

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)

1. Name of Listed Entity: GIC Housing Finance Limited
2. Quarter ending : September 30, 2023

I. Composition of Board of Directors												
Title (Mr./ Mrs.)	Name of the Director	DIN	Category (Chairperson/ Executive/ Non-Executive/ independent/ Nominee)&	Initial date of Appointment	Date of Re- appointme nt**	Date of cessation	Ten ure*	Date of Birth	No. of Directorshi p 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.	DEVESH SRIVASTAVA	08646006	Chairperson related to Promoter (Non-Executive)	01-01-2020	-	30-09-2023	NA	11-09-1963	0	0	0	0
Mrs.	SUCHITA GUPTA	08697650	Non-Executive Director	11-08-2021	23-09-2022	01-09-2023	NA	30-08-1963	0	0	0	0
Mr.	SATYAJIT TRIPATHY	08681994	Non-Executive Director	07-10-2021	26-09-2023	NA	NA	02-02-1964	1	0	1	0
Mrs.	NEERJA KAPUR	09733917	Non-Executive Director	07-11-2022	-	NA	NA	28-04-1964	2	0	1	0
Mr.	RASHMI RAMAN SINGH	08975825	Non-Executive Director	07-08-2023	-	NA	NA	10-02-1965	1	0	2	0
Mrs.	RAJESHWARI SINGH MUNI	09794972	Non-Executive Director	26-09-2023	-	NA	NA	28-06-1967	1	0	1	0
Mr.	HITESH RAMESHCHANDRA JOSHI	09322218	Non-Executive Director	07-10-2021	26-09-2023	NA	NA	19-09-1968	1	0	1	0
Mr.	SRI RAMACHANDRA PRASAD NALAM	01386757	Independent Director	26-10-2017	18-12-2020	26-09-2023	71.02	07-02-1954	0	0	0	0

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)]	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.	AJIT KUMAR SAXENA	05308801	Independent Director	01-11-2019	23-09-2022	NA	47.00	01-07-1956	1	1	3	2
Mrs.	RANI SINGH NAIR	09103000	Independent Director	12-03-2021	26-09-2023	NA	30.20	15-10-1956	1	1	1	1
Mr.	VAIJINATH GAVARSHETTY	08502484	Independent Director	06-01-2022	-	NA	20.26	18-06-1958	2	2	2	0
Mr.	GARIMELLA NANDA KISHORE	07745995	Independent Director	06-01-2022	-	NA	20.26	27-06-1960	1	1	0	0
Mr.	SATHIA JEEVA KRISHNAN CHIDAMBARA	02179550	Independent Director	06-01-2022	-	NA	20.26	04-11-1965	1	1	3	0
MR.	DAMODHARAN NEELAM	07759291	Independent Director	21-10-2022	-	NA	11.11	24-11-1959	1	1	0	0
MR.	SUNIL KAKAR	03055561	Independent Director	07-08-2023	-	NA	1.24	01-10-1957	1	1	2	0
MR.	PAUL ALPHONSO LOBO	09787223	MD & CEO	15-11-2022	-	NA	NA	17-02-1965	1	0	1	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 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.

** Date of appointment has been filled as date of re-appointment in case of no reappointment in current term as per FAQs issued for Corporate governance report.

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
1. Audit Committee	Yes	AJIT KUMAR SAXENA	Chairperson - Non-Executive – Independent	06-01-2022	-
		SRI RAMACHANDRA PRASAD NALAM	Non-Executive - Independent	22-01-2021	26-09-2023
		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 & Remuneration Committee	Yes	AJIT KUMAR SAXENA	Chairperson - Non-Executive – Independent	18-12-2020	-
		SRI RAMACHANDRA PRASAD NALAM	Non-Executive - Independent	18-12-2020	26-09-2023
		RANI SINGH NAIR	Non-Executive - Independent	24-12-2021	-
		VAIJINATH GAVARSHETTY	Non-Executive - Independent	26-09-2023	-
3. Risk Management Committee	Yes	SRI RAMACHANDRA PRASAD NALAM	Chairperson - Non-Executive – Independent	22-10-2018	26-09-2023
		VAIJINATH GAVARSHETTY	Non-Executive - Independent	06-01-2022	-
		DAMODHARAN NEELAM	Non-Executive – Independent (Member)	22-12-2022	26-09-2023
		PAUL ALPHONSO LOBO	Executive Director	15-11-2022	-
		RANI SINGH NAIR	Non-Executive - Independent	26-09-2023	-
		DAMODHARAN NEELAM	Chairperson - Non-Executive - Independent	26-09-2023	-
4. Stakeholders Relationship Committee	Yes	RANI SINGH NAIR	Chairperson - Non-Executive Independent	24-12-2021	-
		AJIT KUMAR SAXENA	Non-Executive - Independent	18-12-2020	-
		SRI RAMACHANDRA PRASAD NALAM	Non-Executive - Independent	18-12-2020	26-09-2023
		VAIJINATH GAVARSHETTY	Non-Executive - Independent	26-09-2023	-
5. Corporate Social Responsibility Committee	Yes	SRI RAMACHANDRA PRASAD NALAM	Chairperson - Non-Executive - Independent	22-08-2018	26-09-2023
		RANI SINGH NAIR	Non-Executive Independent (Member)	04-08-2021	26-09-2023
		PAUL ALPHONSO LOBO	Executive Director	15-11-2022	-
		RANI SINGH NAIR	Chairperson - Non-Executive - Independent	26-09-2023	-
		GARIMELLA NANDA KISHORE	Non-Executive - Independent	26-09-2023	-
&Category means Chairperson and/or Director viz. 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 previous quarter	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*	Maximum gap between any two consecutive meetings (in number of days)

17-05-2023	- 07-08-2023	Yes Yes	13 13	7 7	- 81
<i>* to be filled in only for the current quarter meetings</i>					

IV. Meeting of Committees						
Type 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*	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	17-05-2023	-
	03-08-2023	Yes	3	3	-	77
	07-08-2023	Yes	4	3	-	3
Nomination & Remuneration Committee	-	Yes	3	3	16-05-2023	-
	03-08-2023	Yes	3	3	-	78
Stakeholders Relationship Committee	03-08-2023	Yes	3	3	-	-
Corporate Social Responsibility Committee	03-08-2023	Yes	3	2	-	-
<i>**to be filled in only for the current quarter meetings</i>						
<i>*This information has to be mandatorily given for audit committee. For rest of the committees, giving this information is optional.</i>						

V. Related Party Transactions	
Subject	Compliance status (Yes/No/NA) refer note below
Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material RPT	Yes
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes (RPT entered into pursuant to omnibus approval will be placed in upcoming Q2 (F.Y. 2023-24) closing Audit Committee and Board Meeting for review purpose)
<p>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.</p> <p>2. If status is “No” details of non-compliance may be given here.</p>	

VII. 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

Date of the event: NA

Brief details of the event: NA

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): Yes
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. : 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 placed before the Board of Directors – Yes

Any comments/observations/advice of the board of directors may be mentioned here: None

Half Yearly Affirmations

Annexure III

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)
1	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
2	Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes
3	Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes
4	Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	Yes
5	Disclosure of the Secretarial Audit Report of the listed entity and the material subsidiaries in the Annual Report	24A(1)	Yes

6	Submission of Annual Secretarial Compliance Report	24A(2)	Yes
7	Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes

Additional Half Yearly Disclosure

Applicability of disclosure	Applicable	*
Reason for Non Applicability	**	

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	0.00	0.00	
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	2757709.00	
KMPs or any other entity controlled by them	0.00	0.00	

(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 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

(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	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

(D) Additional Information

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	PAUL LOBO	* *
Designation	CEO	
Place	MUMBAI	
Date	30-09-2023	

SD/-

Name of signatory	NUTAN SINGH
Designation of person	Company Secretary and Compliance Officer
Place	MUMBAI
Date	17-10-2023