



## HINDUJA LEYLAND FINANCE

April 21, 2025

**Department of Corporate Services**

BSE Limited

Phiroze Jeejeeboy Towers

1st Floor, Dalal Street

Mumbai – 400 001

Dear Sir / Madam,

**Sub: Quarterly compliance report on Corporate Governance as per Regulation 27(2) [ Regulation 62Q(2) as per amended regulation ] of SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015 ("Regulation 27(2) [Regulation 62Q(2) as per amended regulation] of SEBI LODR Regulations 2015")**

Pursuant to Regulation 27(2) [Regulation 62 Q(2) as per amended regulation] of SEBI LODR Regulations 2015, we hereby attach the quarterly compliance report on Corporate Governance for the quarter ended March 31, 2025.

Kindly take the above information on record.

Thanking you,

Yours truly,

**For Hinduja Leyland Finance Limited**

**Srividhya Ramasamy**  
**Company Secretary & Compliance Officer**  
**M. No. – A 22261**

### HINDUJA LEYLAND FINANCE LIMITED

**Corporate Office:** No. 27-A, Developed Industrial Estate, Guindy, Chennai - 600 032. Tel: (044) 2242 7525, 2242 7555

**Registered Office:** Plot No. C-21, Tower C (1-3 floors), G Block, Bandra Kurla Complex, Bandra (E), Mumbai - 400051

Tel: (022) 6136 0407 | Website: [www.hindujaleylandfinance.com](http://www.hindujaleylandfinance.com)

CIN: U65993MH2008PLC384221 | Email: [compliance@hindujaleylandfinance.com](mailto:compliance@hindujaleylandfinance.com)



**Compliance Report on Corporate Governance**

1. Name of Listed Entity: **HINDUJA LEYLAND FINANCE LIMITED**

2. Quarter Ending: **31<sup>st</sup> March 2025**

<p><b>Whether Regular Chairperson appointed- Yes</b></p> <p><b>Whether Chairperson is related to Managing Director or CEO- No</b></p>														
<p><b>I. Composition of Board of Directors</b></p>														
<p>S.no</p> <p>Title (Mr./ Ms)</p> <p>Name of the Director</p> <p>PAN</p> <p>DIN</p> <p>Category (Chairperson /Executive/Non-Executive/Independent/ Nominee)</p> <p>Initial Date of Appointment</p> <p>Date of Reappointment</p> <p>Date of Cessation</p> <p>Tenure * (Months)</p> <p>Date of Birth</p> <p>No. of directorship in listed entities including this listed entity [in reference to Regulation 17A(1)]</p> <p>No of Independent Directors hip in listed entities including this listed entity [in reference to proviso to Regulation 17A(1)&amp; 17A(2)]</p> <p>Number of members hips in Audit/ Stakeholder Committ ee (s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)</p> <p>No of post of Chairpers on in Audit/ Stakeholder Committ ee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)</p>														
1	Mr.	Dheeraj Gopichand Hinduja	ABKPH 6165Q	00133410	Chairperson/ Non-Executive	30-Aug-2011	05-Sep-2023	-	-	27-Jul-1971	3	-	1	-

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S.no .	Title (Mr./ Ms)	Name of the Director	PAN	DIN	Category (Chairperson /Executive/Non-Executive/Independent/Nominee)	Initial Date of Appointment	Date of Reappointment	Date of Cessation	Tenure * (Month s)	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 Chairpersons in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)
2	Mr.	Sachin Sundaram Pillai	ACKPP 8384L	06400793	Executive/ Managing Director and Chief Executive Officer	11-Feb-2020	11 <sup>th</sup> Feb,2025	-	-	6-Jun-1972	3	-	3	-
3	Mr.	Gopal Mahadevan	AACPG 7248J	01746102	Non-Executive/ Non-Independent	16-Mar-2015	27-Aug-2024	-	-	20-May-1966	3	-	6	1

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S.no .	Title (Mr./ Ms)	Name of the Director	PAN	DIN	Category (Chairperson /Executive/Non-Executive/Independent/Nominee)	Initial Date of Appointment	Date of Reappointment	Date of Cessation	Tenure * (Months)	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	No of post of Chairpersons in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)
4	Mr.	Sudhanshu Kumar Tripathi	AAYPT 9685J	06431686	Non-Executive/ Non-Independent	13-Aug-2015	19-Sep-2022	-	-	07-Jun-1959	4	-	4	1
5	Mr.	G S Sundararajan	AASPS 1807M	00361030	Non-Executive /Independent	21-May-2019	21-May-2024	-	70.11 months	29-May-1960	3	3	4	4

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S.no .	Title (Mr./ Ms)	Name of the Director	PAN	DIN	Category (Chairperson /Executive/Non-Executive/Independent/Nominee)	Initial Date of Appointment	Date of Reappointment	Date of Cessation	Tenure * (Months)	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	No of post of Chairpersons in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)
6	Ms.	Manju Agarwal	AAGPA 1392M	06921105	Non-Executive /Independent	5-Jun-2018	5-Jun-2023	-	81.27 months	30-Dec-1957	6	6	10	5
7	Mr.	Debabrata Sarkar	AISPS8 116R	02502618	Non-Executive /Independent	13-Aug-2015***	13-Aug-2020	-	115.19 months	3-Nov-1953	6	6	10	2
8	Dr.	Mandeep Maitra	AALPM 9585D	06937451	Non-Executive /Independent	21-Mar-2023	-	-	24.11 months	16-Oct-1965	1	1	1	-

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S.no	Title (Mr./Ms)	Name of the Director	PAN	DIN	Category (Chairperson /Executive/Non-Executive/Independent/Nominee)	Initial Date of Appointment	Date of Reappointment	Date of Cessation	Tenure * (Months)	Date of Birth	No. of directorships 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	No of post of Chairpersons in Audit/ Stakeholder Committee held in listed entities including this listed entity
9	Mr	Jose Maria Alapont	DEHPA 6621H	07712699	Non-Executive /Independent	23-Aug-2024	-	-	7.09 months	03-Sept-1950	2	2	1	1

**\$PAN of any director would not be displayed on the website of Stock Exchange**

**&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.**

**\*\*\*The effective date of appointment of Mr. D Sarkar is 13-Aug-2015 whereas he was initially appointed on 16-Mar-2015. Hence, the months are counted from his effective date of appointment from 13-Aug-2015 to 31-March-2025**

**Note: While calculating directorships in listed entities, only directorships in equity listed companies and ~~High Value debt~~ Listed companies have been considered.**

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<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>
<b>1.Audit Committee</b>	Yes	Mr. G S Sundararajan Mr. D Sarkar Mr. Gopal Mahadevan	Chairman- Non-Executive/Independent Member- Non-Executive/Independent Member- Non-Executive/Non-Independent	21-May-2019 30-Mar-2015 15-Apr-2015	- - -
<b>2.Nomination &amp; Remuneration Committee</b>	Yes	Mr. D Sarkar Mr. Dheeraj G Hinduja Dr. Mandeep Maitra	Chairman- Non-Executive/Independent Member- Non-Executive/Non-Independent Member- Non-Executive/Independent	30-Mar-2015 13- July-2012 18-May-2023	- - -
<b>3. Risk Management Committee</b>	Yes	Mr. D Sarkar Mr. Gopal Mahadevan Mr. Dheeraj G Hinduja	Chairman- Non-Executive/Independent Member- Non-Executive/Non-Independent Member- Non-Executive/Non-Independent	02-Nov-2015 20-June-2020 03-June-2021	- - -
<b>4. Stakeholders Relationship Committee</b>	Yes	Ms. Manju Agarwal Mr. Sachin Sundaram Pillai Mr. Sudhanshu Kumar Tripathi	Chairperson- Non-Executive/Independent Member-Executive/Non-Independent Member- Non-Executive/Non-Independent	05-June-2018 03-June-2021 02-Jan-2016	- - -
<b>5. Corporate Social Responsibility Committee</b>	Yes	Mr. Dheeraj G Hinduja Mr. Sudhanshu Kumar Tripathi Dr. Mandeep Maitra	Chairman- Non-Executive/Non-Independent Member-Non- Executive/Non-Independent Member – Non-Executive / Independent	15-April-2015 12-Feb-2016 10-May-2023	- - -
<b>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.</b>					

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**III. Meeting of Board of Directors**

Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meetings ( if any) in the relevant quarter	Whether requirement of Quorum met*	Total Number of Directors as on date of the meeting	Number of Directors present*	Number of independent directors' present*	Maximum gap between any two consecutive meetings (in number of days)
October 31, 2024		Yes	9	9	5	-
November 05, 2024		Yes	9	9	5	4
	February 3,2025	Yes	9	9	5	89
	March 4,2025	Yes	9	8	5	28
	March 11,2025	Yes	9	9	5	6
	March 18,2025	Yes	9	8	4	6
	March 25,2025	Yes	9	8	4	6
<i>*to be filled in only for the current quarter meetings.</i>						

**IV. Meetings of Committee**

Date(s) of Meeting of the Committee in the relevant quarter	Whether requirement of Quorum met (details)*	Number of Directors present*	Number of independent directors' present*	Date(s) of Meeting of the Committee in the previous quarter	Number of Directors present*	Number of independent directors' present*	Maximum gap between any two consecutives (in number of days)*
<b>1. Audit committee</b>							
-	-	-	-	November 05, 2024	3	2	-
February 03,2025	Yes	3	2	-	-	-	89
<b>2. Nomination &amp; Remuneration Committee</b>							
-	-	-	-	October 25, 2024	3	2	-
January 31,2025	Yes	3	2				97
<b>3. Stakeholders Relationship Committee</b>							
-	-	-	-	October 29, 2024	3	1	-

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<b>IV. Meetings of Committee</b>							
Date(s) of Meeting of the Committee in the relevant quarter	Whether requirement of Quorum met (details)*	Number of Directors present*	Number of independent directors' present*	Date(s) of Meeting of the Committee in the previous quarter	Number of Directors present*	Number of independent directors' present*	Maximum gap between any two consecutives (in number of days)*
<b>4. Risk Management Committee</b>							
-	-	-	-	November 5, 2024	2	1	-
January 31, 2025	Yes	2	1				86
<b>5. Corporate Social Responsibility Committee</b>							
-	-	-	-	October 25, 2024	3	1	-
January 31, 2025	Yes	3	1	-	-	-	97

\*to be filled in only for the current quarter meetings

\*This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional.

<b>V. Related Party Transactions</b>			
<b>Subject</b>		<b>Compliance status (Yes/ No/ NA)</b>	<b>Remarks</b>
Whether prior approval of audit committee obtained		Yes	All related party transactions during quarter ended 31st March, 2025 were within the limit approved by Audit Committee.
Whether shareholder approval obtained for material RPT		NA	Nil
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee		Yes	Nil

**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.

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<b>Details of Cyber Security Incidence</b>		<b>Remarks</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>
<b>Date of the event</b>	Nil	<b>Brief details of the event</b>

<b>VI. Affirmations</b>	<b>Subject</b>	<b>Compliance status (Yes/No)</b>
1. The composition of the 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: - <b>a. Audit Committee</b>		Yes
3. The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015: - <b>b. Nomination &amp; Remuneration Committee</b>		Yes
4. The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015: - <b>c. Stakeholders Relationship Committee</b>		Yes
5. The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015: - <b>d. Risk Management Committee</b>		Yes
6. 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
7. 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
8. The Corporate Governance Report for the previous quarter has been placed before the Board of Directors at their meeting held on 3 <sup>rd</sup> February, 2025. Corporate Governance Report for the quarter ended March 31, 2025 will be placed before the Board of Directors at their meeting scheduled to be held in the month of May 2025.		Yes
<b>9. Any comments/observations/advice of the board of directors may be mentioned here.</b>		-

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For Hinduja Leyland Finance Limited

**Srividhya Ramasamy**  
**Company Secretary and Compliance Officer**  
**Date: April 21, 2025**

**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.

#### ANNEXURE II

**(Format to be submitted by listed entity at the end of the financial year (for the whole of financial year))**

<b>I. Disclosure on website in terms of Listing Regulations</b>			
<b>Item</b>	<b>Compliance status (Yes/No/NA)</b>	<b>Company Remarks</b>	<b>Website</b>
Details of business	Yes		<a href="https://hindujaleylandfinance.com/about-us.php">https://hindujaleylandfinance.com/about-us.php</a>
Terms and conditions of appointment of independent directors	Yes		<a href="https://hindujaleylandfinance.com/assets/pdf/TermsandConditionforAppointmentofIndependentDirectors.pdf">https://hindujaleylandfinance.com/assets/pdf/TermsandConditionforAppointmentofIndependentDirectors.pdf</a>
Composition of various committees of board of directors	Yes		<a href="https://hindujaleylandfinance.com/investor-zone/committee-of-directors.php">https://hindujaleylandfinance.com/investor-zone/committee-of-directors.php</a>
Code of conduct of board of directors and senior management personnel	Yes		<a href="https://hindujaleylandfinance.com/assets/pdf/HLF_Code%20of%20conduct%20for%20directors%20and%20Sr%20Mgmt.pdf">https://hindujaleylandfinance.com/assets/pdf/HLF_Code%20of%20conduct%20for%20directors%20and%20Sr%20Mgmt.pdf</a>
Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		<a href="https://hindujaleylandfinance.com/assets/pdf/HLF_WHISTLE%20BLOWER%20POLICY.pdf">https://hindujaleylandfinance.com/assets/pdf/HLF_WHISTLE%20BLOWER%20POLICY.pdf</a>

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Criteria of making payments to non-executive directors	Yes		<a href="https://hindujaleylandfinance.com/assets/pdf/Remuneration%20Policy.pdf">https://hindujaleylandfinance.com/assets/pdf/Remuneration%20Policy.pdf</a>
Policy on dealing with related party transactions	Yes		<a href="https://hindujaleylandfinance.com/assets/pdf/1Policy%20on%20Related%20Party%20Transactions%20and%20on%20Materiality%20of%20RPT.pdf">https://hindujaleylandfinance.com/assets/pdf/1Policy%20on%20Related%20Party%20Transactions%20and%20on%20Materiality%20of%20RPT.pdf</a>
Policy for determining 'material' subsidiaries	Yes		<a href="https://hindujaleylandfinance.com/assets/pdf/HLF_Policy%20for%20determining%20Material%20Subsidiary.pdf">https://hindujaleylandfinance.com/assets/pdf/HLF_Policy%20for%20determining%20Material%20Subsidiary.pdf</a>
Details of familiarization programs imparted to independent directors	Yes		<a href="https://hindujaleylandfinance.com/assets/pdf/HLF_Familiarisation%20Programme%20for%20FY%202024-25.pdf">https://hindujaleylandfinance.com/assets/pdf/HLF_Familiarisation%20Programme%20for%20FY%202024-25.pdf</a>
Email address for grievance redressal and other relevant details	Yes		<a href="https://hindujaleylandfinance.com/investor.php">https://hindujaleylandfinance.com/investor.php</a>
Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		<a href="https://hindujaleylandfinance.com/investor.php">https://hindujaleylandfinance.com/investor.php</a>
Financial results	Yes		<a href="https://hindujaleylandfinance.com/investor-zone/stock-exchange-filings/stock_exchange24_25.php">https://hindujaleylandfinance.com/investor-zone/stock-exchange-filings/stock_exchange24_25.php</a>
Shareholding pattern	NA		
Details of agreements entered into with the media companies and/or their associates	NA		
Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or institutional investors simultaneously with submission to stock exchange	NA		
Audio or video recordings and transcripts of post earnings/quarterly calls	NA		
New name and the old name of the listed entity	NA		
Advertisements as per regulation 47 (1)	NA		
Credit rating or revision in credit rating obtained by the entity for all its outstanding instruments obtained	Yes		<a href="https://hindujaleylandfinance.com/investor-zone/ratings.php">https://hindujaleylandfinance.com/investor-zone/ratings.php</a>

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Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	NA		
Secretarial Compliance Report	Yes		<a href="https://hindujaleylandfinance.com/investor-zone/secretarial-compliance.php">https://hindujaleylandfinance.com/investor-zone/secretarial-compliance.php</a>
Materiality Policy as per Regulation 30(4)	NA		
Disclosure of contact details of KMP who are authorized for the purpose of determining materiality as required under Regulation 30(5)	NA		
Disclosures under Regulation 30(8)	NA		
Statements of deviation(s) or variation(s) as specified in Regulation 32	NA		
Dividend Distribution Policy as per Regulation 43	NA		
Annual Return as provided under Section 92 of the Companies Act, 2013	Yes		<a href="https://hindujaleylandfinance.com/investor.php">https://hindujaleylandfinance.com/investor.php</a>
Confirmation that the above disclosures are in a separate section on its website as per Regulation 46(2)	NA		
Compliance with Regulation 46(3) with respect to accuracy of disclosures on the website and timely updating	NA		
Disclosure of notes on website in terms of Listing Regulations explanatory	NA		
<b>II Annual Affirmations</b>			
Particulars	Regulation Number	Compliance status (Yes/No/NA)	Company Remark
<i>Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'</i>	16(1)(b) & 25(6)	Yes	
<i>Board composition</i>	17(1), 17(1A), 17(1C), 17(1D) & 17(1E)	Yes	
<i>Meeting of Board of directors</i>	17(2)	Yes	
<i>Quorum of Board meeting</i>	17(2A)	Yes	

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<i>Review of Compliance Reports</i>	17(3)	Yes	
<i>Plans for orderly succession for appointments</i>	17(4)	Yes	
<i>Code of Conduct</i>	17(5)	Yes	
<i>Fees/compensation</i>	17(6)	Yes	
<i>Minimum Information</i>	17(7)	Yes	
<i>Compliance Certificate</i>	17(8)	Yes	
<i>Risk Assessment &amp; Management</i>	17(9)	Yes	
<i>Performance Evaluation of Independent Directors</i>	17(10)	Yes	
<i>Recommendation of Board</i>	17(11)	Yes	
<i>Maximum number of Directorship</i>	17A	Yes	
<i>Composition of Audit Committee</i>	18(1)	Yes	
<i>Meeting of Audit Committee</i>	18(2)	Yes	
<i>Role of Audit Committee and information to be reviewed by the Audit Committee</i>	18(3)	Yes	
<i>Composition of Nomination &amp; Remuneration Committee</i>	19(1) & (2)	Yes	
<i>Quorum of Nomination and Remuneration Committee Meeting</i>	19(2A)	Yes	
<i>Meeting of Nomination &amp; Remuneration Committee</i>	19(3A)	Yes	
<i>Role of Nomination &amp; Remuneration Committee</i>	19(4)	Yes	
<i>Composition of Stakeholder Relationship Committee</i>	20(1), 20(2) and 20(2A)	Yes	
<i>Meeting of Stakeholder Relationship Committee</i>	20(3A)	Yes	
<i>Role of Stakeholder Relationship Committee</i>	20(4)	Yes	
<i>Composition and role of Risk Management Committee</i>	21(1),(2),(3),(4)	Yes	
<i>Meeting of Risk Management Committee</i>	21(3A)	Yes	
<i>Quorum of Risk Management Committee Meeting</i>	21(3B)	Yes	
<i>Gap between the meetings of the Risk Management Committee</i>	21(3C)	Yes	
<i>Vigil Mechanism</i>	22	Yes	
<i>Policy for Related Party Transaction</i>	23(1),(1A),(5),(6) & (8)	Yes	

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<i>Prior or Omnibus approval of Audit Committee for all Related Party Transactions</i>	23(2), (3)	Yes	
<i>Approval for material related party transactions</i>	23(4)	NA	
<i>Disclosure of related party transactions on consolidated basis</i>	23(9)	Yes	
<i>Composition of Board of Directors of unlisted material Subsidiary</i>	24(1)	Yes	
<i>Other Corporate Governance requirements with respect to subsidiary of listed entity</i>	24(2),(3),(4),(5) & (6)	Yes	
<i>Annual Secretarial Compliance Report</i>	24(A)	Yes	
<i>Alternate Director to Independent Director</i>	25(1)	Yes	
<i>Maximum Tenure</i>	25(2)	Yes	
<i>Appointment, Re-appointment or removal of an Independent Director through special resolution or the alternate mechanism</i>	25(2A)	Yes	
<i>Meeting of independent directors</i>	25(3) & (4)	Yes	
<i>Familiarization of independent directors</i>	25(7)	Yes	
<i>Declaration from Independent Director</i>	25(8) & (9)	Yes	
<i>Directors &amp; Officers Insurance for Independent Directors</i>	25(10)	Yes	
<i>Confirmation with respect to appointment of Independent Directors who resigned from the listed entity</i>	25(11)	Yes	
<i>Memberships in Committees</i>	26(1)	Yes	
<i>Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel</i>	26(3)	Yes	
<i>Policy with respect to Obligations of directors and senior management</i>	26(2) & 26(5)	Yes	

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<i>Approval of the Board and Shareholders for compensation or profit sharing in connection with dealings in the securities of the listed entity</i>	26(6)	NA	
<i>Vacancies in respect of Key Managerial Personnel</i>	26A(1) & 26A(2)	NA	

**III Affirmations:**

The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied. - **Yes**

**Name** : **Srividhya Ramasamy**  
**Designation** : **Company Secretary & Compliance Officer**

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**Additional Half yearly Disclosure**

Applicability of disclosure	Applicable		
<b>I. Disclosure of Loans/ guarantees/comfort letters /securities etc. refer note below</b>			
<b>(A) Any loan or any other form of debt advanced by the listed entity directly or indirectly to</b>			
Entity	Aggregate amount advanced during six months	Balance outstanding at the end of six months	
Promoter or any other entity controlled by them	INR 10,00,00,000	0.00	
Promoter Group or any other entity controlled by them	INR 2,00,00,00,000 *	0.00	
Directors (including relatives) or any other entity controlled by them	NIL	0.00	
KMPs or any other entity controlled by them	NIL	0.00	
<i>*Loan extent to the entity is majorly owned by one of our shareholders, who was categorized as Promoter Group entity during past DRHP filings.</i>			
<b>(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</b>			
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	NIL	0.00	0.00
Promoter Group or any other entity controlled by them	NIL	0.00	0.00
Directors (including relatives) or any other entity controlled by them	NIL	0.00	0.00
KMPs or any other entity controlled by them	NIL	0.00	0.00

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<b>(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</b>			
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	NIL	0.00	0.00
Promoter Group or any other entity controlled by them	NIL	0.00	0.00
Directors (including relatives) or any other entity controlled by them	NIL	0.00	0.00
KMPs or any other entity controlled by them	NIL	0.00	0.00
<b>(D) Additional Information</b>			
<b>II. Affirmations</b>			
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		
Name	Vikas Jain		
Designation	CFO		
Place	Chennai		
Date	21-04-2025		

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