

**General information about company**

Scrip code	540268
NSE Symbol	NA
MSEI Symbol	NA
ISIN	INE615R01029
Name of the entity	TruCap Finance Limited
Date of start of financial year	01-04-2022
Date of end of financial year	31-03-2023
Reporting Quarter	Quarterly
Date of Report	31-12-2022
Risk management committee	Applicable
Market Capitalisation as per immediate previous Financial Year	Top 2000 listed entities

**Annexure I**

**Annexure I to be submitted by listed entity on quarterly basis**

**I. Composition of Board of Directors**

Board of directors explanatory																
has a Regular Chairperson		Yes														
is related to MD or CEO		No														
		Disqualification of Directors under section 164 of the Companies Act, 2013														
Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Director in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)
Executive - Independent Director	Chairperson		30-04-1957	No				Active	NA		15-10-2019			38	1	1
Executive - Independent Director	Not Applicable		28-07-1966	No				Active	NA		10-08-2018			52	2	1
Executive - Independent Director	Not Applicable		01-03-1955	No				Active	NA		24-08-2018			52	1	1
Executive - Independent Director	Not Applicable		07-01-1961	No				Active	NA		30-03-2022			9	2	2

## I. Composition of Board of Directors

### Disclosure of notes on composition of board of directors explanatory

#### Whether the listed entity has a Regular Chairperson

1 rs	Category 2 of directors	Category 3 of directors	Date of Birth	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re- appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations)
- nt	Not Applicable		09- 06- 1966	No				Active	NA		31-05-2022			7	2	2
- nt	Not Applicable		05- 12- 1982	No				Active	NA		17-06-2022				1	0
- nt	Not Applicable		11- 06- 1954	No				Active	NA		03-02-2020				1	0
- nt	Not Applicable		27- 06- 1975	No				Active	NA		31-07-2021				1	0

## I. Composition of Board of Directors

### Disclosure of notes on composition of board of directors explanatory

#### Whether the listed entity has a Regular Chairperson

Category 2 of directors	Category 3 of directors	Date of Birth	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations)
Not Applicable		06-11-1980	No				Active	NA		17-12-2019	17-12-2022			1	0

<b>Text Block</b>	
Textual Information(1)	Mr. Atwood Porter Collins is a US national and hence PAN details is not applicable

<b>Annexure 1</b>	
<b>II. Composition of Committees</b>	
Disclosure of notes on composition of committees explanatory	Textual Information(1)

**Annexure 1 Text Block**

Textual Information(1)

Notes on Audit Committee:

1. Mr. Krishipal Raghuvanshi, member of the Audit Committee appointed as Chairperson of the Audit Committee with effect from 07-11-2022 vide circular resolution passed by the Board of Directors of the Company on 07-11-2022.

2. Mr. Nirmal Vinod Momaya ceased to be the Chairperson of the Audit Committee with effect from 07-11-2022 but continue to be member of the the Audit Committee.

Audit Committee Details							
Whether the Audit Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	07529826	Krishipal Raghuvanshi	Non-Executive - Independent Director	Chairperson	30-03-2022		
2	01641934	Nirmal Vinod Momaya	Non-Executive - Independent Director	Member	24-08-2018		
3	08204049	Rajiv Kapoor	Non-Executive - Non Independent Director	Member	03-02-2020		

Nomination and remuneration committee							
Whether the Nomination and remuneration committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	01277168	Abha Kapoor	Non-Executive - Independent Director	Chairperson	30-03-2022		
2	02420709	Rakesh Sethi	Non-Executive - Independent Director	Member	15-10-2019		
3	01641934	Nirmal Vinod Momaya	Non-Executive - Independent Director	Member	24-08-2018		

Stakeholders Relationship Committee							
Whether the Stakeholders Relationship Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	08204049	Rajiv Kapoor	Non-Executive - Non Independent Director	Chairperson	01-11-2021		
2	07529826	Krishipal Raghuvanshi	Non-Executive - Independent Director	Member	28-09-2018		
3	08342094	Rohanjeet Singh Juneja	Executive Director	Member	30-05-2022		

Risk Management Committee							
Whether the Risk Management Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	02420709	Rakesh Sethi	Non-Executive - Independent Director	Chairperson	10-06-2021		
2	01641934	Nirmal Vinod Momaya	Non-Executive - Independent Director	Member	10-06-2021		
3	08204049	Rajiv Kapoor	Non-Executive - Non Independent Director	Member	10-06-2021		
4	08342094	Rohanjeet Singh Juneja	Executive Director	Member	10-06-2021		

Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	01277168	Abha Kapoor	Non-Executive - Independent Director	Chairperson	30-05-2022		
2	08204049	Rajiv Kapoor	Non-Executive - Non Independent Director	Member	30-05-2022		
3	08342094	Rohanjeet Singh Juneja	Executive Director	Member	30-05-2022		

<b>Other Committee</b>						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks

**Annexure 1****Annexure 1****III. Meeting of Board of Directors**

Disclosure of notes on meeting of board of directors explanatory								
Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Number of Directors present* (All directors including Independent Director)	No. of Independent Directors attending the meeting*
1	10-08-2022				Yes	9	8	3
2		13-10-2022	63		Yes	9	7	5
3		14-11-2022	31		Yes	9	7	3
4		19-12-2022	34		Yes	9	8	4

**Annexure 1**

**IV. Meeting of Committees**

Disclosure of notes on meeting of committees explanatory										
Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
1	Audit Committee	10-08-2022				Yes	3	2	1	0
2	Audit Committee	14-11-2022	95			Yes	3	2	1	0
3	Audit Committee	19-12-2022	34			Yes	3	2	1	0
4	Nomination and remuneration committee	10-08-2022				Yes	3	2	2	0
5	Nomination and remuneration committee	13-10-2022	63			Yes	3	3	3	0

**Annexure 1**

**V. Related Party Transactions**

Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	Yes	
2	Whether shareholder approval obtained for material RPT	NA	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	NA	

**Annexure 1****VI. Affirmations**

Sr	Subject	Compliance status (Yes/No)
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	Yes
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 1000 listed entities)	Yes
6	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
7	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
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes

**Annexure 1**

Sr	Subject	Compliance status
1	Name of signatory	Sonal Sharma
2	Designation	Company Secretary and Compliance Officer

<b>Signatory Details</b>	
Name of signatory	Sonal Sharma
Designation of person	Company Secretary and Compliance Officer
Place	Mumbai
Date	09-01-2023

