

Date: July 21, 2022

The Manager,
BSE Limited
Phiroze Jeejeebhoy Tower,
Dalal Street,
Mumbai – 400001

Dear Sir,

Re. : Regulation 27(2) (a) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

Sub. : Quarterly compliance report on Corporate Governance for quarter ended June 30, 2022

Dear Sir / Madam:

Pursuant to Regulation 27(2)(a) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (LODR), please find the quarterly compliance report on corporate governance enclosed as Annexure I for quarter ended June 30, 2022. This is for your information and records

Yours faithfully,

For HDFC Credila Financial Services Limited
(Formerly known as HDFC Credila Financial Services Private Limited)




Akanksha Kandoi
Company Secretary & Compliance Officer

HDFC CREDILA FINANCIAL SERVICES LIMITED

(Formerly known as HDFC Credila Financial Services Private Limited)

Corporate Identity Number: U67190MH2006PLC159411

 **Regd. Office:** B-301, Citi Point, Andheri-Kurla Road, Next To Kohinoor Continental, Andheri (East), Mumbai 400 059, India



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**Corporate Governance Report as per Regulation 27(2) of SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015
For the quarter ended June 30, 2022**

Title (Mr / Ms)	Name of the Director	PAN & DIN	Category (Chairperson/ Executive/ Non-Executive/ independent/ Nominee)	Initial Date of Appointment	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 Regulation 17A(1)]	No 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 00030248	Non-Executive - Non-Independent Director, Chairperson	December 24, 2009	July 29, 2020			February 13, 1960	3	1	5	0
Mr	Subodh Salunke	AEEPS5280G 03053815	Non-Executive - Non-Independent Director, Vice-Chairperson	March 26, 2010	July 27, 2019	June 29, 2022		June 10, 1963	0	0	0	0
Mr	B. Mahapatra	ABKPM7949M 06990345	Non-Executive - Independent Director	March 30, 2015	March 30, 2020		87	August 3, 1954	1	1	5	2
Mr	Rajesh Gupta	ACUPG6247R 00229040	Non-Executive - Independent Director	January 17, 2020	NA		29	October 24, 1964	1	1	4	1
Mr	Sunil Shah	AADPS6792E 00137105	Non-Executive - Independent Director	July 5, 2019	NA		35	January 6, 1958	0	0	1	0
Ms	Madhumita Ganguli	AAEPG7669R 00676830	Non-Executive -Non- Independent Director	March 30, 2015	June 28, 2021			September 22, 1956	2	2	3	0
Mr	Arijit Sanyal	AUEPS9431K 08386684	Executive Director, MD, CEO	January 17, 2020	NA			January 30, 1977	0	0	1	0

Whether Regular Chairperson appointed	Yes
Whether Chairperson is related to Managing Director or CEO	No

Note: "this listed entity" means "HDFC Credila Financial Services Limited"
Membership & Chairmanship in Audit & Stakeholders Relationship Committee is included in all public limited Companies whether listed or not

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	0
Mr. Sunil Shah	Non-Executive - Independent Director, Member	5-Jul-19	0
Mr. Rajesh Narain Gupta	Non-Executive - Independent Director, Member	17-Jan-20	0
Mr. Subodh Salunke	Non-Executive - Non-Independent-Nominee Director, Member	30-Mar-15	29-Jun-22
Ms. Madhumita Ganguli	Non-Executive - Non-Independent-Nominee Director, Member	30-Mar-15	0
whether Regular Chairperson appointed	Yes		

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	0
Mr. Sunil Shah	Non-Executive - Independent Director, Member	16-Oct-19	0
Mr. V. S. Rangan	Non-Executive - Non-Independent-Nominee Director, Member	30-Mar-15	0
whether Regular Chairperson appointed	Yes		

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	0
Mr. Arijit Sanyal	Executive Director, Member	17-Jan-20	0
Mr. Subodh Salunke	Non-Executive - Non-Independent-Nominee Director, Member	19-Jan-16	29-Jun-22
Mr. B. Mahapatra	Non-Executive - Independent Director, Member	16-Oct-19	0

Mr. Sunil Shah	Non-Executive - Independent Director, Member	16-Oct-19	0
whether Regular Chairperson appointed	Yes		
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	0
Mr. B. Mahapatra	Non-Executive - Independent Director, Member	30-Mar-15	0
Mr. V. S. Rangan	Non-Executive - Non-Independent-Nominee Director, Member	30-Mar-15	0
Ms. Madhumita Ganguli	Non-Executive - Non-Independent-Nominee Director, Member	30-Mar-15	0
whether Regular Chairperson appointed	Yes		
Stakeholders Relationship Committee			
Name of Committee members	Category	Date of Appointment	Date of Cessation
Mr. Rajesh Narain Gupta	Non-Executive - Independent Director, Chairman	20-Oct-21	0
Ms. Madhumita Ganguli	Non-Executive - Non-Independent-Nominee Director, Member	20-Oct-21	0
Mr. Arijit Sanyal	Executive Director, Member	20-Oct-21	0
whether Regular Chairperson appointed	Yes		

III. Meeting of Board of Directors

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*	Number of Directors present*	Number of Independent Directors present*	Maximum gap between any two consecutive Meetings (in number of days)
26-Mar-22		Yes	7	3	
	21-Apr-22	Yes	7	3	26

IV. Meetings of Committees

Name of the 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	Maximum gap between any two consecutive meetings in number of days*
Audit Committee		Yes	5	3	29-Mar-22	
Audit Committee	21-Apr-22	Yes	5	3		23

Name of the 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	Maximum gap between any two consecutive meetings in number of days*
Nomination and Remuneration Committee		Yes	3	2	25-Mar-22	
Nomination and Remuneration Committee	13-Apr-22	Yes	3	2		19

Name of the 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	Maximum gap between any two consecutive meetings in number of days*
Risk Management Committee		Yes	5	2	13-Jan-22	
Risk Management Committee	20-Apr-22	Yes	5	2		97

Name of the 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	Maximum gap between any two consecutive meetings in number of days*
Corporate Social Responsibility Committee		Yes	5	2	11-Oct-21	
Corporate Social Responsibility Committee	20-Apr-22	Yes	5	2		191

Name of the 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	Maximum gap between any two consecutive meetings in number of days*
Stakeholders Relationship Committee		Yes	3	1	25-Feb-22	
Stakeholders Relationship Committee	No meeting	Yes	-	-	-	-

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

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

V. Related Party Transactions

Subject	Compliance status (Yes/No/NA)refer note below	If status is “No” details of non-compliance
Whether prior approval of audit committee obtained	Yes	
Whether shareholder approval obtained for material RPT	NA. There were no material related party transactions during the period. The Company will be seeking the approval of shareholders for material related party transactions, wherever applicable, within the prescribe period to comply with the relevant Regulation of SEBI LODR.	
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by the Audit Committee	Yes	
<p>Note:</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>		

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	Yes
2	The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	
	a. Audit Committee	Yes
	b. Nomination & Remuneration Committee	Yes
	c. Stakeholders Relationship Committee	Yes
	d. Risk Management Committee	Yes
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. The Committee Members have been made aware of their powers, roles and responsibilities as specified in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
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.	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.
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: July 21, 2022

Place: Mumbai