

**General information about company**

Scrip code	511147
NSE Symbol	
MSEI Symbol	
ISIN	INE549D01012
Name of the entity	WALL STREET FINANCE LIMITED
Date of start of financial year	01-04-2018
Date of end of financial year	31-03-2019
Reporting Quarter	Yearly
Date of Report	31-03-2019
Risk management committee	Not Applicable

## 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

Wether the listed entity has a Regular Chairperson

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 appointment in the current term	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 25(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	Dilip Kumar Modi	ABNPM2471R	00029062	Non-Executive - Non Independent Director	Chairperson related to Promoter		04-04-2016			2	0	0		
2	Ms	Asha Himanshu Shah	AQFPS6943K	08137628	Non-Executive - Independent Director	Not Applicable		19-05-2018		11	1	0	0		
3	Mr	Brij Gopal Daga	ACMPD8166C	00004858	Non-Executive - Independent Director	Not Applicable		29-09-2014		54	2	5	2		
4	Mr	Madhukar Sardar	AADPS3984N	03067522	Non-Executive - Independent Director	Not Applicable		29-09-2014		54	1	2	0		

**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**

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of appointment in the current term	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 25(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
5	Mr	Ramesh Venkataraman	ABSPV6296L	03545080	Non-Executive - Non Independent Director	Not Applicable		14-05-2018			1	0	0		
6	Mr	Sudip Bandyopadhyay	AEEPB0645J	00007382	Non-Executive - Independent Director	Not Applicable		29-09-2014		54	2	7	1		
7	Mr	N Srikrishna	AFJPS1787G	07175251	Executive Director	Not Applicable	CEO-MD	22-12-2017			1	0	0		

<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	00004858	Brij Gopal Daga	Non-Executive - Independent Director	Chairperson	29-09-2014		Textual Information(1)
2	03067522	Madhukar Sardar	Non-Executive - Independent Director	Member	29-09-2014		Textual Information(2)
3	00007382	Sudip Bandyopadhyay	Non-Executive - Independent Director	Member	29-09-2014		Textual Information(3)

**Sr Text Block**

Textual Information(1)	Mr. Brij Gopal Daga was appointed as the Chairman of the Audit Committee on 6th May, 2010. In compliance of Section 149 of the Companies Act, 2013 the approval of Members was obtained for the appointment of Mr. Brij Gopal Daga as an Independent Director on the Board of the Company for a period of five consecutive years at the Annual General Meeting held on 29th September, 2014. Hence, date of appointment in the Committee has been included as 29th September, 2014.
Textual Information(2)	Mr. Madhukar Sardar was appointed as Member of the Audit Committee on 6th May, 2010. In compliance of Section 149 of the Companies Act, 2013 the approval of Members was obtained for the appointment of Mr. Madhukar Sardar as an Independent Director on the Board of the Company for a period of five consecutive years at the Annual General Meeting held on 29th September, 2014. Hence, date of appointment in the Committee has been included as 29th September, 2014.
Textual Information(3)	Mr. Sudip Bandyopadhyay was appointed as Member of the Audit Committee on 20th August, 2011. In compliance of Section 149 of the Companies Act, 2013 the approval of Members was obtained for the appointment of Mr. Sudip Bandyopadhyay as an Independent Director on the Board of the Company for a period of five consecutive years at the Annual General Meeting held on 29th September, 2014. Hence, date of appointment in the Committee has been included as 29th September, 2014.

<b>Nomination and remuneration committee</b>							
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	00007382	Sudip Bandyopadhyay	Non-Executive - Independent Director	Chairperson	29-09-2014		Textual Information(1)
2	00004858	Brij Gopal Daga	Non-Executive - Independent Director	Member	29-09-2014		Textual Information(2)
3	00029062	Dilip Kumar Modi	Non-Executive - Non Independent Director	Member	19-05-2016		

**Sr Text Block**

Textual Information(1)	Mr. Sudip Bandyopadhyay Chairperson of the Committee was appointed as Member of the Nomination and Remuneration Committee on 29th July, 2013. In compliance of Section 149 of the Companies Act, 2013 the approval of Members was obtained for the appointment of Mr. Sudip Bandyopadhyay as an Independent Director on the Board of the Company for a period of five consecutive years at the Annual General Meeting held on 29th September, 2014. Hence, date of appointment in the Committee has been included as 29th September, 2014.
Textual Information(2)	Mr. Brij Gopal Daga was appointed as Member of the Nomination and Remuneration Committee on 29th July, 2013. In compliance of Section 149 of the Companies Act, 2013 the approval of Members was obtained for the appointment of Mr. Brij Gopal Daga as an Independent Director on the Board of the Company for a period of five consecutive years at the Annual General Meeting held on 29th September, 2014. Hence, date of appointment in the Committee has been included as 29th September, 2014.

<b>Stakeholders Relationship Committee</b>							
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	00007382	Sudip Bandyopadhyay	Non-Executive - Independent Director	Chairperson	29-09-2014		Textual Information(1)
2	03067522	Madhukar Sardar	Non-Executive - Independent Director	Member	29-09-2014		Textual Information(2)
3	07175251	N Srikrishna	Executive Director	Member	01-11-2018		

**Sr Text Block**

Textual Information(1)	Mr. Sudip Bandyopadhyay, Chairperson of the Committee was appointed as Member of the Stakeholders Relationship Committee on 20th August, 2011. In compliance of Section 149 of the Companies Act, 2013 the approval of Members was obtained for the appointment of Mr. Sudip Bandyopadhyay as an Independent Director on the Board of the Company for a period of five consecutive years at the Annual General Meeting held on 29th September, 2014. Hence, date of appointment in the Committee has been included as 29th September, 2014.
Textual Information(2)	Mr. Madhukar Sardar was appointed as Member of the Stakeholders Relationship Committee on 20th August, 2011. In compliance of Section 149 of the Companies Act, 2013 the approval of Members was obtained for the appointment of Mr. Madhukar Sardar as an Independent Director on the Board of the Company for a period of five consecutive years at the Annual General Meeting held on 29th September, 2014. Hence, date of appointment in the Committee has been included as 29th September, 2014.



<b>Corporate Social Responsibility Committee</b>							
Whether the Corporate Social Responsibility 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	00004858	Brij Gopal Daga	Non-Executive - Independent Director	Chairperson	29-09-2014		Textual Information(1)
2	00007382	Sudip Bandyopadhyay	Non-Executive - Independent Director	Member	29-09-2014		Textual Information(2)
3	00029062	Dilip Kumar Modi	Non-Executive - Non Independent Director	Member	20-03-2018		

**Sr Text Block**

Textual Information(1)	Mr. Brij Gopal Daga, Chairperson of the Committee was appointed as Member of the Corporate Social Responsibility Committee on 30th July, 2014. In compliance of Section 149 of the Companies Act, 2013 the approval of Members was obtained for the appointment of Mr. Brij Gopal Daga as an Independent Director on the Board of the Company for a period of five consecutive years at the Annual General Meeting held on 29th September, 2014. Hence, date of appointment in the Committee has been included as 29th September, 2014.
Textual Information(2)	Mr. Sudip Bandyopadhyay was appointed as Member of the Corporate Social Responsibility Committee on 30th July, 2014. In compliance of Section 149 of the Companies Act, 2013 the approval of Members was obtained for the appointment of Mr. Sudip Bandyopadhyay as an Independent Director on the Board of the Company for a period of five consecutive years at the Annual General Meeting held on 29th September, 2014. Hence, date of appointment in the Committee has been included as 29th September, 2014.

<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				Notes for not providing Date
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)	
1	01-11-2018			
2		13-02-2019	103	

**Annexure 1**

**IV. Meeting of Committees**

Disclosure of notes on meeting of committees explanatory								Reson for not providing date
Sr	Name of Committee	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Requirement of Quorum met	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings (in number of days)	Name of other committee	
1	Audit Committee	13-02-2019	Yes	2	01-11-2018	103		

**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 100 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	Chaitali Desai
2	Designation	Company Secretary

## Annexure II

**Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)**

### **I. Disclosure on website in terms of Listing Regulations**

Sr	Item	Compliance status (Yes/No/NA)	If status is “No” details of non-compliance may be given here.	Web address
1	Details of business	Yes		www.wsfx.in
2	Terms and conditions of appointment of independent directors	Yes		www.wsfx.in
3	Composition of various committees of board of directors	Yes		www.wsfx.in
4	Code of conduct of board of directors and senior management personnel	Yes		www.wsfx.in
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		www.wsfx.in
6	Criteria of making payments to non-executive directors	Yes		www.wsfx.in
7	Policy on dealing with related party transactions	Yes		www.wsfx.in
8	Policy for determining ‘material’ subsidiaries	Yes		www.wsfx.in
9	Details of familiarization programmes imparted to independent directors	Yes		www.wsfx.in

## Annexure II

**Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)**

### **I. Disclosure on website in terms of Listing Regulations**

Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		www.wsfx.in
11	email address for grievance redressal and other relevant details	Yes		www.wsfx.in
12	Financial results	Yes		www.wsfx.in
13	Shareholding pattern	Yes		www.wsfx.in
14	Details of agreements entered into with the media companies and/or their associates	NA		
15	New name and the old name of the listed entity	NA		

## Annexure II

### II. Annual Affirmations

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25 (6)	Yes	
2	Board composition	17(1)	Yes	
3	Meeting of Board of directors	17(2)	Yes	
4	Review of Compliance Reports	17(3)	Yes	
5	Plans for orderly succession for appointments	17(4)	Yes	
6	Code of Conduct	17(5)	Yes	
7	Fees/compensation	17(6)	Yes	
8	Minimum Information	17(7)	Yes	
9	Compliance Certificate	17(8)	Yes	
10	Risk Assessment & Management	17(9)	Yes	

## Annexure II

### II. Annual Affirmations

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
11	Performance Evaluation of Independent Directors	17(10)	Yes	
12	Composition of Audit Committee	18(1)	Yes	
13	Meeting of Audit Committee	18(2)	Yes	
14	Composition of nomination & remuneration committee	19(1) & (2)	Yes	
15	Composition of Stakeholder Relationship Committee	20(1) & (2)	Yes	
16	Composition and role of risk management committee	21(1),(2),(3),(4)	NA	
17	Vigil Mechanism	22	Yes	
18	Policy for related party Transaction	23(1),(5),(6),(7) & (8)	Yes	
19	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
20	Approval for material related party transactions	23(4)	NA	

**Annexure II****II. Annual Affirmations**

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
21	Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA	
22	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4), (5) & (6)	Yes	
23	Maximum Directorship & Tenure	25(1) & (2)	Yes	
24	Meeting of independent directors	25(3) & (4)	Yes	
25	Familiarization of independent directors	25(7)	Yes	
26	Memberships in Committees	26(1)	Yes	
27	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
28	Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes	
29	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
	Any other information to be provided - Add Notes			

**Annexure II**

1	Name of signatory	Chaitali Desai
2	Designation	Company Secretary

**Annexure II**

**III. Affirmations**

<b>Sr</b>	<b>Particulars</b>	<b>Compliance status (Yes/No/NA)</b>
1	The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied	Yes
	Any other information to be provided	

**Annexure II**

<b>Annexure II</b>		
1	Name of signatory	Chaitali Desai
2	Designation	Company Secretary

<b>Signatory Details</b>	
Name of signatory	Chaitali Desai
Designation of person	Company Secretary
Place	Mumbai
Date	09-04-2019