

EdelARC/2117/2021-2022

October 21, 2021

BSE Limited

P J Towers,
Dalal Street, Fort,
Mumbai - 400 001.

Dear Sir / Madam,

Sub: Compliance report on corporate governance

Pursuant to Regulation 27 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed the compliance report on corporate governance of the Company for the quarter ended September 30, 2021.

Kindly take the same on record.

Thanking you,

Yours faithfully,

For Edelweiss Asset Reconstruction Company Limited



Deepak Nautiyal
Company Secretary & Compliance Officer

Encl: As above

Edelweiss Asset Reconstruction Company Limited

Corporate Identity Number: U67100MH2007PLC174759

Registered Office: Edelweiss House, Off CST Road, Kalina, Mumbai - 400 098 Tel: +91 22 4088 6090/6620 3149

New Delhi Office: E-3, 2nd Floor, Delhi Press, Rani Jhansi Road, Jhandewalan, New Delhi 110055

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Report on Corporate Governance for the quarter ended September 30, 2021

1. Name of Listed Entity: Edelweiss Asset Reconstruction Company Limited
2. Quarter ending: September 30, 2021

I. Composition of Board of Directors*												
Title (Mr./Ms)	Name of the Director	PAN & DIN	Category (Chairperson /Executive/ Non-Executive/ independent / Nominee)	Initial Date of Appointment	Date of Re-appointment	Date of Cessation	Tenure (in months)	Date of Birth	No. of directorships in listed entities including this listed entity [in reference to Regulation 17A(1)]	No of Independent Directorship in listed entities including this listed entity [in reference to proviso to regulation 17A(1)]	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.	Pudugramam Narayanaswamy Venkatachalam	AAGPV2445J / 00499442	Non-Executive - Independent Director	05-02-2018	05-02-2021	-	43	22-03-1944	2	2	7	4
Mr.	Manish Sanghi	AAAPS1702K / 00088527	Non-Executive - Independent Director	03-12-2020	-	-	9	04-02-1963	-	-	1	-
Mr.	Mohan Vasant Tanksale	AALPT7284N / 02971181	Non-Executive - Independent Director	15-03-2021	-	-	6	31-07-1953	3	3	7	4
Mr.	Rashesh Shah	AAGPS5933G / 00008322	Chairperson - Non-Executive - Non Independent Director	04-02-2021	-	-	N.A.	30-09-1963	1	-	-	-

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Mr.	Venkatchalam Arakoni Ramaswamy	AAADPR1740H / 00008509	Non-Executive - Non Independent Director	08-12-2016	-	-	N.A.	12-08-1966	1	-	3	-
Ms.	Vidya Shah	AMEPS3037M / 00274831	Non-Executive - Non Independent Director	12-03-2015	-	-	N.A.	18-06-1966	1	-	1	-
Mr.	Rajkumar Bansal	AAUPB8633L / 00122506	Executive Director - Managing Director & Chief Executive Officer	06-06-2018	26-05-2021	-	N.A.	13-08-1958	-	-	-	-

Whether Regular chairperson appointed - **Yes**

Whether Chairperson is related to managing director or CEO - **No**

* The amendments to the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, which were notified on September 7, 2021, are being implemented in due course.

II. Composition of Committees*

Name of Committee	Whether Regular chairperson appointed	Name of Committee members	Category (Chairperson/Executive/Non-Executive/independent/Nominee)	Date of Appointment	Date of Cessation
1. Audit Committee	No	Mr. Pudugramam Narayanaswamy Venkatachalam	Non-Executive - Independent Director	02-05-2018	-
		Mr. Manish Sanghi	Non-Executive - Independent Director	01-01-2021	-
		Mr. Venkatchalam Arakoni Ramaswamy	Non-Executive - Non-Independent Director	14-07-2017	-
2. Nomination & Remuneration Committee	No	Mr. Pudugramam Narayanaswamy Venkatachalam	Non-Executive - Independent Director	02-05-2018	-
		Mr. Manish Sanghi	Non-Executive - Independent Director	26-05-2021	-
		Mr. Venkatchalam Arakoni	Non-Executive - Non-	07-02-2017	-

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		Ramaswamy	Independent Director		
3. Risk Management Committee	No	Mr. Rajkumar Bansal	Executive Director - Managing Director & Chief Executive Officer	21-06-2018	-
		Ms. Mythili Balasubramanian	Member	12-02-2020	-
		Mr. Harish Agarwal	Member	29-07-2016	-
		Mr. Ashwani Kumar	Member	13-08-2019	-
		Mr. Sanjay Agarwal	Member	26-07-2021	-

4. Stakeholders Relationship Committee	-				
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* The amendments to the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, which were notified on September 7, 2021, are being implemented in due course.

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	Whether requirement of Quorum met	Number of Directors present	Number of independent directors present*	Maximum gap between any two consecutive (in number of days)
26-05-2021	01-07-2021	Yes	7	3	35
	26-07-2021	Yes	7	3	24
	07-09-2021	Yes	6	3	42

IV. Meetings of Committees

Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)	Number of Directors present	Number of independent directors present	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days
Audit Committee					
20-07-2021	Yes	3	2	21-05-2021	54

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26-07-2021	Yes	3	2	26-05-2021	5
Nomination and Remuneration Committee					
-	-	-	-	25-05-2021	-
Stakeholder Relationship Committee					
-					
Risk Management Committee					
15-09-2021	Yes	1	-	18-06-2021	82
22-09-2021	Yes	1	-	24-06-2021	6
22-09-2021	Yes	1	-		-
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				The amendments to the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, which were notified on September 7, 2021, are being implemented in due course.	
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.					

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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 (as applicable)
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 the board of directors may be mentioned here.

*The amendments to the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, which were notified on September 7, 2021, are being implemented in due course.

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Company Secretary & Compliance Officer

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