

NOMINATION AND REMUNERATION COMMITTEE

The Board of Directors at its meeting held on 24th May 2014 constituted a Nomination and remuneration Committee comprising of Mr.Bharat Amin as Chairman, Mr.Kiritkumar Dalal, Mr.Bhikhubhai Patel and Mr.Sunil G.Patel as other members. The role and responsibilities, Company's policy on directors' appointment and remuneration including criteria for determining qualifications, positive attributes, independence of a director and other related matters are in conformity with the requirements of the Companies Act, 2013 and the listing agreement. As on 31st March, 2015, Mrs. Mrudulaben Patel was replaced as a member in place of Mr.Bhikhubhai Patel.

AUDIT COMMITTEE

The Board of Directors at its meeting held on 24th May 2014 re-constituted a Audit Committee comprising of Mr.Bharat Amin as Chairman, Mr.Kiritkumar Dalal, Mr.Bhikhubhai Patel and Mr.Sunil G.Patel as other members. The scope of Audit committee is enhanced in accordance with the Companies Act, 2013 and the listing agreement. As on 31st March, 2015, Mrs. Mrudulaben Patel was replaced as a member in place of Mr.Bhikhubhai Patel.

STAKEHOLDERS RELATIONSHIP/SHARE TRANSFER COMMITTEE

The Board of Directors at its meeting held on 24th May 2014 re-constituted a Stakeholders Relationship/Share Transfer committee of Mr.Bharat Amin as Chairman, Mr.Kiritkumar Dalal, Mr.Bhikhubhai Patel and Mr.Sunil G.Patel as other members, in accordance with the Companies Act,2013 and the listing agreement. As on 31st March, 2015, Mrs. Mrudulaben Patel was replaced as a member in place of Mr.Bhikhubhai Patel.

RELATED PARTY TRANSECTIONS

The company is engaged in the loan business. Avail funds at competitive rate are constant threat to the company. Over and above your company is not accepting fixed deposit looking to the lending rate and complex Government restrictions. Banking institutions are also conservative financing NBFC.

Under the circumstances, it is necessary to avail funds from the company as and when require meeting short and long term as per the financial requirements of the company.

Therefore it is necessary to avail the funds for the company from the promoters/directors/firms or related parties of the company in which directors of the company are interested.

Therefore, Board of directors or Managing Director of the company are authorized to decide terms and conditions, with or without security on competitive rate, to avail funds upto Rs.25 crores form the related parties to the Directors of the company by passing special resolution.

VIGIL MECHANISM / WHISTLE BLOWER POLICY

In compliance with Section 177 of the Companies Act, 2013 and Clause 49 of the Listing Agreement, the Company has formulated a Vigil Mechanism / Whistle Blower Policy (Mechanism) for its Stakeholders, Directors and Employees to report concerns about unethical behavior, actual or suspected fraud or violation of the Company's Code of Conduct policy.

This Mechanism also provides for adequate safeguards against victimization of Director (s) / Employee (s) / Stakeholders who avail of the mechanism and also provide for direct access to the Chairman of the Audit Committee.

INDEPENDENT DIRECTOR

Independents Directors are appointed without any terms and conditions of remuneration or payment of any fees. The Independent director has participated in one familiarization programs of four hours on the main functions of the company including policies, risk, role of directors, cost of finance and business risk etc.