

# Aditya Birla Housing Finance Ltd.

(A part of Aditya Birla Capital Ltd.)



## ADITYA BIRLA CAPITAL

PROTECTING INVESTING FINANCING ADVISING

### 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 – September 30, 2023

#### I. Composition of Board of Directors

Title (Mr / Ms/ Mrs.)	Name of the Director	PAN	DIN	Category (Chairperson /Executive/ Non-Executive/ independent / Nominee) &	Initial Date of appointment	Date of Re-appointment	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)
Mrs.	Vishakha Mulye	AAHP M548 OD	00203578	Non-Executive - Non-Independent Director	13-10-2022	-	-	-	04-02-1969	1	0	1	0
Mr.	Rakesh Singh	AGTP S2396 E	07006067	Non-Executive - Non-Independent Director	08-10-2014	-	28-08-2023	-	22-09-1966	0	0	0	0

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Mr.	V Chandrasekaran	AADP V7524 P	03126243	Non-Executive - Independent Director	28-06-2018	28-06-2023	-	63	11-10-1957	4	4	3	1
Mrs.	Anita Ramachandran	AADP R7987 E	00118188	Non-Executive - Independent Director	31-03-2015	08-07-2020	-	102	28-04-1955	6	6	4	2
Mr.	Pankaj Gadgil	AIZP G484 1N	08521239	Managing Director	23-09-2022	-	-	-	08-12-1973	0	0	0	0
Mr.	Narayanan N R	AABP N8001 H	07877022	Non-Executive - Independent Director	19-01-2023	-	-	8	03-08-1962	0	0	0	0

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.

\*\* for counting the No. of Directorship and Committee Membership & Chairmanship in listed entities, only equity listed entities are considered.

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### II. Composition of Committees

Name of Committee	Whether Regular chairperson appointed	Name of Committee members	Category (Chairperson/Executive/Non-Executive/independent/ Nominee) <sup>§</sup>	Date of Appointment	Date of Cessation
Audit Committee	Yes	Mr. V Chandrasekaran	Chairman - Non-Executive - Independent Director	16-07-2018	-
		Mrs. Anita Ramachandran	Non-Executive - Independent Director	31-03-2015	-
		Mrs. Vishakha Mulye	Non-Executive - Non-Independent Director	13-10-2022	-
		Mr. Narayanan N R	Non-Executive - Independent Director	19-01-2023	-
Nomination and Remuneration Committee	Yes	Mrs. Anita Ramachandran	Chairperson - Non-Executive - Independent Director	31-03-2015	-
		Mr. V Chandrasekaran	Non-Executive - Independent Director	16-07-2018	-
		Mrs. Vishakha Mulye	Non-Executive - Non-Independent Director	13-10-2022	-
		Mr. Narayanan N R	Non-Executive - Independent Director	19-01-2023	-
Risk Management Committee	Yes	Mr. Narayanan N R	Chairman - Non-Executive - Independent Director	19-01-2023	-
		Mr. V Chandrasekaran	Non-Executive - Independent Director	16-07-2018	-
		Mrs. Vishakha Mulye	Non-Executive - Non-Independent Director	13-10-2022	-
		Mr. Pankaj Gadgil	Managing Director	13-10-2022	-
Stakeholders Relationship Committee	Yes	Mrs. Anita Ramachandran	Chairperson - Non-Executive - Independent Director	13-10-2022	-
		Mr. Rakesh Singh	Non-Executive - Non-Independent Director	13-10-2022	28-08-2023
		Mr. Pankaj Gadgil	Managing Director	13-10-2022	-

<sup>§</sup>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

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### III. Meeting of Board of Directors

Sr. No.	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* (Yes/No)	Number of Directors present*	No. of Independent Directors present*	Maximum gap between any two consecutive (in number of days)
1	06-04-2023	-	-	-	-	68
2	27-04-2023	-	-	-	-	20
3	-	27-07-2023	Yes	5	3	90

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

### IV. Meetings of Committees

Name of Committee	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)* (Yes/No)	Number of Directors present*	No. of Independent Directors present*	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive (in number of days)**
Audit Committee	-	Yes	3	2	27-04-2023	56
Audit Committee	27-07-2023	Yes	4	3	-	90
Nomination and remuneration Committee	-	Yes	3	2	27-04-2023	89
Nomination and remuneration Committee	27-07-2023	Yes	4	3	-	90

\* This information has to 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

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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
<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	
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)	
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.	
<b>For Aditya Birla Housing Finance Limited</b> <b>Swati Singh</b>	
<b>Company Secretary</b>	

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### ANNEX III

#### Format to be submitted by listed entity at the end of 6 months from the close of financial year

Half year ending – September 30, 2023

Affirmations		
Broad heading	Regulation Number	Compliance status (Yes/No/NA)refer note below
Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on Website	46(2)	Yes
Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes
Presence of Chairperson of the nomination and remuneration committee at the annual general Meeting	19(3)	Yes
Presence of Chairperson of the Stakeholder Relationship committee at the annual general Meeting	20(3)	Yes
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes
<b>Note:</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.  2. If status is "No" details of non-compliance may be given here.  3. If the Listed Entity would like to provide any other information the same may be indicated here.		

**For Aditya Birla Housing Finance Limited**  
Swati Singh

**Company Secretary**

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### ANNEX IV

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 – September 30, 2023

I. Disclosure of Loans/ guarantees/comfort letters /securities etc. <small>refer note below</small>			
(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

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(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
<b>II. Affirmations</b> 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.			
<b>Ashish Damani</b> <b>Chief Financial Officer</b>			
<b>Note</b> 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			

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### Details of Cyber Security Incidence

<b>Whether as per Regulation 27(2) (ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter</b>	No
<b>Date of the event - Not Applicable</b>	<b>Brief details of the event - Not Applicable</b>

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