

| General information about company | |
|-----------------------------------|------------------------------|
| Scrip code | 535486 |
| Name of the entity | DELTA LEASING & FINANCE LTD. |
| Date of start of financial year | 01-04-2017 |
| Date of end of financial year | 31-03-2018 |
| Reporting Quarter | Half Yearly |
| Date of Report | 30-09-2017 |
| Risk management committee | Not Applicable |

| 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 | | | | | | | | | | | | | | |
| Is there any change in information of board of directors compare to previous quarter | | | | | | | | | | | | | 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 |
| 1 | Ms | RENU JINDAL | ADDPJ7206K | 01843439 | Executive Director | Chairperson | MD | 29-09-2017 | | | 1 | 2 | 0 | |
| 2 | Ms | SEEMA KHANDELWAL | ANSPK6624M | 00007351 | Executive Director | Not Applicable | | 06-02-2013 | | | 2 | 0 | 0 | |
| 3 | Mr | UTTAM KUMAR SRIVASTAVA | BTIPS4267B | 03372917 | Non-Executive - Independent Director | Not Applicable | | 15-03-2013 | | 60 | 1 | 0 | 0 | |
| 4 | Mr | SATENDRAPRATAP JAESWAL | BFSPS3051P | 06864542 | Non-Executive - Independent Director | Not Applicable | | 29-09-2015 | | 60 | 2 | 2 | 1 | |

| Annexure I | | | | | | | | | | | | | | |
|--|--|--|--|--|--|--|--|--|--|--|--------|---------------------------------------|---|---|
| Annexure I to be submitted by listed entity on quarterly basis | | | | | | | | | | | | | | |
| I. Composition of Board of Directors | | | | | | | | | | | | | | |
| | | | | | | | | | | | Tenure | No of Directorship in listed entities | Number of memberships in Audit/ Stakeholder | No of post of Chairperson in Audit/ Stakeholder Committee |
| | | | | | | | | | | | | | | |

| 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 | of director (in months) | including this listed entity (Refer Regulation 25(1) of Listing Regulations) | Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations) | held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations) | Notes |
|----|-----------------|----------------------|------------|----------|--------------------------------------|-------------------------|-------------------------|---|-------------------|-------------------------|--|---|--|-------|
| 5 | Mr | PAWAN KUMAR PODDAR | AAGPP6784N | 02152971 | Non-Executive - Independent Director | Not Applicable | | 22-04-2010 | | 60 | 3 | 2 | 3 | |

Annexure 1

II. Composition of Committees

Disclosure of notes on composition of committees explanatory

Is there any change in information of committees compare to previous quarter

Yes

| Sr | Name Of Committee | Name of Committee members | Category 1 of directors | Category 2 of directors | Name of other committee |
|----|---------------------------------------|---------------------------|--------------------------------------|-------------------------|--------------------------|
| 1 | Audit Committee | PAWAN KUMAR PODDAR | Non-Executive - Independent Director | Chairperson | |
| 2 | Audit Committee | SATENDRAPRATAP JAESWAL | Non-Executive - Independent Director | Member | |
| 3 | Audit Committee | RENU JINDAL | Executive Director | Member | |
| 4 | Nomination and remuneration committee | UTTAM KUMAR SRIVASTAVA | Non-Executive - Independent Director | Chairperson | |
| 5 | Nomination and remuneration committee | PAWAN KUMAR PODDAR | Non-Executive - Independent Director | Member | |
| 6 | Nomination and remuneration committee | SATENDRAPRATAP JAESWAL | Non-Executive - Independent Director | Member | |
| 7 | Stakeholders Relationship Committee | SATENDRAPRATAP JAESWAL | Non-Executive - Independent Director | Chairperson | |
| 8 | Stakeholders Relationship Committee | PAWAN KUMAR PODDAR | Non-Executive - Independent Director | Member | |
| 9 | Stakeholders Relationship Committee | RENU JINDAL | Executive Director | Member | |
| 10 | Other Committee | PAWAN KUMAR PODDAR | Non-Executive - Independent Director | Chairperson | SHARE TRANSFER COMMITTEE |

Annexure 1

II. Composition of Committees

| Sr | Name Of Committee | Name of Committee members | Category 1 of directors | Category 2 of directors | Name of other committee |
|----|-------------------|---------------------------|--------------------------------------|-------------------------|--------------------------|
| 11 | Other Committee | SATENDRAPRATAP JAESWAL | Non-Executive - Independent Director | Member | SHARE TRANSFER COMMITTEE |
| 12 | Other Committee | RENU JINDAL | Executive Director | Member | SHARE TRANSFER COMMITTEE |

Annexure 1

Annexure 1

III. Meeting of Board of Directors

| Disclosure of notes on meeting of board of directors explanatory | | | |
|--|---|--|---|
| Sr | Date(s) of meeting (if any) in the previous quarter | Date(s) of meeting (if any) in the current quarter | Maximum gap between any two consecutive (in number of days) |
| 1 | 25-04-2017 | | |
| 2 | 30-05-2017 | | 34 |
| 3 | | 29-07-2017 | 59 |
| 4 | | 12-08-2017 | 13 |
| 5 | | 01-09-2017 | 19 |

Annexure 1

IV. Meeting of Committees

| Disclosure of notes on meeting of committees explanatory | | | | | | | |
|--|---------------------------------------|---|--|-------------------------------------|---|--|--------------------------|
| 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 (details) | 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 |
| 1 | Audit Committee | | Yes | | 25-04-2017 | 34 | |
| 2 | Audit Committee | 12-08-2017 | Yes | | 30-05-2017 | 73 | |
| 3 | Audit Committee | 01-09-2017 | Yes | | | 19 | |
| 4 | Stakeholders Relationship Committee | 12-08-2017 | Yes | | 25-04-2017 | 108 | |
| 5 | Other Committee | 01-07-2017 | Yes | | 25-04-2017 | 66 | SHARE TRANSFER COMMITTEE |
| 6 | Nomination and remuneration committee | 01-09-2017 | Yes | | 25-04-2017 | 128 | |

Annexure 1

V. Related Party Transactions

| 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 | |

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 a. Audit Committee | Yes |
| 3 | The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee | Yes |
| 4 | The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee | Yes |
| 5 | The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 100 listed entities) | 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 |

Annexure III

Annexure III to be submitted by listed entity at the end of 6 months after end of financial year along-with second quarter report of next financial year

I. Affirmations

| Sr | Broad heading | Regulation Number | Compliance status (Yes/No/NA) | If status is "No" details of non-compliance may be given here. |
|----|--|--------------------------------------|-------------------------------|--|
| 1 | Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website | 46(2) | Yes | |
| 2 | Presence of Chairperson of Audit Committee at the Annual General Meeting | 18(1)(d) | Yes | |
| 3 | Presence of Chairperson of the nomination and remuneration committee at the annual general meeting | 19(3) | Yes | |
| 4 | Whether "Corporate Governance Report" disclosed in Annual Report | 34(3) read with para C of Schedule V | Yes | |

Signatory Details

| | |
|-----------------------|-------------------|
| Name of signatory | RENU JINDAL |
| Designation of person | Managing Director |
| Place | DELHI |
| Date | 12-10-2017 |