



July 19, 2022

To,  
BSE Limited  
First Floor, P.J. Towers,  
Dalal Street, Mumbai- 400001.

**Subject: Corporate Governance Report for the quarter ended as on June 30, 2022**

Dear Sir / Madam,

With reference to clause 27 of the Securities and Exchange Board of India (Listing Obligation and Disclosures Requirements) Regulations, 2015, we hereby enclose the Corporate Governance Report for the quarter ended as on June 30, 2022.

Kindly take the same on record and oblige.

Thanking You,

Yours faithfully,

**For IIFL Wealth Prime Limited**

(formerly known as IIFL Wealth Finance Limited)

**Amit Bhandari**

**Company Secretary & Compliance Officer**

Encl: as above

**IIFL WEALTH PRIME LIMITED**

(FORMERLY KNOWN AS IIFL WEALTH FINANCE LIMITED)

**Corporate & Registered Office:**

6<sup>th</sup> Floor, IIFL Centre, Kamala City, Senapati Bapat Marg,  
Lower Parel (W), Mumbai – 400 013

**TEL:** (91-22) 4876 5600 | **FAX:** (91-22) 4875 5606

(IIFL Wealth Group)

[www.iiflwealthprime.com](http://www.iiflwealthprime.com)

CIN: U65990MH1994PLC080646

1. Name of Company: **IIFL Wealth Prime Limited (Formerly Known as IIFL Wealth Finance Limited)**

2. Quarter ending: **June 30, 2022**

<b>I. Composition of Board of Directors</b>												
<b>Title (Mr / Ms)</b>	<b>Name of the Director</b>	<b>PAN &amp; DIN</b>	<b>Category of directors</b>	<b>Initial Date of appointment</b>	<b>Date of Re-appointment</b>	<b>Date of cessation</b>	<b>Tenure of director (in months)</b>	<b>Date of Birth</b>	<b>No of Directorship in listed entities including this listed entity [in reference to Regulation 17A(1)] *</b>	<b>No of Independent Directorship in listed entities including this listed entity [in reference to proviso to regulation 17A(1)]*</b>	<b>Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)</b>	<b>No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity Refer Regulation 26(1) of Listing Regulations)</b>
Mr.	Subbaraman Narayan	PAN: ABUPN5095R  DIN: 00094081	Non-Executive - Independent Director	31-03-2017	31-03-2022	N.A.	63 Months	20-06-1943	4	4	5	2
Mr.	Himanshu Jain	PAN: ADQPJ2993L DIN: 02052409	Executive Director	04-10-2016	-	N.A.	N.A.	19-04-1975	0	0	0	0
Mr.	Yatin Shah	PAN: AAMPS4225K DIN: 03231090	Executive Director	04-10-2016	-	N.A.	N.A.	27-01-1976	1	0	2	0

Mr.	Karan Bhagat	PAN: AEBPB7249 B DIN: 03247753	Non-Executive - Non - Independent Director	11-06-2020	-	N.A.	N.A.	25-04-1977	1	0	1	0
Mr.	Shantanu Rastogi	PAN: AGDPR8472 J DIN: 06732021	Non-Executive – Non - Independent Director	26-07-2016	-	N.A.	N.A.	26-03-1979	2	0	4	0
Ms.	Rekha Warriar	PAN: AAAPW192 7E DIN: 08152356	Non-Executive - Independent Director	01-08-2018	-	N.A.	44 months	26-07-1957	1	1	3	2
Whether Regular Chairperson appointed – Yes												
Whether Chairperson is related to managing director or CEO – No												

**\*Directorship including only equity listed company, as per Regulation 17A(1)**

<b>II. Composition of Committee</b>					
<b>Name of Committee</b>	<b>Whether Regular Chairman appointed</b>	<b>Name of Committee Members</b>	<b>Category</b>	<b>Date of appointment</b>	<b>Date of Cession</b>
1. Audit Committee	Yes	1. Rekha Gopal Warriar 2. Subbaraman Narayan 3. Shantanu Rastogi	1. Non-Executive - Independent Director -Chairperson 2. Non-Executive - Independent Director 3. Non -Executive Director	01-08-2018 31-03-2017 24-01-2017	
2. Nomination and Remuneration Committee	Yes	1. Subbaraman Narayan	1. Non-Executive – Independent Director	31-03-2017	

		2. Rekha Warriar	2. Non-Executive - Independent Director- Chairperson	01-08-2018	
		3. Karan Bhagat	3. Non-Executive - Non -Independent Director	11-06-2020	
3. Risk Management Committee	Yes	1. Rekha Warriar	1. Non-Executive – Independent Director- Chairperson	01-08-2018	
		2. Himanshu Jain	2. Executive Director	04-10-2016	
		3. Shantanu Rastogi	3. Non-Executive – Non- Independent Director	04-10-2016	
		4. Niraj Murarka	5. Non-Director	02-04-2016	
		5. Raghuvir Mukherji	6. Non-Director	30-01-2018	
4. Stakeholder Relationship Committee	Yes	1. Subbaraman. Narayan	1. Non-Executive – Independent Director - Chairman	27-10-2021	
		2. Yatin Shah	2. Executive Director	27-10-2021	
		3. Himanshu Jain	3. Executive Director	27-10-2021	

<b>III. Meetings of Board of Director</b>					
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
01-02-2022		Yes	6	2	97 days
31-03-2022		Yes	5	2	57 days
	03-05-2022	Yes	5	1	32 days

<b>III. Meetings of Committees</b>					
<b>Audit Committee</b>					
<b>Date(s) of Meeting of the committee in the relevant quarter</b>	<b>Whether requirement of quorum met</b>	<b>Number of Directors present</b>	<b>Number of Independent Directors present</b>	<b>Date(s) of Meeting of the previous committee</b>	<b>Maximum gap between any two consecutive meetings in number of days</b>
03-05-2022	Yes	2	1	01-02-2022	90 days
<b>Nomination and Remuneration Committee</b>					
<b>Date(s) of Meeting of the committee in the relevant quarter</b>	<b>Whether requirement of quorum met</b>	<b>Number of Directors present</b>	<b>Number of Independent Directors present</b>	<b>Date(s) of Meeting of the previous committee</b>	<b>Maximum gap between any two consecutive meetings in number of days</b>
03-05-2022	Yes	2	1	01-02-2022	90 days
<b>Risk Management Committee</b>					
<b>Date(s) of Meeting of the committee in the relevant quarter</b>	<b>Whether requirement of quorum met</b>	<b>Number of Directors present</b>	<b>Number of Independent Directors present</b>	<b>Date(s) of Meeting of the previous committee</b>	<b>Maximum gap between any two consecutive meetings in number of days</b>
03-05-2022	Yes	2	1	01-02-2022	90 days
<b>Stakeholders Relationship Committee</b>					
<b>Date(s) of Meeting of the committee in the relevant quarter</b>	<b>Whether requirement of quorum met</b>	<b>Number of Directors present</b>	<b>Number of Independent Directors present</b>	<b>Date(s) of Meeting of the previous committee</b>	<b>Maximum gap between any two consecutive meetings in number of days</b>
-	-	-	-	15-03-2022	N.A

<b>V. Related Party Transaction</b>	
<b>Subject</b>	<b>Compliance Status</b>
Whether prior approval of Audit Committee obtained	Yes
Whether Shareholders approval taken obtained for material RPT	N.A.
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by the Audit Committee	Yes

<b>VI. Affirmations</b>
1. The Compositions of Board of Directors is in terms of SEBI (Listing Obligations and Disclosures requirement) 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
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.