

ANNEXURE I

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

1. Name of Listed Entity: **Hybrid Financial Services Limited**
2. Quarter Ending: **31st March, 2024**
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 ^s	Category (Chairperson /Executive/Non Executive/Independent /Dependent/ & Nominee)	Date of Appointment in The Current Term / Cessation	Tenure of Director in Months *	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. ABVPD4131H DIN No. 00304616	Executive Director	1 st August, 2022	-	1	2	Nil
Mr.	Chandramouli Krishnamurthy	PAN No. AABPC3151D DIN No. 00036297	Executive Director	1 st October, 2021	-	1	1	Nil
Mrs.	Megha Jatendra Vazkar	PAN No. AABPV8997J DIN No. 00179162	Non-Executive - Independent Director	27 th July, 2018	-	1	0	Nil



Mr.	Nilay Shivnarayan Sharma	PAN NO. AGTPS0644R DIN NO. 00231299	Non-Executive - Independent Director	25 TH September, 2020	30.06	1	2	Nil
Mr.	Mahesh Salamatrai Makhijani	PAN NO. ACVPM2535R DIN NO. 00322226	Non-Executive - Independent Director	25 TH September, 2020	30.06	2	1	1
Mr.	Sameer Suresh Pimpale	PAN NO. AKRPP9802C DIN NO. 08813127	Non-Executive - Independent Director	25 TH September, 2020	30.06	1	2	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 2024

\$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	<ol style="list-style-type: none"> Mr. Mahesh Salamatrai Makhijani Mr. Nilay Shivnarayan Sharma Mr. Nandkishore Raghunath Divate Sameer Suresh Pimpale 	Chairperson and Independent Independent Executive Independent



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
\$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	Maximum gap between any two consecutive (in number of days)
6 th November 2023	1 st February 2024	86
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)	Date(s) of meeting of the committee in the previous quarter
1 st February 2024	Yes	6 th November 2023
		Maximum gap between any two consecutive meetings in number of days 86



(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>
1 st February 2024	Yes	6 th November 2024	86
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V. Related Party Transactions			
Subject			
Whether prior approval of audit committee obtained		Compliance status (Yes/No/NA) (refer note below)	
		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	



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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 16th May, 2024.*



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		https://hybridfinance.co.in/about-us.html
Terms and conditions of appointment of independent directors	Yes		https://hybridfinance.co.in/policy.html
Composition of various committees of board of directors	Yes		https://hybridfinance.co.in/directors.html
Code of conduct of board of directors and senior management personnel	Yes		https://hybridfinance.co.in/code-of-conduct.html
Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		https://hybridfinance.co.in/pdf/Whistle%20Blower%20Policy.pdf
Criteria of making payments to non-executive directors	Not Applicable		
Policy on dealing with related party transactions	Yes		https://hybridfinance.co.in/pdf/Policy%20on%20Related%20Party%20Transactions.pdf
Policy for determining 'material' subsidiaries	Yes		https://hybridfinance.co.in/pdf/Policy%20on%20Materiality%20of%20Subsidiary.pdf
Details of familiarization programs imparted to independent directors	Yes		https://hybridfinance.co.in/pdf/Familiarisation%20Programme%20for%20Independent%20Directors%20for%20FY%202021-2022.pdf
Email address for grievance redressal and other relevant details entity who are responsible for assisting and handling investor grievances	Yes		http://hybridfinance.co.in/contact-us.html
Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances other relevant details	Yes		https://hybridfinance.co.in/contact-us.html
Financial results	Yes		https://hybridfinance.co.in/financials.html
Shareholding pattern	Yes		http://hybridfinance.co.in/financials.html
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			
Audio or video recordings and transcripts of post earnings / quarterly calls	Not applicable			
New name and the old name of the listed entity	Yes			http://hybridfinance.co.in/
Advertisements as per regulation 47 (1)	Yes			http://www.hybridfinance.co.in/updates.html
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			https://hybridfinance.co.in/pdf/Subsidiary%20Company%20Audited%20Accounts%20for%20the%20year%202022-2023.pdf
Secretarial Compliance Report	Yes			http://hybridfinance.co.in/financials.html
Disclosure of contact details of KMP who are authorized for the purpose of determining materiality as required under regulation 30(5)	Yes			https://hybridfinance.co.in/contactus.html
Disclosures under regulation 30(8)	Yes			http://hybridfinance.co.in/
Statements of deviation(s) or variations(s) as specified in regulation 32	Not Applicable			
Dividend Distribution policy as per Regulation 43A(1)	Not Applicable			
Annual return as provided under section 92 of the Companies Act, 2013	Yes			https://hybridfinance.co.in/financials.html



Confirmation that the above disclosures are in a separate section as specified in regulation 46(2)	Yes		http://hybridfinance.co.in/
Compliance with regulation 46(3) with respect to accuracy of disclosures on the website and timely	Yes		http://hybridfinance.co.in/

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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	
Role of Audit Committee and information to be reviewed by the audit committee	18(3)	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	
Meeting of Nomination and Remuneration Committee	19(4)	Yes	
Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	Yes	





Meeting of Stakeholders Relationship Committee	20(3A)	Yes
Role of Stakeholders Relationship Committee	20(4)	Yes
Composition and role of risk management committee	21(1),(2),(3),(4)	NA
Meeting of Risk Management Committee	21(3A)	NA
Quorum of Risk Management Committee	21(3B)	NA
Gap between the meetings of the Risk Management	21(3C)	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 basis	23(9)	Yes
Composition of Board of Directors of unlisted material Subsidiary	24(1)	Yes
Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	Yes
Alternate Director to Independent Director	25(1)	NA
Maximum Tenure	25(2)	Yes
Appointment, Re-appointment or removal of an Independent Director through special resolution or the alternate mechanism	25(2A)	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)	NA
Confirmation with respect to appointment of Independent Directors who resigned from the listed entity	25(11)	Yes
Memberships in Committees	26(1)	Yes
Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	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
Approval of the Board and shareholders for compensation or profit sharing in connection with dealings in the	26(6)	Yes

Vacancies in respect Key Managerial Personnel	26A(1) & 26A(2)	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- Not Applicable	
Name & Designation:	Chandramouli Krishnamurthy	
		
Whole Time Director and Company Secretary / Compliance Officer		
Place:	Mumbai	
Date:	16th April, 2024	