



May 30, 2022

**NATIONAL STOCK EXCHANGE OF INDIA LTD.,
Exchange Plaza,
Bandra Kurla Complex,
Bandra (East),
Mumbai-400 051**

Dear Sir,

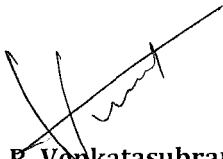
Sub: Secretarial Compliance Report

Pursuant to Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we attach herewith Secretarial Compliance Report for the financial year ended 31.03.2022.

You are requested to take the same on your records.

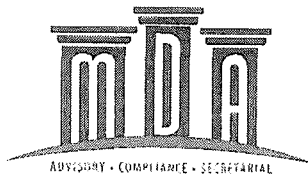
Thanking you,

Yours faithfully,
For **Sundaram Home Finance Limited**


R. Venkatasubramanian
Company Secretary

Sundaram Home Finance Limited

(Formerly known as Sundaram BNP Paribas Home Finance Limited)



M DAMODARAN & ASSOCIATES LLP

www.mdassociates.co.in

SECRETARIAL COMPLIANCE REPORT OF SUNDARAM HOME FINANCE LIMITED FOR THE YEAR ENDED 31.03.2022

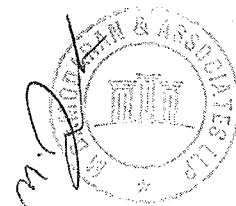
*(Pursuant to Regulation 24A of the Securities and Exchange Board of India
(Listing Obligations and Disclosure Requirements) Regulations, 2015 read
with SEBI Circular No. CIR/CFD/CMD1/27/2019 dated February 08, 2019)*

I, M. Damodaran, Managing Partner of M Damodaran & Associates LLP,
Practicing Company Secretaries, Chennai have examined:

- a) all the documents and records made available to me and explanation provided by **SUNDARAM HOME 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 Financial Year ended **31.03.2022** ("Review Period") in respect of compliance with the provisions of:

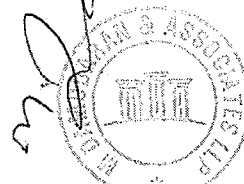
- a) the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and
- b) the Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made thereunder and the Regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India ("SEBI");





The specific Regulations amended from time to time, 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 ('SEBI LODR');
- b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 - *Not Applicable to the Company during the Review Period.*
- c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 - *Not Applicable to the Company during the Review Period.*
- d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 - *Not Applicable to the Company during the Review Period.*
- e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 - *Not Applicable to the Company during the Review Period.*
- f) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 - *Not Applicable to the Company during the Review Period.*
- g) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- h) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013 - *Not Applicable to the Company during the Review Period.*
- i) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021;
- j) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 - *to the extent applicable to debt listed companies during the Review Period.*
- k) Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies





Act and dealing with client; *Not Applicable to the Company during the Review Period.*

- l) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;
- m) Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 - *Not Applicable to the Company.*
- n) Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021 - *Not Applicable to the Company.*

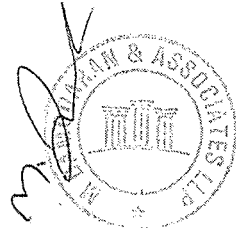
and circulars/ guidelines issued thereunder;

and based on the above examination, I 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 from time to time to the extent applicable except in respect of matters specified below:-

Sr. No	Compliance Requirement (Regulations/ circulars / guidelines including specific clause)	Deviations	Observations/ Remarks of the Practicing Company Secretary
NIL			

- b) The company has suitably included the conditions as mentioned in Para 6(A) and Para 6 (B) of the SEBI Circular CIR/CFD/CMD1/114/2019, dated October 18, 2019 in terms of appointment of statutory auditor of the Company.
- c) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued thereunder insofar as it appears from my examination of those records.





- d) There was no action 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.
- e) The Company has taken the following actions to comply with the observations made in previous reports:

Sr. No.	Observations of the Practicing Company Secretary in the previous reports	Observations made in the secretarial compliance report for the year ended 31.03.2021	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
NA				

For **M Damodaran & Associates LLP**

Place: Chennai
Date: 14.05.2022

M. DAMODARAN
Managing Partner
Membership No.: 5837
COP. No.: 5081
FRN: L2019TN006000
PR 1374/2021
ICSI UDIN: F005837D000323594

