

Aditya Birla Housing Finance Ltd.

(A part of Aditya Birla Capital Ltd.)



ADITYA BIRLA CAPITAL

PROTECTING INVESTING FINANCING ADVISING

May 30, 2022

National Stock Exchange of India Limited Listing Department, Exchange Plaza, Bandra Kurla Complex, Bandra (E), Mumbai – 400051	BSE Limited Phiroze Jeejeebhoy Dalal Street, Mumbai- 400001 Towers
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Dear Sir/Madam,

Sub: Annual Secretarial Compliance Report for the year ended March 31, 2022

Ref: SEBI Circular CIR/CFD/CMD1/27/2019 dated February 08, 2019 on Format for annual secretarial compliance report for listed entities and their material subsidiaries

With reference to the subject matter, please find enclosed annual secretarial compliance report for the year ended March 31, 2022 obtained from M/s Dilip Bharadiya & Associates for your consideration.

Request to kindly take the same on record.

Thanking you,
Yours faithfully,

For **Aditya Birla Housing Finance Limited**

Swati Singh
Company Secretary

Aditya Birla Housing Finance Limited

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Senapati Bapat Marg, Elphinstone Road, Mumbai 400 013.
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Registered Office:

Indian Rayon Compound, Veraval,
Gujarat -362 266
CIN: U65922GJ2009PLC083779



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SECRETARIAL COMPLIANCE REPORT
of ADITYA BIRLA HOUSING FINANCE LIMITED
for the year ended 31st March 2022

We have conducted the Annual Secretarial Compliance Audit of Aditya Birla Housing Finance Limited (hereinafter referred to as "the Company") in terms of compliance with Regulation 24A of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. In view of the ongoing pandemic COVID-19 and the consequent lockdown [as directed by the Central and State Governments from time to time], and various travel and other restrictions imposed by authorities in the state of Maharashtra, the process of audit has been modified for the period under review.

We have examined:

- (a) all the documents and records made available to us electronically and explanation provided by the Company ("the debt listed entity") {material wholly owned subsidiary of ADITYA BIRLA CAPITAL LIMITED (listed entity).},
 - (b) the filings/ submissions made by the listed entity with Securities and Exchange Board of India ("SEBI") and the Stock Exchanges,
 - (c) content on the website of the Company,
 - (d) other relevant document/ filings,
- for the year ended 31st March 2022 ("Review Period") in respect of compliance with the provisions of:
- a. the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and
 - b. the Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made thereunder and the Regulations, circulars, guidelines issued thereunder by SEBI;

The specific Regulations, whose provisions and the circulars/ guidelines issued thereunder, have been examined, include:-

- (a) SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- (b) SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- (c) SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011; **TO THE EXTENT APPLICABLE**
- (d) SEBI (Buyback of Securities) Regulations, 2018; **NOT APPLICABLE**
- (e) SEBI (Share Based Employee Benefits) Regulations, 2014; **NOT APPLICABLE**
- (f) SEBI (Issue and Listing of Debt Securities) Regulations, 2008;
- (g) SEBI (Issue and Listing of Non- Convertible and Redeemable Preference Shares) Regulations, 2013; **NOT APPLICABLE**
- (h) SEBI (Prohibition of Insider Trading) Regulations, 2015;
- (i) Housing Finance Companies (NHB) Directions, 2010
- (j) Corporate Governance (NHB) Directions, 2016
- (k) Master Direction – Non-Banking Financial Company – Housing Finance Company (Reserve Bank) Directions, 2021
- (l) and circulars/ guidelines issued by the National Housing Bank thereunder;

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Based on the above examination, we hereby report that, during the review period, the Company has:

- complied with the applicable provisions of the above Regulations and circulars/ guidelines issued thereunder;
- maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued thereunder insofar as it appears from our examination of those records.
- endured observations in the Inspection Report dated 9th December, 2021 issued by the National Housing Bank (NHB) which are conceded with the response letter of the Company dated 7th February 2022.
- The following are the details of actions taken against the Company during the Review Period:

Sr. No.	Action taken by	Details of violation	Details of action taken E.g. fines, warning letter, debarment, etc.	Observations/remarks of the Practicing Company Secretary, if any.
1	National Housing Bank (NHB)	Various non-compliance/ partial Para 3.1.1 Guidelines on Liquidity Risk Management Framework	No penal actions. It was informed to comply within the time lines with accuracy.	The Management has taken efforts in complying to the best possible means for timely and accurate compliance
2		Delayed reporting Para 3.1.8 Master Direction—know Your Customer (KYC) Direction, 2016		
3		No exclusive Information Security audit as per Para 3.1.10 Master Direction Information Technology Framework for the NBFC Sector		
4		No change in the Reference rates pursuant to Para 8.3.2 Classes of Assets		
5		Para 12 -Wrong classification of accounts by Company		
6		Non-Disclosure/ Partial Disclosure - Para 19 Loan to Value (LTV) Ratio for housing loans		
7		Para 19.5: Grievance Redressal Machinery - Goregaon Office did not have a proper grievance redressal mechanism		
8		Investment policy of the company is silent on norms related to Engagement of Brokers- Para 24 Engagement of Brokers.		



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We further confirm that there have been no other actions taken against the Company/ its promoters/ directors either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under the aforesaid Acts/ Regulations and circulars/ guidelines issued thereunder.

We further confirm that the previous year Secretarial Compliance Report dated May 4, 2021 had observations and were well addressed with appropriate action.

For DILIP BHARADIYA & ASSOCIATES



DILIP BHARADIYA

Proprietor

FCS No.: 7956, CP No.: 6740

UDIN : F007956D000201061



Place : Mumbai

Date : 25th April, 2022