

# BF INVESTMENT

CIN:L65993PN2009PLC134021

SECT/BFIL/CG/

January 10, 2019

National Stock Exchange of India Ltd.  
Exchange Plaza, Bandra-Kurla Complex  
Bandra (E),  
Mumbai – 400 051  
SYMBOL – BFINVEST

BSE Limited  
Phiroze Jeejeebhoy Tower  
Dalal Street, Fort,  
Mumbai – 400 001.  
Scrip Code – 533303

Dear Sir,

**Re:- Corporate Governance under Regulation 27 of SEBI (Listing Obligations & Disclosure Requirements, Regulations, 2015 for the quarter ended 31<sup>st</sup> December, 2019**

As required under Regulation 27 of SEBI (Listing Obligations & Disclosure Requirements, Regulations, 2015, we are sending herewith Compliance Report on Corporate Governance, in the prescribed proforma, for the quarter ended 31<sup>st</sup> December, 2019.

Thanking you,

Yours Faithfully,  
For BF Investment Limited

  
S. R. Kshirsagar  
Company Secretary

Encls – as above.

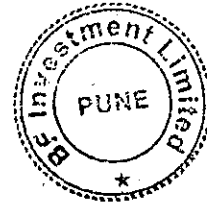


**KALYANI**  
GROUP COMPANY

Correspondence Address:  
Cyber City, Tower 15 Level 8, Office 602,  
Magarpatta City, Hadapsar, Pune 411013.  
Phone: +91-20-6629 2550/26

**General information about company**

Scrip code	533303
NSE Symbol	BFINVEST
MSBI Symbol	NOTLISTED
ISIN	INE878K01010
Name of the entity	BF INVESTMENT LIMITED
Date of start of financial year	01-04-2019
Date of end of financial year	31-03-2020
Reporting Quarter	Quarterly
Date of report	31-12-2019
Risk management committee	Applicable
Market Capitalisation as per immediate previous Financial Year	Top 1000 listed entities



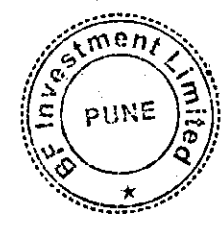
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**Annexure I**

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

**I. Composition of Board of Directors**

Disclosure of notes on composition of board of directors explanatory																				
Whether the listed entity has a Regular Chairperson																				
Yes																				
No																				
Sl	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	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)	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)	Notes for not providing PAN	Notes for not providing DIN
1	Mr	AMIT BABASAHEB KALYANI	ABAPK7869A	00089430	Non-Executive - Non-Independent Director	Chairperson		26-07-1975	NA		22-11-2010	25-09-2019		6	0	1	0			
2	Mr	BHAI CHANDRA BASAPPA HATTARKI	AADPH8205M	00145710	Non-Executive - Independent Director	Not Applicable		10-10-1941	Yes	01-09-2018	22-11-2010	01-04-2019		5	5	4	5			
3	Mr	MADAN UMARANT TAKALE	AALPT0989J	01291287	Non-Executive - Independent Director	Not Applicable		18-08-1960	NA		22-11-2010	25-09-2019		2	2	2	1			
4	Ms	AARTI ARUN SATHE	AUUPS5641R	06925030	Non-Executive - Independent Director	Not Applicable		19-07-1977	NA		31-03-2015	19-09-2015		2	2	3	0			



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I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory

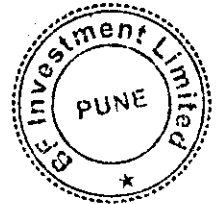
Whether the listed entity has a Regular Chairperson

Sl	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether special resolution passed? (Refer Reg 17(A) 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 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)	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 field in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Notes for not providing PAN	Notes for not providing DIN
5	Mr	SANJEEV GAJANAN JOGLEKAR	ABBP0030Q	00073826	Non-Executive - Independent Director	Not Applicable		21-04-1957	NA		01-04-2019	25-09-2019		60	2	2	0	0		
6	Mr	BHALCHANDRA SHANKAR MITKARI	ABKPM5929R	03632549	Non-Executive - Non Independent Director	Not Applicable		06-02-1967	NA		01-04-2019	25-09-2019			2	0	0	0		

Audit Committee Details

Sl	DIN Number	Name of Committee members	Whether the Audit Committee has a Regular Chairperson			Remarks
			Category 1 of directors	Category 2 of directors	Yes	
1	00145710	BHALCHANDRA BASAPPA HATTARKI	Non-Executive - Independent Director	Chairperson	15-03-2010	
2	01291287	MADAN UMAKANT TAKALE	Non-Executive - Independent Director	Member	15-03-2010	
3	06925030	AARTI ARUN SATHE	Non-Executive - Independent Director	Member	22-07-2015	

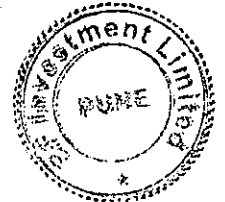
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Nomination and remuneration committee						
Whether the Nomination and remuneration committee has a Regular Chairperson						
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Remarks
1	00145710	BHALCHANDRA BASAPPA HATTARKI	Non-Executive - Independent Director	Chairperson	29-05-2014	
2	00089430	AMIT BABASAHEB KALYANI	Non-Executive - Non Independent Director	Member	29-05-2014	
3	01291287	MADAN UMAKANT TAKALE	Non-Executive - Independent Director	Member	29-05-2014	

Stakeholders Relationship Committee						
Whether the Stakeholders Relationship Committee has a Regular Chairperson						
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Remarks
1	01291287	MADAN UMAKANT TAKALE	Non-Executive - Independent Director	Chairperson	15-03-2010	
2	00145710	BHALCHANDRA BASAPPA HATTARKI	Non-Executive - Independent Director	Member	15-03-2010	
3	06925030	AARTI ARUN SATHE	Non-Executive - Independent Director	Member	27-03-2019	

Risk Management Committee						
Whether the Risk Management Committee has a Regular Chairperson						
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Remarks
1	00145710	BHALCHANDRA BASAPPA HATTARKI	Non-Executive - Independent Director	Chairperson	29-05-2014	
2	00089430	AMIT BABASAHEB KALYANI	Non-Executive - Non Independent Director	Member	29-05-2014	
3	01291287	MADAN UMAKANT TAKALE	Non-Executive - Independent Director	Member	29-05-2014	

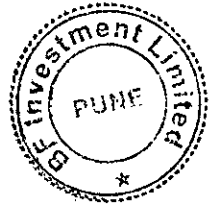


Corporate Social Responsibility Committee						
Whether the Corporate Social Responsibility Committee has a Regular Chairperson?						Yes
Sr.	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Remarks
1	00145710	BHALCHANDRA BASAPPA HATTARKI	Non-Executive - Independent Director	Chairperson	29-05-2014	
2	00089430	AMIT BABASAHEB KALYANI	Non-Executive - Non Independent Director	Member	29-05-2014	
3	01291287	MADAN UMAKANT TAKALE	Non-Executive - Independent Director	Member	19-09-2015	

Other Committee						
Sr.	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks

Annexure I						
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)	No. of Independent Directors attending the meeting*
1	25-09-2019				Yes	6
2		14-11-2019	49		Yes	3
						4
						2

Annexure I							
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)	No. of Independent Directors attending the meeting*
1	Audit Committee	14-08-2019				Yes	2
2	Audit Committee	14-11-2019	91			Yes	2



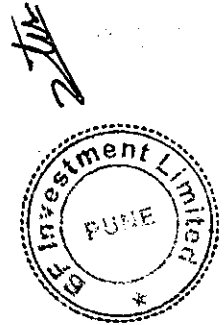
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**Annexure I**

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 I**

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 500 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	S. R. Kshirsagar
2	Designation	Company Secretary and Compliance Officer

Signatory Details

Name of signatory	S. R. Kshirsagar
Designation of person	Company Secretary and Compliance Officer
Place	PUNE
Date	10-01-2020

