# CMS FINVEST LIMITED
(FORMERLY : CMS INFOTECH LIMITED)

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CIN:L67120WB1991PLC052782


21st January, 2022

To,
The Secretary,
The Calcutta Stock Exchange Ltd.
7, Lyons Range,
Kolkata – 700 001
**Scrip Code : 19100**

Dear Sir/Ma'am,

**Sub: Compliance Report on Corporate Governance for the quarter ended 31st December, 2021**

Pursuant to Regulation 27(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are hereby submitting the Quarterly Compliance Report on Corporate Governance for the quarter ended 31st December, 2021 in prescribed format in Annexure- I.

This is for your perusal, necessary action and record.

Thanking you,

yours faithfully,
For **CMS Finvest Limited**

Surendra Kumar Jain

CMS FINVEST LTD. KOLKATA-72

**Surendra Kumar Jain**
**(Managing Director)**
**DIN: 00166852**

## General information about company

| | |
|---|---|
| Scrip code | 019100 |
| NSE Symbol | NA |
| MSEI Symbol | NA |
| ISIN | INE915A01011 |
| Name of the entity | CMS FINVEST LIMITED |
| Date of start of financial year | 01-04-2021 |
| Date of end of financial year | 31-03-2022 |
| Reporting Quarter | Quarterly |
| Date of Report | 31-12-2021 |
| Risk management committee | Not Applicable |
| Market Capitalisation as per immediate previous Financial Year | Any other |

# 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 | |
| Whether the listed entity has a Regular Chairperson | Yes |
| Whether Chairperson is related to MD or CEO | Yes |

| 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 | 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 (Refer Regulation 17A(1) of Listing Regulations | 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 | Mr | SURENDRA KUMAR JAIN | AEYPJ0521K | 00166852 | Executive Director | Chairperson | MD | 16-04-1950 | NA | | 27-01-2016 | | | | 2 | 0 | 0 | 0 | | |
| 2 | Mr | SANDEEP DEY | AHOPD3564D | 00177159 | Non-Executive - Independent Director | Not Applicable | Shareholder Director | 04-07-1964 | Yes | 27-09-2019 | 14-03-2001 | 27-09-2019 | | 60 | 1 | 1 | 2 | 0 | | |
| 3 | Mr | AKSHYA KUMAR PARIDA | ALRPP9994Q | 01651737 | Non-Executive - Independent Director | Not Applicable | Shareholder Director | 06-06-1971 | Yes | 27-09-2019 | 10-09-2012 | 27-09-2019 | | 60 | 1 | 1 | 0 | 2 | | |
| 4 | Mr | KAUSHAL KUMAR SINGH | AYOPS1080A | 03092270 | Non-Executive - Independent Director | Not Applicable | Shareholder Director | 07-03-1974 | NA | | 23-04-2019 | | | 60 | 1 | 1 | 2 | 0 | | |

# I. Composition of Board of Directors

**Disclosure of notes on composition of board of directors explanatory**

**Whether the listed entity has a Regular Chairperson**

| 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 | 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 (Refer Regulation 17A(1) of Listing Regulations | 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) |
|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|
| 5 | Mrs | KRISHNA BANERJEE | APJPB3957M | 06997186 | Non-Executive - Non Independent Director | Not Applicable | | 01-01-1964 | NA | | 24-03-2015 | | | | 7 | 0 | 4 | 0 |

| 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 | 00177159 | SANDEEP DEY | Non-Executive - Independent Director | Member | 14-03-2001 | | |
| 2 | 01651737 | AKSHYA KUMAR PARIDA | Non-Executive - Independent Director | Chairperson | 10-09-2012 | | |
| 3 | 03092270 | KAUSHAL KUMAR SINGH | Non-Executive - Independent Director | Member | 23-04-2019 | | |

**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 | 00177159 | SANDEEP DEY | Non-Executive - Independent Director | Member | 14-03-2001 | | |
| 2 | 01651737 | AKSHYA KUMAR PARIDA | Non-Executive - Independent Director | Chairperson | 10-09-2012 | | |
| 3 | 03092270 | KAUSHAL KUMAR SINGH | Non-Executive - Independent Director | Member | 23-04-2019 | | |

**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 | 00177159 | SANDEEP DEY | Non-Executive - Independent Director | Member | 14-03-2001 | | |
| 2 | 01651737 | AKSHYA KUMAR PARIDA | Non-Executive - Independent Director | Chairperson | 10-09-2012 | | |
| 3 | 03092270 | KAUSHAL KUMAR SINGH | Non-Executive - Independent Director | Member | 23-04-2019 | | |

| Risk Management Committee | | | | | | | |
|---|---|---|---|---|---|---|---|
| Whether the Risk Management 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 |

| 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 |

| Risk Management Committee | | | | | | | |
|---|---|---|---|---|---|---|---|
| Whether the Risk Management 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 |

| Other Committee | | | | | | |
|---|---|---|---|---|---|---|
| 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) | Number of Directors present* (other than Independent Director) | No. of Independent Directors attending the meeting* |
| 1 | 11-08-2021 | | | | Yes | 4 | 2 |
| 2 | | 10-11-2021 | 90 | | Yes | 4 | 2 |

## 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 | Reson for not providing date | Whether requirement of Quorum met (Yes/No) | Number of Directors present* (other than Independent Director) | No. of Independent Directors attending the meeting* |
| 1 | Audit Committee | 11-08-2021 | | | | Yes | 3 | 2 |
| 2 | Audit Committee | 10-11-2021 | 90 | | | Yes | 3 | 2 |
| 3 | Stakeholders Relationship Committee | 11-08-2021 | | | | Yes | 3 | 2 |
| 4 | Nomination and remuneration committee | 11-08-2021 | | | | Yes | 3 | 2 |

## 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 | NA | |
| 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 500 listed entities) | NA |
| 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 | SURENDRA KUMAR JAIN |
| 2 | Designation | Managing Director |

| Signatory Details | |
|---|---|
| Name of signatory | SURENDRA KUMAR JAIN |
| Designation of person | Managing Director |
| Place | Kolkata |
| Date | 21-01-2022 |