

**General information about company**

Scrip code	530571
NSE Symbol	NOTLISTED
MSEI Symbol	NOTLISTED
ISIN	INE335G01019
Name of the entity	EXPLICIT FINANCE LIMITED
Date of start of financial year	01-04-2024
Date of end of financial year	31-03-2025
Reporting Quarter	Quarterly
Date of Report	31-12-2024
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

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	AVINASH BHARGAVRAM MAINKAR	AAAPM6412C	01986289	Non-Executive - Non Independent Director	Not Applicable		02-06-1963
2	Mr	PUSHPRAJ MAYEKAR	CDOPM6514L	07759328	Non-Executive - Independent Director	Not Applicable		15-04-1992
3	Mr	GOPAL DAVE	AAAPD5208P	00334120	Non-Executive - Non Independent Director	Chairperson		08-10-1963
4	Mr	RAJESH S NANDA	AMTPN4182B	06399927	Executive Director	Not Applicable	MD	10-11-1988
5	Ms	HETAL AMRUTBHAI BHANUSHALI	FSYPB5985A	10266055	Non-Executive - Independent Director	Not Applicable		10-12-1998
6	Mr	NIRMAL SINGH RAJU	AAOPR3023Q	10636825	Non-Executive - Independent Director	Not Applicable		20-10-1962

**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

**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)	Reason for Cessation	Notes for not providing PAN	Notes for not providing DIN
1	NA		26-11-1994				1	0	0	0			
2	NA		14-11-2017			85.18	1	1	1	1			
3	NA		14-11-2017				1	0	1	0			
4	NA		14-08-2023				1	0	0	0			
5	NA		14-08-2023			16.18	1	1	1	1			
6	NA		01-06-2024			7	1	1	1	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	07759328	PUSHPRAJ MAYEKAR	Non-Executive - Independent Director	Chairperson	14-11-2017		
2	00334120	GOPAL DAVE	Non-Executive - Non Independent Director	Member	14-11-2017		
3	10636825	NIRMAL SINGH RAJU	Non-Executive - Independent Director	Member	10-07-2024		

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	07759328	PUSHPRAJ MAYEKAR	Non-Executive - Independent Director	Chairperson	14-11-2017		
2	00334120	GOPAL DAVE	Non-Executive - Non Independent Director	Member	14-11-2017		
3	10636825	NIRMAL SINGH RAJU	Non-Executive - Independent Director	Member	10-07-2024		

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	10266055	HETAL AMRUTBHAI BHANUSHALI	Non-Executive - Independent Director	Chairperson	14-08-2023		
2	07759328	PUSHPRAJ MAYEKAR	Non-Executive - Independent Director	Member	10-07-2024		
3	10636825	NIRMAL SINGH RAJU	Non-Executive - Independent Director	Member	10-07-2024		

<b>Risk Management Committee</b>							
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

<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	10-07-2024				Yes	7	7	4
2	14-08-2024		34		Yes	6	6	3
3	29-08-2024		14		Yes	6	6	3
4		14-11-2024	76		Yes	6	6	3

**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	14-08-2024				Yes	3	3	2	0
2	Audit Committee	14-11-2024	91			Yes	3	3	2	0
3	Nomination and remuneration committee	10-07-2024				Yes	3	3	2	0
4	Nomination and remuneration committee	14-08-2024	34			Yes	3	3	2	0
5	Nomination and remuneration committee	14-11-2024	91			Yes	3	3	2	0
6	Stakeholders Relationship Committee	14-08-2024				Yes	3	3	2	0

**Annexure 1**

**IV. Meeting of Committees**

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)
7	Stakeholders Relationship Committee	14-11-2024	91			Yes	3	3	2	0

**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	NA	

## 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)	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	RAJESH NANDA
2	Designation	Managing Director



<b>Details of Cyber security incidence</b>		
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
Number of cyber security incidence or breaches or loss of data event occurred during the quarter		
Sr.	Date of the event	Brief details of the event

**Signatory Details**

Name of signatory	RAJESH NANDA
Designation of person	Managing Director
Place	Mumbai
Date	18-01-2025

