

**General information about company**

Scrip code	000000
NSE Symbol	NBIFIN
MSEI Symbol	NOTLISTED
ISIN	INE365I01020
Name of the entity	N. B. I. INDUSTRIAL FINANCE COMPANY LIMITED
Date of start of financial year	01-04-2023
Date of end of financial year	31-03-2024
Reporting Quarter	Half Yearly
Date of Report	30-09-2023
Risk management committee	Applicable
Market Capitalisation as per immediate previous Financial Year	Top 2000 listed entities

**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							Textual Information(1)	
Whether the listed entity has a Regular Chairperson							Yes	
Whether Chairperson is related to MD or CEO							No	
Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth
1	Mr	Bankat Lal Gaggar	ADDPG2538F	00404123	Non-Executive - Non Independent Director	Not Applicable		06-02-1941
2	Mr	J P Mundra	AFAPM4807N	00630475	Non-Executive - Non Independent Director	Not Applicable		18-09-1944
3	Mrs	Riya Puja Jain	AFQPA5773H	01559454	Non-Executive - Non Independent Director	Not Applicable		02-06-1976
4	Mr	T K Bhattacharya	AEFPB1133A	00711665	Non-Executive - Independent Director	Not Applicable		01-01-1952
5	Mr	Debasish Ray	ADAPR8930R	08387947	Non-Executive - Independent Director	Not Applicable		28-06-1956
6	Mr	Sundeep Bhutoria	ADDPB5062D	00733800	Non-Executive - Independent Director	Not Applicable		04-11-1973
7	Mrs	Priyanka Mohta	CPAPP6307J	08853818	Non-Executive - Independent Director	Not Applicable		28-10-1990
8	Mr	Ashok Bhandari	ADUPB5894Q	00012210	Non-Executive - Non Independent Director	Chairperson		02-02-1953

**I. Composition of Board of Directors**

**Disqualification of Directors under section 164 of the Companies Act, 2013**

Sr	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status
1	No				Active
2	No				Active
3	No				Active
4	No				Active
5	No				Active
6	No				Active
7	No				Active
8	No				Active

**I. Composition of Board of Directors**

Sr	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 [with reference to proviso to regulation 17A(1) & 17A(2)]	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	Yes	28-09-2020	30-01-2004	30-08-2022			1	0	1	1		
2	Yes	23-09-2021	22-09-2012	21-08-2023			2	0	3	0		
3	NA		14-11-2014	30-08-2022			1	0	0	0		
4	NA		30-06-2018	29-06-2023		3	2	2	4	1		
5	NA		27-04-2019	27-04-2019		47	1	1	1	0		
6	NA		21-09-2022	21-09-2022		12	2	2	0	0		
7	NA		29-08-2020	29-08-2020		37	1	1	0	0		
8	NA		21-07-2020	21-07-2020	04-09-2023	38	5	5	10	1		

**Text Block**

Textual Information(1)

The Chairman of the Company has resigned on 4th September, 2023. New Chairman will be appointed in the next Board Meeting.  
Further, we have mentioned "YES" in the Regular Chairperson - since the XML file is showing error & the file is not being uploaded in the NEAPS portal.

<b>Audit Committee Details</b>							
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	00711665	T K Bhattacharya	Non-Executive - Independent Director	Chairperson	29-06-2023		
2	08387947	Debasish Ray	Non-Executive - Independent Director	Member	27-04-2019		
3	00630475	J P Mundra	Non-Executive - Non Independent Director	Member	04-02-2015		

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	00711665	T K Bhattacharya	Non-Executive - Independent Director	Chairperson	29-06-2023		
2	08387947	Debasish Ray	Non-Executive - Independent Director	Member	27-04-2019		
3	00404123	Bankat Lal Gaggar	Non-Executive - Non Independent Director	Member	14-11-2018		

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	00404123	Bankat Lal Gaggar	Non-Executive - Non Independent Director	Chairperson	04-02-2015		
2	00630475	J P Mundra	Non-Executive - Non Independent Director	Member	14-11-2018		
3	00711665	T K Bhattacharya	Non-Executive - Independent Director	Member	29-06-2023		



Risk Management Committee							
Whether the Risk Management Committee has a Regular Chairperson					No		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00404123	Bankat Lal Gaggar	Non-Executive - Non Independent Director	Member	14-08-2021		
2	00000000	S P Kumar	Manager & CFO	Member	14-08-2021		Textual Information(1)

**Sr Text Block**

Textual Information(1)

Mr. S P Kumar is the Manager & CFO of the Company. He is not a Director hence DIN No. is mentioned as "00000000".

Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility Committee has a Regular Chairperson							
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00711665	T K Bhattacharya	Non-Executive - Independent Director	Chairperson	29-06-2023		
2	08387947	Debasish Ray	Non-Executive - Independent Director	Member	27-04-2019		
3	00630475	J P Mundra	Non-Executive - Non Independent Director	Member	29-04-2017		
4	00404123	Bankat Lal Gaggar	Non-Executive - Non Independent Director	Member	29-04-2017		

<b>Other Committee</b>						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks

**Annexure 1****Annexure 1****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)	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	24-05-2023				Yes	8	7	4
2	09-06-2023		15		Yes	8	6	4
3		11-08-2023	62		Yes	8	6	4

**Annexure 1**

**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)	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)
1	Audit Committee	24-05-2023				Yes	4	4	3	2
2	Audit Committee	09-06-2023				Yes	4	4	3	2
3	Audit Committee	11-08-2023				Yes	4	4	3	2
4	Nomination and remuneration committee	23-05-2023				Yes	4	4	3	1
5	Stakeholders Relationship Committee	07-08-2023	75			Yes	3	3	1	0
6	Risk Management Committee	26-06-2023				Yes	2	2	1	1

**Annexure 1**

**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	Yes	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	

## 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



**Annexure 1**

Sr	Subject	Compliance status
1	Name of signatory	Ashish Kedia
2	Designation	Company Secretary and Compliance Officer

**Annexure III**

**III. Affirmations**

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	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	
2	Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes	
3	Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes	
4	Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	Yes	
5	Disclosure of the Secretarial Audit Report of the listed entity and the material subsidiaries in the Annual Report	24A(1)	Yes	
6	Submission of Annual Secretarial Compliance Report	24A(2)	Yes	
7	Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	
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**Annexure III**

1	Name of signatory	Ashish Kedia
2	Designation	Company Secretary and Compliance Officer

<b>Additional Half yearly Disclosure</b>		
Applicability of disclosure	Not Applicable	
Reason for Non Applicability	Textual Information(1)	

**Text Block**

Textual Information(1)

No Loan/guarantee/comfort letters etc have been advanced / given during the last six months to Promoter, Promoter group, Directors, KMP etc

<b>Details of Cyber security incidence</b>	
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Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter	No
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**Signatory Details**

Name of signatory	Ashish Kedia
Designation of person	Company Secretary and Compliance Officer
Place	Kolkata
Date	17-10-2023

