

CORPORATE GOVERNANCE REPORT - SEPTEMBER 30, 2019.
CHOLAMANDALAM FINANCIAL HOLDINGS LTD.

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General information about company

Scrip code	504973
NSE Symbol	CHOLAHLDNG
MSEI Symbol	
ISIN	INE149A01033
Name of the entity	Cholamandalam Financial Holdings Limited
Date of start of financial year	01-04-2019
Date of end of financial year	31-03-2020
Reporting Quarter	Half Yearly
Date of Report	30-09-2019
Risk management committee	Applicable
Market Capitalisation as per immediate previous Financial Year	Top 500 listed entities

Enter the quarter ended date only

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Annexure 1

Annexure 1 to be submitted by listed entity on quarterly basis
1. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory																		
Whether the listed entity has a Regular Chairperson																		
Is there any change in information of board of directors compare to previous quarter																		
Whether Chairperson is related to MD or CEO																		
Yes																		
No																		
Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category of directors	Date of Birth	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)	Notes for not providing PAN	Notes for not providing DIN
1	Mr	M M Muruganpan	AAGPM1775L	00170478	Non-Executive - Non Independent Director	Chairperson related to Promoter	12-11-1955	11-11-2017	01-08-2019			7	1	6	3			
2	Mrs	SHUBHALAKSHMI PANSE	AEEPPO393L	02599310	Non-Executive - Independent Director	Not Applicable	28-01-1954	01-08-2017	01-08-2017		60	5	5	7	3			
3	Mr	Ashok Kumar Barat	AGOPB1341B	00492990	Non-Executive - Independent Director	Not Applicable	05-12-1956	01-08-2018	01-08-2018		60	5	5	8	4			
4	Mr	B Ramaratnam	AABPR2862E	07525213	Non-Executive - Independent Director	Not Applicable	13-02-1955	18-03-2019	18-03-2019		60	2	2	4	2			
5	Mr	Sridharan Ranganajan	BHYPS0270E	01814413	Non-Executive - Non Independent Director	Not Applicable	16-03-1966	30-08-2018				1	0	4	0			
6	Mr	V Ravichandran	AAHPR2519L	00110086	Non-Executive - Non Independent Director	Not Applicable	09-06-1956	18-03-2019				3	0	2	1			



Annexure 1

II. Composition of Committees

Disclosure of notes on composition of committees explanatory

Audit Committee Details				Whether the Audit Committee has a Regular Chairperson	
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Yes
1	02599310	SHUBHALAKSHMI PANSE	Non-Executive - Independent Director	Chairperson	Date of Appointment 03-08-2017
2	00492930	Ashok Kumar Barat	Non-Executive - Independent Director	Member	30-08-2018
3	07525213	B Ramaratnam	Non-Executive - Independent Director	Member	18-03-2019
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	
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Yes
1	00492930	Ashok Kumar Barat	Non-Executive - Independent Director	Chairperson	Date of Appointment 30-08-2018
2	00170478	M M Murugappan	Non-Executive - Non Independent Director	Member	05-02-2018
3	02599310	SHUBHALAKSHMI PANSE	Non-Executive - Independent Director	Member	03-08-2017

Stakeholders Relationship Committee				Whether the Stakeholders Relationship Committee has a Regular Chairperson	
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Yes
1	00170478	M M Murugappan	Non-Executive - Non Independent Director	Chairperson	Date of Appointment 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	
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Yes
1	00170478	M M Murugappan	Non-Executive - Non Independent Director	Chairperson	Date of Appointment 18-03-2019
2	01814413	Sridharan Rangarajan	Non-Executive - Non Independent Director	Member	18-03-2019
3	07525213	B Ramaratnam	Non-Executive - Independent Director	Member	18-03-2019
4	99999999	N Ganes	Member	Member	18-03-2019

Corporate Social Responsibility Committee				Whether the Corporate Social Responsibility Committee has a Regular Chairperson	
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Yes
1	00170478	M M Murugappan	Non-Executive - Non Independent Director	Chairperson	Date of Appointment 05-02-2018
2	00492930	Ashok Kumar Barat	Non-Executive - Independent Director	Member	30-08-2018
3	01814413	Sridharan Rangarajan	Non-Executive - Non Independent Director	Member	30-08-2018



Annexure 1						
III. Meeting of Board of Directors						
Disclosure of notes on meeting of board of directors explanatory						
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)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Number of Directors present*	No. of Independent Directors attending the meeting*
1	03-05-2019			Yes	5	2
2	14-06-2019	41		Yes	4	2
3	01-08-2019	47		Yes	6	3

Annexure 1									
IV. Meeting of Committees									
Disclosure of notes on meeting of committees explanatory									
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)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Number of Directors present*	No. of Independent Directors attending the meeting*	Reason for not providing date
1	Nomination and remuneration committee	03-05-2019				Yes	2	1	
2	Nomination and remuneration committee	01-08-2019	89			Yes	3	2	
3	Audit Committee	03-05-2019				Yes	3	2	
4	Audit Committee	14-06-2019	41			Yes	3	2	
5	Audit Committee	01-08-2019	47			Yes	4	3	



Annexure 1			
V. Related Party Transactions			
Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
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		
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	Yes
3	a. Audit Committee The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
4	b. Nomination & remuneration committee The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
5	c. Stakeholders relationship committee The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
6	d. Risk management committee (applicable to the top 500 listed entities) 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
9	Any comments/observations/advice of Board of Directors may be mentioned here:	

Annexure 1		
Sr	Subject	Compliance status
1	Name of signatory	E Krithika



2	Designation	Company Secretary and Compliance Officer
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Annexure III				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	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	
2	Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes	
3	Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes	
4	Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	Yes	
5	Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	
Any other information to be provided				

Annexure III		
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	03-10-2019

For CHOLAMANDALAM FINANCIAL HOLDINGS LIMITED


E. KRITHIKA
 Company Secretary