

# J R D FINANCE LIMITED

Regd. Off. : 1/1A, Biplabi Anukul Chandra Street, 5<sup>th</sup> Floor, Room No. -5G, Kolkata - 700 072  
Tel. : +91 33 4006 6062; Email Id : fin.jrd@gmail.com; Website : www.jrdfinance.com  
CIN : L65999WB1993PLC058107

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Date: 24.10.2025

To,  
Head – Listing & Compliance,  
**Metropolitan Stock Exchange of India Limited (MSEI)**  
Building A, Unit 205A, 2nd Floor,  
Piramal Agastya Corporate Park,  
L.B.S Road, Kurla West,  
Mumbai - 400 070

**Symbol: MSEI - JFL**

**Sub. : Quarterly Compliance Report on Corporate Governance - Regulation 27(2) of Securities and Exchange Board of India (SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.**

Dear Sir/Madam,

Pursuant to the requirements of Regulation 27(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the applicable SEBI circulars, we are hereby enclosing the quarterly Compliance Report on Corporate Governance for the quarter ended 30<sup>th</sup> September, 2025.

This is for your information and record.

Thanking you,

Yours faithfully,  
For **J R D Finance Limited**

Pritha Sinha Pandey  
**Company Secretary and Compliance Officer**

**Quarterly Corporate Governance Report**  
**{Under Regulation 27(2) of SEBI (Listing Obligation & Disclosure Requirements) 2015}**

1. Name of Listed Entity: **J R D FINANCE LIMITED**

2. Quarter ending: **30<sup>th</sup> September, 2025**

<b>I. Composition of Board of Directors</b>									
Title	Name of the Director	Category (Chairperson/ Executive / Non-Executive/ Independent /Nominee)	Initial Date of Appointment	Date of Appointment in the current term (Date of Re-appointment)	Date of Cessation	Tenure	No. of Directorship in listed entities including this listed entity	Number of Memberships in Audit / Stakeholders Committee (s) including this listed entity	No. of post of Chairperson in Audit / Stakeholder Committee held in listed entities including this listed entity
Mr.	DILIP KUMAR CHOUHARY (DIN:00080390) (PAN: AFEP5499Q) (DOB: 04/06/1975)	Executive	27/05/2017	01/06/2025	-	3 yrs	1	2	Nil
Mr.	GANGA SARAN PANDEY (DIN: 02292513) (PAN: AFLPP8286R) (DOB: 14/11/1968)	Non-Executive Independent Director	26/09/2024	-	-	5 yrs	2	4	4
Mr.	JITENDRA KUMAR BHAGAT (DIN: 00499986) (PAN: ADPPG2812E) (DOB: 25/02/1952)	Non-Executive Independent Director	14/08/2021		-	5 yrs	2	4	2

Mrs.	AAYESHI CHANAK (DIN: 08656156) (PAN: BDIPC1022J) (DOB: 24/05/1989)	Non-Executive Non Independent Director	29/09/2020	30/08/2025	-	-	1	0	Nil
		Whether Regular chairperson appointed – No							
		Whether Chairperson is related to managing director or CEO – No							
		PAN of any director would not be displayed on the website of Stock Exchange. &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 the Committee	Whether Regular chairperson appointed	Name of the Committee members	Category (Chairperson/Executive/Non-Executive/Independent/Nominee)	Date of Appointment	Date of Cessation
1. Audit Committee	Yes	GANGA SARAN PANDEY	Chairman-Non-Executive-Independent	01/06/2025	-
		JITENDRA KUMAR BHAGAT	Non-Executive-Independent	01/06/2025	-
		DILIP KUMAR CHOUDHARY	Executive	01/06/2025	-
2. Nomination & Remuneration Committee	Yes	GANGA SARAN PANDEY	Chairman-Non-Executive-Independent	01/06/2025	-
		JITENDRA KUMAR BHAGAT	Non-Executive-Independent	01/06/2025	-
		AAYESHI CHANAK	Non-Executive	01/06/2025	-
3. Stakeholders Relationship Committee	Yes	GANGA SARAN PANDEY	Chairman-Non-Executive-Independent	01/06/2025	-
		JITENDRA KUMAR BHAGAT	Non-Executive-Independent	01/06/2025	-
		DILIP KUMAR CHOUDHARY	Executive	01/06/2025	-
4. Risk Management Committee	N.A	NA	NA	NA	NA
5. Corporate Social Responsibility Committee	N.A	NA	NA	NA	NA
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.					

<b>III. Meeting of the Board of Directors</b>					
Date of Meeting in the previous quarter	Date of Meeting in the relevant quarter	Whether requirement of Quorum met	No. of directors present*	No. of independent directors present*	Maximum gap between any two consecutive meeting (in Number of days)
29/05/2025	N.A	Yes	4	2	
N.A	05/08/2025	Yes	4	2	67 days between May 29, 2025 and August 5, 2025

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

<b>IV. Meeting of Committees</b>						
Name of the Committee	Date (s) of Meeting of the committee in the relevant quarter	Whether requirement of Quorum met	No. of directors present*	No. of independent directors present*	Date(s) of the meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days
1. Audit Committee	05/08/2025	Yes	3	2	29/05/2025	67 days between May 29, 2025 and August 5, 2025
2. Nomination & Remuneration Committee	N.A	N.A.	N.A.	N,A	29/05/2025	NA
3. Stakeholders Relationship Committee	05/08/2025	Yes	3	2	N.A.	N.A
4. Risk Management Committee	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
5. Corporate Social Responsibility Committee	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.

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

\*\* This information has to be mandatorily given for audit committee and risk management committee. For rest of the committees, giving this information is optional.

<b>V. Related Party Transactions</b>		
<i>Subject</i>	<i>Compliance status (Yes/No/NA)</i>	<i>If status is "No" details of non-compliance</i>
Whether prior approval of audit committee obtained	NA	
Whether shareholder approval obtained for material RPT	NA	
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	NA	

<b>VI. Affirmations</b>	
<i>Subject</i>	<i>Compliance Status (Yes/No)</i>
The composition of Board of Directors in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
The composition of audit committee is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
The composition of the nomination and remuneration committee is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
The composition of the stakeholders relationship committee is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
The composition of the risk management committee is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	N.A
The committee members have been made aware of their powers, role and responsibilities as specified in of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
The meetings of the board of directors and the above committees have been conducted in the manner as specified SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
This report and/or the report submitted in the previous quarter has been placed before board of directors	Yes
Date: 24.10.2025 Place: Kolkata	<b>Pritha Sinha Pandey</b> <b>Compliance Officer/Company Secretary</b>

Affirmations		
Regulation Number	Compliance status (Yes/No/NA)refer note below	Compliance status (Yes/No/NA)
Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	Yes
Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes
Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes
Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	Yes
Disclosure of the Secretarial Audit Report of the listed entity and the material subsidiaries in the Annual Report	24A(1)	Yes
Submission of Annual Secretarial Compliance Report	24A(2)	N.A
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	N.A
<p>Note</p> <p>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 LODR Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.</p> <p>2 If status is "No" details of non-compliance may be given here.</p> <p>3 If the Listed Entity would like to provide any other information the same may be indicated here.</p>		
<p><b>Name: Pritha Sinha Pandey</b>  <b>Designation: Company Secretary &amp; Compliance officer</b></p>		

**Format for disclosure of loans / guarantees / comfort letters / securities etc. to be submitted twice a year, on a half yearly basis, by the listed entity at the end of every 6 months of the financial year**

Half year ending 30<sup>th</sup> September, 2025

I. Disclosure of Loans / guarantees / comfort letters / securities etc: Not Applicable

II. Reason for non Applicability: There are no transaction with Directors, KMPs and their relatives. There are no promoters of the Company

(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		
Promoter Group or any other entity controlled by them		
Directors (including relatives) or any other entity controlled by them		
KMPs or any other entity controlled by them		

**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			
Promoter Group or any other entity controlled by them			
Directors (including relatives) or any other entity controlled by them			
KMPs or any other entity controlled by			

**(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 Group or any other entity controlled by them			
Directors (including relatives) or any other entity controlled by them			
KMPs or any other entity controlled by them			

**II. Affirmations:**

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 promoter(s), promoter group, director(s) (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them are in the economic interest of the company.

**Name & Designation**

**CEO / CFO**

**Note**

1. *These disclosures shall exclude any loan (or other form of debt), guarantee / comfort letter (by whatever name called) or security provided in connection with any loan or any other form of debt;*

*a) by a government company to/ for the Government or government company*

*b) by the listed entity to/for its subsidiary [and joint-venture company] whose accounts are consolidated with the listed entity.*

*c) by a banking company or an insurance company; and*

*d) by the listed entity to its employees or directors as a part of the service conditions*

2. *If the Listed Entity would like to provide any other information, the same may be indicated as Para D in the above table.*