

**Compliance Report on Corporate Governance**

1. Name of Listed Entity: HINDUJA HOUSING FINANCE LIMITED

2. Quarter Ending: 31<sup>ST</sup> December 2024

Whether Regular Chairperson appointed- Yes														
Whether Chairperson is related to Managing Director or CEO- No														
I. Composition of Board of Directors														
S.no.	Title (Mr./ Ms)	Name of the Director	PAN	DIN	Category (Chairperson /Executive/Non-Executive Independent/ Nominee)	Initial Date of Appointment	Date of Reappointment	Date of Cessation	Tenure* (Months)	Date of Birth	No. of directorship in listed entities including this listed entity <i>[in reference to Regulation 17A(1)]</i>	No. of Independent Directorship in listed entities including this listed entity <i>[in reference to proviso to Regulation 17A(1)]</i>	Number of memberships in Audit/ Stakeholder Committee (s) including this listed entity <i>(Refer Regulation 26(1) of Listing Regulations)</i>	No. of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity <i>(Refer Regulation 26(1) of Listing Regulations)</i>
1	Mr.	Dheeraj G. Hinduja	ABKPH6165Q	00133410	Chairperson/ Non-Executive	29-Sep-2023	-	-	-	27-Jul-1971	1	0	1	0
2	Mr.	Sachin Sundaram Pillai	ACKPP8384L	06400793	Executive/ Managing Director	15-Apr-2015	01-Apr-2024	-	-	06-Jun-1972	1	0	0	0
3	Mr.	Gopal Mahadevan	AACPG7248J	01746102	Non-Executive/ Non-Independent	15-Apr-2015	04-Sep-2024	-	-	20-May-1966	1	0	3	0
4	Ms.	Bhumika Batra	AKVPB1516H	03502004	Non-Executive /Independent	18-July-2016	18-Jul-2021	-	102	11-Aug-1981	5	5	9	5
5	Mr.	G S Sundararajan	AASPS1807M	00361030	Non-Executive /Independent	31-Mar-2017	31-Mar-2022	-	93	29-May-1960	1	1	2	2
6	Mr.	Srinivas Acharya	AAAPA2880N	00017412	Non-Executive /Independent	04-Feb-2022	-	26-Oct-2024**	32.73	08-Feb-1954	3	3	1	2
7	Ms.	Manju Agarwal	AAGPA1392M	06921105	Non-Executive /Independent	29-Mar-2023	-	-	21	30-Dec-1957	4	4	6	3
8	Mr.	S V Parthasarathy	AAKPP2312A	01111395	Non-Executive /Independent	29-Sep-2023	-	-	15	02-Feb-1955	0	0	1	1
9	Mr.	Sudip Basu	AEFPB5632Q	09743986	Non-Executive /Non-Independent	14-May-2024	-	-	-	10-Jan-1959	1	0	0	0

**\$PAN of any director would not be displayed on the website of Stock Exchange**

**&Category means Chairperson and or / Directors viz. 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.**

**\*\*Mr. Srinivas Acharya resigned from the position of Independent Director of the Company with effect from 26-October-2024.**

**Note: While calculating directorships in listed entities, only directorships in equity listed companies have been considered**

**HINDUJA HOUSING FINANCE LIMITED**

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<b>II. Composition of Committees</b>					
Name of committee	Whether Regular Chairperson Appointed	Name of Committee Members	Category (Chairperson /Executive/Non-Executive Independent/ Nominee)	Date of Appointment	Date of Cessation
<b>1.Audit Committee</b>	Yes	Mr. G S Sundararajan Ms. Bhumika Batra Mr. Gopal Mahadevan Mr. Srinivas Acharya	Chairperson - Non-Executive/Independent Member- Non-Executive/Independent Member- Non-Executive/Non-Independent Member- Non-Executive/Independent	31-Mar-2017 31-Mar-2017 31-Mar-2017 16-Mar-2022	- - - 26-October-2024
<b>2.Nomination &amp; Remuneration Committee</b>	Yes	Ms. Bhumika Batra Mr. Dheeraj G Hinduja Mr. S V Parthasarathy Mr. Srinivas Acharya	Chairperson - Non-Executive/Independent Member- Non-Executive/Non-Independent Member- Non-Executive/Independent Member- Non-Executive/Independent	31-Mar-2017 01-Nov-2023 01-Nov-2023 01-Nov-2023	- - - 26-October-2024
<b>3. Risk Management Committee</b>	Yes	Mr. Srinivas Acharya Mr. S V Parthasarathy Mr. Dheeraj G Hinduja Mr. Sachin Pillai Mr. G S Sundararajan Mr. Gopal Mahadevan Mr. Sudip Basu	Chairperson - Non-Executive/Independent # Chairperson - Non-Executive/Independent # Member- Non-Executive/ Non-Independent Member- Executive/Non-Independent Member- Non-Executive/Independent Member- Non-Executive/Non-Independent Member- Non-Executive/Non-Independent	16-Mar-2022 01-Nov-2023 01-Nov-2023 28-Sep-2022 31-Mar-2017 31-Mar-2017 04-Nov-2024	26-October-2024 - - - - - -
<b>4. Stakeholders Relationship Committee</b>	Yes	Mr. Gopal Mahadevan Mr. Sachin Pillai Ms. Bhumika Batra	Chairperson- Non-Executive/Non-Independent Member-Executive/Non-Independent Member- Non-Executive/Independent	04-Nov-2024 04-Nov-2024 04-Nov-2024	- - -
<b>5. Corporate Social Responsibility Committee</b>	Yes	Mr. Dheeraj G Hinduja Mr. Sachin Pillai Ms. Bhumika Batra Mr. Gopal Mahadevan	Chairperson- Non-Executive/Non-Independent Member- Executive/Non-Independent Member – Non-Executive / Independent Member- Executive/Non-Independent	01-Nov-2023 11-Feb-2019 11-Feb-2019 31-Mar-2023	- - - -
<b>Category means Chairperson and/ or Directors viz. executive/ non-executive/ independent/ Nominee, if a director fits into more than one category write all categories separating them with hyphen. # Owing to the resignation of Mr. Srinivas Acharya w.e.f. 26-October-2024, Mr. S V Parthasarathy was designated as Chairman of the Risk Management Committee in the Board Meeting held on 04<sup>th</sup> November, 2024</b>					

<b>III. Meeting of Board of Directors</b>						
Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meetings ( if any) in the relevant quarter	Whether requirement of Quorum met*	Total Number of Directors as on date of the meeting	Number of Directors present*	Number of independent directors present*	Maximum gap between any two consecutive meetings (in number of days)
July 21, 2024		Yes	9	9	5	67
Aug 07, 2024		Yes	9	9	5	16
	Nov 04, 2024	Yes	8	8	4	88
<b>*to be filled in only for the current quarter meetings.</b>						

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IV. Meetings of Committee							
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	Number of Directors present*	Number of independent directors' present*	Maximum gap between any two consecutives (in number of days* present*
<b>1. Audit committee</b>							
-	-	-	-	July 18, 2024	4	3	
-	-	-	-	August 07, 2024	4	3	-
Nov, 04, 2024	Yes	3	2	-	-	-	88
<b>2. Nomination &amp; Remuneration Committee</b>							
Nov, 04, 2024	Yes	3	2	-	-	-	-
<b>3. Stakeholders Relationship Committee</b>							
-	-	-	-	-	-	-	-
<b>4. Risk Management Committee</b>							
-	-	-	-	July 21, 2024	6	3	-
Nov, 04, 2024	Yes	4	2	-	-	-	-
<b>5. Corporate Social Responsibility Committee</b>							
Oct, 25, 2024	Yes	4	1	-	-	-	-
<i>*to be filled in only for the current quarter meetings</i>							
<i>*This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional.</i>							

Related Party Transactions			
Subject	Compliance status (Yes/ No/ NA)		Remarks
Whether prior approval of audit committee obtained	Yes		All related party transactions during quarter ended 31 <sup>st</sup> December, 2024 were within the limit approved by Audit Committee.
Whether shareholder approval obtained for material RPT	NA		Nil
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes		Nil
<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.			
<b>Details of Cyber Security Incidence</b>			<b>Remarks</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			No
<b>Date of the event</b>	Nil	<b>Brief details of the event</b>	Nil
<b>VI. Affirmations</b>			
<b>Subject</b>			<b>Compliance status (Yes/No)</b>
1. The composition of the 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: - <b>a. Audit Committee</b>			Yes
3. The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015: -			Yes

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<b>b. Nomination &amp; Remuneration Committee</b>	
4. The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015: - <b>c. Stakeholders Relationship Committee</b>	Yes
5. The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015: - <b>d. Risk Management Committee</b>	Yes
6. 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
7. 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
8. The Corporate Governance Report for the quarter ended December 31, 2024 will be placed before the Board of Directors at their meeting scheduled to be held in the month of January 2025.	Yes
9. <b>Any comments/observations/advice of the board of directors may be mentioned here.</b>	NA

**For Hinduja Housing Finance Limited**

**Srinivas Rangarajan**  
**Company Secretary and Compliance Officer**  
**Date: February 01, 2025**

**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.*