

Corporate Governance Report

1. Name of Listed Entity - **Oracle Financial Services Software Limited**
 2. Quarter ending - **30-Jun-2019**

Composition of Board of Directors											
Title (Mr./Ms)	Name of the Director	DIN	PAN	Category (Chairperson /Executive/ Non-Executive/ Independent/ Nominee)	Sub Category	Date of Appointment	Date of cessation	Tenure	No of Directorship in listed entities including this listed entity	No of memberships in Audit/ Stakeholder Committee(s) including this listed entity	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity
Mr.	Chaitanya Kamat	00969094	AAMPK1699P	ED	CEO-MD	14-Aug-2018			0	1	0
Mr.	S Venkatachalam	00257819	AAHPS6780Q	ID,C & NED		14-Aug-2018		60	1	1	1
Mr.	Harinderjit Singh	06628566	BSSPS3123D	NED		14-Aug-2018			0	0	0
Mr.	Richard Jackson	06447687	AXPSJ5202E	ID		14-Aug-2018		60	1	0	1
Mr.	Sridhar Srinivasan	07240718	AHHPS9245F	ID		11-Sep-2015		60	2	2	0
Mrs.	Kimberly Woolley	07741017	ZZZZZ9999Z	NED		20-Sep-2017			0	0	0
Mr.	Vincent Secondo Grelli	08262388	ZZZZZ9999Z	NED		02-Nov-2018			0	0	0
Mr.	Yong Meng Kau	08234739	ZZZZZ9999Z	NED		02-Nov-2018			0	0	0
Mrs.	Jane Murphy	08336710	FMXPM9480E	ID		13-Feb-2019		60	1	1	0
Mr.	Makarand Padalkar	02115514	AAAPP1545P	ED		09-May-2019			0	1	0
Mrs.	Maria Smith	07182337	ZZZZZ9999Z	NED		20-Sep-2017	09-May-2019		0	0	

Company Remarks	
Whether Permanent chairperson appointed	Yes

Composition of Committees

a. Audit Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Jane Murphy	ID	Member	09-May-2019	
2	Sridhar Srinivasan	ID	Member	13-Feb-2019	
3	S Venkatachalam	ID,C & NED	Member	25-Oct-2010	
4	Maria Smith	NED	Member	23-Jul-2015	09-May-2019
5	Richard Jackson	ID	Chairperson	16-Dec-2014	

Company Remarks	
Whether Permanent chairperson appointed	Yes

Stakeholders Relationship Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Makarand Padalkar	ED	Member	22-Aug-2008	
2	Sridhar Srinivasan	ID	Member	13-Feb-2019	
3	Chaitanya Kamat	ED	Member	16-May-2014	
4	S Venkatachalam	ID,C & NED	Chairperson	25-Oct-2010	

Company Remarks	
Whether Permanent chairperson appointed	Yes

Risk Management Committee					
<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>	<i>Appointment Date</i>	<i>Cessation Date</i>
1	Makarand Padalkar	ED	Member	12-Sep-2014	
2	Chaitanya Kamat	ED	Member	12-Nov-2014	
3	Sridhar Srinivasan	ID	Chairperson	09-Nov-2016	

Company Remarks	
Whether Permanent chairperson appointed	Yes

Nomination and Remuneration Committee					
<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>	<i>Appointment Date</i>	<i>Cessation Date</i>
1	Sridhar Srinivasan	ID	Member	24-Jul-2015	
2	Harinderjit Singh	NED	Member	11-Jul-2013	
3	Richard Jackson	ID	Chairperson	10-Apr-2013	

Company Remarks	
Whether Permanent chairperson appointed	Yes

Meeting of Board of Directors	
Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter
13-Feb-2019	09-May-2019
	20-Jun-2019

Company Remarks	
Maximum gap between any two consecutive (in number of days)	84

Meeting of Committees

Name of the Committee	Date(s) of meeting during of the committee in the previous quarter	Date(s) of meeting of the committee in the relevant quarter	Requirement of Quorum met (details)	Whether requirement of Quorum met (Yes/No)
Audit Committee		13-Feb-2019	3	Yes
Audit Committee		09-May-2019	3	Yes
Stakeholders Relationship Committee		13-Feb-2019	3	Yes
Stakeholders Relationship Committee		09-May-2019	4	Yes
Nomination & Remuneration Committee		20-Jun-2019	2	Yes

Company Remarks	
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	0

Related Party Transactions		
Subject	Compliance status (Yes/No/NA)	Remark
Whether prior approval of audit committee obtained	Yes	
Whether shareholder approval obtained for material RPT	No	As all the transactions during the relevant quarter are at arm's length and in the ordinary course of business.
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	

Affirmations

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**
 - b. Nomination & remuneration committee - **Yes**
 - c. Stakeholders relationship committee - **Yes**
 - d. Risk management committee (applicable to the top 100 listed entities) - **Yes**
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. - **Yes**
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.- **Yes**
5. a. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. - **Yes**
b. Any comments/observations/advice of Board of Directors may be mentioned here:

Name : **Onkarnath Banerjee**
Designation : **Company Secretary & Compliance Officer**