

April 20, 2024

The Manager,
Listing Department,
The National Stock Exchange of India Ltd.,
Exchange Plaza, 5 Floor, Plot C/1, G Block,
Bandra - Kurla Complex,
Bandra (E), Mumbai 400 051.

The Manager,
Listing Department,
BSE Limited,
Phiroze Jeejeebhoy Tower,
Dalal Street,
Mumbai 400 001.

Subject: Quarterly Corporate Governance Report for the quarter ended March 31, 2024

Dear Sir/Madam,

In compliance with the requirements of Regulations 27 of SEBI (Listing Obligation & Disclosure Requirements), Regulations, 2015, please find enclosed herewith quarterly corporate governance report for the quarter ended March 31, 2024.

Kindly take the above information on your records.

Yours sincerely,
For IIFL Home Finance Limited

Ajay Jaiswal
Company Secretary
Email: secretarialhfc@iiflhomeloans.com

Encl: as mentioned above

IIFL Home Finance Limited

Corporate Identity Number: U65993MH2006PLC166475

Corporate Office: Plot No. 98, Udyog Vihar, Phase –IV, Gurgaon – 122015 (Haryana)

Registered Office: IIFL House, Sun Infotech Park, Road No. 16V Plot No. B-23, MIDC, Thane Industrial Area, Wagle Estate, Thane- 400604

Tel: (91-124) 478 0900 • Email: secretarialhfc@iiflhomeloans.com • Website: iiflhomeloans.com

ANNEXURE I**Format to be submitted by listed entity on quarterly basis**

1. Name of Listed Entity - **IIFL Home Finance Limited**
2. Quarter ending - **March 31st, 2024**

I. COMPOSITION OF BOARD OF DIRECTORS

Title (Mr./Ms.)	Name of the Director	DIN	PAN	Category of Director	Initial Date of Appointment	Date of Re-Appointment	Date of cessation	Tenure of Director in months (*)	Date of Birth	No of Directorship in listed entities including this listed entity	No. of Independent Directorship in listed entity including this listed entity	No of memberships in Audit/ Stakeholder Committee (s) including this listed entity	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity
Mr.	Srinivasan Sridhar	00004272	AAXPS1464M	Chairman & Non-Executive - Independent Director	01.10.2013	01.04.2019	31.03.2024	126 months	09.05.1951	5	5	7	5
Mr.	Nirmal Jain	00010535	ABRPJ9235G	Non-Executive - Non Independent Director	26.12.2006	-	N.A.		11.12.1966	3	0	0	0

Mr.	R. Venkataraman	00011919	ADHPR6633G	Non-Executive – Non Independent Director	26.12.2006	-	N.A.		27.07.1967	4	0	3	1
Mr.	Monu Ratra	07406284	ADKPR2909L	Executive Director	28.01.2016	28.01.2021	N.A.		10.09.1973	1	0	1	0
Ms.	Ms. Mohua Mukherjee	08714909	DEUPM0222R	Non-Executive – Independent Director	26.08.2021	-	N.A.	31.06 Months	20.09.1962	1	1	1	1
Mr.	Arun Kumar Purwar	00026383	ADXPP9783F	Non-Executive – Independent Director	22.08.2019	-	31.03.2024	55.10 Months	14.05.1946	4	4	3	2
Mr.	Kabir Mathur	08635072	HNVPM9509K	Non-Executive – Nominee Director	22.08.2022	-	N.A.		16.02.1979	2	0	1	0
Mr.	Anantharam Venkataraman	01223191	AACPA5011D	Non-Executive – Independent Director	21.02.2023	-	N.A.	13.11 Months	01.05.1964	2	2	5	1
Mr.	Mathew Joseph	01033802	AAAPJ7160Q	Non-Executive – Independent	31.10.2023	-	NA	5.01 Months	06.05.1961	1	1	0	0

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Director

** Number of Chairperson positions held in Audit/ Stakeholder Committee of only listed entities is considered

Whether Regular chairperson appointed – Yes

Whether Chairperson is related to managing director or CEO – No

§ - PAN number of any director would not be displayed on the website of Stock Exchange

& - 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

* - 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.

II. COMPOSITION OF COMMITTEE (AS ON MARCH 31, 2024)

Name of Committee	Whether Regular Chairperson appointed	Name of Committee Members	Category (Chairperson/Executive/ Non-Executive/ Independent/ Nominee)	Date of Appointment	Date of Cessation
1. Audit Committee	Yes	Mr. Srinivasan Sridhar	Non-Executive – Independent Director, Chairperson	13/05/2014	–
		Mr. Venkataramanan Anantharaman	Non-Executive – Independent Director, Member	06/09/2023	–
		Mr. Kabir Mathur	Non-Executive – Nominee Director, Member	20/09/2022	–

2. Nomination and Remuneration Committee	Yes	Mr. Venkataramanan Anantharaman	Non-Executive – Independent Director, Chairperson	06/09/2023	–
		Mr. Srinivasan Sridhar	Non-Executive – Independent Director, Member	28/01/2015	–
		Mr. Kabir Mathur	Non-Executive – Nominee Director, Member	20/09/2022	–
3. Risk Management Committee (If Applicable)	Yes	Mr. Mathew Joseph	Non-Executive - Independent Director Chairperson	15/01/2024	–
		Mr. Monu Ratra	Executive Director	25/01/2022	–
		Mr. Srinivasan Sridhar	Non-Executive – Independent Director, Member	24/10/2013	–
		Ms. Mohua Mukherjee	Non-Executive – Independent Director, Member	25/01/2022	–
		Mr. R. Venkataraman	Non-Executive - Non Independent Director, Member	20/09/2022	–
		Mr. Kabir Mathur	Non-Executive - Nominee Director	20/09/2022	–
		Ms. Abhishikta Munjal	Chief Risk Officer- Member	23/01/2021	–
		Mr. Govind Modani	Head Treasury- Member	08/08/2019	–
4. Stakeholder Relationship Committee	Yes	Ms. Mohua Mukherjee	Non-Executive – Independent Director, Chairperson	06/09/2023	–
		Mr. R. Venkataraman	Non-Executive – Non Independent Director, Member	24/07/2021	–
		Mr. Monu Ratra	Executive – Director, Member	24/07/2021	–
5. Corporate Social Responsibility	Yes	Ms. Mohua Mukherjee	Non-Executive - Independent Director– Director, Chairperson	21/10/2021	–
		Mr. R Venkataraman	Non-Executive – Non Independent Director, Member	29/03/2014	–
		Mr. Monu Ratra	Executive – Director, Member	18/07/2020	–

& 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.

III. MEETING OF BOARD OF DIRECTORS

<i>Date(s) of Meeting (if any) in the previous quarter</i>	<i>Date(s) of Meeting (if any) in the relevant quarter</i>	<i>Whether requirement of Quorum met*</i>	<i>Number of Directors present*</i>	<i>Number of independent directors present*</i>	<i>Maximum Gap Between any two Consecutive (in number of days)</i>
17-10-2023	15-01-2024 16-03-2024 28-03-2024	Yes Yes Yes	8 8 9	5 5 5	89 Days (Gap Calculated Between two Consecutive Meetings-Last Meeting of Previous Quarter & First Meeting of Relevant Quarter)

IV. MEETING OF COMMITTEES

<i>Date(s) of meeting of the committee in the relevant quarter</i>	<i>Whether requirement of Quorum met (details)</i>	<i>Number of Directors present*</i>	<i>Number of independent directors present*</i>	<i>Date(s) of meeting of the committee in the previous quarter</i>	<i>Maximum gap between any two consecutive meetings in number of days*</i>
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Audit Committee

15-01-2024 28-03-2024	Yes Yes	2 3	2 2	17-10-2023	89 Days (Gap Calculated Between two Consecutive Meetings-Last Meeting of Previous Quarter & First Meeting of Relevant Quarter)
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Nomination and Remuneration Committee

-	-	-	-	-	NA
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Risk Management Committee

12-02-2024	Yes	8	3	08-12-2023	65 Days (Gap Calculated Between Two Consecutive Meetings-Last Meeting of Previous Quarter & First Meeting of Relevant Quarter).
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CSR Committee

21-03-2024	Yes	3	1	-	NA
22-03-2024 (adjourned)	Yes	2	1		
Stakeholders Relationship Committee					
22-01-2024	Yes	2	1	-	NA
<i>*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</i>					
V. RELATED PARTY TRANSACTION					
Subject			Compliance status (Yes/No/NA) refer note below		
Whether prior approval of audit committee obtained			Yes		
Whether shareholder approval obtained for material RPT			Yes		
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee			Yes		
<p>Note: 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>					
VI. AFFIRMATIONS:					
<p>1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. Yes</p> <p>2. The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015 - Yes</p> <p>a. Audit Committee</p> <p>b. Nomination & remuneration committee</p> <p>c. Stakeholders relationship committee</p> <p>d. Risk management committee</p> <p>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</p> <p>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</p> <p>5. The report submitted for the quarter ended March 31, 2024 shall be placed before Board of Directors at the ensuing meeting of the Board. – Yes</p>					

For IIFL HOME FINANCE LIMITED

Ajay Jaiswal
Company Secretary and Compliance Officer
Membership No: F6327
Place: Gurgaon
Date: April 20, 2024

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	-	Brief details of the event
		-

For IIFL HOME FINANCE LIMITED

Ajay Jaiswal
Company Secretary and Compliance Officer
Membership No: F6327
Place: Gurgaon
Date: April 20, 2024

ANNEXURE II

Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)

Sr. No.	Item	Compliance status (Yes/No/NA)	Web address
As per Regulation 46 (2) of the LODR:			
1	Details of business	Yes	https://www.iiflhomeloans.com/about-us
2	Terms and conditions of appointment of independent directors	Yes	https://www.iiflhomeloans.com/corporate-governance
3	Composition of various committees of board of directors	Yes	https://www.iiflhomeloans.com/corporate-governance
4	Code of conduct of board of directors and senior management personnel	Yes	https://www.iiflhomeloans.com/corporate-governance
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes	https://www.iiflhomeloans.com/corporate-governance
6	Criteria of making payments to non-executive directors	Yes	https://www.iiflhomeloans.com/annual-reports
7	Policy on dealing with related party transactions	Yes	https://www.iiflhomeloans.com/corporate-governance
8	Policy for determining 'material' subsidiaries	Yes	https://www.iiflhomeloans.com/corporate-governance
9	Details of familiarization programmes imparted to Independent Directors	Yes	https://www.iiflhomeloans.com/corporate-governance
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes	https://www.iiflhomeloans.com/corporate-announcement

11	Email address for grievance redressal and other relevant details	Yes	https://www.iiflhomeloans.com/corporate-announcement
12	Financial results	Yes	https://www.iiflhomeloans.com/financials
13	Shareholding pattern	NA	-
14	Details of agreements entered into with the media companies and/or their associates	NA	-
15	Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or institutional investors simultaneously with submission to stock exchange	NA	-
16	New name and the old name of the listed entity	Yes	https://www.iiflhomeloans.com/about-us
17	Advertisements as per regulation 47 (1)	NA	-
18	Credit rating or revision in credit rating obtained	Yes	https://www.iiflhomeloans.com/corporate-announcement
19	Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	NA	-
As per other regulations of the LODR :			
20	Whether company has provided information under separate section on its website as per Regulation 46(2)	NA	-
21	Materiality Policy as per Regulation 30	NA	-
22	Dividend Distribution policy as per Regulation 43A (as applicable)	NA	-
23	It is certified that these contents on the website of the listed entity are correct	Yes	https://www.iiflhomeloans.com/corporate-announcement

II. Annual Affirmations

Sr. No.	Particulars	Regulation Number	Compliance status (Yes/No/NA)
1	Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes
2	Board composition	17(1), 17(1A) & 17(1B)	Yes
3	Meeting of Board of directors	17(2)	Yes
4	Quorum of Board meeting	17(2A)	Yes
5	Review of Compliance Reports	17(3)	Yes
6	Plans for orderly succession for appointments	17(4)	Yes
7	Code of Conduct	17(5)	Yes
8	Fees/compensation	17(6)	Yes
9	Minimum Information	17(7)	Yes
10	Compliance Certificate	17(8)	Yes
11	Risk Assessment & Management	17(9)	Yes
12	Performance Evaluation of Independent Directors	17(10)	Yes
13	Recommendation of Board	17(11)	Yes
14	Maximum number of Directorships	17A	Yes
15	Composition of Audit Committee	18(1)	Yes
16	Meeting of Audit Committee	18(2)	Yes
17	Composition of nomination & remuneration committee	19(1) & (2)	Yes
18	Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes
19	Meeting of Nomination and Remuneration Committee	19(3A)	Yes
20	Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	Yes
21	Meeting of Stakeholders Relationship Committee	20(3A)	Yes

22	Composition and role of risk management committee	21(1), (2), (3), (4)	Yes
23	Meeting of Risk Management Committee	21(3A)	Yes
24	Vigil Mechanism	22	Yes
25	Policy for related party Transaction	23(1), (1A), (5), (6), (7) & (8)	Yes
26	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes
27	Approval for material related party transactions	23(4)	Yes
28	Disclosure of related party transactions on consolidated basis	23(9)	Yes
29	Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA
30	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2), (3), (4), (5) & (6)	Yes
31	Annual Secretarial Compliance Report	24(A)	Yes
32	Alternate Director to Independent Director	25(1)	Yes
33	Maximum Tenure	25(2)	Yes
34	Meeting of independent directors	25(3) & (4)	Yes
35	Familiarization of independent directors	25(7)	Yes
36	Declaration from Independent Director	25(8) & (9)	Yes
37	D & O Insurance for Independent Directors	25(10)	Yes
38	Memberships in Committees	26(1)	Yes
39	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes
40	Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes
41	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes

Note:

- 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.**
- 2. If status is “No” details of non-compliance may be given here.**
- 3. If the Listed Entity would like to provide any other information the same may be indicated here.**

III. Affirmations

The Listed Entity has approved the Material Subsidiary Policy and the Corporate Governance requirements with respect to the subsidiary of Listed Entity have been complied.

For IIFL HOME FINANCE LIMITED

Ajay Jaiswal
Company Secretary and Compliance Officer
Membership No: F6327
Place: Gurgaon
Date: April 20, 2024

Format to be submitted by listed entity at the end of 6 months from the close of financial year

Affirmations:		
Broad Heading	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

Note:

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.

2. If status is "No" details of non - compliance may be given here.

3. If the Listed Entity would like to provide any other information the same may be indicated here.

For IIFL HOME FINANCE LIMITED

Ajay Jaiswal

Company Secretary and Compliance Officer

Membership No: F6327

Place: Gurgaon

Date: April 20, 2024

**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
March 31, 2024**

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 6 months	Balance outstanding at the end of 6 months	
Promoter or any other entity controlled by them	12,75,00,00,000	-	
Promoter Group or any other entity controlled by them	-	-	
Directors (including relatives or any other entity controlled by them	-	-	
KMPs or any other entity controlled by them	-	-	
*in the nature of inter corporate deposits			
(A) 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, comfortletter 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	-	-	-
Promoter Group or any other entity controlled by them	-	-	-
Directors (including relatives) or any other entity controlled by them	-	-	-
KMPs or any other entity controlled by	-	-	-

them			
(B) 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 6 months	Balance outstanding at the end of 6 months
Promoter or any other entity controlled by them	-	-	-
Promoter Group or any other entity controlled by them	-	-	-
Directors (including relatives) or any other entity controlled by them	-	-	-
KMPs Entity controlled by them	-	-	-

II. Affirmations:

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.

Gaurav Seth
CFO
Place: Gurgaon

- Note**
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

For IIFL HOME FINANCE LIMITED

Ajay Jaiswal
Company Secretary and Compliance Officer
Membership No: F6327
Place: Gurgaon
Date: April 20, 2024