

20 April 2024

To,
The Secretary
National Stock Exchange of India Ltd.,
Exchange Plaza
Bandra Kurla Complex
Bandra (East)
Mumbai 400 051

Dear Sir/Madam,

Sub: 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

In Compliance with Regulation 27(2) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose a compliance report on corporate governance for the quarter ended 31st March 2024.

You are kindly requested to take the same on record.

Thanking You,

for SUNDARAM HOME FINANCE LIMITED

**R VENKATASUBRAMANIAN
CHIEF COMPLIANCE OFFICER & COMPANY SECRETARY**

Sundaram Home Finance Limited

(Formerly known as Sundaram BNP Paribas Home Finance Limited)

Format of report on Corporate Governance to be submitted by a listed entity on quarterly basis

1. Name of Listed Entity: SUNDARAM HOME FINANCE LIMITED
2. Quarter ending: 31st March 2024

I. Composition of Board of Directors												
Title(Mr. / Ms)	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 *	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 provision to regulation 17A(1)]	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation26(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.	T.T. Srinivasaraghavan	PAN: AAGPS0089M DIN: 00018247	Chairperson – Non-Executive	02.07.1999 Chairperson – 01.11.2019			NA	January 19, 1955	2	1	1	-

Title (Mr. / Ms)	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*	Date of Birth	No. Of directors hip in listed entities includin g this listed entity [in reference to Regulatio n 17A(1)]	No of Independ ent Directors hip in listed entities including this listed entity [in referenc e to proviso to regulatio n 17A(1)]	Number of membershi ps 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.	Harsha Viji	PAN: AABPH5786K DIN: 00602484	Non-Executive	24.01.2020			NA	August 28, 1975	2	-	1	-
Mr.	A.N. Raju	PAN: AACPR9536L DIN: 00036201	Non-Executive	20.05.2021			NA	May 15, 1959	1	-	2	1
Ms	C. Sruthi	PAN: BHYP3984B DIN: 07253998	Independent	14.05.2022			23 months	December 9,1987	-	-	1	-

Title (Mr. / Ms)	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*	Date of Birth	No. Of directorship in listed entities including this listed entity [in reference to Regulation 17A(1)]	No of Independent Directors in listed entities including this listed entity [in reference to proviso 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.	Bhavani Balasubramanian	PAN: AAEBP7247A DIN: 09194973	Independent	04.02.2022			26 months	December 20, 1959	2	2	3	2
Mr.	Mahesh Parasuraman	PAN: AAWPP1502E DIN: 00233782	Independent	04.02.2022			26 months	November 19, 1975	-	-	1	-
Mr.	Mr. S. Mahalingam	PAN: AAEPM7962R DIN: 00121727	Independent	04.02.2022			26 months	February 10, 1948	3	3	6	2
Mr.	Lakshminarayanan Duraiswamy	PAN: AAFPD5438E DIN: 07988186	Executive	25.10.2019			NA	July 25, 1969	-	-	2	-
		Whether Regular chairperson appointed: Yes										
		Whether Chairperson is related to managing director or CEO: No										

	<p><i>\$PAN of any director would not be displayed on the website of Stock Exchange</i></p> <p><i>&Category of directors means executive/non-executive/independent/Nominee. if a director fits into more than onecategory write all categories separating them with hyphen</i></p> <p><i>* 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.</i></p>
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II. Composition of Committees					
<i>Name of Committee</i>	<i>Whether Regular chairperson appointed</i>	<i>Name of Committee members</i>	<i>Category (Chairperson/Executive/Non-Executive/independent/Nominee) \$</i>	<i>Date of Appointment</i>	<i>Date of Cessation</i>
1. Audit Committee	Yes	Mrs. Bhavani Balasubramanian	Chairperson – Independent	21.03.2022	-
		Mr Mahesh Parasuraman	Independent	19.07.2022	-
		Mr. S Mahalingam	Independent	11.05.2023	-
2. Nomination & Remuneration Committee	Yes	Mr. Mahesh Parasuraman	Chairperson – Independent	19.07.2022 Appointed as Chairperson	-
		Mr. Harsha Viji	Non-Executive	29.10.2021	-
		Mrs. Bhavani Balasubramanian	Independent	19.07.2022	-
3. Risk Management Committee (if applicable)	Yes	Mr. A.N. Raju	Chairperson – Non-Executive	21.03.2022	-
		Mrs. Bhavani Balasubramanian	Independent	14.05.2022	-
		Mr. Lakshminarayanan Duraiswamy	Executive	13.03.2020	-
4. Stakeholders Relationship Committee'	Yes	Mr. A.N. Raju	Chairperson – Non-Executive	14.05.2022	-
		Ms C Sruthi	Independent	19.07.2022	-
		Mr. Lakshminarayanan Duraiswamy	Executive	13.03.2020	-
<p><i>&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</i></p>					

III. Meeting of Board of Directors					
<i>Date(s) of Meeting (if any) in the previous quarter</i>	<i>Date(s) of Meeting (if any) in the relevant quarter</i>	<i>Whether requirement of Quorum met*</i>	<i>Number of Directors present*</i>	<i>Number of independent directors' present*</i>	<i>Maximum gap between Any two consecutive (in number of days)</i>
26.10.2023	01.02.2024	Yes	8	4	98
	04.03.2024	Yes	8	4	32
<i>* to be filled in only for the current quarter meetings</i>					
IV. Meetings of Committees					
<i>Date(s) of meeting of the committee in the relevant quarter</i>	<i>Whether requirement of Quorum met (details)*</i>	<i>Number of Directors present*</i>	<i>Number of independent directors present*</i>	<i>Date(s) of meeting of the committee in the previous quarter</i>	<i>Maximum gap between any two consecutive meetings in number of days*</i>
31.01.2024	Yes	3	3	26.10.2023	98
<i>* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional</i>					
<i>**to be filled in only for the current quarter meetings</i>					
V. Related Party Transactions					
Subject			Compliance status (Yes/No/NA)		
			<i>refer note below</i>		
Whether prior approval of audit committee obtained			Yes		
Whether shareholder approval obtained for material RPT			Not Required as there are no material Related Party Transactions		
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by the Audit Committee			Yes.		
Note:					
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.					

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
Date of the event	Not Applicable
Brief details of the event	Not Applicable

VI. Affirmations	Compliance
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	Yes
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.	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 the previous quarter has been placed before Board of Directors. Any comments/observations/advice of the board of directors may be mentioned here.	Yes
For Sundaram Home Finance Limited	
R Venkatasubramanian Chief Compliance Officer and Company Secretary	

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.