



802, Natraj by Rustomjee, Western Express Highway,
Sir MV Road Junction, Andheri East, Mumbai - 400069.
Tel: 41689900 / 61213400 Fax : 4168 9934

Date: April 20, 2023

To,
The General Manager,
BSE Limited,
P.J. Towers, Dalal Street,
Mumbai- 400001

Kind Attn.: Listing Corporate Relationship Department

Sub: Submission of Report on Corporate Governance by the Company for the quarter ended 31st March, 2023.

Ref.: Company Code- 10844 /11302

Dear Sir/ Madam

With reference to Regulation 27 (2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and as per the amendment dated 7th September, 2021 read along with BSE circular no. 20220107-16 dated 7th January 2022 and format specified under SEBI operational circular dated 29th July, 2022, as amended from time to time, we hereby submit the report on Corporate Governance as per the prescribed format for the quarter ended 31st March, 2023 (enclosed as Annexure I).

Kindly note the same and take this on your record.

Thanking you,

Yours faithfully,

For Aadhar Housing Finance Limited



Sreekanth V. N.
Company Secretary and Compliance Officer
FCS: 4191

Encl.: As above

Aadhar Housing Finance Ltd.

CIN: U66010KA1990PLC011409
Regd. Office: 2nd Floor, No. 3, JVT Towers, 8th 'A' Main Road,
S.R Nagar, Bengaluru – 560 027, Karnataka.
Toll Free No: 1800 3004 2020 www.aadharhousing.com

Annexure I

Report on Corporate Governance by the Company for the Quarter ended 31st March, 2023

1. Name of Listed Entity :- **Aadhar Housing Finance Limited (High Value Debt- Listed)**
2. Quarter ending:- **31st March, 2023**

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 Directors hip 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.	Om Prakash Bhatt	00548091 AGPPB9727Q	Chairman- Non-Executive - Independent Director	13 th September, 2019	13 th September, 2022	-	Re-appointed at 32 nd AGM held on 18.08.2022, for a period of 3 years i.e. w.e.f. 13 th September, 2022 till 12th September 2025.	7 th March, 1951	5	5	6	1

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Dr.	Nivedita Haran	06441500 AABPH5654E	Non-Executive - Independent Director	15 th September, 2018	29 th June, 2020	-	Granted extension of tenure from 2020 to 2022 and further extension granted at EGM held on 26.05.2022 for period of 2 years till 34 th AGM in 2024.	22 nd November, 1954	1	1	2	1
Ms.	Sharmila A. Karve	05018751 AETPK7563H	Non-Executive - Independent Director	15 th December, 2020	-	-	3 years w.e.f. 15 th December, 2020 for a period of 3 years till December, 2023	8 th April, 1965	5	5	8	4
Mr.	Amit Dixit	01798942 AHXPD7229A	Non-Executive - Nominee Director	2 nd August, 2019	18 th August, 2022	-	Liable to retire by rotation	26 th January, 1973	4	0	1	0
Mr.	Mukesh Mehta	08319159 AJOPM2123M	Non-Executive - Nominee Director	2 nd August, 2019	17 th July, 2021	-	Liable to retire by rotation	30 th November, 1980	1	0	0	0
Mr.	Prateek Roongta	00622797 ADWPR9439B	Non-Executive - Nominee Director	20 th January 2023	-	-	Liable to retire by rotation	28 th May, 1977	2	0	3	0

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Mr.	Deo Shankar Tripathi	07153794 ABMPT4639B	Executive Vice Chairman	3 rd January 2023*	-	-	Members approved appointment at EGM held on 23.03.2023 till 26 th December 2027.	01 st January, 1953	1	0	1	0
Mr.	Rishi Anand	02303503 AASPA4707E	Managing Director and Chief Executive Officer	3 rd January 2023	-	-	Members approved appointment at EGM held on 23.03.2023 till 26 th December 2027.	20 th December, 1972	1	0	0	0

Whether Regular chairperson appointed :- **YES**

Whether Chairperson is related to the Managing Director or CEO:- **NO**

^sPAN of any director would not be displayed on the website of Stock Exchange

[&]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.

*Note: The 5 year term of Mr. Deo Shankar Tripathi as Managing Director and Chief Executive Officer expired on 4th December 2022. The Members at the EGM held on 23rd March 2023 approved his appointment as Director and Executive Vice Chairman (“EVC”) of the Board w.e.f. 3rd January 2023 till 26th December 2027. Hence, his appointment as EVC is not considered as a continuation/re-appointment of his earlier appointment.

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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)^s</i>	<i>Date of Appointment*</i>	<i>Date of Cessation</i>
1.Audit Committee	Yes	Mrs. Sharmila A Karve	Chairperson- Non-Executive - Independent Director	22 nd December, 2020	NA
		Mr. Om Prakash Bhatt	Non-Executive - Independent Director	5 th May, 2020	NA
		Dr. Nivedita Haran	Non-Executive - Independent Director	29 th October, 2018	NA
		Mr. Prateek Roongta	Non- Executive - Nominee Director	8 th February, 2023	NA
		Mr. Mukesh Mehta	Non- Executive - Nominee Director	2 nd August, 2019	8 th February, 2023
2.Nomination & Remuneration Committee	Yes	Mrs. Sharmila A Karve	Chairperson- Non-Executive - Independent Director	22 nd December, 2020	NA
		Mr. Om Prakash Bhatt	Non-Executive - Independent Director	5 th May, 2020	NA
		Dr. Nivedita Haran	Non-Executive - Independent Director	29 th October, 2018	NA
		Mr. Amit Dixit	Non- Executive - Nominee Director	2 nd August, 2019	NA
		Mr. Mukesh Mehta	Non- Executive - Nominee Director	2 nd August, 2019	NA

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3.Risk Management Committee	Yes	Mr. Om Prakash Bhatt	Chairperson-Non-Executive - Independent Director	5 th May, 2020	NA
		Mr. Prateek Roongta	Non- Executive - Nominee Director	8 th February, 2023	NA
		Mrs. Sharmila A Karve	Non-Executive - Independent Director	22 nd December, 2020	NA
		Mr. Mukesh Mehta	Chairman- Non-Executive - Nominee Director	2 nd August, 2019	8 th February, 2023
4. Stakeholders Relationship Committee	Yes	Dr. Nivedita Haran	Chairperson- Non-Executive - Independent Director	29 th October, 2018	NA
		Mr. Prateek Roongta	Non- Executive - Nominee Director	8 th February, 2023	NA
		Mr. Deo Shankar Tripathi	Executive Vice Chairman	8 th February, 2023	NA
		Mr. Mukesh Mehta	Non- Executive - Nominee Director	8 th September, 2021	8 th February, 2023

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 meetings (in number of days)</i>
13 th October 2022		--	--	--	--
10 th November 2022	3 rd January 2023	Yes	5	3	54
--	20 th January 2023	Yes	7	3	17
--	8 th February 2023	Yes	8	3	19

* to be filled in only for the current quarter meetings

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IV. Meetings of Committees (Audit Committee)					
<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>
8 th February 2023	Yes	4	3	10 th November 2022	90
* 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					

V. Related Party Transactions	
<i>Subject</i>	<i>Compliance status (Yes/No/NA) refer note below</i>
Whether prior approval of audit committee obtained	Not Applicable.
Whether shareholder approval obtained for material RPT	There is no material related party transactions during the quarter hence not applicable.
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by the Audit Committee	Not Applicable.
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. Affirmations	
1. The composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.	
2. The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	
a. Audit Committee	
b. Nomination & Remuneration Committee	
c. Stakeholders Relationship Committee	
d. Risk management committee (as applicable)	

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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.
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.
5. This report and/or the report submitted in the previous quarter will be/ has been placed before Board of Directors. Any comments/observations/advice of the board of directors will be mentioned here.

For Aadhar Housing Finance Limited



Sreekanth V.N.

Company Secretary and Compliance Officer

Date:- 20th April, 2023

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.

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