

**Escorts Finance Limited**

Escorts Corporate Center  
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CIN : L65910CH1987PLC033652



January 15, 2016

**BSE Limited  
Floor 25, PJ Towers,  
Dalal Street,  
Mumbai – 400001**

**Sub: Quarterly Corporate Governance Report in terms of Regulation 27(2)(a) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

**Scrip Code: BSE - 511716**

Dear Sir/ Madam,

In terms of Regulation 27(2)(a) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the quarterly Corporate Governance Report for the quarter ended December 31, 2015.

This is for your information and record.

Thanking You,

Yours faithfully,  
For **Escorts Finance Limited**

*Vicky*  
**Vicky Chauhan**  
Company Secretary



Encl: A/a

**Format to be submitted by listed entity on quarterly basis**

1. Name of Listed Entity: Escorts Finance Limited
2. Quarter ending: December 31, 2015
- I. Composition of Board of Directors: Attached as Annexure – A.
- II. Composition of Committees: Attached as Annexure – B.
- III. Meeting of Board of Directors: Attached as Annexure – C.
- IV. Meeting of Committees: Attached as Annexure – D.
- V. Related Party Transactions: Attached as Annexure – E.
- 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 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: Shall be placed before the Board of Directors in the next Board Meeting.

For **Escorts Finance Limited**

  
**Vicky Chauhan**  
Company Secretary

## I. Composition of Board of Directors

| Title (Mr./Ms.) | Name of the Director | PAN & DIN              | Category (Chairperson/ Executive/ Non-Executive/ Independent/ Nominee) | Category (Chairperson/ Executive/ Non-Executive/ Independent/ Nominee) | Date of Appointment in the Current Term/ Cessation | Tenure* (in months) | No. of Directorship in listed entities including this listed entity | Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity | No. of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity |
|-----------------|----------------------|------------------------|--|--|--|---------------------|---|---|---|
| Mr.             | Inder Mohan Sakhuja  | ABBPS5712K<br>02260703 | Chairperson  | Non-Executive  | 30.06.2008   |                     | 1   | 1   | -   |
| Mr.             | Rochak Puri          | AGIPP0978N<br>00042536 | Non-Executive  | Independent  | 26.09.2014   | 15                  | 1   | 2   | 2   |
| Mr.             | Pritam Narang        | AAEPN6664P<br>00982418 | Non-Executive  |  | 14.01.2008   |                     | 1   | 2   | -   |
| Ms.             | Preeti Chauhan       | ARXPC1527G<br>06567695 | Non-Executive  | Independent  | 26.09.2014   | 15                  | 1   | 1   | -   |

\* 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) |               |             |
|---------------------------------------|---------------------------|--|---------------|-------------|
|                                       |                           |  |               |             |
| Audit Committee                       | Rochak Puri               | Chairperson  | Non-Executive | Independent |
|                                       | Pritam Narang             | Member   | Non-Executive |             |
|                                       | Preeti Chauhan            | Member   | Non-Executive | Independent |
| Risk Management Committee             | Inder Mohan Sakhuja       | Chairperson  | Non-Executive |             |
|                                       | Pritam Narang             | Member   | Non-Executive |             |
|                                       | P.K. Marwah               | Member   | Manager       |             |
| Stakeholders' Relationship Committee  | Rochak Puri               | Chairperson  | Non-Executive | Independent |
|                                       | Pritam Narang             | Member   | Non-Executive |             |
|                                       | Inder Mohan Sakhuja       | Member   | Non-Executive |             |
| Nomination and Remuneration Committee | Rochak Puri               | Chairperson  | Non-Executive | Independent |
|                                       | Pritam Narang             | Member   | Non-Executive |             |
|                                       | Preeti Chauhan            | Member   | Non-Executive | Independent |

**III. Meeting of Board of Directors**

| <b>Date(s) of Meeting in the previous Quarter</b> | <b>Date(s) of Meeting in the relevant Quarter</b> | <b>Maximum gap between any two consecutive Meetings (in number of days)</b> |
|---|---|---|
| August 13, 2015                                   |   |   |
|   | November 11, 2015                                 | 91  |

## IV. Meeting of Committees

## A. Audit Committee

| 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 | Maximum gap between any two consecutive meetings in number of days* |
|---|---|---|---|
| November 11, 2015   | Yes   | August 13, 2015   | 91  |
|   |   |   |   |
|   |   |   |   |

\* Mandatory for Audit Committee

**V. Related Party Transactions**

| <b>Subject</b>   | <b>Compliance Status<br/>(Yes/ No/ NA)</b> |
|--|--|
| 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 | Yes  |