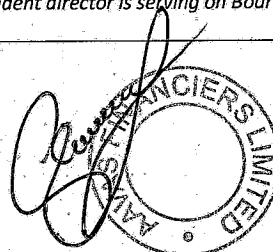


CORPORATE GOVERNANCE TO BE SUBMITTED BY A LISTED ENTITY ON QUARTERLY BASIS

Name of Listed Entity : **AAVAS FINANCIERS LIMITED**

Quarter ending : **as on December 31, 2019**

I. Composition of Board of Directors												
Title (Mr / Ms)	Name of the Director	DIN	Category (Chairperson / Executive / Non- Executive / independent / Nominee) &	Initial Date of Appointment	Date of Re-appointment	Date of Cessation	Tenure*	Date of Birth	No. Of directorship 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.	Sandeep Tandon	00054553	Non- Executive - Independent Director	27-07-2017			29	17-05-1969	1	1	2	1
Mr.	Sushil Kumar Agarwal	03154532	Executive Director, CEO-MD	23-02-2011	10-01-2019			17-11-1976	1	0	1	0
Mrs.	Kalpna Iyer	01874130	Non- Executive - Independent Director	23-06-2016			42	01-06-1965	1	1	1	1
Mrs.	Soumya Rajan	03579199	Non- Executive - Independent Director	29-08-2019			4	04-04-1970	1	1	0	0
Mr.	Ramchandra Kasargod Kamath	01715073	Non- Executive - Nominee Director	14-07-2016	01-08-2019			19-11-1955	3	0	2	0
Mr.	Vivek Vig	01117418	Non- Executive - Nominee Director	14-07-2016	01-08-2019			06-12-1962	1	0	0	0
Mr.	Nishant Sharma	03117012	Non- Executive - Nominee Director	23-06-2016	30-05-2018			19-06-1978	1	0	1	0
Mr.	Manas Tandon	05254602	Non- Executive - Nominee Director	23-06-2016	26-07-2017			07-05-1977	1	0	2	0
Mr.	Kartikeya Dhruv Kaji	07641723	Non- Executive - Nominee Director	27-07-2017				22-03-1983	2	0	0	0
Whether Regular chairperson appointed								Yes				
Whether Chairperson is related to managing director or CEO								No				
*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 Board of directors of the listed entity in continuity without any cooling off period.												



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	Yes	Kalpana Iyer	Non-Executive - Independent Director	08-06-2018	
		Sandeep Tandon	Non-Executive - Independent Director	02-05-2019	
		Manas Tandon	Non-Executive - Nominee Director	08-06-2018	
2. Nomination & Remuneration Committee	Yes	Kalpana Iyer	Non-Executive - Independent Director	08-06-2018	
		Sandeep Tandon	Non-Executive - Independent Director	08-06-2018	
		Nishant Sharma	Non-Executive - Nominee Director	08-06-2018	
		Manas Tandon	Non-Executive - Nominee Director	08-06-2018	
3. Stakeholders Relationship Committee	Yes	Sandeep Tandon	Non-Executive - Independent Director	08-06-2018	
		Sushil Kumar Agarwal	Executive Director	08-06-2018	
		Nishant Sharma	Non-Executive - Nominee Director	08-06-2018	
		Manas Tandon	Non-Executive - Nominee Director	08-06-2018	
4. Risk Management Committee (if applicable)	Yes	Manas Tandon	Non-Executive - Nominee Director	08-06-2018	
		Nishant Sharma	Non-Executive - Nominee Director	08-06-2018	
		Sushil Kumar Agarwal	Executive Director	08-06-2018	
		Sandeep Tandon	Non-Executive - Independent Director	08-06-2018	
5. Corporate Social Responsibility Committee	Yes	Nishant Sharma	Non-Executive - Nominee Director	29-08-2019	
		Kalpana Iyer	Non-Executive - Independent Director	08-06-2018	
		Sushil Kumar Agarwal	Executive Director	08-06-2018	

&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

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)
01-08-2019		Yes			
	25-10-2019	Yes	8	3	84

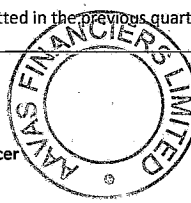
* to be filled in only for the current quarter meetings

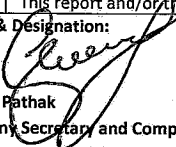
IV. Meetings of Committees					
Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)*	Number of Directors present*	Number of independent directors present*	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days*
	Yes			01-08-2019	
25-10-2019	Yes	3	2		84

* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional

**to be filled in only for the current quarter meetings

V. Related Party Transactions	
Subject	Compliance status (Yes/No/NA) refer note below
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	NA

VI. Affirmations	
<p>1. The composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015.</p> <p>2. The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015</p> <p>a) Audit Committee</p> <p>b) Nomination & Remuneration Committee</p> <p>c) Stakeholders Relationship Committee</p> <p>d) Risk management committee (applicable to the top 5 00 listed entities)</p> <p>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.</p> <p>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.</p> <p>5. This report and/or the report submitted in the previous quarter have been placed before Board of Directors. Any comments/observations/advice of the board of directors may be mentioned here.</p>	
<p>Name & Designation:</p> <p>Sharad Pathak Company Secretary and Compliance Officer Date: January 13, 2020 Place: Jaipur</p> 	

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 have been placed before Board of Directors.	Yes
Name & Designation:  Sharad Pathak Company Secretary and Compliance Officer Date: January 13, 2020 Place : Jaipur 