

**Format of report on Corporate Governance to be submitted by a listed entity on quarterly basis**

1. Name of Listed Entity (HVDLE) – Aditya Birla Finance Limited
2. Quarter ending – September 30, 2023

Title (Mr. / Ms)	Name of the Director	PAN <sup>§</sup> & DIN	Category (Chairperson / Executive/ Non-Executive/ independent / Nominee) <sup>§</sup>	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure* (in months)	Date of Birth	No of Directorship in listed entities including this listed entity [with reference to Regulation 17A(1)] #	No of Independent Directorship in listed entities including this listed entity [with reference to proviso to Regulation [17A(1) & 17A(2)] #	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of the LODR Regulations) <sup>@</sup>	No. of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of the LODR Regulations)
Ms.	Alka Bharucha	AABPB 5063D  001140 67	Non-Executive - Independent Director	27-03-2015	27-08-2018	27-08-2023	101	06-03-1957	NA <sup>^</sup>	NA <sup>^</sup>	NA <sup>^</sup>	NA <sup>^</sup>
Mr.	Subhash Chandra Bhargava	AACP B7884P  000200 21	Non-Executive - Independent Director	25-01-2019	-	-	56	20-07-1945	2	2	9	0
Mr.	Rajat Jain	AAAPJ 2678M  000460 53	Non-Executive - Independent Director	09-03-2023	-	-	7	13-09-1963	2	2	3	0
Mr.	Nagesh Pinge	AAJPP 2013K	Non-Executive -	09-03-2023	-	-	7	01-10-1958	4	4	9	4

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		000629 00	Independent Director									
Mr.	Kamlesh Rao	ACLPR 7733G  076656 16	Non- Executive - Non- Independent Director	07-07- 2021	-	29-08- 2023	-	11-04- 1970	NA^	NA^	NA^	NA^
Mr.	Rakesh Singh	AGTPS 2396E  070060 67	Managing Director & Chief Executive Officer	23-07- 2019	-	-	-	22-09- 1966	0	0	1	0
Ms.	Vishakha Mulye	AAHP M5480 D  002035 78	Non- Executive- Non - Independent Director	21-10- 2022	-	-	-	04-02- 1969	1	0	6	0

Whether Regular chairperson appointed – No

Whether Chairperson is related to managing director or CEO – NA

<sup>§</sup>PAN of any director would not be displayed on the website of Stock Exchange

<sup>&</sup>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

<sup>\*</sup> 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.

<sup>#</sup> Aditya Birla Finance Limited is not counted as a listed entity as per Explanation to Reg. 17A

<sup>@</sup> Aditya Birla Finance Limited, a HVDLE, is counted as a listed entity though excluded under Reg. 26(1)(a)

<sup>^</sup>Not provided as the Director is not on the Board of ABFL as on September 30, 2023

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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) &amp;</b>	<b>Date of Appointment</b>	<b>Date of Cessation</b>
Audit Committee	Yes	Mr. Nagesh Pinge	Chairman - Non- Executive - Independent Director	09-03-2023	
		Ms. Alka Bharucha	Non- Executive- Independent Director	04-02-2021	27-08-2023
		Mr. Rajat Jain	Non- Executive- Independent Director	28-08-2023	
		Ms. Vishakha Mulye	Non-Executive - Non- Independent Director	21-10-2022	-
		Mr. Subhash Chandra Bhargava	Non-Executive - Independent Director	09-03-2023	-
Nomination and Remuneration Committee	Yes	Mr. Subhash Chandra Bhargava	Chairman - Non-Executive - Independent Director	02-08-2022	-
		Ms. Vishakha Mulye	Non-Executive Non-Independent	21-10-2022	-
		Ms. Alka Bharucha	Non- Executive- Independent Director	09-03-2023	27-08-2023
		Ms. Nagesh Pinge	Non-Executive - Independent Director	28-08-2023	-
Risk Management Committee	Yes	Mr. Subhash Chandra Bhargava*	Chairman - Non-Executive - Independent Director	04-02-2021	-
		Mr. Nagesh Pinge	Non-Executive - Independent Director	31-07-2023	-
		Ms. Vishakha Mulye	Non-Executive - Non-Independent	21-10-2022	
		Mr. Rakesh Singh	Managing Director & Chief Executive Officer	27-07-2011	-
		Mr. Deep Pal Singh	Not a Director	25-03-2022	-
		Mr. Ajay Singh	Not a Director	18-01-2013	29-09-2023
Stakeholders Relationship Committee	Yes	Mr. Subhash Chandra Bhargava	Chairman - Non-Executive - Independent Director	02-02-2022	-
		Ms. Vishakha Mulye	Non-Executive - Non-Independent	09-03-2023	-
		Mr. Rakesh Singh	Managing Director & Chief Executive Officer	04-02-2021	-

&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

\* Mr. Subhash Chandra Bhargava was re-designated as the Chairman of Risk Management Committee w.e.f July 31, 2023.

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III. Meeting of Board of Directors						
Sr	Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Whether requirement of Quorum met* (Yes/No)	Number of Directors present* (total)	No. of Independent Directors present*	Maximum gap between any two consecutive meetings (in number of days)
1	12-04-2023	-	Yes	5	4	21
2	09-05-2023	-	Yes	7	4	26
3	-	31-07-2023	Yes	7	4	82

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

IV. Meetings of Committees						
Name of Committee	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)* (Yes/No)	Number of Directors present* (total)	No. of Independent Directors present*	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days**
Audit Committee	-	Yes	4	3	09-05-2023	48
Audit Committee	31-07-2023	Yes	4	3	-	82
Nomination and Remuneration Committee	-	Yes	3	2	09-05-2023	48
Nomination and Remuneration Committee	31-07-2023	Yes	3	2	-	82
Risk Management Committee	-	Yes	3	1	08-05-2023	97
Risk Management Committee	28-07-2023	Yes	3	1	-	80

\* to be filled in only for the current quarter meetings  
 \*\* This information has to be mandatorily be given for Audit Committee and Risk Management Committee, for rest of the committees giving this information is optional

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Affirmations (at the end of 6 months from the close of financial year)		
Particulars	Regulation Number	Compliance status (Yes/No/NA)
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
Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes
Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes
Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	Yes
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes
<p><b>Note</b></p> <p>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.</p> <p>2 If status is "No" details of non-compliance may be given here.</p> <p>3 If the Listed Entity would like to provide any other information the same may be indicated here.</p>		
Details of Cyber Security Incidence		
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	No	
Date of the event	NA	
<p><b>For Aditya Birla Finance Limited</b></p> <p><b>Ankur Shah</b> Company Secretary &amp; Compliance Officer</p>		

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Format to be submitted twice a year, on a half yearly basis by the listed entity at the end of every 6 months of the financial year

Half year ending – September 30, 2023

(Rs. in Crore)

I. Disclosure of Loans/ guarantees/comfort letters /securities etc. <small>refer note below</small>			
(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	Nil	Nil	
Promoter Group or any other entity controlled by them	1,614.66	929.52	
Directors (including relatives) or any other entity controlled by them	Nil	Nil	
KMPs or any other entity controlled by them	Nil	Nil	
(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	Nil	Nil	Nil
Promoter Group or any other entity controlled by them	Nil	Nil	Nil
Directors (including relatives) or any other entity controlled by them	Nil	Nil	Nil
KMPs or any other entity controlled by them	Nil	Nil	Nil

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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>			
<b>Entity</b>	<b>Type of security (cash, shares etc.)</b>	<b>Aggregate value of security provided during six months</b>	<b>Balance outstanding at the end of six months</b>
Promoter or any other entity controlled by them	NA	Nil	Nil
Promoter Group or any other entity controlled by them	NA	Nil	Nil
Directors (including relatives) or any other entity controlled by them	NA	Nil	Nil
KMPs or any other entity controlled by them	NA	Nil	Nil
<p><b>II. Affirmations</b> 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.</p> <p><b>Pradeep Agrawal</b> <b>Chief Financial Officer</b> <b>Date: October 18, 2023</b></p> <p><b>Note</b> 1. These disclosures shall exclude any loan (or other form of debt), guarantee / comfort letter (by whatever name called) or security provided in connection with any loan or any other form of debt; a) by a government company to/ for the Government or government company b) by the listed entity to/for its subsidiary [and joint-venture company] whose accounts are consolidated with the listed entity. c) by a banking company or an insurance company; and d) by the listed entity to its employees or directors as a part of the service conditions 2. If the Listed Entity would like to provide any other information, the same may be indicated as Para D in the above table</p>			

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