Compliance Report on Corporate Governance

(Pursuant to Regulation 27(2) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. SEBI/HO/CED/CED-PoD-2/CIR/P/2024/185 dated December 31, 2024).

Name of Listed Entity: GIC Housing Finance Limited

Independent

Director

Independent

Director

09103000

01-11-2019

12-03-2021

26-09-2023

2. Quarter ending : March 31, 2025

Rani Singh Nair

Mrs

I. Composition of Board of Directors Title Name of the DIN No. of post of Category Initial date of Date of Date of Ten Date of No. of No. of Number of (Chairperson/ Chairperson (Mr./ Director Appointment Recessation ure* **Birth** Directorshi Independent memberships in Executive/ Audit/ Mrs.) appointme p in listed Directorship in Non-Executive/ entities in listed Stakeholder Audit/ nt independent/ including entities Committee Stakeholder Nominee)& this including this (s) including Committee listed entity listed entity this held in listed **[with** listed entity entities **[with** reference to reference to (Refer including this Regulation Regulation Regulation 26(1) listed entity 17A1 17A(1) & of Listing (Refer Requiation 17A(2)] Regulations) 26(1) of Listina Regulations) 10337640 Chairperson 04-09-1965 2 0 2 Mr. Ramaswamv 03-11-2023 related to Narayanan Promoter (Non-Executive) 08975825 Mr. Rashmi Raman Singh Non-Executive 07-08-2023 28-02-2025 10-02-1965 1 0 2 0 Director Rajeshwari Singh Muni 09794972 Mrs. Non-Executive 0 2 0 26-09-2023 28-06-1967 1 Director Mr. 10610759 0 Bhupesh Sushil Rahul Non-Executive 13-05-2024 27-04-1967 1 0 0 Director Girija Subramanian Mrs 09196957 Non-Executive 06-08-2024 22-07-1966 2 0 1 0 Director 09322218 Mr. Hitesh Rameshchandra Non-Executive 07-10-2021 19-09-1968 2 0 2 0 Director Joshi Mr. Ajit Kumar Saxena 05308801 23-09-2022 01-07-1956 1 1 3 2

65.00

48.20

15-10-1956

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Title (Mr./ Ms.)	Name of the Director	DIN	Category (Chairperson/ Executive/ Non-Executive/ independent/ Nominee)&	Initial date of Appointment	Date of Re- appointme nt	Date of cessati on	Tenure*	Date of Birth	No. of Directorshi p in listed entities including this listed entity [in reference to Regulation 17A(1)]	Directorship in listed entities including this listed entity [in reference to Regulation	this listed entity	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.	Vaijinath Gavarshetty	08502484	Independent Director	06-01-2022	06-01-2024	-	38.26	18-06-1958	2	2	2	1
Mr.	Garimella Nanda Kishore	07745995	Independent Director	06-01-2022	06-01-2024	-	38.26	27-06-1960	1	1	0	0
Mr.	Sathia Jeeva Krishnan Chidambara	02179550	Independent Director	06-01-2022	06-01-2024	-	38.26	04-11-1965	1	1	3	0
Mr.	Damodharan Neelam	07759291	Independent Director	21-10-2022	-	-	29.11	24-11-1959	1	1	1	1
Mr.	Sunil Kakar	03055561	Independent Director	07-08-2023	-	-	19.24	01-10-1957	1	1	4	0
Mr.	Paul Alphonso Lobo	09787223	MD & CEO	15-11-2022	-	28-02- 2025	NA	17-02-1965	1	0	1	0
Mr.	Sachindra Dattaram Salvi	10930663	MD & CEO	01-03-2025	-	-	NA	11-03-1967	1	0	0	0

Whether Regular Chairperson appointed: Yes

Whether Chairperson is related to Managing Director or CEO: **No** (But both - Chairman (CMD – GIC RE) and MD & CEO (GM, GIC RE) are related to common promoter company – GIC Re)

- PAN of any director would not be displayed on the website of Stock Exchange, hence the same is not provided.
- & 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.

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	Ajit Kumar Saxena	Chairperson - Non-Executive - Independent	06-01-2022	-
		Hitesh Rameshchandra Joshi	Non-Executive – Non Independent	06-01-2022	-
		Sathia Jeeva Krishnan Chidambara	Non-Executive - Independent	06-01-2022	-
		Sunil Kakar	Non-Executive - Independent	26-09-2023	-
2. Nomination &		Ajit Kumar Saxena	Chairperson - Non-Executive - Independent	18-12-2020	-
Remuneration Committee	Yes	Rani Singh Nair	Non-Executive - Independent	24-12-2021	-
	163	Vaijinath Gavarshetty	Non-Executive - Independent	26-09-2023	-
3. Risk Management		Damodharan Neelam	Chairperson - Non-Executive - Independent	26-09-2023	-
Committee		Vaijinath Gavarshetty	Non-Executive - Independent	06-01-2022	-
	Yes	Paul Alphonso Lobo	Executive Director	15-11-2022	28-02-2025
		Rani Singh Nair	Non-Executive - Independent	26-09-2023	-
		Sachindra Dattaram Salvi	Executive Director	01-03-2025	-
Stakeholders	Yes	Rani Singh Nair	Chairperson - Non-Executive Independent	24-12-2021	-
Relationship Committee		Ajit Kumar Saxena	Non-Executive - Independent	18-12-2020	-
		Vaijinath Gavarshetty	Non-Executive - Independent	26-09-2023	-
5. Corporate Social		Rani Singh Nair	Chairperson - Non-Executive - Independent	26-09-2023	-
Responsibility Committee	Yes	Paul Alphonso Lobo	Executive Director	15-11-2022	28-02-2025
		Garimella Nanda Kishore	Non-Executive - Independent	26-09-2023	-
		Sachindra Dattaram Salvi	Executive Director	01-03-2025	-

[&]amp;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

III. Meeting of Board of Directors

Date(s) of Meeting (if any) in the relevant quarter	Whether requirement of Quorum met* Yes/No	Number of Directors present*	Number of independent directors present*	Date(s) of Meeting (if any) in the previous quarter	Maximum gap between any two consecutive meetings (in number of days)
-	Yes	11	7	08-11-2024	-
11-02-2025	Yes	13	7	-	94

* to be filled in only for the current quarter meetings

IV. Meeting of Committees

Name of the 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	Maximum gap between any two consecutive meetings in number of days**
Audit Committee	-	Yes	4	3	08-11-2024	-
	23-01-2025	Yes	4	3	-	75
	11-02-2025	Yes	4	3	-	18
Risk Management Committee	-	Yes	4	3	05-11-2024	-
	07-02-2025	Yes	4	3	-	94
Corporate Social	-	Yes	3	2	05-11-2024	-
Responsibility Committee	06-02-2025	Yes	3	2	-	93

^{*}to be filled in only for the current quarter meetings

V. Affirmations

- 1. The composition of 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
 - a. Audit Committee: Yes
 - b. Nomination & Remuneration Committee: Yes
 - c. Stakeholders Relationship Committee: Yes
 - d. Risk management committee (applicable to the top 1000 listed entities, voluntary for entities ranked 1001 to 2000): Yes
- 3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements)

^{**}This information has to be mandatorily given for audit committee. For rest of the committees, giving this information is optional.

Regulations, 2015. : Yes					
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: Yes					
5. This report and/or the Report submitted in previous quarter has been planary comments/observations/advice of the board of directors may be me					
VI. Details of Cyber security incidence					
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				
Other details of cyber security incidence or breaches or loss of data event.	NA				
Number of cyber security incidence or breaches or loss of data event occurred during the quarter.					

Annexure II to be submitted by the listed entity at the end of Financial Year (for the whole of financial year) I. Website

Sr. No.	Item	Compliance Status (Yes/No)	Web address
1.1	Details of business	Yes	https://gichfindia.com/Overview.php
1.2	Memorandum of Association and Articles of Association	Yes	https://gichfindia.com/pdf/2024-25/GICHF%20- %20MoA%20&%20AOA.pdf
1.3	Brief Profile of Board of Directors including directorship and full-time positions in body corporates	Yes	https://gichfindia.com/BOD.php
2	Terms and conditions of appointment of independent directors	Yes	https://gichfindia.com/pdf/Appointment%20letter% 20to%20Independent%20Director.pdf
3	Composition of various committees of board of directors	Yes	https://gichfindia.com/BOD.php
4	Code of conduct of board of directors and senior management personnel	Yes	https://gichfindia.com/pdf/2023-24/2.%20COC-FOR-DIRECTORS-SENIOR-MANAGEMENT%2030-08-2022.pdf
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes	https://gichfindia.com/pdf/2024- 25/Whistle%20Blower%20Policy%20- %20GICHFL.pdf
6	Criteria of making payments to non-executive directors	Yes	https://gichfindia.com/pdf/2024- 25/Nomination%20and%20Remuneration%20Policy.pdf
7	Policy on dealing with related party transactions	Yes	https://gichfindia.com/pdf/2024- 25/Policy%20on%20Related%20Party%20Transa ctions.pdf
8	Policy for determining 'material' subsidiaries	Yes	https://gichfindia.com/pdf/2024- 25/Policy%20for%20determining%20Material%20 Subsidiary.pdf
9	Details of familiarization programmes imparted to independent directors	Yes	https://gichfindia.com/pdf/2023- 24/Familiarisation%20Programme%2003.11.2023. pdf
10	Email address for grievance redressal and other relevant details	Yes	https://gichfindia.com/pdf/g).%20GRIEVANCE%20 REDRESSAL%20-%20GICHFL%2006-09- 2022.pdf
11	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes	https://gichfindia.com/pdf/12INVESTOR%20GRIE VANCES.pdf
12	Financial results	Yes	https://gichfindia.com/Financial%20Information.ph
13	Shareholding pattern	Yes	https://gichfindia.com/Periodical%20Compliance% 20Under%20Listing%20Regulations.php

14	Details of agreements entered into with the media companies and/or their associates	NA	Not applicable
15.1	"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"	Yes	https://gichfindia.com/Analyst%20Investor%20Me t.php
15.2	Audio or video recordings and transcripts of post earnings/quarterly calls	Yes	https://gichfindia.com/Analyst%20Investor%20Me t.php
16	New name and the old name of the listed entity	NA	Not applicable
17	Advertisements as per regulation 47 (1)	Yes	https://gichfindia.com/Disclosure%20u-r%2047- 1.php
18	Credit rating or revision in credit rating obtained	Yes	https://gichfindia.com/pdf/2024- 25/1.%20REG%2046%20-19- %20CREDIT%20RATING_08.10.2024.pdf
19	"Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year"	Yes	https://gichfindia.com/subsidairyfinancialresults.p
20	Secretarial Compliance Report	Yes	https://gichfindia.com/pdf/2024- 25/Annual%20Secretarial%20Compliance%20Re ort_GIC_FY2023-24.pdf
21	Materiality Policy as per Regulation 30(4)	Yes	https://gichfindia.com/pdf/2023- 24/22.%20Determination%20of%20Materiality%2 of%20Event%20Policy.pdf
22	Disclosure of contact details of KMP who are authorized for the purpose of determining materiality as required under regulation 30(5)	Yes	https://gichfindia.com/pdf/2023- 24/23.%20%20KMP%20for%20Material%20Disc sure%2007.08.2023.pdf
23	Disclosures under regulation 30(8)	Yes	https://gichfindia.com/Investors%20Information%0&%20Compliances.php
24	Statements of deviation(s) or variations(s) as specified in regulation 32	NA	Not applicable
25	Dividend Distribution policy as per Regulation 43A(1) (as applicable)	Yes	https://gichfindia.com/pdf/2023- 24/26.%20DIVIDEND%20DISTRIBUTION%20PO CY%20-%20Final.pdf
26.1	Annual return as provided under section 92 of the Companies Act, 2013	Yes	https://gichfindia.com/pdf/2024-25/MGT-7_Signed.
26.2	Employee Benefit Scheme documents framed in terms of SEBI (SBEB) Regulations, 2021	NA	Not applicable
27	Confirmation that the above disclosures are in a separate section as specified in regulation 46(2)	Yes	https://gichfindia.com/DISCLOSURE_UNDER_REULATION_46_&_62.php
28	Compliance with regulation 46(3) with respect to accuracy of disclosures on the website and timely updating	Yes	https://gichfindia.com/DISCLOSURE_UNDER_REGULATION_46_&_62.php
29	Disclosure of notes on website in terms of Listing Regulations (text block)	Add notes	

II. Annual Affirmations

Sr. No.	Particulars	Regulation No.	Compliance Status (Yes/No)
1	Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes
2	Board composition	17(1), 17(1A) & 17(1C), 17(1D) & 17(1E)	Yes
3	Meeting of Board of directors	17(2)	Yes
4	Quorum of Board meeting	17(2A)	Yes
5	Review of Compliance Reports	17(3)	Yes
6	Plans for orderly succession for appointments	17(4)	Yes
7	Code of Conduct	17(5)	Yes
8	Fees/compensation	17(6)	Yes
9	Minimum Information	17(7)	Yes
10	Compliance Certificate	17(8)	Yes
11	Risk Assessment & Management	17(9)	Yes
12	Performance Evaluation of Independent Directors	17(10)	Yes
13	Recommendation of Board	17(11)	Yes
14	Maximum number of Directorships	17A	Yes
15	Composition of Audit Committee	18(1)	Yes
16	Meeting of Audit Committee	18(2)	Yes
17	Role of Audit Committee and information to be reviewed by the audit committee	18(3)	Yes
18	Composition of nomination & remuneration committee	19(1) & (2)	Yes
19	Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes
20	Meeting of Nomination and Remuneration Committee	19(3A)	Yes
21	Role of Nomination and Remuneration Committee	19(4)	Yes
22	Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	Yes
23	Meeting of Stakeholders Relationship Committee	20(3A)	Yes
24	Role of Stakeholders Relationship Committee	20(4)	Yes
25	Composition and role of risk management committee	21(1),(2),(3),(4)	Yes
26	Meeting of Risk Management Committee	21(3A)	Yes
27	Quorum of Risk Management Committee meeting	21(3B)	Yes
28	Gap between the meetings of the Risk Management Committee	21(3C)	Yes
29	Vigil Mechanism	22	Yes
30	Policy for related party Transaction	23(1),(1A),(5),(6),(7) & (8)	Yes

31	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes
32	Approval for material related party transactions	23(4)	Yes
33	Disclosure of related party transactions on consolidated basis	23(9)	Yes
34	Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA
35	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	Yes
36	Alternate Director to Independent Director	25(1)	Yes
37	Maximum Tenure	25(2)	Yes
38	Appointment, Re-appointment or removal of an Independent Director through special resolution or the alternate mechanism	25(2A)	Yes
39	Meeting of independent directors	25(3) & (4)	Yes
40	Familiarization of independent directors	25(7)	Yes
41	Declaration from Independent Director	25(8) & (9)	Yes
42	D & O Insurance for Independent Directors	25(10)	Yes
43	Confirmation with respect to appointment of Independent Directors who resigned from the listed entity	25(11)	NA
44	Memberships in Committees	26(1)	Yes
45	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes
46	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes
47	Approval of the Board and shareholders for compensation or profit sharing in connection with dealings in the securities of the listed entity	26(6)	NA
48	Vacancies in respect Key Managerial Personnel	26A(1) & 26A(2) & 26A(3)	NA

III. Affirmatio	ns (Cont.)							
Sr. No.				Compliance Status (Yes/No)				
1		approved Material Subsidiary Policy and to sect to subsidiary of Listed Entity have be		Yes				
	alf Yearly Disclosure		_					
Applicability	of disclosure	Applicable		**				
Reason for	Non Applicability	**						
I. Disclosur	e of Loans/ guarantees/con	nfort letters /securities etc. refer note below	•					
(A)Any loa	(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 a six months	at the end of				

Promoter or any other entity	0.00	0.00
controlled by them		
Promoter Group or any other entity controlled by them	0.00	0.00
Directors (including relatives) or any other entity controlled by them	0.00	2052583.00
KMPs or any other entity controlled by them	0.00	3911848.00

(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	0	0.00	0.00
Promoter Group or any otherentity controlled by them	0	0.00	0.00
Directors (including relatives) or any other entity controlled by them	0	0.00	0.00
KMPs or any other entity controlled by them	0	0.00	0.00

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	0	0.00	0.00
Promoter Group or any other entity controlled by them	0	0.00	0.00
Directors (including relatives) or any other entity controlled by them	0	0.00	0.00
KMPs or any other entity controlled by them	0	0.00	0.00

	Affirmations	Compliance Status	Company Remarks
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.		YES	NA
Name	SACHINDRA DATTARAM SALVI		l
Designation CEO Place MUMBAI		**	

Investor Grievance Details	
No. of investors complaints pending at the beginning of the quarter	0
No. of investors complaints received during the quarter	1
No. of investors complaints disposed off during the quarter	1
No. of investors complaints those remaining unresolved at the end of the quarter	0

Disclosure of Updates to Ongoing Tax Litigations or Disputes

The updates on tax litigations or disputes in terms of sub-para 8 of para B of Part A of Schedule III read with corresponding provisions of Annexure 18 of the Master Circular are given below:

Any	Other Information for D	isclosure of Updates	to Ongoing Tax Litigations	
			or Disputes	
Sr.	Name of the opposing	Date of initiation of	Status of the litigation /	
No.	., -	the litigation /	dispute as per last	Current status of the litigation / dispute
INO.	party	dispute	disclosure	
1	STATE TAX	26-08-2024	PENDING IN APPEALS	The hearing was scheduled for March 20, 2025, but it was postponed
	DEPARTMENT - UTTAR			to April 7, 2025. Unfortunately, the hearing could not take place on
	PRADESH			April 7, 2025, as the officer was busy and he informed our consultant
				that a revised date will be provided.
				However, no new date has been communicated to us till date.

Signatory Details		
Name of signatory	NUTAN SINGH	
Designation of person	Company Secretary and Compliance Officer	
Place	MUMBAI	
Date	23-04-2025	