

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

1. Name of Listed Entity – Aditya Birla Housing Finance Limited
2. Quarter ending – March 31, 2022

Title (Mr / Ms)	Name of the Director	PAN	DIN	Category (Chairpers on /Executive / Non- Executive/ independe nt / Nominee) &	Initial Date of appoint ment	Date of Re- appoin tment	Date of cessation	Tenure* (in months)	Date of Birth	No of Directorship in listed entities including this listed entity [in reference to Regulation 17A(1)]	No of Independent Directorship in listed entities including this listed entity [in reference to Regulation 17A(1)]	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.	Ajay Srinivasan	AAIPS1 096G	00121181	Non- Executive - Non Independe nt Director	08-10- 2014	-	-	-	02-11- 1963	5	0	4	0
Mr.	Rakesh Singh	AGTPS 2396E	07006067	Non- Executive - Non Independe nt Director	08-10- 2014	-	-	-	22-09- 1966	2	0	2	0
Mr.	V Chandrasek aran	AADPV 7524P	03126243	Non- Executive - Independe nt Director	28-06- 2018	08-07- 2020	-	45	11-10- 1957	5	5	3	2

Mrs.	Anita Ramachandran	AADPR 7987E	00118188	Non-Executive - Independent Director	28-08-2020	-	-	84	28-04-1955	9	9	7	2
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Whether Regular chairperson appointed – No

Whether Chairperson is related to managing director or CEO – No

[§]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
Audit Committee	Yes	Mr. V Chandrasekaran	Chairman - Non-Executive - Independent Director	16-07-2018	-
		Mr. Ajay Srinivasan	Non-Executive – Non Independent Director	08-10-2014	-
		Mrs. Anita Ramachandran	Non-Executive - Independent Director	31-03-2015	-
Nomination and Remuneration Committee	Yes	Mrs. Anita Ramachandran	Chairperson - Non-Executive - Independent Director	31-03-2015	-
		Mr. Ajay Srinivasan	Non-Executive - Non Independent Director	08-10-2014	-
		Mr. Rakesh Singh	Non-Executive - Non Independent Director	08-10-2014	-
		Mr. V Chandrasekaran	Non-Executive - Independent Director	16-07-2018	-

Risk Management Committee	Yes	Mr. V Chandrasekaran	Chairman - Non-Executive - Independent Director	16-07-2018	-
		Mr. Ajay Srinivasan	Non-Executive - Non Independent Director	08-10-2014	-
		Mr. Rakesh Singh	Non-Executive - Non Independent Director	08-10-2014	-
Stakeholders Relationship Committee	Not applicable (as on date ABHFL does not have Stakeholders Relationship Committee)				

⁸Category of directors means executive/non-executive/independent/Nominee. if a director fits into more than one category write all categories separating them with hyphen

IV. Meetings of Committees

[illegible]

V. Related Party Transactions

Subject	Compliance status (Yes/No/NA)
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

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 status is “No” details of non-compliance may be given here.

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 (as applicable)

*The Company currently doesn't have Stakeholders Relationship Committee

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. 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. – We confirm that this report for the previous quarter was placed before the Board of Directors in the Board meeting held on January 31, 2022.

For Aditya Birla Housing Finance Limited
Swati Singh

Company Secretary

Format to be submitted twice a year, on a half yearly basis by the listed entity at the end of every 6 months of the financial year

Half year ending – March 31, 2022

I. Disclosure of Loans/ guarantees/comfort letters /securities etc. refer note below			
(A)Any loan or any other form of debt advanced by the listed entity directly or indirectly to			
Entity	Aggregate amount advanced during six months	Balance outstanding at the end of six months	
Promoter or any other entity controlled by them	Nil	Nil	
Promoter Group or any other entity controlled by them	Nil	Nil	
Directors (including relatives) or any other entity controlled by them	Nil	Nil	
KMPs or any other entity controlled by them	Nil	Nil	
(B) Any guarantee / comfort letter (by whatever name called) provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by			
Entity	Type (guarantee, comfort letter etc.)	Aggregate amount of issuance during six months	Balance outstanding at the end of six months(taking into account any invocation)
Promoter or any other entity controlled by them	Nil	Nil	Nil
Promoter Group or any other entity controlled by them	Nil	Nil	Nil
Directors (including relatives) or any other entity controlled by them	Nil	Nil	Nil
KMPs or any other entity controlled by them	Nil	Nil	Nil

(C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by

Entity	Type of security (cash, shares etc.)	Aggregate value of security provided during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them	Nil	Nil	Nil
Promoter Group or any other entity controlled by them	Nil	Nil	Nil
Directors (including relatives) or any other entity controlled by them	Nil	Nil	Nil
KMPs or any other entity controlled by them	Nil	Nil	Nil

II. Affirmations

All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to promoter(s), promoter group, director(s) (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them are in the economic interest of the company.

Ashish Damani
Chief Financial Officer

Note

1. These disclosures shall exclude any loan (or other form of debt), guarantee / comfort letter (by whatever name called) or security provided in connection with any loan or any other form of debt;

a) by a government company to/ for the Government or government company

b) by the listed entity to/for its subsidiary [and joint-venture company] whose accounts are consolidated with the listed entity.

c) by a banking company or an insurance company; and

d) by the listed entity to its employees or directors as a part of the service conditions

2. If the Listed Entity would like to provide any other information, the same may be indicated as Para D in the above table

ANNEX II

Format to be submitted by listed entity at the end of the financial year (for the whole of financial year)

I. Disclosure on website in terms of Listing Regulations		
Item	Compliance status (Yes/No/NA) refer note below	If Yes provide link to website. If No / NA provide reasons
As per regulation 46(2) of the LODR:		
a) Details of business	Yes	https://homefinance.adityabirlacapital.com/
b) Terms and conditions of appointment of independent directors	Yes	https://homefinance.adityabirlacapital.com/appointment-letter-pg1
c) Composition of various committees of board of directors	Yes	https://homefinance.adityabirlacapital.com/fl_financialreport/annual-report-fy-2020-21-abhfl.pdf
d) Code of conduct of board of directors and senior management personnel	Yes	https://homefinance.adityabirlacapital.com/code-of-conduct-pg1
e) Details of establishment of vigil mechanism/ Whistle Blower policy	Yes	https://homefinance.adityabirlacapital.com/whistle-blower-policy-pg-1
f) Criteria of making payments to non-executive directors	No	The criteria of making payments to non-executive directors will be approved by the Board in FY 22-23.
g) Policy on dealing with related party transactions	Yes	https://homefinance.adityabirlacapital.com/documents/rpt-policy-annexure-2d.pdf
h) Policy for determining 'material' subsidiaries	NA	The Company does not have subsidiary.
i) Details of familiarization programmes imparted to independent directors	No	The programme is being approved by the Board.
j) Email address for grievance redressal and other relevant details	Yes	https://homefinance.adityabirlacapital.com/documents/contact-information.pdf
k) Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes	https://homefinance.adityabirlacapital.com/documents/contact-information.pdf
l) Financial results	Yes	https://homefinance.adityabirlacapital.com/tools-and-knowledge/financial-reports
m) Shareholding pattern	Yes	https://homefinance.adityabirlacapital.com/fl_financialreport/annual-report-fy-2020-21-abhfl.pdf
n) Details of agreements entered into with the media companies and/or their associates	NA	No agreements are entered into with media companies
o) Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or institutional investors simultaneously with submission to stock exchange	NA	No Institutional investors are holding shares of the Company
p) New name and the old name of the listed entity	NA	Name change is not applicable.
q) Advertisements as per regulation 47 (1)	Yes	https://homefinance.adityabirlacapital.com/Pages/SEBI-

r) Credit rating or revision in credit rating obtained by the entity for all its outstanding instruments	Yes	Disclosures.aspx https://homefinance.adityabirlacapital.com/Pages/Individual/Valuation-of-Market-Linked-Debentures.aspx
s) Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	NA	The Company does not have subsidiary.
As per other regulations of the LODR:		
a) Whether company has provided information under separate section on its website as per Regulation 46(2)	No	The Company is in the process of complying with Regulation 46(2)
b) Materiality Policy as per Regulation 30	No	The Company is in the process of complying with Regulation 30
c) Dividend Distribution policy as per Regulation 43A (as applicable)	NA	Regulation 43A is not applicable as the Company is not covered in the top 1000 listed entities based on market capitalization as on March 31, 2021.
<i>It is certified that these contents on the website of the listed entity are correct.</i>		

II Annual Affirmations		
Particulars	Regulation Number	Compliance status (Yes/No/NA) refer note below
<i>Independent director(s) have been appointed in terms of specified criteria of 'independence' and / or 'eligibility'</i>	16(1)(b) & 25(6)	Yes
<i>Board composition</i>	17(1), 17(1A) & 17(1B)	Yes
<i>Meeting of board of directors</i>	17(2)	Yes
<i>Quorum of board meeting</i>	17(2A)	Yes
<i>Review of Compliance Reports</i>	17(3)	Yes
<i>Plans for orderly succession for Appointments</i>	17(4)	Yes
<i>Code of Conduct</i>	17(5)	Yes
<i>Fees/compensation</i>	17(6)	Yes
<i>Minimum Information</i>	17(7)	Yes
<i>Compliance Certificate</i>	17(8)	Yes
<i>Risk Assessment & Management</i>	17(9)	Yes
<i>Performance Evaluation of Independent Directors</i>	17(10)	Yes
<i>Recommendation of board</i>	17(11)	Yes
<i>Maximum number of directorship</i>	17A	Yes
<i>Composition of Audit Committee</i>	18(1)	Yes
<i>Meeting of Audit Committee</i>	18(2)	Yes
<i>Composition of Nomination & Remuneration Committee</i>	19(1) & (2)	Yes
<i>Quorum of Nomination and Remuneration Committee meeting</i>	19(2A)	Yes
<i>Meeting of Nomination & Remuneration Committee</i>	19(3A)	Yes
<i>Composition of Stakeholder Relationship Committee</i>	20(1), 20(2) and 20(2A)	No. This Committee will be formed during Q2 of FY 2022-23
<i>Meeting of Stakeholder Relationship Committee</i>	20 (3A)	No. This Committee will be formed during Q2 of FY 2022-23

<i>Composition and role of Risk Management Committee</i>	21(1),(2),(3),(4)	Yes
<i>Meeting of Risk Management Committee</i>	21(3A)	Yes
<i>Vigil Mechanism</i>	22	Yes
<i>Policy for related party Transaction</i>	23(1),(1A),(5),(6),(7) & (8)	Yes
<i>Prior or Omnibus approval of Audit Committee for all related party transactions</i>	23(2), (3)	Yes
<i>Approval for material related party Transactions</i>	23(4)	Yes
<i>Disclosure of related party transactions on consolidated basis</i>	23(9)	Yes
<i>Composition of Board of Directors of unlisted material Subsidiary</i>	24(1)	Yes
<i>Other Corporate Governance requirements with respect to subsidiary of listed entity</i>	24(2),(3),(4),(5) & (6)	Yes
<i>Annual Secretarial Compliance Report</i>	24(A)	Yes
<i>Alternate Director to Independent Director</i>	25(1)	No
<i>Maximum Tenure</i>	25(2)	Yes
<i>Meeting of independent directors</i>	25(3) & (4)	Yes
<i>Familiarization of independent directors</i>	25(7)	No. We are in the process of implementing familiarization program.

<i>Declaration from Independent Director</i>	25(8) & (9)	Yes
<i>Directors and Officers insurance</i>	25(10)	Yes
<i>Memberships in Committees</i>	26(1)	Yes
<i>Affirmation with compliance to code of conduct from members of Board of Directors and Senior management Personnel</i>	26(3)	Yes
<i>Disclosure of Shareholding by Non- Executive Directors</i>	26(4)	Yes
<i>Policy with respect to Obligations of directors and senior management</i>	26(2) & 26(5)	No
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II Affirmations:

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

Name & Designation

Company Secretary / Compliance Officer / Managing Director / CEO / CFO