

ANNEXURE I

CORPORATE GOVERNANCE (Format to be submitted by listed entity on quarterly basis)

1. Name of Listed Entity: **Hybrid Financial Services Limited (Formerly known as Mafatal Finance Company Limited)**
2. Quarter Ending: **31st March, 2022**
3. Whether the Listed Entity's Board / Committees has a Regular Chairperson: **Yes**

I. Composition of Board of Directors:

Title (Mr. / Ms)	Name of the Director	PAN & DIN*	Category (Chairperson /Executive/Non Executive/Independent /Dependent/ Nominee)	Date of Appointment in The Current Term / Cessation	Tenure of Director in Years *	No of Directorship in listed entities including this listed entity (Refer Regulation 25(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)
Mr.	Nandakishore Ragunath Divate	PAN No. ABVDPD4131H DIN No. 00304616	Executive Director	1 st August, 2019	3	1	2	Nil
Mr.	Chandramouli Krishnamurthy	PAN No. AABPC3151D DIN No. 00036297	Executive Director	1 st October, 2021	3	1	1	Nil
Mrs.	Megha Jatendra Vazkar	PAN No. AABPV8997J DIN No. 00179162	Non-Executive - Non Independent Director	27 th July, 2018	5	1	0	Nil



Mr.	Nilay Shivnarayan Sharma	PAN NO. AGTPS0644R DIN NO. 00231299	Non-Executive - Independent Director	25 TH September, 2020	5	1	2	Nil
Mr.	Mahesh Salamatrai Makhijani	PAN NO. ACVPM2535R DIN NO. 00322226	Non-Executive - Independent Director	25 TH September, 2020	5	2	1	1
Mr.	Sameer Suresh Pimpale	PAN NO. AKRPP9802C DIN NO. 08813127	Non-Executive - Independent Director	25 TH September, 2020	5	1	1	1

Whether Special Resolution passed? [Refer Regulation 17(1A) of Listing Regulation – No Special Resolution passed, as there are no Non-Executive Directors who have attained the age of 75 as on 31st March 2022

\$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	Name of Committee members	Category (Chairperson/Executive/Non-Executive/independent/Nominee) \$
1. Audit Committee	1. Mr. Mahesh Salamatrai Makhijani 2. Mr. Nilay Shivnarayan Sharma 3. Mr. Nandkishore Raghunath Divate	Chairperson and Independent Independent Executive



2. Nomination & Remuneration Committee	<ol style="list-style-type: none"> 1. Mr. Nilay Shivnarayan Sharma 2. Mr. Sameer Suresh Pimpale 3. Mr. Megha Jatendra Vazkar 	Chairperson and Independent Independent Non – Executive and Non-Independent
3. Risk Management Committee (if applicable)	<ol style="list-style-type: none"> 1. Mr. Chandramouli Krishnamurthy 2. Mr. Nandkishore Raghunath Divate 3. Mr Sameer Suresh Pimpale 	Chairperson and Executive Executive Independent
4. Stakeholders Relationship Committee	<ol style="list-style-type: none"> 1. Mr. Sameer Suresh Pimpale 2. Mr. Nilay Shivnarayan Sharma 3. Mr. Nandkishore Raghunath Divate 4. Mr. Chandramouli Krishnamurthy 	Chairperson and Independent Independent Executive Executive
<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>		
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	Maximum gap between any two consecutive (in number of days)
28 th October 2021	28 th January 2022	91
IV. Meeting of Committees		
(a) Audit Committee Meeting		
Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)	Maximum gap between any two consecutive meetings in number of days
28 th January 2022	Yes	28 th October 2021 91



(b) Stakeholder Relationship Committee Meeting			
<i>Date(s) of meeting of the committee in the relevant quarter</i>	<i>Whether requirement of Quorum met (details)</i>	<i>Date(s) of meeting of the committee in the previous quarter</i>	<i>Maximum gap between any two consecutive meetings in number of days</i>
28th January 2022	Yes	28th October 2021	91
(c) Nomination and Remuneration Committee			
<i>Date(s) of meeting of the committee in the relevant quarter</i>	<i>Whether requirement of Quorum met (details)</i>	<i>Date(s) of meeting of the committee in the earlier quarter ended 30th June 2021</i>	<i>Maximum gap between any two consecutive meetings in number of days</i>
--	Yes	31st May 2021	Not Applicable
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V. Related Party Transactions			
Subject			
Whether prior approval of audit committee obtained		Yes	
Whether shareholder approval obtained for material RPT		NA	
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee		Yes	



ANNEXURE II

**I. Disclosure on website in terms of Listing Regulations
As per regulation 46(2) of the LODR:**

Item	Compliance status (Yes/No/NA)	Company Remark	Website
Details of business	Yes		www.hybridfinance.co.in
Terms and conditions of appointment of independent directors	Yes		www.hybridfinance.co.in
Composition of various committees of board of directors	Yes		www.hybridfinance.co.in
Code of conduct of board of directors and senior management personnel	Yes		www.hybridfinance.co.in
Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		www.hybridfinance.co.in
Criteria of making payments to non-executive directors	Not Applicable		
Policy on dealing with related party transactions	Yes		www.hybridfinance.co.in
Policy for determining 'material' subsidiaries	Yes		www.hybridfinance.co.in
Details of familiarization programs imparted to independent directors	Yes		www.hybridfinance.co.in
Email address for grievance redressal and other relevant details entity who are responsible for	Yes		www.hybridfinance.co.in
Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances other relevant details	Yes		www.hybridfinance.co.in
Financial results	Yes		www.hybridfinance.co.in
Shareholding pattern	Yes		www.hybridfinance.co.in
Details of agreements entered into with the media companies and/or their associates	Not Applicable		
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	Not Applicable		
New name and the old name of the listed entity	Yes		www.hybridfinance.co.in
Advertisements as per regulation 47.(1)	Yes		www.hybridfinance.co.in

Credit rating or revision in credit rating obtained by the entity for all its outstanding instruments obtained	Not Applicable	
Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	Yes	www.hybridfinance.co.in
As per other regulations of the LODR:		
Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes	www.hybridfinance.co.in
Materiality Policy as per Regulation 30	Yes	www.hybridfinance.co.in
Dividend Distribution policy as per Regulation 43A (as applicable)	Not Applicable	
It is certified that these contents on the website of the listed entity are correct.	Yes	www.hybridfinance.co.in

ANNEXURE I

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)
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 submitted in the relevant quarter will be placed before Board of Directors in the upcoming Board Meeting to be held on **30th May, 2022**



ANNEXURE II

II. Annual Affirmations				
Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	
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		
Quorum of Board meeting	17(2A)	Yes		
Review of Compliance Reports	17(3)	Yes		
Plans for orderly succession for appointments	17(4)	Yes		
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 Directorships	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	19(2A)	Yes		
Meeting of Nomination and Remuneration Committee	19(3A)	Yes		
Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	Yes		
Meeting of Stakeholders 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)	NA		
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	23(2), (3)	Yes		
Approval for material related party transactions	23(4)	Yes		
Disclosure of related party transactions on consolidated	23(9)	Yes		
Composition of Board of Directors of unlisted material	24(1)	Yes		
Other Corporate Governance requirements with respect to	24(2),(3),(4),(5) & (6)	Yes		
Annual Secretarial Compliance Report	24(A)	Yes		



Alternate Director to Independent Director	25(1)	NA
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
D & O Insurance for Independent Directors	25(10)	NA
Memberships in Committees	26(1)	Yes
Affirmation with compliance to code of conduct from	26(3)	Yes
Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes
Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes

III. Affirmations:

The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied. - **Yes**

Additional Half Yearly Disclosure

Applicability of disclosure Not Applicable

Reason for Non Applicability

There has been no Loan, Guarantee, Security or Comfort Letter provided by the Company to its Promoters, Promoter Group, Directors and KMPs or any entity controlled by them.

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- **NA**

Name & Designation: Chandramouli Krishnamurthy



Whole Time Director and Company Secretary / Compliance Officer

Place: Mumbai

Date: 12th May, 2022