

XBRL Excel Utility	
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**1. Overview**

The excel utility can be used for creating the XBRL/XML file for filing of Corporate Governance Report

XBRL filing consists of two processes. Firstly generation of XBRL/XML file and upload of generated XBRL/XML file to BSE Listing Center Website (www.listing.bseindia.com) .

**2. Before you begin**

1. The version of Microsoft Excel in your system should be Microsoft Office Excel 2007 and above.
2. The system should have a file compression software to unzip excel utility file.
3. Make sure that you have downloaded the latest Excel Utility from BSE Website to your local system.
4. Make sure that you have downloaded the Chrome Browser to view report generated from Excel utility
5. Please enable the Macros (if disabled) as per instructions given in manual, so that all the functionalities of Excel Utility works fine. Please first go through Enable Macro - Manual attached with zip file.

**3. Index**

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2	Composition of BOD	<a href="#">Annexure I - Composition of BOD</a>
3	Composition of Committee	<a href="#">Annexure I - Composition of Committee</a>
4	Meeting of BOD	<a href="#">Annexure I - Meeting of BOD</a>
5	Meeting of Committees	<a href="#">Annexure I - Meeting of Committees</a>
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**4. Import XBRL file**

1. Now you can import and view previously generated XBRL files by clicking Import XBRL button on General information sheet.

**5. Steps for Filing Corporate Governance Report**

**I. Fill up the data:** Navigate to each field of every section in the sheet to provide applicable data in correct format. (Formats will get reflected while filling data.)

- Use paste special command to paste data from other sheet.

**II. Validating Sheets:** Click on the "Validate" button to ensure that the sheet has been properly filled and also data has been furnished in proper format. If there are some errors on the sheet, excel utility will prompt you about the same.

**III. Validate All Sheets:** Click on the "Home" button. And then click on "Validate All Sheet" button to ensure that all sheets has been properly filled and validated successfully. If there are some errors on the sheet, excel utility will prompt you about the same and stop validation at the same time. After correction, once again follow the same procedure to validate all sheets.

Excel Utility will not allow you to generate XBRL/XML until you rectify all errors.

**IV. Generate XML :** Excel Utility will not allow you to generate XBRL/XML unless successful validation of all sheet is completed. Now click on 'Generate XML' to generate XBRL/XML file.

- Save the XBRL/XML file in your desired folder in local system.

**V. Generate Report :** Excel Utility will allow you to generate Report. Now click on 'Generate Report' to generate html report.

- Save the HTML Report file in your desired folder in local system.
- To view HTML Report open "Chrome Web Browser" .
- To print report in PDF Format, Click on print button and save as PDF.

**VI. Upload XML file to BSE Listing Center:** For uploading the XBRL/XML file generated through Utility, login to BSE Listing Center and upload generated xml file. On Upload screen provide the required information and browse to select XML file and submit the XML.

**6. Fill up the data in excel utility**

1. Cells with red fonts indicate mandatory fields.
2. If mandatory field is left empty, then Utility will not allow you to proceed further for generating XML.
3. You are not allowed to enter data in the Grey Cells.
4. If fields are not applicable to your company then leave it blank. Do not insert Zero unless it is a mandatory field.
5. Data provided must be in correct format, otherwise Utility will not allow you to proceed further for generating XML.
6. Select data from "Dropdown list" wherever applicable.
7. Adding Notes: Click on "Add Notes" button to add notes

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### General information about company

Scrip code	539839
NSE Symbol	
MSEI Symbol	
ISIN	INE399S01010
Name of the entity	FRANKLIN LEASING AND FINANCE LIMITED
Date of start of financial year	01-04-2018
Date of end of financial year	31-03-2019
Reporting Quarter	Yearly
Date of Report	31-03-2019
Risk management committee	Not Applicable

Enter the quarter  
ended date only

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## Annexure I

Annexure I to be submitted by listed entity on quarterly basis

## I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory

[Add Notes](#)

Wether the listed entity has a Regular Chairperson

Yes

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of appointment in the current term	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulations)	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)	Notes for not providing PAN	Notes for not providing DIN
<a href="#">Add</a>		<a href="#">Delete</a>													
1	Mr	RAM BIMAL PATODIA	BWHPP5826K	07554968	Executive Director	Chairperson	MD	30-04-2018			0	0	0		
2	Mr	RAMESH KUMAR DALMIA	AKJPD4511C	03257468	Non-Executive - Independent Director	Not Applicable		15-12-2014		53	1	1	0		
3	Ms	SUNITHA GUPTA	ADOPG5748G	07133097	Non-Executive - Independent Director	Not Applicable		20-05-2016		30	1	1	2		

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Annexure 1	
II. Composition of Committees	
Disclosure of notes on composition of committees explanatory	<a href="#">Add Notes</a>

For this quarter kindly note the following points:  
 1. Date of Appointment and Date of Cessation (if applicable) must be mandatorily filled for every Committee.  
 2. Date of Appointment can be any day upto March 31, 2019.  
 3. Date of Cessation must be for the current quarter only, i.e. January 1,2019 to March 31,2019.

Audit Committee Details							
Whether the Audit Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	07554968	RAM BIMAL PATODIA	Executive Director	Member	12-02-2018		
2	03257468	RAMESH KUMAR DALMIA	Non-Executive - Independent Director	Member	15-12-2014		
3	07133097	SUNITHA GUPTA	Non-Executive - Independent Director	Chairperson	20-05-2016		
4							
5							
6							
7							
8							
9							
10							

Nomination and remuneration committee							
Whether the Nomination and remuneration committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	07554968	RAM BIMAL PATODIA	Executive Director	Member	12-02-2018		
2	03257468	RAMESH KUMAR DALMIA	Non-Executive - Independent Director	Member	15-12-2014		
3	07133097	SUNITHA GUPTA	Non-Executive - Independent Director	Chairperson	20-05-2016		
4							
5							
6							
7							
8							
9							
10							

Stakeholders Relationship Committee							
Whether the Stakeholders Relationship Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	07554968	RAM BIMAL PATODIA	Executive Director	Member	12-02-2018		
2	03257468	RAMESH KUMAR DALMIA	Non-Executive - Independent Director	Member	15-12-2014		
3	07133097	SUNITHA GUPTA	Non-Executive - Independent Director	Chairperson	20-05-2016		
4							
5							
6							
7							
8							
9							
10							

Risk Management Committee							
Whether the Risk Management Committee has a Regular Chairperson							
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1							
2							
3							
4							
5							
6							
7							
8							
9							
10							

Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility Committee has a Regular Chairperson					No		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1							
2							
3							
4							

5							
6							
7							
8							
9							
10							

Other Committee						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks
1						
2						
3						
4						
5						
6						
7						
8						
9						
10						

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### Annexure 1

#### III. Meeting of Board of Directors

Disclosure of notes on meeting of board of directors  
explanatory

[Add Notes](#)

**Sr** **Date(s) of meeting (Enter dates of Previous quarter  
and Current quarter in chronological order)**

**Maximum gap between  
any two consecutive (in  
number of days)**

**Notes for not  
providing Date**

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1

10-11-2018

2

07-02-2019

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Other Com

Annexure 1								
IV. Meeting of Committees								
Disclosure of notes on meeting of committees explanatory						Add Notes		
Sr	Name of Committee	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Requirement of Quorum met	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings (in number of days)	Name of other committee	Reason for not providing date
Add Delete								
1	Audit Committee	07-02-2019	Yes		10-11-2018	88		

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Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	NA	
2	Whether shareholder approval obtained for material RPT	NA	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	NA	
Disclosure of notes on related party transactions			<a href="#">Add Notes</a>
Disclosure of notes of material transaction with related party			<a href="#">Add Notes</a>

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Sr	Item	Compliance status	If status is "No" details of non-compliance may be given here.	Web address
1	Details of business	Yes		<a href="http://www.franklinleasing.in">http://www.franklinleasing.in</a>
2	Terms and conditions of appointment of independent directors	Yes		<a href="http://www.franklinleasing.in">http://www.franklinleasing.in</a>
3	Composition of various committees of board of directors	Yes		<a href="http://www.franklinleasing.in">http://www.franklinleasing.in</a>
4	Code of conduct of board of directors and senior management personnel	Yes		<a href="http://www.franklinleasing.in">http://www.franklinleasing.in</a>
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		<a href="http://www.franklinleasing.in">http://www.franklinleasing.in</a>
6	Criteria of making payments to non-executive directors	Yes		<a href="http://www.franklinleasing.in">http://www.franklinleasing.in</a>
7	Policy on dealing with related party transactions	Yes		<a href="http://www.franklinleasing.in">http://www.franklinleasing.in</a>
8	Policy for determining 'material' subsidiaries	NA		
9	Details of familiarization programmes imparted to independent directors	Yes		<a href="http://www.franklinleasing.in">http://www.franklinleasing.in</a>
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		<a href="http://www.franklinleasing.in">http://www.franklinleasing.in</a>
11	email address for grievance redressal and other relevant details	Yes		<a href="http://www.franklinleasing.in">http://www.franklinleasing.in</a>
12	Financial results	Yes		<a href="http://www.franklinleasing.in">http://www.franklinleasing.in</a>
13	Shareholding pattern	Yes		<a href="http://www.franklinleasing.in">http://www.franklinleasing.in</a>
14	Details of agreements entered into with the media companies and/or their associates	Yes		<a href="http://www.franklinleasing.in">http://www.franklinleasing.in</a>
15	New name and the old name of the listed entity	NA		
16	Disclosure of notes on website in terms of Listing Regulations explanatory [Text Block]		<a href="#">Add Notes</a>	

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## Annexure 1

## VI. Affirmations

Sr	Subject	Compliance status (Yes/No)
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 <b>a. Audit Committee</b>	Yes
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. <b>b. Nomination &amp; remuneration committee</b>	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. <b>c. Stakeholders relationship committee</b>	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. <b>d. Risk management committee (applicable to the top 100 listed entities)</b>	NA
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.	Yes
9	<b>Any comments/observations/advice of Board of Directors may be mentioned here:</b>	<a href="#">Add Notes</a>

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## Annexure 1

Sr	Subject	Compliance status
1	Name of signatory	SHANU JAIN
2	Designation	Company Secretary

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Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes	
2	Board composition	17(1)	Yes	
3	Meeting of Board of directors	17(2)	Yes	
4	Review of Compliance Reports	17(3)	Yes	
5	Plans for orderly succession for appointments	17(4)	Yes	
6	Code of Conduct	17(5)	Yes	
7	Fees/compensation	17(6)	Yes	
8	Minimum Information	17(7)	Yes	
9	Compliance Certificate	17(8)	Yes	
10	Risk Assessment & Management	17(9)	Yes	
11	Performance Evaluation of Independent Directors	17(10)	Yes	
12	Composition of Audit Committee	18(1)	Yes	
13	Meeting of Audit Committee	18(2)	Yes	
14	Composition of nomination & remuneration committee	19(1) & (2)	Yes	
15	Composition of Stakeholder Relationship Committee	20(1) & (2)	Yes	
16	Composition and role of risk management committee	21(1),(2),(3),(4)	Yes	
17	Vigil Mechanism	22	Yes	
18	Policy for related party Transaction	23(1),(5),(6),(7) & (8)	Yes	
19	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
20	Approval for material related party transactions	23(4)	Yes	
21	Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA	
22	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	Yes	
23	Maximum Directorship & Tenure	25(1) & (2)	Yes	
24	Meeting of independent directors	25(3) & (4)	Yes	
25	Familiarization of independent directors	25(7)	Yes	
26	Memberships in Committees	26(1)	Yes	
27	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
28	Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes	
29	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
Any other information to be provided				<a href="#">Add Notes</a>

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1	Name of signatory	SHANU JAIN
2	Designation	Company Secretary

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<b>Sr</b>	<b>Particulars</b>	<b>Compliance status (Yes/No/NA)</b>
1	The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied	NA
<b>Any other information to be provided</b>		<b>Add Notes</b>

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1	Name of signatory	SHANU JAIN
2	Designation	Company Secretary

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### Signatory Details

Name of signatory	SHANU JAIN
Designation of person	Company Secretary
Place	delhi
Date	09-04-2019

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