

April 12, 2018

Corporate Relations Dept., <b>BSE Limited</b> P. J. Towers, Dalal Street, Mumbai – 400 001 (Scrip Code: 526881)	Listing Dept., <b>National Stock Exchange of India Limited</b> Exchange Plaza, Bandra Kurla Complex, Bandra (E), Mumbai – 400 051 (Scrip Code: 63MOONS)
--	--

Dear Sir(s),

**Sub: Compliance Report on Corporate Governance pursuant to Regulation 27(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.**

Pursuant to Regulation 27(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are submitting herewith the Compliance Report on Corporate Governance for the quarter & year ended on March 31, 2018.

Kindly take the information on your record and acknowledgement receipt.

Thanking You,

Yours faithfully,  
For 63 moons technologies limited  
(Formerly Financial Technologies (India) Limited)

Hariraj Chouhan  
Sr. VP & Company Secretary



Encl: a/a

**63 moons technologies limited**  
(Formerly Financial Technologies (India) Ltd.)

Corporate Office: FT Tower, CTS No. 256 & 257, Suren Road, Chakala, Andheri (East), Mumbai 400 093, India.  
T: +91 22 66868010 | F: +91 22 66868050 | E: info@63moons.com | W: www.63moons.com

Registered Office: Shakti Tower - 1, 7<sup>th</sup> floor, Premises E, 766, Anna Salai, Thousand Lights, Chennai - 600 002.  
T: +91 44 4395 0850 | F: +91 44 4395 0899 | CIN No.: L29142TN1988PLC015586



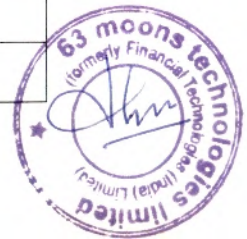
**ANNEXURE I**

**Format to be submitted by listed entity on quarterly basis**

1. Name of Listed Entity: 63 moons technologies limited (Formerly Financial Technologies (India) Limited)
2. Quarter ending: March 31, 2018

**I. Composition of Board of Directors**

Title (Mr. / Ms)	Name of the Director	PAN & DIN	Category (Chairperson/Executive/ Non-Executive /Independent/Nominee)	Date of Appointment in the current term / cessation	Tenure (in years)	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)
Mr.	Venkat Chary	AABPC8162C 00273036	Chairperson – Non-Executive - Independent Director	23-09-2014	5	1	1	1
Mr.	Rajendra Mehta	AAAPM8941J 00390504	Executive Director	09-11-2017	--	1	0	0
Mr.	Devendra Kumar Agrawal	ABSPA8239Q 03579332	Executive Director	27-05-2017	--	1	0	0
Mr.	Justice Rajan J. Kochar (Retd.)	AGPPK7653L 06710558	Non-Executive - Independent Director	23-09-2014	5	1	1	1
Mr.	Achudananarayanan Nagarajan	AAEPN5631J 02107169	Non-Executive - Independent Director	23-09-2014	5	1	1	0
Mr.	Rajendran Soundaram	AAPPR9688E 02686150	Executive Director	10-02-2017*	--	1	1	0
Mr.	Sunil Shah	ABIPS3448P 02569359	Non-Executive Director	20-11-2014	--	1	0	0





the new digital ecology

Mr.	Suresh Salvi	ACKPS7856G 07636298	Non-Executive Director	14-10-2016	--	1	1	0
Mr.	Justice Deepak Verma (Retd.)	AASPV0892K 07489985	Non-Executive - Independent Director	08-03-2017	5	1	0	0
Mrs.	Chitkala Zutshi	AAAPZ0546L 07684586	Non-Executive - Independent Director	08-03-2017	5	1	0	0
Mr.	Kanekal Chandrasekhar	AVAPS2989R 06861358	Non-Executive Director	27-09-2017	--	1	1	0

\*Appointed as a MD and CEO w.e.f. 10/02/2017

## II. Composition of Committees

Name of Committee	Name of Committee members	Category (Chairperson/Executive/Non Executive/independent/Nominee)
1. Audit Committee	Mr. Venkat Chary, Chairman	Chairperson – Non-Executive - Independent Director
	Justice Rajan J. Kochar (Retd.), Member	Non-Executive - Independent Director
	Mr. Achudanarayanan Nagarajan, Member	Non-Executive - Independent Director
	Mr. Suresh Salvi, Member	Non-Executive Director
	Mr. Kanekal Chandrasekhar	Non-Executive Director
2. Nomination & Remuneration Committee	Justice Rajan J. Kochar (Retd.), Chairman	Non-Executive - Independent Director
	Mr. Venkat Chary, Member	Chairperson – Non-Executive - Independent Director
	Mr. Achudanarayanan Nagarajan, Member	Non-Executive - Independent Director
3. Stakeholders Relationship Committee	Justice Rajan J. Kochar (Retd.), Chairman	Non-Executive - Independent Director
	Mr. Venkat Chary, Member	Chairperson – Non-Executive - Independent Director
	Mr. Rajendran Soundaram, Member	Executive Director





the new digital ecology

**III. Meeting of Board of Directors**

<i>Date(s) of Meeting (if any) in the previous quarter</i>	<i>Date(s) of Meeting (if any) in the relevant quarter</i>	<i>Maximum gap between any two consecutive (in number of days)</i>
09/11/2017 14/12/2017	12/02/2018	59

**IV. Meeting of Committees**

1. Audit Committee

<i>Date(s) of meeting of the committee in the relevant quarter</i>	<i>Whether requirement of Quorum met (details)</i>	<i>Date(s) of meeting of the committee in the previous quarter</i>	<i>Maximum gap between any two consecutive (in number of days)</i>
12/02/2018	Yes (All members present)	09/11/2017	94

2. Nomination & Remuneration Committee

<i>Date(s) of meeting of the committee in the relevant quarter</i>	<i>Whether requirement of Quorum met (details)</i>	<i>Date(s) of meeting of the committee in the previous quarter</i>
-	NA	09/11/2017

3. Stakeholders Relationship Committee

<i>Date(s) of meeting of the committee in the relevant quarter</i>	<i>Whether requirement of Quorum met (details)</i>	<i>Date(s) of meeting of the committee in the previous quarter</i>
12/02/2018	Yes (All members present)	09/11/2017





**V. Related Party Transactions**

<b>Subject</b>	<b>Compliance status (Yes/No/NA)</b>
Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material RPT	NA
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes

**VI. Affirmations**

1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
2. The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015
  - a. Audit Committee
  - b. Nomination & remuneration committee
  - c. Stakeholders relationship committee
  - d. Risk management committee - Not applicable - (applicable to the top 100 listed entities)
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.
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.
5. The report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of Board of Directors may be mentioned here: Not applicable

For 63 moons technologies limited  
(Formerly Financial Technologies (India) Limited)

Hariraj Chouhan  
Sr. VP & Company Secretary





**ANNEXURE II**

**Format to be submitted by listed entity at the end of the financial year [2017-2018] (for the whole of financial year)**

<b>I. Disclosure on website in terms of Listing Regulations</b>		
<b>Item</b>	<b>Compliance status (Yes/No/NA) refer note below</b>	
Details of business	Yes	
Terms and conditions of appointment of independent directors	Yes	
Composition of various committees of board of directors	Yes	
Code of conduct of board of directors and senior management personnel	Yes	
Details of establishment of vigil mechanism/ Whistle Blower policy	Yes	
Criteria of making payments to non-executive directors	NA	
Policy on dealing with related party transactions	Yes	
Policy for determining 'material' subsidiaries	Yes	
Details of familiarization programmes imparted to independent directors	Yes	
Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes	
email address for grievance redressal and other relevant details	Yes	
Financial results	Yes	
Shareholding pattern	Yes	
Details of agreements entered into with the media companies and/or their associates	NA	
New name and the old name of the listed entity	Yes	
<b>II Annual Affirmations</b>		
<b>Particulars</b>	<b>Regulation Number</b>	<b>Compliance status (Yes/No/NA) refer note below</b>
Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes





Board composition	17(1)	Yes
Meeting of Board of directors	17(2)	Yes
Review of Compliance Reports	17(3)	Yes
Plans for orderly succession for appointments	17(4)	Yes
Code of Conduct	17(5)	Yes
Fees/compensation	17(6)	Yes
Minimum Information	17(7)	Yes
Compliance Certificate	17(8)	Yes
Risk Assessment & Management	17(9)	Yes
Performance Evaluation of Independent Directors	17(10)	Yes
Composition of Audit Committee	18(1)	Yes
Meeting of Audit Committee	18(2)	Yes
Composition of nomination & remuneration committee	19(1) & (2)	Yes
Composition of Stakeholder Relationship Committee	20(1) & (2)	Yes
Composition and role of risk management committee	21(1),(2),(3),(4)	NA
Vigil Mechanism	22	Yes
Policy for related party Transaction	23(1),(5),(6),(7) & (8)	Yes
Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes
Approval for material related party transactions	23(4)	NA
Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA
Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	Yes
Maximum Directorship & Tenure	25(1) & (2)	Yes
Meeting of independent directors	25(3) & (4)	Yes
Familiarization of independent directors	25(7)	Yes
Memberships in Committees	26(1)	Yes





Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes
Disclosure of Shareholding by Non- Executive Directors	26(4)	Yes
Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes

**Note**

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.

2. If the Listed Entity would like to provide any other information the same may be indicated here.

(a) Criteria of making payments to non-executive directors: Not applicable as the same has been disclosed in the Annual Report.

**III Affirmations:**

The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied.

For 63 moons technologies limited  
(Formerly Financial Technologies (India) Limited)

Hariraj Chouhan  
Sr. VP & Company Secretary

