1	0	0	0
7	Mr	NARESH CHAND GUPTA	AFAPG6539D	00172311	Non-Executive Independent Director	20-09-1966	01-06-2018			16	2	2	2	0
8	Mr	SUDHIR MOHANLAL JATIA	AAJPJ6855D	00031969	Non-Executive Independent Director	21-03-1969	01-06-2018			16	2	1	2	1
9	Ms	SUMIT MAMAK CHADHA	AAAPC0457B	05207581	Non-Executive Independent Director	30-10-1964	01-06-2018			16	1	1	1	0
10	Mr	VIVEK NARAYAN GOUR	AAAPG6499H	00254383	Non-Executive Independent Director	10-11-1962	01-06-2018			16	3	3	5	4

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	00172311	NARESH CHAND GUPTA	Non-Executive Independent Director	Member	16-06-2018

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	08160918	BIJYNATH	Non-Executive - Independent Director	Chairperson	16-06-2018
2	00031969	SUDHIR MOHANLAL JATIA	Non-Executive - Independent Director	Member	16-06-2018
3	05207581	SUMIT MAMAK CHADHA	Non-Executive - Independent Director	Member	16-06-2018

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	00031969	SUDHIR MOHANLAL JATIA	Non-Executive - Independent Director	Chairperson	16-06-2018
2	08160918	BIJYNATH	Non-Executive - Independent Director	Member	16-06-2018
3	00554760	KAPIL MOHAN BHUTANI	Executive Director	Member	16-06-2018

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	00172311	NARESH CHAND GUPTA	Non-Executive Independent Director	Chairperson	16-06-2018
2	01363666	ANUJ KHANNA SOHUM	Executive Director	Member	16-06-2018
3	01400273	ANUJ KUMAR	Executive Director	Member	16-06-2018
4	08160891	CHARLES YONG JIEN FOONG	Executive Director	Member	16-06-2018

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
1	01363666	ANUJ KHANNA SOHUM	Executive Director	Chairperson	16-06-2018
2	08163996	MEITHENG LEONG	Non-Executive - Non Independent Director	Member	16-06-2018
3	05207581	SUMIT MAMAK CHADHA	Non-Executive - Independent Director	Member	16-06-2018

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)	Number of Directors present	No. of Independent Directors attending the meeting
1	01-06-2019		Yes	10	5
2	29-06-2019	27	Yes	10	5
3	06-08-2019	37	Yes	9	5
4	28-09-2019	52	Yes	9	4

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)	Whether requirement of Quorum met (Yes/No)	Number of Directors present	No. of Independent Directors attending the meeting
1	Audit Committee	01-06-2019		Yes	3	3
2	Risk Management Committee	01-06-2019		Yes	4	1
3	Audit Committee	29-06-2019	27	Yes	3	3
4	Nomination and remuneration committee	29-06-2019		Yes	2	2
5	Audit Committee	28-09-2019	90	Yes	3	3
6	Risk Management Committee	28-09-2019		Yes	4	3

V. Related Party Transactions		
Sr	Subject	Compliance status (Yes/No/NA)
1	Whether prior approval of audit committee obtained	NA
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

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)	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.	No

Note: Affle India Limited was listed on 8th August 2019 and this is the first quarterly Corporate Governance Report and hence SI No. 8 is marked as No. This Report shall be placed at the next meeting of the Board as it is not feasible to call a Board meeting before 15th October 2019

Annexure III**III. Affirmations**

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)
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)	NA
2	Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	NA
3	Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	NA
4	Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	NA
5	Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	NA

Sr	Subject	Compliance status
1	Name of signatory	PARMITA CHOUDHURY
2	Designation	Company Secretary and Compliance Officer