

**General information about company**

Scrip code	543386
NSE Symbol	FINOPB
MSEI Symbol	NA
ISIN	INE02NC01014
Name of the entity	FINO PAYMENTS BANK LIMITED
Date of start of financial year	01-04-2022
Date of end of financial year	31-03-2023
Reporting Quarter	Quarterly
Date of Report	31-12-2022
Risk management committee	Applicable
Market Capitalisation as per immediate previous Financial Year	Top 1000 listed entities

## 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										Textual Information(1)									
the listed entity has a Regular Chairperson				No															
other Chairperson is related to MD or CEO				No	Disqualification of Directors under section 164 of the Companies Act, 2013														
DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(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 Chairper in Audi Stakehol Commit held ir listed entitie includir this listi entity (Re Regulati 26(1) c Listing Regulatic
00877865	Non-Executive - Independent Director	Not Applicable		26-02-1969	No				Active	NA		27-07-2022	27-07-2022		5.05	2	2	4	3
05103064	Non-Executive - Independent Director	Not Applicable		05-05-1954	No				Active	NA		16-01-2019	16-01-2019		47.16	2	2	4	1
00168992	Non-Executive - Independent Director	Not Applicable		18-02-1961	No				Active	NA		19-03-2020	19-03-2020		32.13	2	1	3	2
00046053	Non-Executive - Independent Director	Chairperson		13-09-1963	No				Active	NA		02-11-2020	02-11-2020		25.3	2	2	0	0

## I. Composition of Board of Directors

### Disclosure of notes on composition of board of directors explanatory

#### Whether the listed entity has a Regular Chairperson

DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(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 Chairperson in Audit Stakeholder Committee held in listed entity (Refer Regulation 26(1) of Listing Regulations)
00529591	Non-Executive - Independent Director	Not Applicable		15-03-1962	No				Active	NA		01-06-2022	01-06-2022		7	1	1	1	0
B 00622797	Non-Executive - Nominee Director	Not Applicable		28-05-1977	No				Active	NA		31-10-2022				1	0	0	0
L 05102009	Non-Executive - Nominee Director	Not Applicable		31-12-1968	No				Active	NA		18-05-2018				1	0	1	0
F 08183038	Non-Executive - Nominee Director	Not Applicable		25-07-1963	No				Active	NA		22-05-2019		02-11-2022		0	0	0	0

## I. Composition of Board of Directors

### Disclosure of notes on composition of board of directors explanatory

#### Whether the listed entity has a Regular Chairperson

DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(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)
01433190	Executive Director	Not Applicable	CEO-MD	26-01-1969	No				Active	NA		23-06-2007	20-05-2020		31.12	1	0	1	0

**Text Block**

Textual Information(1)

The Board has approved appointment of Mr. Rakesh Bhartia, Independent Director of the Bank as Part-time Chairman, subject to approval of RBI, with effect from the date of approval of RBI. The bank is awaiting RBI approval for the same.

<b>Audit Committee Details</b>							
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	00168992	Deena Asit Mehta	Non-Executive - Independent Director	Chairperson	15-05-2020		
2	05103064	Suresh Kumar Jain	Non-Executive - Independent Director	Member	22-05-2019		
3	00529591	Prakash Iyer	Non-Executive - Independent Director	Member	09-12-2022		
4	05102009	Avijit Saha	Non-Executive - Nominee Director	Member	06-08-2018		

<b>Nomination and remuneration committee</b>							
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	00529591	Prakash Iyer	Non-Executive - Independent Director	Chairperson	25-07-2022		
2	00046053	Rajat Kumar Jain	Non-Executive - Independent Director	Member	11-05-2022		
3	00877865	Rakesh Bhartia	Non-Executive - Independent Director	Member	09-12-2022		
4	00622797	Prateek Roongta	Non-Executive - Nominee Director	Member	09-12-2022		
5	08183038	Ravi Subbaiah Pagadala	Non-Executive - Nominee Director	Member	22-05-2019	02-11-2022	
6	05103064	Suresh Kumar Jain	Non-Executive - Independent Director	Member	22-05-2019	09-12-2022	

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	00877865	Rakesh Bhartia	Non-Executive - Independent Director	Chairperson	09-12-2022		
2	05103064	Suresh Kumar Jain	Non-Executive - Independent Director	Member	11-11-2020		
3	01433190	Rishi Gupta	Executive Director	Member	02-05-2017		
4	00168992	Deena Asit Mehta	Non-Executive - Independent Director	Member	15-12-2021	09-12-2022	
5	00046053	Rajat Kumar Jain	Non-Executive - Independent Director	Member	11-11-2020	09-12-2022	



<b>Risk Management Committee</b>							
Whether the Risk Management 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	05103064	Suresh Kumar Jain	Non-Executive - Independent Director	Chairperson	22-05-2019		
2	00168992	Deena Asit Mehta	Non-Executive - Independent Director	Member	15-05-2020		
3	00529591	Prakash Iyer	Non-Executive - Independent Director	Member	25-07-2022		
4	00622797	Prateek Roongta	Non-Executive - Nominee Director	Member	09-12-2022		
5	01433190	Rishi Gupta	Executive Director	Member	02-05-2017		
6	00046053	Rajat Kumar Jain	Non-Executive - Independent Director	Member	11-11-2020	09-12-2022	

<b>Corporate Social Responsibility Committee</b>							
Whether the Corporate Social Responsibility 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	01433190	Rishi Gupta	Executive Director	Chairperson	12-05-2022		
2	00168992	Deena Asit Mehta	Non-Executive - Independent Director	Member	03-01-2022		
3	00529591	Prakash Iyer	Non-Executive - Independent Director	Member	09-12-2022		
4	00877865	Rakesh Bhartia	Non-Executive - Independent Director	Member	09-12-2022		
5	05102009	Avijit Saha	Non-Executive - Nominee Director	Member	11-02-2019		

<b>Other Committee</b>						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks

**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)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Number of Directors present* (All directors including Independent Director)	No. of Independent Directors attending the meeting*
1	27-07-2022				Yes	8	7	4
2		31-10-2022	95		Yes	9	8	5
3		02-11-2022	1		Yes	8	8	5

**Annexure 1**

**IV. Meeting of Committees**

Disclosure of notes on meeting of committees explanatory										
Sr	Name of Committee	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)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
1	Audit Committee	27-07-2022				Yes	3	3	2	0
2	Audit Committee	31-10-2022	95			Yes	3	3	2	0
3	Nomination and remuneration committee	27-07-2022				Yes	4	4	3	0
4	Nomination and remuneration committee	31-10-2022	95			Yes	4	3	3	0
5	Nomination and remuneration committee	02-11-2022	1			Yes	3	3	3	0
6	Stakeholders Relationship Committee	27-07-2022				Yes	4	4	3	0

**Annexure 1**

**IV. Meeting of Committees**

Sr	Name of Committee	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)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
7	Risk Management Committee	27-07-2022				Yes	5	5	4	0
8	Risk Management Committee	31-10-2022	95			Yes	5	5	4	0
9	Corporate Social Responsibility Committee	31-10-2022				Yes	3	3	2	0

**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	Yes	
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	Yes	

**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 1000 listed entities)	Yes
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 1**

Sr	Subject	Compliance status
1	Name of signatory	Basavraj Loni
2	Designation	Company Secretary and Compliance Officer

**Signatory Details**

Name of signatory	Basavraj Loni
Designation of person	Company Secretary and Compliance Officer
Place	Navi Mumbai
Date	20-01-2023

