



January 19, 2022

To,
BSE Limited
First Floor, P.J. Towers,
Dalal Street, Mumbai- 400001.

Subject: Corporate Governance Report for the quarter ended as on December 31, 2021

Dear Sir / Madam,

With reference to clause 27 of the Securities and Exchange Board of India (Listing Obligation and Disclosures Requirements) Regulations, 2015, we hereby enclose the Corporate Governance Report for the quarter ended as on December 31, 2021.

Kindly take the same on record and oblige.

Thanking You,

Yours faithfully,
For IIFL Wealth Prime Limited
(formerly known as IIFL Wealth Finance Limited)

Amit Bhandari
Company Secretary & Compliance Officer

Encl: as above

IIFL WEALTH PRIME LIMITED
(FORMERLY KNOWN AS IIFL WEALTH FINANCE LIMITED)

Corporate & Registered Office:
6th Floor, IIFL Centre, Kamala City, Senapati Bapat Marg,
Lower Parel (W), Mumbai – 400 013
TEL: (91-22) 4876 5600 | **FAX:** (91-22) 4875 5606

(IIFL Wealth Group)
www.iiflwealthprime.com

CIN: U65990MH1994PLC080646

1. Name of Company: **IIFL Wealth Prime Limited (Formerly Known as IIFL Wealth Finance Limited)**

2. Quarter ending: **December 31, 2021**

I. Composition of Board of Directors												
Title (Mr / Ms)	Name of the Director	PAN & DIN	Category of directors	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (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)
Mr.	Subbaraman Narayan	PAN: ABUPN5095R DIN: 00094081	Non-Executive - Independent Director	31-03-2017	21-07-2017	N.A.	57 Months	20-06-1943	4	4	5	4
Mr.	Himanshu Jain	PAN: ADQPJ2993L DIN: 02052409	Executive Director	04-10-2016	04-10-2016	N.A.	N.A.	19-04-1975	0	0	0	0
Mr.	Yatin Shah	PAN: AAMPS4225K DIN: 03231090	Executive Director	04-10-2016	22-01-2020	N.A.	N.A.	27-01-1976	1	0	1	0

Mr.	Karan Bhagat	PAN: AEBPB7249 B DIN: 03247753	Non-Executive - Non - Independent Director	11-06-2020	10-09-2020	N.A.	N.A.	25-04-1977	1	0	1	0
Mr.	Shantanu Rastogi	PAN: AGDPR8472 J DIN: 06732021	Non-Executive – Non - Independent Director	26-07-2016	26-07-2016	N.A.	N.A.	26-03-1979	1	0	2	0
Ms.	Rekha Warriar	PAN: AAAPW192 7E DIN: 08152356		01-08-2018	30-09-2019	N.A.	41 months	26-07-1957	1	1	3	1
Whether Regular Chairperson appointed - Yes												
Whether Chairperson is related to managing director or CEO – No												

***Directorship including only equity listed company, as per Regulation 17A(1)**

II. Composition of Committee					
Name of Committee	Whether Regular Chairman appointed	Name of Committee Members	Category	Date of appointment	Date of Cession
1. Audit Committee	Yes	1. Rekha Gopal Warriar 2. Subbaraman Narayan 3. Shantanu Rastogi	1. Non-Executive - Independent Director -Chairperson 2. Non-Executive - Independent Director 3. Non -Executive Director	01-08-2018 31-03-2017 24-01-2017	
2. Nomination and Remuneration Committee	Yes	1. Subbaraman Narayan	1. Non-Executive – Independent Director	31-03-2017	

		2. Rekha Warriar	2. Non-Executive - Independent Director - Chairperson	01-08-2018	
		3. Karan Bhagat	3. Non-Executive - Non -Independent Director	11-06-2020	
3. Risk Management Committee	Yes	1. Rekha Warriar	1. Non-Executive – Independent Director - Chairperson	01-08-2018	27-10-2021
		2. Himanshu Jain	2. Executive Director	04-10-2016	
		3. Shantanu Rastogi	3. Non-Executive – Non- Independent Director	04-10-2016	
		4. R. Mohan	4. Non-Director	04-10-2016	
		5. Niraj Murarka	5. Non-Director	02-04-2016	
		6. Raghuvir Mukherji	6. Non-Director	30-01-2018	
4. Stakeholder Relationship Committee	Yes	1. S. Narayan	1. Non-Executive – Independent Director - Chairman	27-10-2021	
		2. Yatin Shah	2. Executive Director	27-10-2021	
		3. Himanshu Jain	3. Executive Director	27-10-2021	

III. Meetings of Board of Director					
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
02-07-2021		Yes	6	2	45 days
02-08-2021		Yes	6	2	30 days
03-09-2021		Yes	5	1	31 days
13-09-2021		Yes	6	2	9 days
	26-10-2021	Yes	6	2	42 days

III. Meetings of Committees					
Audit Committee					
Date(s) of Meeting of the committee in the relevant quarter	Whether requirement of quorum met	Number of Directors present	Number of Independent Directors present	Date(s) of Meeting of the previous committee	Maximum gap between any two consecutive meetings in number of days
	Yes	3	2	02-07-2021	45 days
	Yes	3	2	02-08-2021	30 days
26-10-2021	Yes	3	2		84 days
Nomination and Remuneration Committee					
Date(s) of Meeting of the committee in the relevant quarter	Whether requirement of quorum met	Number of Directors present	Number of Independent Directors present	Date(s) of Meeting of the previous committee	Maximum gap between any two consecutive meetings in number of days
	Yes	3	2	17-05-2021	NA
Risk Management Committee					
Date(s) of Meeting of the committee in the relevant quarter	Whether requirement of quorum met	Number of Directors present	Number of Independent Directors present	Date(s) of Meeting of the previous committee	Maximum gap between any two consecutive meetings in number of days
26-10-2021	Yes	3	1	02-08-2021	85 days

V. Related Party Transaction	
Subject	Compliance Status
Whether prior approval of Audit Committee obtained	Yes
Whether Shareholders approval taken obtained for material RPT	N.A.
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by the Audit Committee	Yes

VI. Affirmations
1. The Compositions of Board of Directors is in terms of SEBI (Listing Obligations and Disclosures requirement) Regulations, 2015.
2. "The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee b. Nomination & remuneration committee c. Stakeholders relationship committee d. Risk management committee
3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
4. 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.
5. This report and/or the report submitted in the previous quarter has been placed before Board of Directors.