

## **BENGAL & ASSAM COMPANY LIMITED**

### **Guidelines on Corporate Governance**

In terms of the Reserve Bank of India (RBI) Guidelines applicable to Non-Banking Finance Companies having asset size of Rs.500 crore or more, the Company is required to frame internal guidelines for Corporate Governance with the approval of the Board of Directors and also to publish the same on the website of the Company.

Accordingly, the Board of Directors of the Company at its Meeting held on 7<sup>th</sup> February, 2018, adopted the following Corporate Governance (CG) Guidelines issued by RBI.

As stipulated therein, the Company has-

- a. an Audit Committee, consisting of not less than 3 members of the Board;
- b. a Nomination & Remuneration Committee to ensure 'Fit & Proper' status of proposed/existing Directors;
- c. a Risk Management Committee to manage the integrated risks;
- d. Asset Liability Management Committee; and
- e. a system for disclosure to the Board at regular intervals on the following:
  - i) Progress in putting in place a progressive risk management system and risk management policy and strategy followed; and
  - ii) Conformity with the prescribed corporate governance standards.

**Note:** The above Guidelines are in addition to the CG Guidelines adopted under Regulation 27 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015.