

SRG FINGROW FINANCE LIMITED

Regd. Office: 322, SM Lodha Complex, near Shastri Circle, Udaipur (Rajasthan) 313001

CIN NO: L67120RJ1995PLC009631 Tel: +91-294-2561882

Website: www.srgfin.com, Email-id: srgsecurities@gmail.com

COMPOSITION OF THE BOARD OF DIRECTORS

The Board of Director comprises five directors and out of which two are independent directors.

| Category | Directors | % of Total No of Directors |
|--------------------------------------|--|----------------------------|
| Promoter Managing Director | Mr. Vinod K. Jain | 40.00 |
| Promoter Whole Time Director | Mrs. Seema Jain | |
| Non- Executive Directors | Ms. Richa Bhandari | 20.00 |
| Non- Executive Independent Directors | Mr. Suresh K Porwal Mr. Dilip Kumar Singhvi | 40.00 |
| Total | | 100.00% |

RESPONSIBILITIES

The Board of Directors at SRGSFL are collectively responsible for advising the Company on Strategic matters, Policy making and various other material and key decisions. Apart from the above, they mainly review the Corporate Performance of the Company viz. the Shareholders' security and safeguarding of their interest and most importantly oversee the Regulatory and Statutory Compliances.

BOARD MEETINGS

The meeting of the Board of Directors is held according to the provisions of Companies Act and the Financial Performance amongst other important issues. Powers of the Board of Directors have been delegated to the various Committees of the Board viz. the Audit Committee, Stakeholder's Relationship Committee and the Nomination & Remuneration Committee etc.

All the procedural matters of a Board Meeting along with the preparation of the agenda, Board Papers, circulation of notices, agendas Papers, etc. is done by the Company Secretary or the person authorized by Board. Overall, the Directors have access to all information and records of the company. The meetings of the Board of Directors are normally held at Registered Office of the Company. Meetings are generally scheduled well in advance and the notice of each board meeting is given in writing/ email to each director.

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COMMITTEE'S COMPOSITION

AUDIT COMMITTEE

The scope and duties of Audit Committee shall be as per the provisions of Companies Act, 2013 and as per Listing Agreement and as may be decided by Board. The audit committee shall meet at least four times in a year and not more than one hundred and twenty days shall elapse between two meetings.

| Name | Category | Executive/ Non-Executive |
|-------------------------|----------|------------------------------------|
| Mr. Suresh K Porwal | Chairman | Non-Executive Independent Director |
| Mr. Dilip Kumar Singhvi | Member | Non-Executive Independent Director |
| Ms. Richa Bhandari | Member | Non-Executive Director |

NOMINATION AND REMUNERATION COMMITTEE

The Nomination & Remuneration Committee has been constituted to recommend and review remuneration package of managing & Executive Directors by reference to performance, experience and responsibilities. The remuneration policy of our Company is directed towards rewarding performance, based on review of achievements on a periodic basis. The remuneration policy is in consonance with the existing industry practice. The committee is required to meet at least once a year.

| Name | Category | Executive/ Non-Executive |
|-------------------------|----------|------------------------------------|
| Mr. Dilip Kumar Singhvi | Chairman | Non-Executive Independent Director |
| Mr. Suresh K Porwal | Member | Non-Executive Independent Director |
| Ms. Richa Bhandari | Member | Non-Executive Director |

STAKEHOLDERS RELATIONSHIP COMMITTEE

The committee is primarily responsible for handling the work of Share Transfers and redress Investor Grievances. The committee is required to meet at least once a year. The committee comprises of the following members

| Name | Category | Executive/ Non Executive |
|-------------------------|----------|------------------------------------|
| Mr. Suresh K Porwal | Chairman | Non-Executive Independent Director |
| Mr. Dilip Kumar Singhvi | Member | Non-Executive Independent Director |
| Mrs. Seema Jain | Member | Whole-Time Director |

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ANY OTHER COMMITTEE

RISK MANAGEMENT COMMITTEE

The Risk Management Committee is responsible for identifying, assessing, and monitoring risks that could impact the organization's objectives and operations. It meets on a quarterly basis, or more frequently, if necessary, to review the risk management framework, monitor emerging risks, and make recommendations to the board on risk-related matters. The committee also ensures compliance with relevant regulations and promotes a culture of risk awareness throughout the organization.

| Name | Category | Executive/ Non-Executive |
|-------------------------|----------|------------------------------------|
| Mr. Vinod K Jain | Chairman | Managing Director |
| Mr. Dilip Kumar Singhvi | Member | Non-Executive Independent Director |
| Mr. Suresh K Porwal | Member | Non-Executive Independent Director |