

**FORMAT FOR QUARTERLY INTEGRATED FILING (GOVERNANCE)**

**ANNEXURE-1**

**A. Compliance Report on Corporate Governance to be submitted by a listed entity on a quarterly basis**

**1. Name of Listed Entity: GARBI FINVEST LIMITED**

**2. Quarter ending: 31.03.2026**

**I. Composition of Board of Directors**

Title (Mr./ Mrs.)	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*	Date of Birth	No. of Directorship in listed entities including this listed entity	No. of Inde pend ent Direc torsh ip in listed entiti es inclu ding this listed entity	No. of members hips in Audit/ Stakehold er Committe e(s) including this listed entity	No. of Chairp Au Stake Comm held in ent includi listed
MR	KRIPA SHANKAR MAHAWAR	ADLPM 9938R and 0115866 8	Executive	12/10/2011	30/09/2023			20- 03- 1966	Garbi Finvest Limited	NIL	NIL	N



MS	RITU MAHAWAR	AKAPM 7233R and 0807538 1	Non-Executive	23/03/2021	23/03/2021	-	02-09-1977	Garbi Finvest Ltd	NIL	NIL
MRS	RUCHI NAGORI	AGSPN9 686M and 0781373 1	Independent	24-06-2022	30/09/2023	45 months	09-09-1986	Garbi Finvest Ltd	In Garbi Finvest Limited (Audit Committee e, Stakeholders Committee)	NIL
MR	RAKESH AGARWAL	BCNPA2 503A and 1109406 6	Independent	18-08-2025	-	7 Months	23-06-1994	Garbi Finvest Ltd	In Garbi Finvest Limited (Audit Committee e, Stakeholders Committee)	NIL
MS.	PREETI VIJAYVARG LA	AMHPV 1889M and 1109525 3	Independent	18-08-2025	-	7 Months	15.06.1989	Garbi Finvest Ltd	In Garbi Finvest Limited (Audit Committee e, Stakeholders Committee)	In Garbi Finvest Limited (Audit Committee, Stakeholders Committee)



MIR.	DEEPAK VISHWAKA RMA	CXIPV0 223P and 1136678 9	Non-Executive	29-11-2025	-	4 Months	30.10 2006	Garbi Ltd	Finvest	In Garbi Finvest Limited (Audit Committee Stakehold ers Committee e)
	Whether Regular Chairperson appointed	Yes								
	Whether Chairperson is related to managing director or CEO	Yes								

\*to be filled only for Independent Director. Tenure would mean total period from which Independent director is serving on B 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 Cess
1. Audit Committee	Yes	Mrs. Ruchi Nagori Mr. Rakesh Agarwal Ms. Preeti Vijayvargia Mr. Deepak Vishwakarma	Independent Independent Chairperson Non-Executive	26-06-2022 18-08-2025 18-08-2025 29-11-2025	



2. Nomination & Remuneration Committee	Yes	Mrs. Ruchi Nagori Mr. Rakesh Agarwal Ms. Preeti Vijayvargia Mr. Deepak Vishwakarma	Independent Independent Chairperson Non-Executive	26-06-2022 18-08-2025 18-05-2025 29-11-2025
3. Risk Management Committee (if applicable)	N.A.	N.A.	N.A.	
4. Stakeholders Relationship Committee	Yes	Mrs. Ruchi Nagori Mr. Rakesh Agarwal Ms. Preeti Vijayvargia Mr. Deepak Vishwakarma	Independent Independent Chairperson Non-Executive	26-06-2022 18-08-2025 18-05-2025 29-11-2025

III. Meeting of Board of Directors		Whether requirement of Quorum met	Number of Directors present	Number of Independent Directors present	Date(s) of Meeting (if any) in the previous quarter	Maximum gap between any consecutive meetings (in number of days)
Date(s) of Meeting (if any) in the relevant quarter		Yes Yes	6 5	3 3	14/11/2025 29/11/2025	59 15 14

IV. Meeting of Committees		Whether requirement of Quorum met	Number of Directors present*	Number of Independent Directors present*	Date(s) of Meeting (if any) in the previous quarter	Maximum gap between two consecutive meetings (in number of days)**
Name of the Committee(s)	Date(s) of meeting of the committee in the relevant quarter	Yes Yes	4 4	3 3	14.11.2025 29/11/2025	59
Audit Committee	13.02.2026 14.02.2026	Yes	4	3	14.11.2025	59
Stakeholders Relationship Committee	13.02.2026 14.02.2026	Yes	4	3	14.11.2025	59
Nomination and Remuneration Committee	-	Yes	4	3	29/11/2025	59

\* to be filled in only for the current quarter meetings  
 \*\* This information has to be mandatorily be given for audit committee and Risk Management Committee, for rest of the committees giving this information is optional.

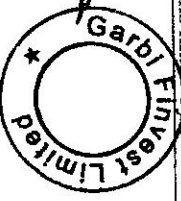


**V. Affirmations**

1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) 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 (applicable to the top 1000 listed entities as per the market capitalization) (N.A)
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 have been placed before Board of Directors. Any comments/observations/advice of Board of Directors may be mentioned here:  
**Mr. Harsh Singrodia**, Independent Director of the Company, resigned from the Directorship with effect from March 10, 2025, due to personal reasons. Consequently, he also ceased to be a member of all Committees of the Board where he was serving, with effect from the same date. The Board places on record its sincere appreciation for the valuable contributions made by Mr. Singrodia during his tenure.

For Garbi Finvest Limited

*Richa Agarwalla*  
Richa Agarwalla  
(Company Secretary)



Note: Information at Table I and II above need to be necessarily given in 1st quarter of each financial year. However if there is no change of information in subsequent quarter(s) of that financial year, this information may not be given by Listed entity and instead a statement "same as previous quarter" may be given.

**B. INVESTOR GRIEVANCE REDRESSAL REPORT**

Investor Grievance Redressal Report	
No. of investor complaints pending at the beginning of Quarter	NIL
No. of investor complaints received during the Quarter	NIL
No. of investor complaints disposed off during the Quarter	NIL
No. of investor complaints those remaining unresolved at the end of the Quarter	NIL

**C. DISCLOSURE OF ACQUISITION OF SHARES OR VOTING RIGHTS IN UNLISTED COMPANIES**

The details of acquisition of shares or voting rights in unlisted companies during the quarter in terms of sub-para 1 of para A of Part A of Schedule III are given below:

**NOT APPLICABLE\***

S. No.	Name of the unlisted company in which shares or voting rights have been acquired	Date acquisition	of Aggregate holding (% shares or voting rights) as at the end of the previous quarter	% shares or voting rights acquired during the quarter	Aggregate holding (% shares or voting rights) as at the end of the quarter
-	-	-	-	-	-

\*In terms of sub-para 1 of Para A of Part-A of Schedule III of SEBI (LODR), no shares or voting rights of an unlisted company has been acquired by the Company during the quarter ended March 31, 2025.



**D. DISCLOSURE OF IMPOSITION OF FINE OR PENALTY**

The details of imposition of fine or penalty during the quarter in terms of sub-para 20 of para A of Part A of Schedule III are given below:

**NOT APPLICABLE\***

S. No.	Name of the authority	Nature and details of the action(s) taken or order(s) passed	Date of receipt of direction or order, including any ad-interim or interim orders, or any other communication from the authority	Details of the violation(s)/ contravention(s) committed or alleged to be committed	Impact on financial, operation or other activities of the listed entity, quantifiable in monetary terms to the extent possible
-	-	-	-	-	-

*\*In terms of sub-para 20 of Para A of Part A of Schedule III of SEBI (LODR), no fine or penalty has been imposed on the Company or its Directors, Key Managerial Personnel, Senior Management, Promoter or Subsidiary in relation to the Company, during the quarter ended March 31, 2025*

**E. DISCLOSURE OF UPDATES TO ONGOING TAX LITIGATIONS OR DISPUTES**

The updates on tax litigations or disputes in terms of sub-para 8 of para B of Part A of Schedule III read with corresponding provisions of Annexure 18 of the Master Circular are given below:

**NOT APPLICABLE\***

S. No.	Name of the opposing party	Date of initiation of the litigation / dispute	Status of the litigation / dispute as per last disclosure	Current status of the litigation / dispute
-	-	-	-	-

*\*There is no ongoing material tax litigations or disputes in terms of sub-para 8 of Para B Part A of Schedule III of SEBI (LODR) during the quarter ended March 31, 2025.*



**F. DISCLOSURE OF LOANS / GUARANTEES / COMFORT LETTERS / SECURITIES ETC.**

(Applicable only for half-yearly filings i.e., 2nd and 4th quarter)

Half Year Ending: 31.03.2025

**I. Disclosures 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 6 months	Balance outstanding at the end of 6 months
Promoter or any other entity controlled by them	NA	NA
Promoter Group or any other entity controlled by them	NA	NA
Directors (including relatives) or any other entity controlled by them	NA	NA
KMPs or any other entity controlled by them	NA	NA

**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	NA	NA	NA
Promoter Group or any other entity controlled by them	NA	NA	NA
Directors (including relatives) or any other entity controlled by them	NA	NA	NA
KMPs or any other entity controlled by them	NA	NA	NA



KMPs or any other entity controlled by them	NA	NA	NA
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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 (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	NA	NA	NA
other entity controlled by them	NA	NA	NA
Promoter Group or any other entity controlled by them	NA	NA	NA
Directors (including relatives) or any other entity controlled by them	NA	NA	NA
KMPs or any other entity controlled by them	NA	NA	NA

**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. NA

For Garbi Finvest Limited

  
  
 Name & Designation:- Vikash Vishwanath  
 CFO

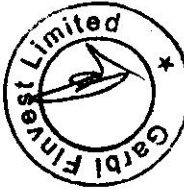
**Note**

- 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.

p) New name and the old name of the listed entity	Yes	www.gpl.in
q) Advertisements as per regulation 47(1)	Yes	www.gpl.in
r) Credit rating or revision in credit rating obtained	Yes	www.gpl.in
s) Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	NA	-
t) Secretarial Compliance Report	Yes	www.gpl.in
u) Materiality Policy as per Regulation 30(4)	Yes	www.gpl.in
v) Disclosure of contact details of KMP who are authorized for the purpose of determining materiality as required under regulation 30(5)	Yes	www.gpl.in
w) Disclosures under regulation 30(8)	Yes	www.gpl.in
x) Statements of deviation(s) or variations(s) as specified in regulation 32	NA	-
y) Dividend distribution policy as specified in regulation 43A(1)	Yes	www.gpl.in
z) Annual return as provided under section 92 of the Companies Act, 2013	Yes	www.gpl.in
za) Employee Benefit scheme documents framed in terms of SEBI (SBEB) Regulations, 2021	Yes	www.gpl.in
✓ Confirmation that the above disclosures are in a separate section as specified in regulation 46(2)	Yes	
✓ Compliance with regulation 46(3) with respect to accuracy of disclosures on the website and timely updation	Yes	

**I. AFFIRMATIONS W.R.T. COMPLIANCE WITH CORPORATE GOVERNANCE PROVISIONS (applicable only for Annual Filing i.e., 4<sup>th</sup> quarter)**

Particulars	Regulation Number	Compliance status (Yes/No/NA) refer note below
<i>Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'</i>	16(1)(b)	Yes
<i>Board composition</i>	17(1), 17(1A), 17(1C), 17(1D) & 17(1E)	Yes
<i>Meeting of Board of directors</i>	17(2)	Yes
<i>Quorum of Board meeting</i>	17(2A)	Yes
<i>Review of Compliance Reports</i>	17(3)	Yes
<i>Plans for orderly succession for Appointments</i>	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)	NA
Performance Evaluation of Independent Directors	17(10)	Yes
Recommendation of Board	17(11)	Yes
Maximum number of directorships	17A	Yes
Composition of Audit Committee	18(1)	Yes
Meeting of Audit Committee	18(2)	Yes
Role of Audit Committee and information to be reviewed by the audit committee	18(3)	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
Role of Nomination and Remuneration Committee	19(4)	Yes
Composition of Stakeholder Relationship Committee	20(1), 20(2) and 20(2A)	Yes
Meeting of stakeholder relationship committee	20(3A)	Yes
Role of Stakeholders Relationship Committee	20(4)	Yes
Composition and role of risk management committee	21(1), (2), (3), (4)	NA
Meeting of Risk Management Committee	21(3A)	NA
Quorum of Risk Management Committee meeting	21(3B)	NA
Gap between the meetings of the Risk Management Committee	21(3C)	NA
Vigil Mechanism	22	Yes
Policy for related party Transaction	23(1), (1A), (5), (6), & (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)	NA
Disclosure of related party transactions on consolidated basis	23(9)	NA
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
Alternate Director to Independent Director	25(1)	NA
Maximum Tenure	25(2)	Yes
Appointment, Re-appointment or removal of an Independent Director through special resolution or the alternate mechanism	25(2A)	NA



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
Confirmation with respect to appointment of Independent Directors who resigned from the listed entity	25(11)	NA
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
Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes
Approval of the Board and shareholders for compensation or profit sharing in connection with dealings in the securities of the listed entity.	26(6)	Yes
Vacancies in respect Key Managerial Personnel	26A (1) & 26A (2), 26A (3)	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 LODR 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- **Not Applicable**



For Garbi Finvest Limited

*Richa Agarwalla*  
 Richa Agarwalla  
 (Company Secretary)