

ADITYA BIRLA HOUSING FINANCE LIMITED

Guidelines on Corporate Governance

We believe that good Corporate Governance emerges from the application of the best and sound management practices and compliance with the laws coupled with adherence to the highest standards of transparency and business ethics. The Company places great emphasis on values such as empowerment and integrity of its employees, safety of the employees & communities surrounding our offices, transparency in decision making process, fair & ethical dealings with all and accountability to all the stakeholders.

Objective of the guidelines

The following are the objectives of the aforesaid guidelines :

- a. Complex environment has mandate the need for good corporate governance.
- b. Greater transparency enabling stakeholders in having a better understanding.
- c. Building investors' confidence in the company.
- d. Adopt best practices.

Board of Directors

The Board of Directors comprises 4 members of which 2 Directors are Independent. The Independent Directors take part in the proceedings of the Board and Committee meetings which enables qualitative decision-making. They receive sitting fees for attending the meetings and do not have any other material or pecuniary relationship or transaction with the Company, its promoters, its directors, management, subsidiaries or associates. The composition of the Board is as follows:

Mr. Ajay Srinivasan
Mr. Rakesh Singh
Ms. Anita Ramachandran
Mr. V Chandrasekaran

Constitution of various Committees of the Board

The Board has constituted certain Committees with specific terms of reference/ scope and these Committees decide the matters referred to them and report to the Board at the subsequent Board meetings. The minutes of the meetings of all Committees of the Board is being placed before the Board for discussions / noting. The following are the Committees of the Board:

- Audit Committee
- Nomination Committee
- Risk Committee
- CSR Committee

Items placed at the meetings of the Board include the following

The following information is put to the Board of Directors at regular intervals in this regard:

- Progress made in putting in place a progressive risk management system, and risk management policy and strategy followed.
- Conformity with corporate governance standards viz; in composition of various committees, their role and functions, periodicity of the meetings and compliance.
- Updates of the various committees meetings at from time to time

Policies:

- Code of Conduct
 - Whistle Blower Policy
 - Related Party Policy
 - Remuneration policy
 - Fair Practice code
 - Prevention and Redressal of Sexual Harassment (POSH)
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