



# LAFFAN SOFTWARE LIMITED

CIN: L72200AS1985PLC002426

REGD. OFF.: 205, HARIBOL ROY MARKET, 2 FLOOR, A.T.ROAD, GUWAHATI - 781 001

CORP. OFF.: 21/7, SAHAPUR COLONY, GROUND FLOOR, KOLKATA – 700 053

Web: [laffan.co.in](http://laffan.co.in)

E\_mail ID : [laffan@mail.com](mailto:laffan@mail.com)

Phone No.: +91 9163513015

**Date: January 12, 2022**

**To**  
**The Manager**  
**Compliance Department**  
Metropolitan Stock Exchange of India Limited  
4th Floor, Vibgyor Towers, Plot No. C 62,  
G Block, Opp. Trident Hotel,  
BandraKurla Complex, Bandra (E),  
Mumbai – 400 098

**Sub: Submission of Corporate Governance Report under regulation 27(2)(a) for the Quarter ended December 31, 2021**

Dear Sir/Madam,

Please find enclosed herewith the Corporate Governance Report for the year ended December 31, 2021 under regulation 27(2)(a) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Request to update your records.

Thanking You.

Yours faithfully,

**For Laffan Software Limited**

*Swapan Sarkar*  


**Swapan Sarkar**  
**Executive Director**  
**DIN: 05149442**



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## ANNEX I

Format of report on Corporate Governance to be submitted by a listed entity on quarterly basis

1. Name of Listed Entity: Laffan Software Limited

2. Quarter ending: 31-12-2021

### I. Composition of Board of Directors

Title (Mr./Ms)	Name of the Director	PAN S & 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 [in reference to Regulation 17A(1) ]	No of Independent Directors hip in listed entities including this listed entity [in reference to proviso to regulation 17A(1)]	Number of memberships in Audit/ Stakeholder Committee (s) including this listed entity (Refer Regulation 26(1) of Listing Regulation s)
Mr.	Swapan Sarkar	BSCPS6769R & 05149442	Chairman, Managing Director, Executive Non-Independent	21.05.2012			N.A	04-01-1966	6	6	-
Mr.	Sandip Kumar Singh	CRBPS 8929L& 08443518	Non-Executive/ Non Independent	01.05.2019			32	06-03-1980	6	1	5
Mr.	Gunodhar Ghosh	CEOPG8120D& 08524622	Non-Executive/ Independent	16.08.2019			29	10-11-1960	6	3	4
Smt.	Soma Ghosh	BPZPG8508N& 09153111	Non-Executive/ Independent	03.05.2021			8	10-03-1980	6	6	2
Smt.	Tulika Paul	CRGPP8867D&09152872	Non-Executive/ Independent	03.05.2021			8	12-04-1981	6	8	1
	Yes	Whether Regular chairperson appointed									
	Yes	Whether Chairperson is related to managing director or CEO									
		\$PAN of any director would not be displayed on the website of Stock Exchange &Category of directors means executive/non-executive/independent/Nominee. if a director fits into more than one category write all categories separating them with hyphen * to be filled only for Independent Director. Tenure would mean total period from which Independent director is serving on Board of 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 Cessation
1.Audit Committee	Yes	Smt. Tulika Paul	Chairman/ Non-Executive/Independent	03-05-2021	
		Mr. Gunodhar Ghosh	Member/Non-Executive/Independent	16-08-2019	
		Smt. Soma Ghosh	Member/Non-Executive/Independent	03-05-2021	
2. Nomination & Remuneration Committee	Yes	Mr. Gunodhar Ghosh	Chairman/ Non-Executive/Independent	16-08-2019	
		Smt. Soma Ghosh	Member/ Non-Executive/Independent	03-05-2021	
		Smt. Tulika Paul	Member/Non-Executive/Independent	03-05-2021	
3.Risk Management Committee(if applicable)		NA	NA		
4.Stakeholders Relationship Committee'	Yes	Mr. Gunodhar Ghosh	Chairman/ Non-Executive/Independent	16-08-2019	
		Smt. Soma Ghosh	Member/ Non-Executive/Independent	03-05-2021	
		Mr. Swapan Sarkar	Member/ Executive/ Non-Independent	21-05-2012	

&Category of directors means executive/non-executive/independent/Nominee. if a director fits into more than one category write all categories separating them with hyphen

## III. 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	Whether requirement of Quorum met*	Number of Directors present*	Number of independent directors present*	Maximum gap between any two consecutive (in number of days)
		Yes / No			
28/07/2021	12/11/2021	Yes	5	4	106

\* to be filled in only for the current quarter meetings





#### IV. Meetings of Committees

Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)*	Number of Directors present*	Number of independent directors present*	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days*
	Yes / No				
<b>Audit Committee</b>	Yes	3	3	12/11/2021	106

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

#### V. Related Party Transactions

Subject	Compliance status (Yes/No/NA) refer note below
Whether prior approval of audit committee obtained	NA
Whether shareholder approval obtained for material RPT	NA
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by the Audit Committee	NA
<b>Note:</b> <b>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 Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.</b> <b>2 If status is "No" details of non-compliance may be given here.</b>	

#### VI. Affirmations

<ol style="list-style-type: none"> <li>1. The composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015.</li> <li>2. The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015               <ol style="list-style-type: none"> <li>a. Audit Committee</li> <li>b. Nomination &amp; Remuneration Committee</li> <li>c. Stakeholders Relationship Committee</li> <li>d. Risk management committee (as applicable)</li> </ol> </li> <li>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.</li> <li>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.</li> <li>5. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of the board of directors may be mentioned here.</li> </ol>
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For Laffan Software Limited

  
 Swapan Sarkar  
 Executive Director  
 DIN: 05149442

#### 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.