

**Date:** July 15, 2024

To  
**BSE Limited**  
Phiroze Jeejeebhoy Towers,  
Dalai Street, Fort,  
Mumbai 400 001

Dear Sir/Madam,

**Sub.: Submission of Corporate Governance Report for the quarter ended June 30, 2024**

Pursuant to the provisions of Regulation 27(2) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), 2015, we hereby submit the compliance report on Corporate Governance Report for the quarter ended June 30, 2024.

We request you to take the same on your records.

Thanking you.

Yours Faithfully,  
For **Shriram Housing Finance Limited**

**Puja Shah**  
**Company Secretary and Compliance Officer**

**Place:** Mumbai

Encl.: As Above.



Annexure - I

Report on Corporate Governance for the quarter ended June 30, 2024

1. Name of Listed Entity: **Shriram Housing Finance Limited**
2. Quarter ending: **June 30, 2024**

I. Composition of Board of Directors												
Title (Mr. / Ms.)	Name of the Director	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 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)
Mr.	Subramanian Jambunathan	DIN: 00969478	Executive Director	20-07-2018	20-11-2023	-	-	11-02-1970	1	0	2	0
Mr.	Srinivasa Chakravarti Yalamati	DIN: 00052308	Non- Executive, Non-Independent Director	09-11-2010	-	-	-	10-06-1963	2	0	2	1
Ms.	Lakshminarayanan Priyadarshini	DIN: 06592671	Non-Executive, Independent Director	16-10-2018	28-09-2023	-	68.14	02-07-1974	2	2	2	0
Mr.	Gauri Shankar Agarwal	DIN: 02979228	Executive Director	21-09-2023	28-09-2023	-	-	24-08-1967	1	0	1	0
Mrs.	Maya Swaminathan Sinha	DIN: 03056226	Non-Executive, Independent Director	28-03-2024	-	-	3.40	09-03-1959	5	5	4	1
Mr.	Srinivasan Sridhar	DIN: 00004272	Non-Executive, Independent Director	01-04-2024	01-04-2024	-	3.00	09-05-1951	5	5	5	3
Whether Regular chairperson appointed - No												
Whether Chairperson is related to managing director or CEO – No												
* 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.												
<b>Note:</b> Mr. Venkataraman Murali, Non-Executive, Independent Director (DIN: 00730218) ceased to become a director of the Company with effect from the close of business hours on March 31, 2024, upon completion of his second term of 5 (five) consecutive years.												

Note: As per the SEBI circular no. SEBI/HO/CFD/CMD-2/P/CIR/2021/256 dated May 31, 2021, PAN details of any directors would not be displayed on the website of Stock Exchange, hence we have not provided the same.

<b>II. Composition of Committees</b>					
<b>Name of Committee</b>	<b>Whether Regular chairperson appointed</b>	<b>Name of Committee members</b>	<b>Category (Chairperson / Executive/Non- Executive / independent / Nominee)</b>	<b>Date of Appointment</b>	<b>Date of Cessation</b>
1. Audit Committee <sup>&amp;*</sup>	Yes	1. Ms. Maya Swaminathan Sinha 2. Mr. Srinivasan Sridhar 3. Mr. Subramanian Jambunathan	1. Independent, Non-Executive, Chairperson 2. Independent, Non-Executive 3. Executive Director	01-04-2024 01-04-2024 17-10-2018	-
2. Nomination & Remuneration Committee <sup>&amp;</sup>	Yes	1. Ms. Maya Swaminathan Sinha 2. Ms. Lakshminarayanan Priyadarshini 3. Mr. Srinivasa Chakravarti Yalamati	1. Independent, Non-Executive, Chairperson 2. Independent, Non-Executive 3. Non-Independent, Non-Executive	01-04-2024 17-10-2018 17-10-2018	-
3. Risk Management Committee (if applicable) <sup>&amp;</sup>	Yes	1. Mr. Srinivasan Sridhar 2. Mr. Srinivasa Chakravarti Yalamati 3. Mr. Subramanian Jambunathan 4. Mr. Shivram Jagadeswaran 5. Mr. Gauri Shankar Agarwal	1. Independent, Non-Executive, Chairperson 2. Non-Independent, Non-Executive 3. Executive Director 4. Chief Risk Officer 5. Executive Director	01-04-2024 25-04-2022 25-04-2022 25-04-2022 20-10-2023	-
4. Stakeholders Relationship Committee <sup>&amp;</sup>	Yes	1. Mr. Srinivasa Chakravarti Yalamati 2. Ms. Maya Swaminathan Sinha 3. Mr. Subramanian Jambunathan 4. Mr. Gauri Shankar Agarwal	1. Non-Executive, Non-Independent, Chairperson 2. Independent, Non-Executive 3. Executive Director 4. Executive Director	25-10-2021 01-04-2024 25-10-2021 20-10-2023	-
5. Corporate Social responsibility Committee	Yes	1. Ms. Lakshminarayanan Priyadarshini 2. Mr. Srinivasa Chakravarti Yalamati 3. Mr. Subramanian Jambunathan	1. Independent, Non-Executive, Chairperson 2. Non Independent, Non-Executive 3. Executive Director	17-10-2018 17-10-2018 17-10-2018	-

<sup>&</sup>Mr. Venkataraman Murali ceased to be the Director with effect from April 1, 2024 on account of end of tenure as Independent Director, consequently ceased to be a Chairperson of the Audit Committee, Member of Nomination & Remuneration Committee, Member of Risk Management Committee and Member of Stakeholders Relationship Committee.

<sup>\*</sup>Ms. Lakshminarayanan Priyadarshini ceased to be a Member of the Audit Committee with effect from April 1, 2024.

<b>III. Meeting of Board of Directors</b>					
<b>Date(s) of Meeting (if any) in the previous quarter</b>	<b>Date(s) of Meeting (if any) in the relevant quarter</b>	<b>Whether requirement of Quorum met*</b>	<b>Number of Directors present*</b>	<b>Number of independent directors present*</b>	<b>Maximum gap between any two consecutive (in number of days)</b>
23-01-2024	24-04-2024	Yes	6	3	32
22-03-2024	13-05-2024	Yes	6	3	18

<sup>\*</sup> to be filled in only for the current quarter meetings

<b>IV. Meetings of Committees</b>					
<i>Date(s) of meeting of the committee in the relevant quarter</i>	<i>Whether requirement of Quorum me (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>
<b>Audit Committee</b>					
24-04-2024	Yes	3	2	22-03-2024	32
				23-01-2024	
<b>Risk Management Committee</b>					
24-04-2024	Yes	4	1	23-01-2024	91
<b>Nomination &amp; Remuneration Committee</b>					
24-04-2024	Yes	3	2	22-03-2024	32
<b>IT Strategy Committee</b>					
19-04-2024	Yes	2	2	-	-
* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional.					
**to be filled in only for the current quarter meetings.					

<b>V. Related Party Transactions</b>	
<i>Subject</i>	<i>Compliance status (Yes / No / NA)</i>
Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material RPT	NA
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by the Audit Committee	Yes

**Note:**

- 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.
- If status is "No" details of non-compliance may be given here.

**VI. Disclosure pursuant to Regulation 27(2)(ba) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015:**

<b>Details of Cyber Security Incidence</b>	
<b>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</b>	No
<b>Date of the Event</b>	NA
<b>Brief Details of the Event</b>	NA

**VI. Affirmations**

- The composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015.
- The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015
  - Audit Committee
  - Nomination & Remuneration Committee
  - Stakeholders Relationship Committee
  - Risk Management Committee
- The Committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
- 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.
- This report and/or the report submitted in the previous quarter has been placed before the Board of Directors.

**For Shriram Housing Finance Limited**

**Puja Shah**  
**Company Secretary and Compliance Officer**  
**Place:** Mumbai  
**Date:** July 15, 2024