

HDFC Credila Financial Services Limited

Corporate Governance Report

For the quarter ended on September 30, 2021

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 Appoint ment	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 Directorship in listed entities including this listed entity* [in reference to proviso to regul ation 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	V. Srinivasa Rangan	ADIPV5480A	Non- Executive - Non- Independent Director, Chairperson	24/12/2009	29/07/2020			13/02/1960	3	1	1	0
		00030248										
Mr	Subodh Salunke	AEEPS5280G	Non- Executive -	26/03/2010	27/07/2019			06-10-1963	0	0	0	0

Whether Regular chairperson appointed	Yes
Whether Chairperson is related to managing director or CEO	No

*Only the equity listed entities are considered for counting the number as per the explanation provided in reg 17A of SEBI LODR

II. Composition of Committees

Audit Committee

Name of Committee members	Category	Date Of Appointment	Date of Cessation
Mr. B. Mahapatra	Non-Executive - Independent Director, Chairperson	30-Mar-15	NA
Mr. Sunil Shah	Non-Executive - Independent Director, Member	5-Jul-19	NA
Mr. Rajesh Narain Gupta	Non-Executive - Independent Director, Member	17-Jan-20	NA
Mr. Subodh Salunke	Non-Executive - Non-Independent-Nominee Director, Member	30-Mar-15	NA
Ms. Madhumita Ganguli	Non-Executive - Non-Independent-Nominee Director, Member	30-Mar-15	NA

Nomination and Remuneration Committee

Name of Committee members	Category	Date Of Appointment	Date of Cessation
Mr. B. Mahapatra	Non-Executive - Independent Director, Chairperson	25-Oct-18	NA
Mr. Sunil Shah	Non-Executive - Independent Director, Member	16-Oct-19	NA
Mr. V. S. Rangan	Non-Executive - Non-Independent-Nominee Director, Member	30-Mar-15	NA

Risk Management Committee

Name of Committee members	Category	Date Of Appointment	Date of Cessation
Mr. V. S. Rangan	Non-Executive - Non-Independent Director, Chairperson	19-Jan-16	NA
Mr. Arijit Sanyal	Executive Director, Member	17-Jan-20	NA
Mr. Subodh Salunke	Non-Executive - Non-Independent-Nominee Director, Member	19-Jan-16	NA
Mr. B. Mahapatra	Non-Executive - Independent Director, Member	16-Oct-19	NA
Mr. Sunil Shah	Non-Executive - Independent Director ,Member	16-Oct-19	NA

Corporate Social Responsibility Committee

Name of Committee members	Category	Date Of Appointment	Date of Cessation
Mr. Sunil Shah	Non-Executive - Independent Director, Chairman	17-Jan-20	NA
Mr. B. Mahapatra	Non-Executive - Independent Director, Member	30-Mar-15	NA
Mr. V. S. Rangan	Non-Executive - Non-Independent-Nominee Director, Member	30-Mar-15	NA
Ms. Madhumita Ganguli	Non-Executive - Non-Independent-Nominee Director, Member	30-Mar-15	NA

III. Meeting of Board of Directors

Date(s) of Meeting (if any) in the previous quarter (April 2021 to June 2021)	Date(s) of Meeting (if any) in the relevant quarter (July 2021 to Sept 2021)	Whether requirement of Quorum met*	Number of Directors present*	Number of independent directors present*	Maximum gap between any two consecutive (in number of days)
29-Apr-21	NA	Yes	7	3	NA
	26-Jul-21	Yes	7	3	88

IV. Meetings of Committees

Name of the Committee	Date(s) of meeting of the committee in the relevant quarter (July 2021 to September 2021)	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 (April 2021 to June 2021)	Maximum gap between any two consecutive meetings in number of days*
Audit Committee		Yes	5	3	29-Apr-21	NA
Audit Committee	26-Jul-21	Yes	5	3		88

Name of the Committee	Date(s) of meeting of the committee in the relevant quarter (July 2021 to September 2021)	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 (April 2021 to June 2021)	Maximum gap between any two consecutive meetings in number of days*
Nomination and Remuneration Committee		Yes	3	2	29-Apr-21	NA
Nomination and Remuneration Committee	No meeting	NA	NA	NA		NA

Name of the Committee	Date(s) of meeting of the committee in the relevant quarter (July 2021 to September 2021)	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 (April 2021 to June 2021)	Maximum gap between any two consecutive meetings in number of days*
Risk Management Committee		Yes	5	2	29-Apr-21	NA

Risk Management Committee	21-Jul-21	Yes	5	2		NA
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Name of the Committee	Date(s) of meeting of the committee in the relevant quarter (July 2021 to September 2021)	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 (April 2021 to June 2021)	Maximum gap between any two consecutive meetings in number of days*
Corporate Social Responsibility Committee		NA	NA	NA	No meeting	NA
Corporate Social Responsibility Committee	21-Jul-21	Yes	5	2		NA

V. Related Party Transactions

<i>Subject</i>	<i>Compliance status (Yes/No/NA) refer note below</i>	<i>If status is “No” details of non-compliance</i>
Whether prior approval of audit committee obtained	NA	
Whether shareholder approval obtained for material RPT	NA	
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by the Audit Committee	Yes	

Sl. No.	Subject	Compliance Status (Yes/No)
1	The composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015	Shall be complied with. The Board of Directors is deliberating on this.
2	The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	Shall be complied with. The Board of Directors is deliberating on this.
	a. Audit Committee	
	b. Nomination & Remuneration Committee	Yes
	c. Stakeholders Relationship Committee	
	d. Risk management committee (applicable to the top 100 listed entities)	
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.	Yes
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.	Yes
5	This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/ observations/advice of the board of directors may be mentioned here.	Yes

For HDFC Credila Financial Services Limited

(Formerly known as HDFC Credila Financial Services Private Limited)

Akanksha Kandoi
Company Secretary

Date: 13/10/2021

Place: Mumbai