

COMPLIANCE REPORT ON CORPORATE GOVERNANCE

ANNEXURE- I

1	Name of Listed Entity								U. Y. Fincorp Limited			
2	Quarter ending								30th September, 2022			
I. COMPOSITION OF BOARD OF DIRECTORS:-												
Title (Mr./ Ms)	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	No. of Directors hip in listed entities including this listed entity [in reference to Regulation 17A(1)]	No. of Independ ent Direct orshi p in listed entitie s includ ing this listed entity [in refere nce to Regulatio n 17A(1)]	No. of membershi ps in Audit/ Stakeholde r Committee (s) including this listed entity (Refer Regulation 26(1) of Listing Regulation s)	No. of post of Chairpers on in Audit/ Stakehold er Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulation s)
Mr.	Udai Kothari	AQMPK0691F (DIN:-00284256)	Chairman & Managing Director	02.05.2022	-	-	3 Years	24.09.1987	1	-	1	-
Mr.	Deepak Kothari	ABBPk9382M (DIN:-00280323)	Non- Executive, Non- Independent	02.05.2022	-	-	-	16.06.1963	1	-	-	-
Mr.	Dinesh Burman	ADTPB8735H (DIN:-00612904)	Executive Director	30.07.2010	30.05.2021	-	3 Years	12.03.1957	1	-	1	-
Mr.	Govind Kumar Goyal	AESPG3693R (DIN: 02466348)	Non- Executive Independent Director	24.07.2015	24.07.2020	-	5 Years	23.09.1979	1	1	1	-
Mr.	Nishant Sharadrao Nanda	APNPP5183R (DIN:-08196581)	Non- Executive Independent Director	10.08.2018	-	-	5 Years	18.09.1984	1	1	-	-
Mr.	Jignesh Dalal	ADUPD2097H (DIN: 08065507)	Non- Executive Independent Director	15.02.2018	-	-	5 Years	08.04.1972	1	1	2	2
Mrs.	Leena Hinesh Jobanputra	AHCPI1237H (DIN:-06975039)	Non- Executive Independent Director	12.11.2014	12.11.2019	-	5 Years	08.12.1973	1	1	2	-
Whether Regular chairperson appointed										Yes		
Whether Chairperson is related to managing director or CEO										Yes		
<p>[§] PAN number of any director would not be displayed on the website of Stock Exchange</p> <p>^{&} 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</p> <p>* 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.</p>												

II. COMPOSITION OF COMMITTEES:-

Name of Committee	Whether Regular Chairperson appointed	Name of Committee members	Category (Chairperson / Executive / Non-Executive / Independent / Nominee) ⁵	Date of Appointment	Date of Cessation
Audit Committee	Yes	Jignesh Dalal	Chairperson-Non Executive-Independent Director	15-02-2018	-
		Leena Hinesh Jobanputra	Member-Non Executive-Independent Director	12-11-2014	-
		Govind Kumar Goyal	Member-Non Executive-Independent Director	11-08-2018	-
Nomination and Remuneration Committee	Yes	Jignesh Dalal	Chairperson-Non Executive-Independent Director	15-02-2018	-
		Leena Hinesh Jobanputra	Member-Non Executive-Independent Director	12-11-2014	-
		Govind Kumar Goyal	Member-Non Executive-Independent Director	11-08-2018	-
Stakeholders Relationship Committee	Yes	Jignesh Dalal	Chairperson-Non Executive-Independent Director	11-08-2018	-
		Leena Hinesh Jobanputra	Member-Non Executive-Independent Director	12-11-2017	-
		Udai Kothari	Member-Executive-Non Independent Director	14-11-2017	-
		Dinesh Burman	Member-Executive-Whole time Director	23-04-2014	-
Risk Management Committee	N.A.				

⁵ 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. MEETINGS 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 number of days)
30.04.2022	-	-	-	-	-
30.05.2022	-	-	-	-	-
-	18.07.2022	Yes	7	4	48
-	13.08.2022	Yes	7	4	25
-	01.09.2022	Yes	7	4	18

*to be filled in only for the current quarter.

IV. MEETINGS OF COMMITTEES:-AUDIT COMMITTEE

Date(s) of Meeting of the committee) in the relevant quarter	Whether requirement of Quorum met	Number of Directors present*	Number of Independent Directors present*	Date(s) of Meeting of the committee in the previous quarter	Maximum gap between any two consecutive (in number of days)
13.08.2022 & 01.09.2022	Yes	3	3	30.05.2022	74 & 18 days respectively

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

**to be filled in only for the current quarter.

V. RELATED PARTY TRANSACTIONS:-	
Subject	Compliance status (Yes/No/NA) ^{refer note below}
Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material RPT	Yes
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	N.A.
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) – Not Applicable 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 has been placed before Board of Directors. Any comments/observations/advice of Board of Directors may be mentioned here.- This will be place at the ensuing Board Meeting. The Corporate Governance Report for the quarter ended 30th June, 2022 was placed at the meeting of Board of Directors of the Company held on 13th August, 2022.	
For U. Y. Fincorp Limited Sd/- Amrita Mohta Kothari (Company Secretary)	

COMPLIANCE REPORT ON CORPORATE GOVERNANCE

Annexure-III

1	Name of Listed Entity	U. Y. Fincorp Limited
2	Half Yearly Ended	30 th September 2022
Affirmations		
BROAD HEADING	REGULATION NUMBER	COMPLIANCE STATUS (YES/NO/NA) *Refer Note Below
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
Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	YES
Presence of Chairperson of the Nomination and Remuneration Committee at the annual general meeting	19(3)	YES
Presence of Chairperson of the Stakeholders Relationship Committee at the annual general meeting	20(3)	YES
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	YES

***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.

For U. Y. Fincorp Limited

Sd/-

**Amrita Mohta Kothari
(Company Secretary)**

COMPLIANCE REPORT ON CORPORATE GOVERNANCE
Annexure-IV

HALF YEAR ENDING:- 30th September, 2022

I. Disclosure of Loans / guarantees / comfort letters / securities etc.^{refer note below}

(A) Any loan or any other form of debt advanced by the listed entity directly or indirectly to:

Sl. No	Entity	Aggregate amount advanced during six months (Amount in Lacs)	Balance outstanding at the end of six months (Amount in Lacs)
a	Promoter or any other entity controlled by them	1,171.00	13,275.32
b	Promoter Group or any other entity controlled by them*	361.00	702.34
c	Directors (including relatives) or any other entity controlled by them**	65.00	810.29
d	KMPs or any other entity controlled by them	-	4.75

* Loan was given to U. Y. Industries Private Limited, being the falling under Promoter Group Category. The figure is given in Sl. No (b) was already been included in Sl No. (a).

** Loan was given to Mr. Udai Kothari, Chairman & Managing Director (being KMP) and Mr. Deepak Kothari, Non- Executive Director of the Company. Both are also the promoter of the Company. The figure is given in Sl. No (c) was already been included in Sl No. (a).

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

Entity	Type (Guarantee/ comfort letter etc)	Aggregate amount advanced 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			

Not Applicable

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

Entity	Type of Security (cash, share etc)	Aggregate value of Security 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 control ed by them			
Directors (including relatives) or any other entity controlled by them		Not Applicable	
KMPs or any other entity controlled by them			

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 relatives), key managerial personnel (including their relatives) or any entity controlled by them are in the economic interest of the company.

For U. Y. Fincorp Limited

Sd/-

**Priya Udaya Kanoji
(Chief Financial Officer)**

Note :-

1. 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;
 - a) by a government company to/ for the Government or government company
 - b) by the listed entity to/for its subsidiary [and joint-venture company] whose accounts are consolidated with the listed entity.
 - c) by a banking company or an insurance company ; and
 - d) by the listed entity to its employees or directors as a part of the service conditions
2. If the Listed Entity would like to provide any other information, the same may be indicated as Para D in the above table..