

GIC HOUSING FINANCE LTD.



GICHFL/SEC/2021

29th June, 2020

To,
The Listing Department,
The BSE Limited,
P.J. Towers,
Dalal Street,
Fort, Mumbai – 400 001

Scrip Code: 511676

Dear Sir,

Sub.: Submission of Annual Secretarial Compliance Report as per regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the year ended on 31st March, 2021.

We hereby submit the Annual Secretarial Compliance Report under regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the year ended on 31st March, 2021.

This is for your information and record purpose.

Thanking You,

Yours faithfully,

Nutan Singh
Group Executive & Company Secretary

MAKARAND M. JOSHI & CO.

Company Secretaries

Ecstasy, 803-804, 8th Floor, City of Joy, JSD Road, Mulund (W), Mumbai- 400080, (T) 022-21678136

Secretarial Compliance Report of GIC HOUSING FINANCE LIMITED For Financial year ended 31st March, 2021

To
The Members,
GIC HOUSING FINANCE LIMITED
6th Floor, National Insurance Building 14, Jamshedji Tata Road, Churchgate Mumbai 400020

We, M/s Makarand M. Joshi & Co., Practicing Company Secretaries, have examined:

(a) all the documents and records made available to us and explanation provided by GIC Housing Finance Limited ('the listed entity');

(b) the filings/ submissions made by the listed entity to the Stock Exchanges;

(c) website of the listed entity;

(d) any other document/filing, as may be relevant, which has been relied upon to make this certification, for the year ended 31st March, 2021 ('Audit Period') in respect of compliance with the provisions of:

(a) the Securities and Exchange Board of India Act, 1992 ('SEBI Act') and the Regulations, circulars, guidelines issued thereunder; and

(b) the Securities Contracts (Regulation) Act, 1956 ('SCRA'), rules made thereunder and the Regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India ('SEBI');

The specific Regulations, whose provisions and the circulars/guidelines issued thereunder, have been examined, include:-

- a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; **(Not Applicable to the Company during the Audit Period)**
- c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

- d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; - **(Not Applicable to the Company during the Audit Period)**
- e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; **(Not Applicable to the Company during the Audit Period)**
- f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- g) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- h) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act, 2013 and dealing with client;

and circulars/ guidelines issued thereunder and based on the above examination, we hereby report that, during the Review Period:

(a) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder, except in respect of matters specified below:

| Compliance Requirement (Regulations/ circulars/ guidelines including specific clause) | Deviations | Remarks of the Practicing Company Secretary |
|--|-------------------|--|
| Not Applicable | | |

(b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued thereunder in so far as it appears from our examination of those records.

(c) The following are the details of actions taken against the listed entity/ its promoters/ directors/ material subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under the aforesaid Acts/ Regulations and circulars/ guidelines issued thereunder.

| Sr. No. | Action taken by | Details of violation | Details of action taken E.g. fines, warning letter, debarment, etc. | Observations/ remarks of the Practicing Company Secretary, if any. |
|----------------|------------------------|-----------------------------|--|---|
| Not Applicable | | | | |

(d) The listed entity has taken the following actions to comply with the observations made in previous reports:

| Sr. No. | Observations of the Practicing Company Secretary in the | Observations made in the secretarial | Actions taken by the listed entity, if any | Comments of the Practicing Company Secretary on the |
|----------------|--|---|---|--|
|----------------|--|---|---|--|

| | previous reports | compliance report | | actions taken by the listed entity |
|----------------|------------------|-------------------|--|------------------------------------|
| Not Applicable | | | | |

**For Makarand M. Joshi & Co.
Practicing Company Secretaries**

Digitally signed by KUMUDINI DINESH BHALERAO
DN: cn=KUMUDINI DINESH BHALERAO, c=IN, st=Maharashtra, o=Personal,
serialNumber=2b122ddb4728e7d84d1174896b197d76d5570134b080eb9a673baa4
b168cc5
Date: 2021.06.25 22:39:58 +05'30'

Kumudini Bhalerao

Partner

FCS No. 6667

CP No. 6690

Peer Review No :P2009MH007000

UDIN: F006667C000518420

Place: Mumbai

Date: 25th June, 2021