

CORPORATE GOVERNANCE REPORT FOR THE QUARTER ENDED JUNE 30, 2023

General information about company	
Scrip code	504973
NSE Symbol	CHOLAHLDNG
MSEI Symbol	NotListed
ISIN	INE149A01033
Name of the entity	CHOLAMANDALAM FINANCIAL HOLDINGS LIMITED
Date of start of financial year	01-04-2023
Date of end of financial year	31-03-2024
Reporting Quarter	Quarterly
Date of Report	30-06-2023
Risk management committee	Applicable
Market Capitalisation as per immediate previous Financial Year	Top 500 listed entities

For Cholamandalam Financial Holdings



E Krithika

Company Secretary & Compliance Officer

Annexure I

Annexure I to be submitted by listed entity on quarterly basis

I. Composition of Board of Directors

Whether the listed entity has a Regular Chairperson	Yes
Whether Chairperson is related to MD or CEO	No

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Date of Birth	Whether the director is disqualified?	Current status	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations)	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)
1	Mr	M M Murugappan	AAGPM1775L	00170478	Non-Executive - Non Independent Director	Chairperson related to Promoter	12-11-1955	No	Active	NA	11-11-2017	04-08-2021	-		3	0	3	2
2	Mr	K Balasubramanian	AAEPB7201Q	00137260	Non-Executive - Independent Director	Not Applicable	12-12-1954	No	Active	NA	17-03-2022	17-03-2022	-	16.00	1	1	1	0
3	Mr	B Ramaratnam	AABPR2862E	07525213	Non-Executive - Independent Director	Not Applicable	13-02-1955	No	Active	NA	18-03-2019	18-03-2019	-	51.00	2	2	5	4
4	Mrs	Vasudha Sundararaman	AAJPS6472R	06609400	Non-Executive - Independent Director	Not Applicable	10-11-1957	No	Active	NA	12-02-2020	12-02-2020	-	40.00	3	3	3	0
5	Mr	Sridharan Rangarajan	BHYP50270E	01814413	Non-Executive - Non Independent Director	Not Applicable	16-03-1966	No	Active	NA	30-08-2018	10-08-2022	-		3	0	5	0
6	Mr	Vellayan Subbiah	AADPV8920B	01138759	Non-Executive - Non Independent Director	Not Applicable	07-08-1969	No	Active	NA	11-11-2020	11-11-2020	-		5	0	3	1

Annexure 1

II. Composition of Committees

Audit Committee Details

Whether the Audit Committee has a Regular Chairperson | Yes

Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation
1	07525213	B Ramaratnam	Non-Executive - Independent Director	Chairperson	18-03-2019	
2	00137260	K Balasubramanian	Non-Executive - Independent Director	Member	17-03-2022	
3	06609400	Vasudha Sundararaman	Non-Executive - Independent Director	Member	12-02-2020	
4	01814413	Sridharan Rangarajan	Non-Executive - Non Independent Director	Member	30-08-2018	

Nomination and remuneration committee

Whether the Nomination and remuneration committee has a Regular Chairperson | Yes

Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation
1	06609400	Vasudha Sundararaman	Non-Executive - Independent Director	Chairperson	12-02-2020	
2	00170478	M M Murugappan	Non-Executive - Non Independent Director	Member	05-02-2018	
3	00137260	K Balasubramanian	Non-Executive - Independent Director	Member	17-03-2022	

Stakeholders Relationship Committee

Whether the Stakeholders Relationship Committee has a Regular Chairperson | Yes

Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation
1	00170478	M M Murugappan	Non-Executive - Non Independent Director	Chairperson	05-02-2018	
2	07525213	B Ramaratnam	Non-Executive - Independent Director	Member	18-03-2019	
3	01814413	Sridharan Rangarajan	Non-Executive - Non Independent Director	Member	30-08-2018	

Risk Management Committee

Whether the Risk Management Committee has a Regular Chairperson | Yes

Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation
1	00170478	M M Murugappan	Non-Executive - Non Independent Director	Chairperson	18-03-2019	
2	07525213	B Ramaratnam	Non-Executive - Independent Director	Member	18-03-2019	
3	01814413	Sridharan Rangarajan	Non-Executive - Non Independent Director	Member	18-03-2019	
4	99999999	N Ganesh	Manager & CFO	Member	18-03-2019	

Annexure 1

III. Meeting of Board of Directors

Sr	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Number of Directors present* (All directors including Independent Director)	No. of Independent Directors attending the meeting*
1	09-02-2023		Yes	6	5	3
2	28-03-2023		Yes	6	6	3
3	12-05-2023	44	Yes	6	6	3

Annexure 1

IV. Meeting of Committees

Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
1	Audit Committee	09-02-2023		Yes	4	4	3	0
2	Audit Committee	28-03-2023		Yes	4	4	3	0
3	Audit Committee	12-05-2023	44	Yes	4	4	3	0
4	Risk Management Committee	09-02-2023		Yes	3	2	1	1
5	Risk Management Committee	12-05-2023	91	Yes	3	3	1	1
6	Nomination and remuneration committee	12-05-2023		Yes	3	3	2	0
7	Stakeholders Relationship Committee	12-05-2023		Yes	3	3	1	0

Annexure 1

V. Related Party Transactions

Sr	Subject	Compliance status (Yes/No/NA)
1	Whether prior approval of audit committee obtained	Yes
2	Whether shareholder approval obtained for material RPT	NA
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes

Annexure 1

VI. Affirmations

Sr	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
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 1000 listed entities)	Yes
6	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
7	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
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes

Annexure 1

Sr	Subject	Compliance status
1	Name of signatory	E KRITHIKA
2	Designation	Company Secretary and Compliance Officer

Signatory Details

Name of signatory	E Krithika
Designation of person	Company Secretary and Compliance Officer
Place	Chennai
Date	11-07-2023