

## Corporate Governance Report for the quarter ended September 30, 2021

General information about company	
Scrip code	504973
NSE Symbol	CHOLAHLDNG
MSEI Symbol	
ISIN	INE149A01033
Name of the entity	CHOLAMANDALAM FINANCIAL HOLDINGS LIMITED
Date of start of financial year	01-04-2021
Date of end of financial year	31-03-2022
Reporting Quarter	Half Yearly
Date of Report	30-09-2021
Risk management committee	Applicable
Market Capitalisation as per immediate previous Financial Year	Top 500 listed entities

For Cholamandalam Financial Holdings



E Krithika  
Company Secretary & Compliance Officer

Annexure I														
Annexure I to be submitted by listed entity on quarterly basis														
I. Composition of Board of Directors														
Disclosure of notes on composition of board of directors explanatory					Add									
Whether the listed entity has a Regular Chairperson					Yes									
Is there any change in information of board of directors compare to previous quarter														
Whether Chairperson is related to MD or CEO					No									
Sr	Title (Mr / Ms)	Name of the Director	DIN	Category 1 of directors	Category 2 of directors	Date of Birth	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Initial Date of appointment	Date of Re-appointment	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations)	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)
1	Mr	M M Murugappan	00170478	Non-Executive - Non Independent Director	Chairperson related to Promoter	12-11-1955	NA	11-11-2017	04-08-2021		3	0	3	2
2	Mr	Ashok Kumar Barat	00492930	Non-Executive - Independent Director	Not Applicable	05-12-1956	NA	01-08-2018	01-08-2018	38	6	6	7	5
3	Mr	B Ramaratnam	07525213	Non-Executive - Independent Director	Not Applicable	13-02-1955	NA	18-03-2019	18-03-2019	30	2	2	4	3
4	Mrs	Vasudha Sundararaman	06609400	Non-Executive - Independent Director	Not Applicable	10-11-1957	NA	12-02-2020	12-02-2020	19	1	1	1	0
5	Mr	Sridharan Rangarajan	01814413	Non-Executive - Non Independent Director	Not Applicable	16-03-1966	NA	30-08-2018	12-08-2020		2	0	5	0
6	Mr	Vellayan Subbiah	01138759	Non-Executive - Non Independent Director	Not Applicable	07-08-1969	NA	11-11-2020			6	1	4	1

Annexure 1	
II. Composition of Committees	
Disclosure of notes on composition of committees explanatory	<a href="#">Add Notes</a>
Is there any change in information of committees compare to previous quarter	Yes

Note: Please enter DIN. After entering DIN, Name of Committee members and Category 1 of Directors shall be prefilled automatically

Audit Committee Details							
Whether the Audit Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	07525213	B Ramaratnam	Non-Executive - Independent Director	Chairperson	18-03-2019		
2	00492930	Ashok Kumar Barat	Non-Executive - Independent Director	Member	30-08-2018		
3	06609400	Vasudha Sundararaman	Non-Executive - Independent Director	Member	12-02-2020		
4	01814413	Sridharan Rangarajan	Non-Executive - Non Independent Director	Member	30-08-2018		

Note: Please enter DIN. After entering DIN, Name of Committee members and Category 1 of Directors shall be prefilled automatically

Nomination and remuneration committee							
Whether the Nomination and remuneration committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00492930	Ashok Kumar Barat	Non-Executive - Independent Director	Chairperson	30-08-2018		
2	00170478	M M Murugappan	Non-Executive - Non Independent Director	Member	05-02-2018		
3	06609400	Vasudha Sundararaman	Non-Executive - Independent Director	Member	12-02-2020		

Note: Please enter DIN. After entering DIN, Name of Committee members and Category 1 of Directors shall be prefilled automatically

Stakeholders Relationship Committee							
Whether the Stakeholders Relationship Committee has a Regular Chairperson				Yes			
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00170478	M M Murugappan	Non-Executive - Non Independent Director	Chairperson	05-02-2018		
2	07525213	B Ramaratnam	Non-Executive - Independent Director	Member	18-03-2019		
3	01814413	Sridharan Rangarajan	Non-Executive - Non Independent Director	Member	30-08-2018		
Risk Management Committee							
Whether the Risk Management Committee has a Regular Chairperson				Yes			
Sr	DIN Number	me of Committee memb	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00170478	M M Murugappan	Non-Executive - Non Independent Director	Chairperson	18-03-2019		
2	07525213	B Ramaratnam	Non-Executive - Independent Director	Member	18-03-2019		
3	01814413	Sridharan Rangarajan	Non-Executive - Non Independent Director	Member	18-03-2019		
4	99999999	N Ganesh	Member	Member	18-03-2019		

## Annexure 1

### III. Meeting of Board of Directors

Disclosure of notes on meeting of board of directors explanatory

Add Notes

Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Number of Directors present* (other than Independent Director)	No. of Independent Directors attending the meeting*
1		14-05-2021			Yes	3	3
2		04-08-2021	81		Yes	3	3

IV. Meeting of Committees									
Disclosure of notes on meeting of committees explanatory						Add Notes			
Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Number of Directors present* (other than Independent Director)	No. of Independent Directors attending the meeting*	Reason for not providing date
<div>Add</div> <div>Delete</div>									
1	Audit Committee	14-05-2021				Yes			
2	Audit Committee	25-06-2021				Yes		3	
3	Audit Committee	04-08-2021				Yes	1	3	
4	Nomination and remuneration committee	14-05-2021				Yes	1	2	
5	Nomination and remuneration committee	04-08-2021				Yes	1	2	
6	Risk Management Committee	04-08-2021				Yes	2	1	

Annexure 1			
V. Related Party Transactions			
Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	Yes	
2	Whether shareholder approval obtained for material RPT	NA	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	

Annexure 1		
VI. Affirmations		
Sr	Subject	Compliance status (Yes/No)
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 <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 (applicable to the top 500 listed entities)</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	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes
9	<b>Any comments/observations/advice of Board of Directors may be mentioned here:</b>	<div>Add Notes</div>
Annexure 1		
Sr	Subject	Compliance status
1	Name of signatory	E Krithika
2	Designation	Company Secretary and Compliance Officer

Annexure III				
III. Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	Yes	
2	Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes	
3	Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes	
4	Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	Yes	
5	Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	
Any other information to be provided				<a href="#">Add Notes</a>
Annexure III				
1	Name of signatory	E Krithika		
2	Designation	Company Secretary and Compliance Officer		



Additional Half yearly Disclosure			
Applicability of disclosure	Applicable		
Reason for Non Applicability			
I. Disclosure of Loans/ guarantees/comfort letters /securities etc.refer note below			
(A)Any loan or any other form of debt advanced by the listed entity directly or indirectly to			
Entity	Aggregate amount advanced during six months	Balance outstanding at the end of six months	
Promoter or any other entity controlled by them	0.00	0.00	
Promoter Group or any other entity controlled by them	0.00	0.00	
Directors (including relatives) or any other entity controlled by them	0.00	0.00	
KMPs or any other entity controlled by them	0.00	0.00	
(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			
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	0	0.00	0.00
Promoter Group or any other entity controlled by them	0	0.00	0.00
Directors (including relatives) or any other entity controlled by them	0	0.00	0.00
KMPs or any other entity controlled by them	0	0.00	0.00
(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			
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	0	0.00	0.00
Promoter Group or any other entity controlled by them	0	0.00	0.00
Directors (including relatives) or any other entity controlled by them	0	0.00	0.00
KMPs or any other entity controlled by them	0	0.00	0.00
(D) Additional Information			
II. Affirmations			
Affirmations		Compliance Status	Company Remarks
All loans (or other form of debt), guarantees, comfort letters (by whatever name called)		Yes	
Name	Ganesh		
Designation	CFO		
Place	Chennai		
Date	18-10-2021		

Signatory Details	
Name of signatory	Krithika
Designation of person	Company Secretary and Compliance Officer
Place	Chennai
Date	18-10-2021