

Date: January 20, 2022

To,
Listing Department
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai-400001

Scrip Code: 955550

Dear Madam/Sir,

Re: Corporate Governance Report for the Quarter ended December 31, 2021

Pursuant to the provisions of Regulation 27(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the Corporate Governance Report for the Quarter ended on December 31, 2021.

Copy of the same is also being uploaded on the Website of the Company at www.arohan.in.

This is for your information and records.

Thanking You,

Yours faithfully,

For Arohan Financial Services Limited

Anirudh Singh G Thakur
Company Secretary & Compliance Officer
Membership No: A13210

Corporate Governance Report of High Value Debt Listed Entity for the Quarter ended December 31, 2021

1. **Name of Listed Entity:** Arohan Financial Services Limited (High Value Debt Listed Entity pursuant to SEBI LODR Amendment dated September 07, 2021)
2. **Quarter ending:** December 31, 2021

I. Composition of Board of Directors												
<i>Title (Mr./Ms.)</i>	<i>Name of the Director</i>	<i>PAN & DIN</i>	<i>Category (Chairperson / Executive/ Non-Executive/ Independent /Nominee)</i>	<i>Initial Date of Appoin tment</i>	<i>Date of Re- appoin tment</i>	<i>Date of Cess ation</i>	<i>Tenure*</i>	<i>Date of Birth</i>	<i>No. of directorship in listed entities including this listed entity</i>	<i>No. of Independe nt Directors hip in listed entities including this listed entity</i>	<i>No. of Membership in Audit/ Stakeholder Committee(s) including this listed entity</i>	<i>No. of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity</i>
Mr.	Dinesh Kumar Mittal	PAN-ABWP M4165 B DIN-00040 000	Non- Executive Independent Director- Chairperson	15-05-2018			43 months	25-01-1953	6	6	8	5
Mr.	Rajat Mohan Nag	PAN-AJOPN 2511Q DIN-07083 831	Non- Executive Independent Director	31-03-2015	31-01-2020		83 months	12-09-1948	1	1	1	1
Mr.	Sumantra Banerjee	PAN-AACP B 4480B DIN-00075 243	Non- Executive- Independent Director	29-04-2014	18-03-2019		92 months	31-12-1949	1	1	1	0
Ms.	Matangi Gowrishan kar	PAN-AAGP G8973 J	Non- Executive- Independent Director	22-08-2016	22-08-2021		64 months	27-02-1958	4	4	5	1

Mr.	Mr. Vineet Chandra Rai	DIN-01518137 PAN-ABUPR9400L	Non-Executive-Non-Independent Director	24-10-2013				17-06-1971	1	0	0	0
Mr.	Anurag Agarwal	DIN-00606290 PAN-AFTPA7676J	Non-Executive-Non Independent Director	03-10-2012				12-02-1978	1	0	4	0
Mr.	Piyush Goenka	DIN-02385780 PAN-ACZPG3344E	Non-Executive-Nominee Director	31-03-2015				26-07-1977	3	2	2	0
Mr.	Wilhelmus Marthinus Maria Van Der Beek	DIN-02117859 PAN-NA	Non-Executive-Nominee Director	05-12-2016				24-11-1960	1	0	0	0
Mr.	Paul Gratien Robine	DIN-07828525 PAN-NA	Non-Executive-Nominee Director	18-03-2019				21-07-1977	1	0	0	0
Mr.	Kasper Svarrer	DIN- PAN-NA	Non-Executive-Nominee Director	31-03-2017				07-03-1972	1	0	0	0

Mr.	Shri Ram Meena	07252 475 PAN- AEZP M5142 A DIN- 08452 187	Non- Executive- Nominee Director	15-05- 2019			06-07- 1972	1	0	0	0
Mr.	Manoj Kumar Narayan Nambiar	PAN- AAPN 7851Q DIN- 03172 919	Executive - Managing Director	03-10- 2012	01-07- 2021		18-04- 1965	1	0	1	0

Whether Regular chairperson appointed YES
Whether Chairperson is related to managing director or CEO NO
<i>&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 the Board of directors of the listed entity in continuity without any cooling off period.</i>

II. Composition of Committees					
<i>Name of Committee</i>	<i>Whether Regular chairperson appointed</i>	<i>Name of Committee Members</i>	<i>Category (Chairperson/ Executive/ Non- Executive/ Independent/ Nominee)^s</i>	<i>Date of Appointment</i>	<i>Date of Cessation</i>

1. Audit Committee	YES	1. Mr. Rajat Mohan Nag 2. Mr. Sumantra Banerjee 3. Ms. Matangi Gowrishankar 4. Mr. Piyush Goenka 5. Mr. Anurag Agrawal	Non-Executive-Independent Director-Chairperson Non-Executive-Independent Director Non-Executive-Independent Director Non-Executive/ Nominee Director Non-Executive- Non-Independent Director	27-04-2018 27-04-2018 27-04-2018 27-04-2018 27-04-2018	
2. Nomination & Remuneration Committee	YES	Ms. Matangi Gowrishankar Mr. Sumantra Banerjee Mr. Rajat Mohan Nag Mr. Vineet Chandra Rai Mr. Piyush Goenka	Non-Executive-Independent Director-Chairperson Non-Executive-Independent Director Non-Executive-Independent Director Non-Executive- Non-Independent Director Non-Executive- Nominee Director	03-08-2018 27-04-2018 27-04-2018 27-04-2018 27-04-2018	
3. Risk Management Committee*	YES	Mr. Rajat Mohan Nag Mr. Sumantra Banerjee Ms. Matangi Gowrishankar Mr. Piyush Goenka Mr. Wilhelmus Marthinus Maria Van Der Beek	Non-Executive-Independent Director-Chairperson Non-Executive-Independent Director Non-Executive-Independent Director Non-Executive- Nominee Director Non-Executive-Nominee Director	27-04-2018 27-04-2018 27-04-2018 27-04-2018 27-04-2018	

4. Stakeholders Relationship Committee	YES	Ms. Matangi Gowrishankar	Non-Executive-Independent Director-Chairperson	27-04-2018	
		Mr. Anurag Agrawal	Non-Executive- Non-Independent- Director	27-04-2018	
		Mr. Manoj Kumar Narayan Nambiar	Executive Director-Managing Director	27-04-2018	
5. Corporate Social Responsibility Committee	Yes	Mr. Sumantra Banerjee	Non-Executive-Independent Director-Chairperson	27-04-2018	
		Mr. Anurag Agrawal	Non-Executive- Non-Independent- Director	27-04-2018	
		Mr. Manoj Kumar Narayan Nambiar	Executive Director-Managing Director	27-04-2018	
		Mr. Wilhelmus Marthinus Maria Van Der Beek	Non-Executive-Nominee Director	27-04-2018	
<i>& Category of directors means executive/ non-executive/ independent/ Nominee.</i> <i>* Risk Management Committee is applicable pursuant to RBI Directions and provisions applicable to High Value Debt Listed Entity</i>					

III. Meeting of Board of Directors					
<i>Date(s) of meeting (if any) in the previous Quarter</i>	<i>Date(s) of Meeting (if any) in the relevant Quarter</i>	<i>Whether requirement of Quorum met*</i>	<i>Number of Directors present*</i>	<i>Number of Independent Directors present*</i>	<i>Maximum gap between any two consecutive Meetings(in number of days*)</i>
July 10, 2021	November 11, 2021	Yes	9	4	95 days
August 07, 2021	December 07, 2021	Yes	9	4	25 days
* to be filed in only for the current quarter meetings					

IV. Meetings of Committees					
<i>Date(s) of meeting of the committee in therelevant Quarter</i>	<i>Whether requirement of Quorum met*</i>	<i>Number of Directors present*</i>	<i>Number of Independent Directors present*</i>	<i>Date(s) of meeting of the Committee in the Previous Quarter</i>	<i>Maximum gap betweenany two consecutive meetings (in number of days)</i>
<i>Audit Committee:</i>				<i>Audit Committee</i>	
November 10, 2021	Yes	5	3	August 06, 2021	95 days
December 07, 2021	Yes	4	3		
<i>Nomination and Remuneration Committee:</i>				<i>Nomination and Remuneration Committee</i>	
November 11, 2021	Yes	5	3	July 10, 2021	95 days
				August 07, 2021	
<i>Risk Committee</i>				<i>Risk Committee</i>	
November 11, 2021	Yes	4	3	August 07, 2021	95 days
<i>Corporate Social Responsibility Committee[§]</i>					
November 10, 2021	Yes	3	1		
*to be filled in only for the current quarter meetings.					
§No CSR Meeting was held in the previous Quarter September 30, 2021, last CSR Meeting was held on June 03, 2021.					
V. Related Party Transactions					
<i>Subject</i>				<i>Compliance status (Yes/No/NA)</i>	
				<i>refer note below</i>	
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 the Audit Committee				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.

VI. Affirmations

1. The composition of Board of Directors is in terms of the SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015, as amended from time to time.
2. The composition of the following committees is in terms of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015
 - a. Audit Committee
 - b. Nomination & Remuneration Committee
 - c. Stakeholders Relationship Committee
 - d. Risk management committee
3. The committee members have been made aware of their powers, roles and responsibilities as specified in the 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 the 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 the board of directors may be mentioned here.

Name & Designation:**Anirudh Singh G Thakur**

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SINGH
THAKUR

Digitally signed by
ANIRUDH SINGH
THAKUR
Date: 2022.01.20
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Head- Legal, Compliance & Company Secretary**Membership No: A13210**