

Corporate Governance Report

Name of Listed Entity - **Oracle Financial Services Software Limited**
Quarter ending - **30-September-2022**

Composition of Board of Director

Title	Name of the Director	Category	Initial Date of Appointment	Date of Appointment in Current Term (Date of Re-appointment)	Date of cessation	Tenure of Director (in months)	No of Directorship in listed entities including this listed entity	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity
Mr	CHAITANYA KAMAT	Executive Director,CEO-MD	25 Oct 2010	04 Aug 2021	-	-	1	1	0
Mr	S VENKATACHALAM	Non-Executive - Independent Director,Chairperson,Shareholder Director	25 Oct 2010	14 Aug 2018	-	42.00	1	1	1
Mr	HARINDERJIT SINGH	Non-Executive - Non Independent Director	10 Jul 2013	18 Aug 2020	-	-	1	0	0
Mr	RICHARD DAVID JACKSON	Non-Executive - Independent Director	12 Dec 2012	14 Aug 2018	-	42.00	1	0	1
Mr	SRIDHAR SRINIVASAN	Non-Executive - Independent Director	23 Jul 2015	08 Aug 2019	-	30.00	3	4	0
Mrs	KIMBERLY WOOLLEY	Non-Executive - Non Independent Director	29 Mar 2017	04 Aug 2021	-	-	1	0	0
Mr	VINCENT SECONDO GRELLI	Non-Executive - Non Independent Director	02 Nov 2018	04 Aug 2021	-	-	1	1	0
Mr	YONG MENG KAU	Non-Executive - Non Independent Director	02 Nov 2018	03 Aug 2022	-	-	1	1	0
Mrs	JANE MURPHY	Non-Executive - Independent Director	13 Feb 2019	13 Feb 2019	-	43.00	1	1	0
Mr	MAKARAND PADALKAR	Executive Director	09 May 2019	03 Aug 2022	-	-	1	1	0

Composition of Committee

Audit Committee			
Name of Committee members	Category	Date Of Appointment	Date of Cessation
RICHARD DAVID JACKSON	Non-Executive - Independent Director,Chairperson,	16-12-2014	-
JANE MURPHY	Non-Executive - Independent Director,Member,	09-05-2019	-
S VENKATACHALAM	Non-Executive - Independent Director,Member,	25-10-2010	-
SRIDHAR SRINIVASAN	Non-Executive - Independent Director,Member,	13-02-2019	-
VINCENT SECONDO GRELLI	Non-Executive - Non Independent Director,Member,	29-01-2021	-
YONG MENG KAU	Non-Executive - Non Independent Director,Member,	05-05-2022	-

Nomination and remuneration committee			
Name of Committee members	Category	Date Of Appointment	Date of Cessation
RICHARD DAVID JACKSON	Non-Executive - Independent Director,Chairperson,	10-04-2013	-
HARINDERJIT SINGH	Non-Executive - Non Independent Director,Member,	11-07-2013	-
SRIDHAR SRINIVASAN	Non-Executive - Independent Director,Member,	23-07-2015	-

Stakeholders Relationship Committee			
Name of Committee members	Category	Date Of Appointment	Date of Cessation
S VENKATACHALAM	Non-Executive - Independent Director,Chairperson,	25-10-2010	-
CHAITANYA KAMAT	Executive Director,Member,	16-05-2014	-
MAKARAND PADALKAR	Executive Director,Member,	22-08-2008	-
SRIDHAR SRINIVASAN	Non-Executive - Independent Director,Member,	13-02-2019	-

Risk Management Committee			
Name of Committee members	Category	Date Of Appointment	Date of Cessation
SRIDHAR SRINIVASAN	Non-Executive - Independent Director,Chairperson,	09-11-2016	-
CHAITANYA KAMAT	Executive Director,Member,	12-11-2014	-
MAKARAND PADALKAR	Executive Director,Member,	12-09-2014	-

Corporate Social Responsibility Committee			
Name of Committee members	Category	Date Of Appointment	Date of Cessation
HARINDERJIT SINGH	Non-Executive - Non Independent Director,Chairperson,	09-11-2016	-
S VENKATACHALAM	Non-Executive - Independent Director,Member,	16-05-2014	-
CHAITANYA KAMAT	Executive Director,Member,	16-05-2014	-

ESOP Committee			
Name of Committee members	Category	Date Of Appointment	Date of Cessation
S VENKATACHALAM	Non-Executive - Independent Director,Chairperson,	-	-
CHAITANYA KAMAT	Executive Director,Member,	-	-
SRIDHAR SRINIVASAN	Non-Executive - Independent Director,Member,	-	-
MAKARAND PADALKAR	Executive Director,Member,	-	-

Transfer Committee			
Name of Committee members	Category	Date Of Appointment	Date of Cessation
S VENKATACHALAM	Non-Executive - Independent Director,Chairperson,	-	-
MAKARAND PADALKAR	Executive Director,Member,	-	-

Meeting Of Board Of Directors

Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the relevant quarter	Maximum gap between any two consecutive meeting (in number of days)
04 May 2022	-	0
15 Jun 2022	-	41
-	20 Jul 2022	34

Meeting Of Committees

Name of Committee	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings (in number of days)
Audit Committee	-	Yes,	04 May 2022	0
Audit Committee	-	Yes,	15 Jun 2022	41
Audit Committee	20 Jul 2022	Yes,	-	34
Risk Management Committee	29 Aug 2022	Yes,	-	39

Related Party Transactions

Subject	Compliance status (Yes/No/NA)	If status is “No” details of non-compliance
Whether prior approval of audit committee obtained	Yes	-
Whether shareholder approval obtained for material RPT	NA	-
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by audit committee	Yes	-

Affirmations

Subject	Compliance status (Yes/No)
The composition of board of directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
The composition of audit committee is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
The composition of the nomination and remuneration committee is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
The composition of the stakeholders relationship committee is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
The composition of the risk management committee is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
The committee members have been made aware of their powers, role and responsibilities as specified in of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
The meetings of the board of directors and the above committees have been conducted in the manner as specified SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
5.This report and/or the report submitted in the previous quarter has been placed before board of directors	Yes

Signatory Details

Name of signatory	Onkarnath Banerjee
Designation of person	Company Secretary and Compliance Officer

Broad heading	Regulation Number	Compliance status(Yes/No/NA)	If status is “No” details of non-compliance
Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	Yes	-
Presence of chairperson of audit committee at the annual general meeting	18(1)(d)	Yes	-
Presence of chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes	-
Whether corporate governance report disclosed in annual report	34(3) read with para C of Schedule V	Yes	-

Name of signatory	Onkarnath Banerjee
Designation of person	Company Secretary and Compliance Officer