

**Corporate Governance Report**

Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity : BRAHMANAND HIMGHAR LIMITED

2. Quarter ending: 31-03-2022

**I. Composition of Board of Directors**

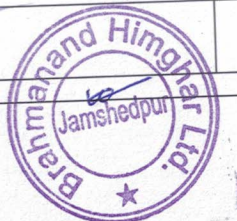
Title (Mr. / Mrs.)	Name of the Director	PAN\$ & DIN	Category (Chairperson /Executive/Non-Executive/Independent /Nominee) &	Initial Date of Appointment	Date of Re-Appointment	Date of cessation	Tenure*	Date of Birth	Whether special resolution passed? ([In reference to Regulation 17(1A)])	Date of passing special resolution	No of Directorship in listed entities including this listed entity ([In reference to Regulation 17(1A)])	No of Independent Directorship in listed entities including this listed entity ([In reference to Regulation 17(1A)])	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.	PARIN MITTAL	PAN:AUNPM1317K DIN:07052211	C,ED,MD	27-09-2019	13-12-2019	-	Nil	02-03-1987	NA	-	1	Nil	Nil	Nil
Mr.	ABHISHEK KUMAR BHALOTIA	PAN:AGTPB8898G DIN:00063774	NED	14-08-2020	30-09-2020	-	Nil	13-11-1984	NA	-	1	Nil	3	Nil
Mr.	MANOJ KUMAR AGARWAL	PAN:AHRPA9764B DIN:03336107	ED	07-01-2015	13-12-2019	-	Nil	01-07-1975	NA	-	1	Nil	Nil	Nil
Ms.	PRIYANKA RAHA	PAN:BMCPR7796D DIN:08812752	ID	30-07-2020	30-09-2020	16-02-2022	1 year 6 months 18 days	12-05-1993	NA	-	NIL	NIL	NIL	NIL
Mr.	KESHRI NANDAN PANDEY	PAN:BDTPP4020Q DIN:06952270	ID	20-07-2021	09-09-2021	-	8 months	03-03-1990	NA	-	1	1	3	Nil

**Note:**The Board is looking for a suitable women director together with an Independent Director who fulfill the criteria laid down under provisions of The Companies Act,2013 and SEBI(IODR),2015 due to the Resignation of Ms.Priyanka Raha(Independent Director).  
Whether regular Chairman appointed-No  
Whether Chairperson is related to managing director or CEO-Yes

\$ 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	Whether regular chairperson appointed	Name of Committee Members	Category (Chairperson/Executive/Non-Executive/independent/Nominee) \$	Date of Appointment	Date of Cessation
1. Audit Committee	Yes	Priyanka Raha	Chairman	30-09-2020	16-02-2022
		Abhishek Kumar Bhalotia	Member	30-09-2020	NIL
		Keshri Nandan Pandey	Member	09-09-2021	NIL
2. Nomination & Remuneration Committee	Yes	Priyanka Raha	Chairman	30-09-2020	16-02-2022
		Abhishek Kumar Bhalotia	Member	30-09-2020	NIL
		Keshri Nandan Pandey	Member	09-09-2021	NIL
3. Risk Management Committee(if applicable): Not Applicable					
4. Stakeholders Relationship Committee	Yes	Priyanka Raha	Chairman	30-09-2020	16-02-2022
		Abhishek Kumar Bhalotia	Member	30-09-2020	NIL
		Keshri Nandan Pandey	Member	09-09-2021	NIL



&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	Whether requirement of Quorum met*	Number of Directors Present*	Number of Independent Directors Present*	Maximum gap between any two consecutive ( in no. of days)	
12-11-2021	12-02-2022,25-02-2022	YES	12-02-2022=5, 25-02-2022=4	12-02-2022=2, 25-02-2022=1	12-11-2021 to 12-02-2022=93 Days	

\* to be filled in only for the current quarter meeting

IV. Meeting of Committees						
Name of the Committee	Date(s) of Meeting (if any) in the relevant quarter	Whether requirement of Quorum met*	Number of Directors Present*	Number of Independent Directors Present*	Date(s) of Meeting (if any) in the previous quarter	Maximum gap between any two consecutive ( in no. of days)
Audit Committee	12-02-2021	Yes	3	2	12-11-2021	12-11-2021 to 12-02-2022=93 Days
Nomination & Remuneration Committee	-	-	-	-	-	-
Stakeholders Relationship Committee	-	-	-	-	-	-

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

V. Related Party Transactions		Compliance status (Yes/No/NA)refer note below
Subject	Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material RPT	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Not Applicable
		Yes

**Note**

- 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.
- If status is "No" details of non-compliance may be given here.

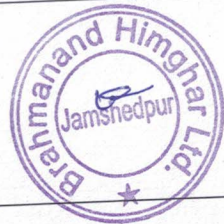
**VI. Affirmations**

- The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015-**NO**
  - The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015
    - Audit Committee-**No**
    - Nomination & remuneration committee-**Yes**
    - Stakeholders relationship committee-**Yes**
    - Risk management committee (applicable to the top 100 listed entities)-**N.A**
  - 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**
  - 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**
  - 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**
  - 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**
  - This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of Board of Directors may be mentioned here: **Corporate Governance for the quarter ended 31.03.2022.**
  - This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of Board of Directors may be mentioned here: **Corporate Governance for the quarter ended 31.03.2022.**
- Note:**The Board is looking for a suitable women director together with an Independent Director who fulfill the criteria laid down under provisions of The Companies Act,2013 and SEBI(IODR),2015 due to the Resignation of Ms.Priyanka Raha(Independent Director).

For, Brahmanand Himghar Limited

*Parin Mittal*

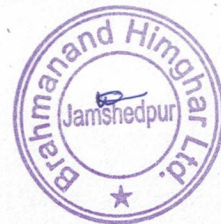
Parin Mittal  
Managing Director  
Date:16/04/2022  
Place: Jamshedpur



## ANNEX II

Format to be submitted by listed entity at the end of the financial year (for the whole of financial year)

I. Disclosure on website in terms of Listing Regulations	Compliance status (Yes/No/NA) refer note below	If Yes provide link to website. If No / NA provide reasons
Item		
<b>As per regulation 46(2) of the LODR:</b>	YES	<a href="https://brahmanandhimghar.com/">https://brahmanandhimghar.com/</a>
a) Details of business	YES	<a href="https://brahmanandhimghar.com/">https://brahmanandhimghar.com/</a>
b) Terms and conditions of appointment of independent directors	YES	<a href="https://brahmanandhimghar.com/">https://brahmanandhimghar.com/</a>
c) Composition of various committees of board of directors	YES	<a href="https://brahmanandhimghar.com/">https://brahmanandhimghar.com/</a>
d) Code of conduct of board of directors and senior management personnel	YES	<a href="https://brahmanandhimghar.com/">https://brahmanandhimghar.com/</a>
e) Details of establishment of vigil mechanism/ Whistle Blower policy	YES	<a href="https://brahmanandhimghar.com/">https://brahmanandhimghar.com/</a>
f) Criteria of making payments to non-executive directors	YES	<a href="https://brahmanandhimghar.com/">https://brahmanandhimghar.com/</a>
g) Policy on dealing with related party transactions	YES	<a href="https://brahmanandhimghar.com/">https://brahmanandhimghar.com/</a>
h) Policy for determining 'material' subsidiaries	YES	<a href="https://brahmanandhimghar.com/">https://brahmanandhimghar.com/</a>
i) Details of familiarization programmes imparted to independent directors	YES	<a href="https://brahmanandhimghar.com/">https://brahmanandhimghar.com/</a>
j) Email address for grievance redressal and other relevant details		
k) Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	YES	<a href="https://brahmanandhimghar.com/">https://brahmanandhimghar.com/</a>
l) Financial results	YES	<a href="https://brahmanandhimghar.com/">https://brahmanandhimghar.com/</a>
m) Shareholding pattern	N.A	-
n) Details of agreements entered into with the media companies and/or their associates		
o) Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or institutional investors simultaneously with submission to stock exchange	None	-
p) New name and the old name of the listed entity	N.A	-
q) Advertisements as per regulation 47 (1)	YES	<a href="https://brahmanandhimghar.com/">https://brahmanandhimghar.com/</a>
r) Credit rating or revision in credit rating obtained by the entity for all its outstanding instruments	None	-
s) Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	N.A	-
<b>As per other regulations of the LODR:</b>	YES	<a href="https://brahmanandhimghar.com/">https://brahmanandhimghar.com/</a>
a) Whether company has provided information under separate section on its website as per Regulation 46(2)	YES	<a href="https://brahmanandhimghar.com/">https://brahmanandhimghar.com/</a>
b) Materiality Policy as per Regulation 30	N.A	-
c) Dividend Distribution policy as per Regulation 43A (as applicable)		
It is certified that these contents on the website of the listed entity are correct.		



II Annual Affirmations		
Particulars	Regulation Number	Compliance status (Yes/No/NA)
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), 17(1A) & 17(1B)	*Yes
Meeting of board of directors	17(2)	*Yes
17(2) Quorum of board meeting	17(2A)	*Yes
Review of Compliance Reports	17(3)	Yes
Plans for orderly succession for Appointments	17(4)	N.A
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
Recommendation of board	17(11)	Yes
Maximum number of directorship	17A	Yes
Composition of Audit Committee	18(1)	*Yes
Meeting of Audit Committee	18(2)	*Yes
Composition of Nomination & Remuneration Committee	19(1) & (2)	*Yes
Quorum of Nomination and Remuneration Committee meeting	19(2A)	*Yes
Meeting of Nomination & Remuneration Committee	19(3A)	*Yes
Composition of Stakeholder Relationship Committee	20(1), 20(2) and 20(2A)	*Yes
Meeting of Stakeholder Relationship Committee	20 (3A)	*Yes
Composition and role of Risk Management Committee	21(1),(2),(3),(4)	NA
Meeting of Risk Management Committee	21(3A)	N.A
Vigil Mechanism	22	Yes
Policy for related party Transaction	23(1),(1A),(5),(6),(7) & (8)	Yes
Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes
Approval for material related party Transactions	23(4)	Yes
Disclosure of related party transactions on consolidated basis	23(9)	Yes
Composition of Board of Directors of unlisted material Subsidiary	24(1)	N.A
Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	N.A
Annual Secretarial Compliance Report	24(A)	Yes
Alternate Director to Independent Director	25(1)	N.A
Maximum Tenure	25(2)	Yes
Meeting of independent directors	25(3) & (4)	Yes



Familiarization of independent directors	25(7)	Yes
Declaration from Independent Director	25(8) & (9)	Yes
Directors and Officers insurance	25(10)	None
Memberships in Committees	26(1)	*Yes
Affirmation with compliance to code of conduct from members of Board of Directors and Senior management	26(3)	Yes
Personnel	26(4)	N.A
Disclosure of Shareholding by Non-Executive Directors	26(2) & 26(5)	Yes
Policy with respect to Obligations of directors and senior management		

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.

3 If the Listed Entity would like to provide any other information the same may be indicated here.

**Board is looking for a suitable women director together with an Independent Director who fulfill the criteria laid down under provisions of The Companies Act,2013 and SEBI(IODR),2015 due to the Resignation of Ms.Priyanka Raha(Independent Director).**

\*The

*Parin Mittal*

Parin Mittal  
Managing Director (DIN:07052211)



Half year ending-31.03.2022

I. Disclosure of Loans/guarantees/comfort letters/securities etc.

(A) Any Loan or any other form of debt advanced by the listed entity directly or indirectly\*

Entity	Aggregate amount advanced during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them	-	-
Promoter Group or any other entity controlled by them	-	-
Directors(including relatives or any other entity controlled by them)	-	-
KMPs or any other entity controlled by them	-	-

Note:\*Being an Non-Deposit taking Non-Systematically Important NBFC, the main business operation is investment and loan activities so disclosure of table (A) is not required.

(B) Any guarantee/comfort letter (by whatever name called) provided the listed entity directly or indirectly, in connection with any loan(s) or other form of debt availed by:\*

Entity	Type(guarantee, comfort letter etc.)	Aggregate amount of issuance during six months	Balance outstanding at the end of six months(taking into account any invocation)
Promoter or any other entity controlled by them	-	-	-
Promoter Group or any other entity controlled by them	-	-	-
Directors(including relatives or any other entity controlled by them)	-	-	-
KMPs or any other entity controlled by them	-	-	-

Note:\*Being an Non-Deposit taking Non-Systematically Important NBFC, the main business operation is investment and loan activities so disclosure of table (B) is not required.

(c) Any security provided by the listed entity or indirectly, in connection with any loan(s) or any other form of debt availed by:

Entity	Type of security(cash, shares etc.)	Aggregate value of security provided during six months)	Balance outstanding at the end of six months
Promoter or any other entity controlled by them	-	-	-
Promoter Group or any other entity controlled by them	-	-	-
Directors(including relatives or any other entity controlled by them)	-	-	-
KMPs or any other entity controlled by them	-	-	-

Note:\*Being an Non-Deposit taking Non-Systematically Important NBFC, the main business operation is investment and loan activities so disclosure of table (C) is not required.

II. Affirmations:

All loans(or other form of debt), guarantees, comfort letters(by whatever name called) or securities in connection with any loan(s)(or other form of debt) given directly or indirectly by the listed entity to promoter(s), promoter group, director(s)(including their

Note:

- These disclosures shall exclude any loan(or other form of debt), guarantee/comfort letter(by whatever name called) or security provided in connection with any loan or any other form of debt;
  - by a government company to/for the Government or government company
  - by the listed entity to/for its subsidiary[ and joint-venture company] whose accounts are consolidated with the listed entity.
  - by a banking company or an insurance company; and
  - by the listed entity to its employees or directors as a part of the service conditions
- If the listed would like to provide any other information, the same may be indicated as Para D in the above table.

