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General information about company

Scrip code	542759
NSE Symbol	SPANDANA
MSEI Symbol	NOTLISTED
ISIN	INE572J01011
Name of the entity	Spandana Sphoorty Financial Limited
Date of start of financial year	01-04-2022
Date of end of financial year	31-03-2023
Reporting Quarter	Yearly
Date of Report	31-03-2023
Risk management committee	Applicable
Market Capitalisation as per immediate previous Financial Year	Top 1000 listed entities

Enter the quarter
ended date only

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Annexure 1

Annexure 1 to be submitted by listed entity on quarterly basis.

I. Composition of Board of Directors

Disclosure of names on composition of board of directors respectively		Addition		Whether the listed entity has a Regular Directorship		Yes		No		Whether Chairman is related to CEO or CFO															
Whether the listed entity has a Regular Directorship		Yes		No		Disqualification of Directors under section 166 of the Companies Act, 2013																			
Sr	Sl. No. (NW / NW)	Name of the Director	PAN	DN	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(3)(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 listed entity (Refer Regulation 17A of Listing Regulations)	No. of independent Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	Number of memberships in Audit Committee/ Corporate Governance Committee/ including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No. of memberships in Social Responsibility Committee including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Notes for non providing data	Notes for non providing data
1	Mr.	Rajesh Mittal	AAJPA7992C	03/09/63	Non-Executive Independent Director	Chairman		06-01-1976	No				Active	NA		04-02-2017		04-02-2017		30.00	2	0	0		
2	Mr.	Rajesh Kumar Verma	AAJPA7992C	03/09/76	Non-Executive Independent Director	Not Applicable		06-01-1945	No				Active	Yes	01-07-2018	02-02-2018		02-02-2018		37.00	0	0	0		
3	Mr.	Rajesh Kumar	AAJPA7992C	03/09/58	Non-Executive Independent Director	Not Applicable		01-02-1939	No				Active	Yes	11-07-2018	02-02-2018		11-07-2018		37.00	0	0	0		
4	Mr.	Shrihari Shivraj Shah	AAJPA7992C	03/10/69	Non-Executive Independent Director	Not Applicable		08-02-1947	No				Active	Yes	18-08-2011	11-04-2018		04-09-2011		39.00	0	0	0		
5	Mr.	Subhash Chandra	AAJPA7992C	03/08/61	Non-Executive Independent Director	Not Applicable		01-05-1957	No				Active	NA		04-08-2017		04-08-2017		39.00	0	0	0		
6	Mr.	Subhash Chandra	AAJPA7992C	03/08/61	Non-Executive Independent Director	Not Applicable		01-05-1957	No				Active	NA		04-08-2017		04-08-2017		39.00	0	0	0		
7	Mr.	Subhash Chandra	AAJPA7992C	03/08/61	Non-Executive Independent Director	Not Applicable		01-05-1957	No				Active	NA		04-08-2017		04-08-2017		39.00	0	0	0		
8	Mr.	Subhash Chandra	AAJPA7992C	03/08/61	Non-Executive Independent Director	Not Applicable		01-05-1957	No				Active	NA		04-08-2017		04-08-2017		39.00	0	0	0		
9	Mr.	Subhash Chandra	AAJPA7992C	03/08/61	Non-Executive Independent Director	Not Applicable		01-05-1957	No				Active	NA		04-08-2017		04-08-2017		39.00	0	0	0		
10	Mr.	Subhash Chandra	AAJPA7992C	03/08/61	Non-Executive Independent Director	Not Applicable		01-05-1957	No				Active	NA		04-08-2017		04-08-2017		39.00	0	0	0		
11	Mr.	Subhash Chandra	AAJPA7992C	03/08/61	Non-Executive Independent Director	Not Applicable		01-05-1957	No				Active	NA		04-08-2017		04-08-2017		39.00	0	0	0		

Annexure 1	
II. Composition of Committees	
Disclosure of notes on composition of committees explanatory	<input type="button" value="Add Notes"/>

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Note: Please enter DIN. After entering DIN, Name of Committee members and Category 1 of Directors shall be prefilled automatically

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	02305893	Abanti Mitra	Non-Executive - Independent Director	Chairperson	14-06-2018		
2	00136969	Bharat Dhirajlal Shah	Non-Executive - Independent Director	Member	15-05-2018		
3	00337276	Deepak Calian Vaidya	Non-Executive - Independent Director	Member	14-11-2018		
4	00002516	Jagdish Capoor	Non-Executive - Independent Director	Member	14-11-2018		
5	07641723	Kartikeya Dhruv Kaji	Non-Executive - Nominee Director	Member	14-11-2018		
6							
7							
8							
9							
10							

Note: Please enter DIN. After entering DIN, Name of Committee members and Category 1 of Directors shall be prefilled automatically

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	00136969	Bharat Dhirajlal Shah	Non-Executive - Independent Director	Chairperson	15-08-2018		
2	02305893	Abanti Mitra	Non-Executive - Independent Director	Member	15-06-2017		
3	07641723	Kartikeya Dhruv Kaji	Non-Executive - Nominee Director	Member	15-06-2017		
4							
5							
6							
7							
8							
9							
10							

Note: Please enter DIN. After entering DIN, Name of Committee members and Category 1 of Directors shall be prefilled automatically

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	02305893	Abanti Mitra	Non-Executive - Independent Director	Chairperson	15-05-2018		
2	00002516	Jagdish Capoor	Non-Executive - Independent Director	Member	14-11-2018		

3	00337276	Deepak Calian Vaidya	Non-Executive - Independent Director	Member	14-11-2018		
4	01715073	Ramchandra Kasargod Kamath	Non-Executive - Nominee Director	Member	14-11-2018		
5	07641723	Kartikeya Dhruv Kaji	Non-Executive - Nominee Director	Member	15-05-2018		
6							
7							
8							
9							
10							

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	01715073	Ramchandra Kasargod Kamath	Non-Executive - Nominee Director	Chairperson	15-05-2018		
2	00136969	Bharat Dhirajal Shah	Non-Executive - Independent Director	Member	15-05-2018		
3	00002516	Jagdish Capoor	Non-Executive - Independent Director	Member	14-11-2018		
4	07641723	Kartikeya Dhruv Kaji	Non-Executive - Nominee Director	Member	15-05-2018		
5							
6							
7							
8							
9							
10							

Note: Please enter DIN. After entering DIN, Name of Committee members and Category 1 of Directors shall be prefilled automatically

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	01715073	Ramchandra Kasargod Kamath	Non-Executive - Nominee Director	Chairperson	25-07-2017		
2	00004842	Padmaja Gangireddy	Non-Executive - Non Independent Director	Member	25-07-2017		
3	02305893	Abanti Mitra	Non-Executive - Independent Director	Member	25-07-2017		
4	00274432	Sunish Sharma	Non-Executive - Nominee Director	Member	09-02-2021		
5	00337276	Deepak Calian Vaidya	Non-Executive - Independent Director	Member	09-02-2021		
6							
7							
8							
9							
10							

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Disclosure of notes on meeting of board of directors explanatory

[Add Notes](#)

Sr	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)	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	17-10-2022			Yes	11	10	5
2	31-01-2023	105		Yes	11	10	5

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* to be filled in only for the current quarter meetings

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Annexure 1

IV. Meeting of Committees

Disclosure of notes on meeting of committees explanatory

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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)
Add Delete										
1	Audit Committee	17-10-2022				Yes	5	5	4	0
2	Audit Committee	31-01-2023	105			Yes	5	5	4	0
3	Nomination and remuneration committee	17-10-2022				Yes	3	3	2	0
4	Nomination and remuneration committee	31-01-2023	105			Yes	3	3	2	0
5	Nomination and remuneration committee	23-02-2023	22			Yes	3	3	2	0
6	Stakeholders Relationship Committee	17-10-2022				Yes	5	5	3	0
7	Stakeholders Relationship Committee	31-01-2023	105			Yes	5	5	3	0
8	Risk Management Committee	17-10-2022				Yes	4	4	2	0
9	Risk Management Committee	31-01-2023	105			Yes	4	4	2	0
10	Corporate Social Responsibility Committee	14-10-2022				Yes	5	4	2	0
11	Corporate Social Responsibility Committee	30-01-2023	107			Yes	5	4	2	0

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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	Yes	
Disclosure of notes on related party transactions			Add Notes
Disclosure of notes of material transaction with related party			Add Notes

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Annexure II

Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)

I. Disclosure on website in terms of Listing Regulations

Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
1	Details of business	Yes		www.spandanaspooorty.com
2	Terms and conditions of appointment of independent directors	Yes		www.spandanaspooorty.com
3	Composition of various committees of board of directors	Yes		www.spandanaspooorty.com
4	Code of conduct of board of directors and senior management personnel	Yes		www.spandanaspooorty.com
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		www.spandanaspooorty.com
6	Criteria of making payments to non-executive directors	Yes		www.spandanaspooorty.com
7	Policy on dealing with related party transactions	Yes		www.spandanaspooorty.com
8	Policy for determining 'material' subsidiaries	Yes		www.spandanaspooorty.com
9	Details of familiarization programmes imparted to independent directors	Yes		www.spandanaspooorty.com
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		www.spandanaspooorty.com
11	email address for grievance redressal and other relevant details	Yes		www.spandanaspooorty.com
12	Financial results	Yes		www.spandanaspooorty.com
13	Shareholding pattern	Yes		www.spandanaspooorty.com
14	Details of agreements entered into with the media companies and/or their associates	NA		
15	Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or institutional investors simultaneously with submission to stock exchange	Yes		www.spandanaspooorty.com
16	New name and the old name of the listed entity	NA		
17	Advertisements as per regulation 47 (1)	Yes		www.spandanaspooorty.com
18	Credit rating or revision in credit rating obtained	Yes		www.spandanaspooorty.com
19	Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	Yes		www.spandanaspooorty.com
20	Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes		www.spandanaspooorty.com
21	Materiality Policy as per Regulation 30	Yes		www.spandanaspooorty.com
22	Dividend Distribution policy as per Regulation 43A (as applicable)	Yes		www.spandanaspooorty.com
23	It is certified that these contents on the website of the listed entity are correct	Yes		www.spandanaspooorty.com
24	Disclosure of notes on website in terms of Listing Regulations explanatory [Text Block]		Add Notes	

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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
9	Any comments/observations/advice of Board of Directors may be mentioned here:	Add Notes

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Annexure 1

Sr	Subject	Compliance status
1	Name of signatory	Ramesh Perisamy
2	Designation	Company Secretary and Compliance Officer

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Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes	
2	Board composition	17(1), 17(1A) & 17(1B)	Yes	
3	Meeting of Board of directors	17(2)	Yes	
4	Quorum of Board meeting	17(2A)	Yes	
5	Review of Compliance Reports	17(3)	Yes	
6	Plans for orderly succession for appointments	17(4)	Yes	
7	Code of Conduct	17(5)	Yes	
8	Fees/compensation	17(6)	Yes	
9	Minimum Information	17(7)	Yes	
10	Compliance Certificate	17(8)	Yes	
11	Risk Assessment & Management	17(9)	Yes	
12	Performance Evaluation of Independent Directors	17(10)	Yes	
13	Recommendation of Board	17(11)	Yes	
14	Maximum number of Directorships	17A	Yes	
15	Composition of Audit Committee	18(1)	Yes	
16	Meeting of Audit Committee	18(2)	Yes	
17	Composition of nomination & remuneration committee	19(1) & (2)	Yes	
18	Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes	
19	Meeting of Nomination and Remuneration Committee	19(3A)	Yes	
20	Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	Yes	
21	Meeting of Stakeholders Relationship Committee	20(3A)	Yes	
22	Composition and role of risk management committee	21(1),(2),(3),(4)	Yes	
23	Meeting of Risk Management Committee	21(3A)	Yes	
24	Vigil Mechanism	22	Yes	
25	Policy for related party Transaction	23(1),(1A),(5),(6),(7) & (8)	Yes	
26	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
27	Approval for material related party transactions	23(4)	Yes	
28	Disclosure of related party transactions on consolidated basis	23(9)	Yes	
29	Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA	
30	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	Yes	
31	Annual Secretarial Compliance Report	24(A)	Yes	
32	Alternate Director to Independent Director	25(1)	Yes	
33	Maximum Tenure	25(2)	Yes	
34	Meeting of independent directors	25(3) & (4)	Yes	
35	Familiarization of independent directors	25(7)	Yes	
36	Declaration from Independent Director	25(8) & (9)	Yes	

37	D & O Insurance for Independent Directors	25(10)	Yes	
38	Memberships in Committees	26(1)	Yes	
39	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
40	Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes	
41	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
Any other information to be provided				Add Notes

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Annexure II		
1	Name of signatory	Ramesh Periasamy
2	Designation	Company Secretary and Compliance Officer

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Annexure II

III. Affirmations

Sr	Particulars	Compliance status (Yes/No/NA)
1	The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied	Yes
Any other information to be provided		Add Notes

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Annexure II

1	Name of signatory	Ramesh Periasamy
2	Designation	Company Secretary and Compliance Officer

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Additional Half yearly Disclosure			
Applicability of disclosure	Applicable		
Reason for Non Applicability	Add Notes		
I. Disclosure of Loans/ guarantees/comfort letters /securities etc.refer note below		The Figure should be mentioned in Actual INR only	
(A)Any loan or any other form of debt advanced by the listed entity directly or indirectly to			
Entity	Aggregate amount advanced during six months	Balance outstanding at the end of six months	
Promoter or any other entity controlled by them	1875200000.00	2296084511.00	
Promoter Group or any other entity controlled by them	0.00	0.00	
Directors (including relatives) or any other entity controlled by them	0.00	0.00	
KMPs or any other entity controlled by them	0.00	0.00	
(B) Any guarantee / comfort letter (by whatever name called) provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed By			
Entity	Type (guarantee, comfort letter etc.)	Aggregate amount of issuance during six months	Balance outstanding at the end of six months(taking into account any invocation)
Promoter or any other entity controlled by them	Guarantee	0.00	100197778.00
Promoter Group or any other entity controlled by them	NA	0.00	0.00
Directors (including relatives) or any other entity controlled by them	NA	0.00	0.00
KMPs or any other entity controlled by them	NA	0.00	0.00
(C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by			
Entity	Type of security (cash, shares etc.)	Aggregate value of security provided during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them	NA	0.00	0.00
Promoter Group or any other entity controlled by them	NA	0.00	0.00
Directors (including relatives) or any other entity controlled by them	NA	0.00	0.00
KMPs or any other entity controlled by them	NA	0.00	0.00
(D) Additional Information			Add Notes
II. Affirmations			
Affirmations		Compliance Status	Company Remarks
All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to		Yes	Add Notes
Name	Ashish Kumar Damani		
Designation	CFO		
Place	Hyderabad		
Date	19-04-2023		

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Signatory Details	
Name of signatory	Ramesh Periasamy
Designation of person	Company Secretary and Compliance Officer
Place	Hyderabad
Date	19-04-2023

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