

18/04/2022

To,

**Department of Corporate Relationship
BSE Ltd.**
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort, Mumbai – 400 001.
Scrip Code: 539177

The Calcutta Stock Exchange Limited
7, Lyons Range, Murgighata, Dalhousie,
Kolkata, West Bengal - 700 001.
Scrip Code: 011262

Dear Sir/Madam,


Sub: Submission of Corporate Governance Report for the Quarter and Financial Year ended 31st March, 2022

In terms of Regulation 27(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Corporate Governance Report for the quarter and financial year ended 31st March, 2022 is attached herewith for your reference and record.

Kindly acknowledge the receipt and do the needful.

Thanking You
Yours faithfully

For Authum Investment & Infrastructure Limited



Amit Dangi
Whole Time Director & CFO
DIN: 06527044



ANNEXURE I

Format of report on Corporate Governance to be submitted by listed entity on quarterly basis

1. Name of Listed Entity: - Authum Investment & Infrastructure Ltd.
2. Quarter ending: 31/03/2022

| I Composition of Board of Directors | | | | | | | | | | | | |
|--|----------------------|--|---|-----------------------------|------------------------|-------------------|----------------------|---------------|---|--|--|---|
| Title (Mr / Ms) | Name of the Director | PAN\$ & DIN | Category (Chairperson / Executive / Non-Executive / Independent / Nominee) & | Initial Date of Appointment | Date of Re-Appointment | Date of Cessation | Tenure * (In months) | Date of Birth | No of Directorship in listed entities including this listed entity [in reference to Regulation 17A(1)] | No of Independent Directorship in listed entities including this listed entity [in reference to proviso to regulation 17A(1)] | 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) |
| Mrs. | Alpana Dangi | AFNPD2805C01506529 | Non-Executive – Non-Independent Director | 30-09-2019 | - | - | - | 29-10-1972 | 1 | 0 | 0 | 0 |
| Mr. | Vimal Ajmera | AFXPA8313E07011895 | Non-Executive - Independent Director | 30-09-2019 | - | - | 30 | 06-07-1974 | 1 | 1 | 2 | 0 |
| Mr. | Amit Dangi | AYBPD9431B06527044 | Executive Director, Chairman | 29-06-2020 | - | - | - | 30-01-1991 | 1 | 0 | 2 | 0 |
| Mrs. | Bhaviika Jain | AOQPJ6550A08738884 | Non-Executive - Independent Director | 30-05-2020 | - | - | 22 | 08-04-1990 | 1 | 1 | 0 | 0 |
| Mr. | Sanjiv Swarup | ALFPS9863H00132716 | Non-Executive - Independent Director | 21-10-2020 | - | - | 17 | 19-11-1958 | 2 | 2 | 4 | 3 |
| Mr. | Sanjay Dangi | AHSPD6986H00012833 | Non-Executive – Non-Independent Director | 21-04-2021 | - | - | - | 04-06-1965 | 1 | 0 | 1 | 1 |
| | YES | Whether Regular chairperson appointed | | | | | | | | | | |
| | NO | Whether Chairperson is related to managing director or CEO | | | | | | | | | | |



^s PAN of any director would not be displayed on the website of Stock Exchange
 & Category of directors means executive/non-executive/independent/Nominee. If a director fits into more than one category write all categories separating them with hyphen
 * to be filled only for Independent Director. Tenure would mean total period from which Independent director is serving on Board of directors of the listed entity in continuity without any cooling off period.

II Composition of Committees

| Name of Committee | Whether Regular chairperson appointed | Name of Committee members | Category (Chairperson/ Executive/ Non-Executive/ independent/ Nominee)\$ | Date of Appointment | Date of Cessation |
|--|---------------------------------------|---|---|--|-------------------|
| 1. Audit Committee | YES | 1) Amit Dangi 2) Vimal Ajmera 3) Sanjiv Swarup | 1) Executive Director (Member) 2) Non-Executive - Independent Director (Member) 3) Non-Executive - Independent Director (Chairperson) | 03-01-2020 03-01-2020 21-10-2020 | - - - |
| 2. Nomination & Remuneration Committee | YES | 1) Alpna Dangi 2) Vimal Ajmera 3) Sanjiv Swarup | 1) Non-Executive - Non-Independent Director (Member) 2) Non-Executive - Independent Director (Member) 3) Non-Executive - Independent Director (Chairperson) | 29-06-2020 03-01-2020 21-10-2020 | - - - |
| 3. Risk Management Committee | YES | 1) Amit Dangi 2) Sanjiv Swarup 3) Sanjay Dangi | 1) Executive Director - (Chairperson) 2) Non-Executive - Independent Director (Member) 3) Non-Executive - Non-Independent Director (Member) | 12-11-2020 10-04-2021 04-10-2021 | - - - |
| 4. Stakeholders Relationship Committee' | YES | 1) Amit Dangi 2) Vimal Ajmera 3) Sanjiv Swarup | 1) Executive Director (Member) 2) Non-Executive - Independent Director (Member) 3) Non-Executive - Independent Director (Chairperson) | 03-01-2020 03-01-2020 21-10-2020 | - - - |
| 5. Corporate Social Responsibility Committee | YES | 1) Amit Dangi 2) Vimal Ajmera 3) Sanjiv Swarup | 1) Executive Director (Member) 2) Non-Executive - Independent Director (Member) 3) Non-Executive - Independent Director (Chairperson) | 03-01-2020 03-01-2020 21-10-2020 | - - - |
| 6. Investment Committee | YES | 1) Amit Dangi 2) Sanjiv Swarup 3) Sanjay Dangi | 1) Executive Director - (Chairperson) 2) Non-Executive - Independent Director (Member) 3) Non-Executive - Non-Independent Director (Member) | 12-11-2020 10-04-2021 21-12-2021 | - - - |
| 7. Securities Allotment and Redemption Committee | YES | 1) Amit Dangi 2) Sanjiv Swarup 3) Sanjay Dangi | 1) Executive Director - (Chairperson) 2) Non-Executive - Independent Director (Member) 3) Non-Executive - Non-Independent Director (Member) | 21-12-2021 21-12-2021 21-12-2021 | - - - |
| 8. Asset Liability Management Committee | YES | 1) Amit Dangi 2) Sanjiv Swarup 3) Sanjay Dangi | 1) Executive Director - (Chairperson) 2) Non-Executive - Independent Director (Member) 3) Non-Executive - Non-Independent Director (Member) | 14-11-2019 12-11-2020 21-04-2021 | - - - |

& Category of directors means executive/non-executive/independent/Nominee. If a director fits into more than one category write all categories separating them with hyphen



III 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 | Whether requirement of Quorum met* | Number of Directors present* | Number of independent directors present* | Maximum gap between any two consecutive (in number of days) |
|---|---|------------------------------------|------------------------------|--|---|
| 04-10-2021 | - | YES | 3 | 2 | - |
| 26-10-2021 | - | YES | 5 | 2 | 21 |
| 19-11-2021 | - | YES | 6 | 3 | 23 |
| 21-12-2021 | - | YES | 6 | 3 | 31 |
| | 07-02-2022 | YES | 5 | 3 | 47 |

* to be filled in only for the current quarter meetings

IV. Meeting of Committees

| Name of Committee | Date(s) of meeting of the committee in the relevant quarter | Whether requirement of Quorum met(details)* | Number of Directors present* | Number of independent directors present* | 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 | 2 | 1 | 26-10-2021 | - |
| Audit Committee | 07-02-2022 | YES | 3 | 2 | - | 103 |
| Stakeholders Relationship Committee' | - | YES | 2 | 1 | 26-10-2021 | - |
| Risk Management Committee | - | YES | 2 | 0 | 26-10-2021 | - |
| Risk Management Committee | 07-02-2022 | YES | 3 | 1 | - | 103 |
| Securities Allotment and Redemption Committee | - | YES | 3 | 1 | 21-12-2021 | - |
| Corporate Social Responsibility Committee | 07-02-2022 | YES | 3 | 2 | - | - |
| Asset Liability Management Committee | - | YES | 3 | 1 | 26-10-2021 | - |
| Asset Liability Management Committee | 07-02-2022 | YES | 3 | 1 | - | 103 |

* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional

** to be filled in only for the current quarter meetings

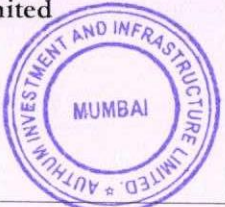
V. Related Party Transactions

| Subject | Compliance status (Yes/No/NA) refer note below |
|--|--|
| Whether prior approval of audit committee obtained | YES |
| Whether shareholder approval obtained for material RPT | YES |
| Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee | YES |

Note

- 1 In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.
- 2 If status is "No" details of non-compliance may be given here.



| VI Affirmations | | |
|---|--|-------------------|
| Sr. No | Subject | Compliance Status |
| 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 Audit Committee | YES |
| 3 | The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015 Nomination & remuneration committee | YES |
| 4 | The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015 Stakeholders relationship committee | YES |
| 5 | The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015 Risk management committee | YES |
| 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. Any comments/observations/advice of Board of Directors may be mentioned here | YES |
| For Authum Investment & Infrastructure Limited  Amit Dangi Whole Time Director & CFO DIN: 06527044  | | |

ANNEXURE II

Format 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 | | |
|---|--|---|
| Item | Compliance status (Yes/No/NA) refer note below | If Yes provide link to website. If No / NA provide reasons |
| As per regulation 46(2) of the LODR: | | |
| a. Details of business | Yes | https://authum.com/index.html |
| b. Terms and conditions of appointment of independent directors | Yes | https://authum.com/Policies.html |
| c. Composition of various committees of board of directors | Yes | https://authum.com/about.html |
| d. Code of conduct of board of directors and senior management personnel | Yes | https://authum.com/financial-info.html |
| e. Details of establishment of vigil mechanism/ Whistle Blower policy | Yes | https://authum.com/financial-info.html |
| f. Criteria of making payments to non-executive directors | NA | |
| g. Policy on dealing with related party transactions | Yes | https://authum.com/financial-info.html |
| h. Policy for determining 'material' subsidiaries | NA | |
| i. Details of familiarization programmes imparted to independent directors | Yes | https://authum.com/financial-info.html |
| j. email address for grievance Redressal and other relevant details | Yes | https://authum.com/financial-info.html |
| k. Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances | Yes | https://authum.com/financial-info.html |
| l. Financial results | Yes | https://authum.com/financial-info.html |
| m. Shareholding pattern | Yes | https://authum.com/financial-info.html |
| n. Details of agreements entered into with the media companies and/or their associates | NA | |
| o. Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or institutional investors simultaneously with submission to stock exchange | NA | |
| p. New name and the old name of the listed entity | NA | |
| q. Advertisements as per regulation 47 (1) | Yes | https://authum.com/financial-info.html |
| r. Credit rating or revision in credit rating obtained by the entity for all its outstanding instruments | NA | |
| s. Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year | NA | |
| As per other regulations of the LODR: | | |
| a. Whether company has provided information under separate section on its website as per Regulation 46(2) | Yes | https://authum.com/financial-info.html |
| b. Materiality Policy as per Regulation 30 | Yes | https://authum.com/financial-info.html |



| | | |
|--|-----|---|
| c. Dividend Distribution policy as per Regulation 43A (as applicable) | Yes | https://www.authum.com/financial-info.html |
| It is certified that these contents on the website of the listed entity are correct. | Yes | |

II Annual Affirmations

Particulars

| | Regulation Number | Compliance status (Yes/No/NA) refer note below |
|---|----------------------------------|--|
| Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility' | 16(1)(b) & 25(6) | Yes |
| Board composition | 17(1), 17(1A) & 17(1B) | Yes |
| Meeting of Board of directors | 17(2) | Yes |
| Quorum of board meeting | 17(2A) | Yes |
| Review of Compliance Reports | 17(3) | Yes |
| Plans for orderly succession for appointments | 17(4) | Yes |
| Code of Conduct | 17(5) | Yes |
| Fees/compensation | 17(6) | Yes |
| Minimum Information | 17(7) | Yes |
| Compliance Certificate | 17(8) | Yes |
| Risk Assessment & Management | 17(9) | Yes |
| Performance Evaluation of Independent Directors | 17(10) | Yes |
| Recommendation of board | 17(11) | Yes |
| Maximum number of directorship | 17A | Yes |
| Composition of Audit Committee | 18(1) | Yes |
| Meeting of Audit Committee | 18(2) | Yes |
| Composition of nomination & remuneration committee | 19(1) & (2) | Yes |
| Quorum of Nomination and Remuneration Committee meeting | 19(2A) | Yes |
| Meeting of Nomination & Remuneration Committee | 19(3A) | Yes |
| Composition of Stakeholder Relationship Committee | 20(1), 20(2) and 20(2A) | Yes |
| Meeting of Stakeholder Relationship Committee | 20 (3A) | Yes |
| Composition and role of risk management committee | 21(1), (2), (3), (4) | Yes |
| Meeting of Risk Management Committee | 21(3A) | Yes |
| Vigil Mechanism | 22 | Yes |
| Policy for related party Transaction | 23(1), 1(A), (5), (6), (7) & (8) | Yes |
| Prior or Omnibus approval of Audit Committee for all related party transactions | 23(2), (3) | Yes |
| Approval for material related party transactions | 23(4) | Yes |
| Disclosure of related party transactions on consolidated basis | 23(9) | Yes |
| Composition of Board of Directors of unlisted material Subsidiary | 24(1) | NA |
| Other Corporate Governance requirements with respect to subsidiary of listed entity | 24(2), (3), (4), (5) & (6) | NA |
| Annual Secretarial Compliance Report | 24(A) | Yes |
| Alternate Director to Independent Director | 25(1) | NA |



| | | |
|---|---------------|-----|
| Maximum Tenure | 25(2) | Yes |
| Meeting of independent directors | 25(3) & (4) | Yes |
| Familiarization of independent directors | 25(7) | Yes |
| Declaration from Independent Director | 25(8) & (9) | Yes |
| Directors and Officers insurance | 25(10) | Yes |
| Memberships in Committees | 26(1) | Yes |
| Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel | 26(3) | Yes |
| Disclosure of Shareholding by Non-Executive Directors | 26(4) | Yes |
| Policy with respect to Obligations of directors and senior management | 26(2) & 26(5) | Yes |

Note

1. In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.
2. If status is "No" details of non-compliance may be given here.
3. If the Listed Entity would like to provide any other information the same may be indicated here.

III Affirmations:

The Listed Entity has approved the Material Subsidiary Policy and the Corporate Governance requirements with respect to the subsidiary of Listed Entity have been complied.

For Authum Investment & Infrastructure Limited


Amit Dangi
 Whole Time Director & CFO
 DIN: 06527044



ANNEXURE IV

Format to be submitted twice a year, on a half yearly basis by the listed entity at the end of every 6 months of the financial year

Half year ending – March, 2022

I. Disclosure of Loans / guarantees / comfort letters / securities etc. refer note below

(A) Any loan or any other form of debt advanced by the listed entity directly or indirectly to:

| Entity | Aggregate amount advanced during six months | Balance outstanding at the end of six months |
|--|---|--|
| Promoter or any other entity controlled by them | 42,75,12,320 | 35,12,72,014 |
| Promoter Group or any other entity controlled by them | - | - |
| Directors (including relatives) or any other entity controlled by them | - | - |
| KMPs or any other entity controlled by them | - | - |

(B) Any guarantee/ comfort letter (by whatever name called) provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by:

| Entity | Type (guarantee, comfort letter etc.) | Aggregate amount of issuance during six months | Balance outstanding at the end of six months (taking into account any invocation) |
|--|---------------------------------------|--|---|
| Promoter or any other entity controlled by them | - | - | - |
| Promoter Group or any other entity controlled by them | - | - | - |
| Directors (including relatives) or any other entity controlled by them | - | - | - |
| KMPs or any other entity controlled by them | - | - | - |

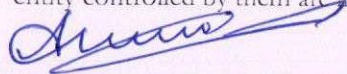


(C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by:

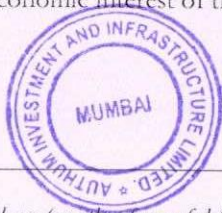
| Entity | Type of security (cash, shares etc.) | Aggregate value of security provided during six months | Balance outstanding at the end of six months |
|---|---|---|---|
| Promoter or any other entity controlled by them | - | - | - |
| Promoter Group or any other entity controlled by them | - | - | - |
| Directors (including relatives) or any other entity controlled by them | - | - | - |
| KMPs or any other entity controlled by them | - | - | - |

II. Affirmations:

All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to promoter(s), promoter group, director(s) (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them are in the economic interest of the company.



Amit Dangi
Whole Time Director and CFO
DIN: 06527044



Note

- These disclosures shall exclude any loan (or other form of debt), guarantee / comfort letter (by whatever name called) or security provided in connection with any loan or any other form of debt;
 - by a government company to/ for the Government or government company
 - by the listed entity to/ for its subsidiary [and joint-venture company] whose accounts are consolidated with the listed entity.
 - by a banking company or an insurance company; and
 - by the listed entity to its employees or directors as a part of the service conditions
- If the Listed Entity would like to provide any other information, the same may be indicated as Para D in the above table.