

General information about company	
Scrip code	511243
NSE Symbol	CHOLAFIN
MSEI Symbol	NOTLISTED
ISIN	INE121A01024
Name of the entity	CHOLAMANDALM INVESTMENT AND FINANCE COMPANY LIMITED
Date of start of financial year	01-04-2022
Date of end of financial year	31-03-2023
Reporting Quarter	Yearly
Date of Report	31-03-2023
Risk management committee	Applicable
Market Capitalisation as per immediate previous Financial Year	Top 100 listed entities

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

Disclosure of notes on composition of board of directors explanatory		Mr. Bharath Vasudevan, resigned as an Independent & Non-Executive Director of the Company effective the close of business hours of 31st March, 2023.																					
Whether the listed entity has a Regular Chairperson		Yes																					
Whether Chairperson is related to MD or CEO		No																					
		Disqualification of Directors under section 164 of the Companies Act, 2013																					
Sr	Title (Mr / Ms)	Name of the Director	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	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	SUBBIAH VELLAYAN	01138759	Non-Executive - Non Independent Director	Chairperson related to Promoter		07-08-1969	No				Active	NA		11-11-2020	29-07-2022				5	0	3	1
2	Mr	RAMESH RAJAN NATARAJAN	01628318	Non-Executive - Independent Director	Not Applicable	Shareholder Director	05-07-1957	No				Active	NA		30-10-2018	30-10-2018		53.77	5	5	7	4	
3	Mrs	BHAMA KRISHNAMURTHY	02196839	Non-Executive - Independent Director	Not Applicable	Shareholder Director	19-12-1954	No				Active	NA		30-07-2019	30-07-2019		41	6	6	6	1	
4	Mr	ROHAN VERMA	01797489	Non-Executive - Independent Director	Not Applicable	Shareholder Director	31-08-1985	No				Active	NA		25-03-2019	25-03-2019		48.9	2	1	1	0	
5	Mr	MURUGAPPAN ARUNACHALAMMURUGAI	00202958	Non-Executive - Non Independent Director	Not Applicable		18-06-1967	No				Active	NA		29-01-2021	29-01-2021			4	0	5	1	
6	Mr	ANAND KUMAR	00818724	Non-Executive - Independent Director	Not Applicable	Shareholder Director	14-10-1967	No				Active	NA		16-03-2021	16-03-2021		24.83	2	2	2	0	
7	Mr	BHARATH VASUDEVAN	09104808	Non-Executive - Independent Director	Not Applicable	Shareholder Director	24-07-1974	No				Inactive	NA		16-03-2021	16-03-2021	31-03-2023		24.83	1	1	0	0
8	Mr	RAVINDRA KUMAR KUNDU	07337155	Executive Director	Not Applicable		07-07-1968	No				Active	NA		23-01-2020				1	0	1	0	

Annexure 1

For this quarter kindly note the following points:
1. Date of Appointment and Date of Cessation (if applicable) must be mandatorily filled for every Committee.

II. Composition of Committees

Disclosure of notes on composition of committees explanatory

Is there any change in information of committees compare to previous quarter

Yes

Note: Please enter DIN. After entering DIN, Name of Committee members and Category 1 of Directors shall be prefilled automatically

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	Remarks
1	01628318	N RAMESH RAJAN	Non-Executive - Independent Director	Chairperson	30-01-2019		
2	02196839	BHAMA KRISHNAMURTHY	Non-Executive - Independent Director	Member	31-07-2019		
3	00818724	ANAND KUMAR	Non-Executive - Independent Director	Member	07-05-2021		
4	00202958	M.A.M.ARUNACHALAM	Non-Executive - Non Independent Director	Member	29-01-2021		

Note: Please enter DIN. After entering DIN, Name of Committee members and Category 1 of Directors shall be prefilled automatically

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	Remarks
1	00818724	ANAND KUMAR	Non-Executive - Independent Director	Chairperson	07-05-2021		
2	01628318	N RAMESH RAJAN	Non-Executive - Independent Director	Member	31-01-2019		
3	01138759	VELLAYAN SUBBIAH	Non-Executive - Non Independent Director	Member	12-11-2020		

Note: Please enter DIN. After entering DIN, Name of Committee members and Category 1 of Directors shall be prefilled automatically

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	Remarks
1	00202958	M.A.M.ARUNACHALAM	Non-Executive - Non Independent Director	Chairperson	07-05-2021		
2	01797489	ROHAN VERMA	Non-Executive - Independent Director	Member	31-07-2019		
3	07337155	RAVINDRA KUMAR KUNDU	Executive Director	Member	29-01-2021		
4							

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	Remarks
1	01628318	N RAMESH RAJAN	Non-Executive - Independent Director	Member	30-01-2019		
2	00202958	M.A.M.ARUNACHALAM	Non-Executive - Non Independent Director	Member	31-07-2019		
3	02196839	BHAMA KRISHNAMURTHY	Non-Executive - Independent Director	Chairperson	29-01-2021		
4	09104808	BHARATH VASUDEVAN	Non-Executive - Independent Director	Member	07-05-2021	31-03-2023	Mr. Bharath Vasudevan, resigned as an Independent & Non-Executive Director of the Company effective the close of business hours of 31st March, 2023.
5	07337155	RAVINDRA KUMAR KUNDU	Executive Director	Member	29-01-2021		
6							

Note: Please enter DIN. After entering DIN, Name of Committee members and Category 1 of Directors shall be prefilled automatically

Corporate Social Responsibility Committee

Whether the Corporate Social Responsibility 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	Remarks
1	01138759	VELLAYAN SUBBIAH	Non-Executive - Non Independent Director	Chairperson	12-11-2020		
2	02196839	BHAMA KRISHNAMURTHY	Non-Executive - Independent Director	Member	31-07-2019		
3	00202958	M.A.M.ARUNACHALAM	Non-Executive - Non Independent Director	Member	29-01-2021		
4							

Other Committee

Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks
1	01138759	VELLAYAN SUBBIAH	Business Committee	Non-Executive - Non Independent Director	Chairperson	
2	00202958	M.A.M.ARUNACHALAM	Business Committee	Non-Executive - Non Independent Director	Member	
3	07337155	RAVINDRA KUMAR KUNDU	Business Committee	Executive Director	Member	
4	01797489	ROHAN VERMA	IT Strategy Committee	Non-Executive - Independent Director	Chairperson	
5	01138759	VELLAYAN SUBBIAH	IT Strategy Committee	Non-Executive - Non Independent Director	Member	
6	09104808	BHARATH VASUDEVAN	IT Strategy Committee	Non-Executive - Independent Director	Member	Mr. Bharath Vasudevan, resigned as an Independent & Non-Executive Director of the Company effective the close of business hours of 31st March, 2023.

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)	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	01-11-2022		Yes	8	8	5
2	31-01-2023	90	Yes	7	7	4
3	20-03-2023	47	Yes	7	7	4

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)	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	31-10-2022				Yes	4	4	3	0
2	Audit Committee	01-11-2022	0			Yes	4	4	3	0
3	Audit Committee	30-01-2023	89			Yes	4	4	3	0
4	Audit Committee	31-01-2023	0			Yes	4	4	3	0
5	Audit Committee	20-03-2023	47			Yes	4	4	3	0
6	Risk Management Committee	31-10-2022				Yes	5	5	3	0
7	Risk Management Committee	30-01-2023	90			Yes	5	5	3	0
8	Risk Management Committee	20-03-2023	48			Yes	5	4	2	0
9	Nomination and remuneration committee	01-11-2022				Yes	3	3	2	0
10	Nomination and remuneration committee	31-01-2023	90			Yes	3	3	2	0
11	Stakeholders Relationship Committee	01-11-2022				Yes	3	2	0	0
12	Corporate Social Responsibility Committee	31-01-2023	90			Yes	3	3	1	0
13	Other Committee	01-11-2022		Business Committee		Yes	3	3	0	0
14	Other Committee	20-03-2023	138	Business Committee		Yes	3	3	0	0
15	Other Committee	01-11-2022		IT Strategy Committee		Yes	3	3	2	0
16	Other Committee	20-03-2023	138	IT Strategy Committee		Yes	3	2	1	0

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	
Disclosure of notes on related party transactions			
Disclosure of notes of material transaction with related party			

Annexure II

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

I. Disclosure on website in terms of Listing Regulations

Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
1	Details of business	Yes		www.cholamandalam.com
2	Terms and conditions of appointment of independent directors	Yes		www.cholamandalam.com
3	Composition of various committees of board of directors	Yes		www.cholamandalam.com
4	Code of conduct of board of directors and senior management personnel	Yes		www.cholamandalam.com
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		www.cholamandalam.com
6	Criteria of making payments to non-executive directors	Yes		www.cholamandalam.com
7	Policy on dealing with related party transactions	Yes		www.cholamandalam.com
8	Policy for determining 'material' subsidiaries	Yes		www.cholamandalam.com
9	Details of familiarization programmes imparted to independent directors	Yes		www.cholamandalam.com
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		www.cholamandalam.com
11	email address for grievance redressal and other relevant details	Yes		www.cholamandalam.com
12	Financial results	Yes		www.cholamandalam.com
13	Shareholding pattern	Yes		www.cholamandalam.com
14	Details of agreements entered into with the media companies and/or their associates	Yes		www.cholamandalam.com
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	Yes		www.cholamandalam.com
16	New name and the old name of the listed entity	NA		
17	Advertisements as per regulation 47 (1)	Yes		www.cholamandalam.com
18	Credit rating or revision in credit rating obtained	Yes		www.cholamandalam.com
19	Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	Yes		www.cholamandalam.com
20	Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes		www.cholamandalam.com
21	Materiality Policy as per Regulation 30	Yes		www.cholamandalam.com
22	Dividend Distribution policy as per Regulation 43A (as applicable)	Yes		www.cholamandalam.com
23	It is certified that these contents on the website of the listed entity are correct	Yes		www.cholamandalam.com
24	Disclosure of notes on website in terms of Listing Regulations explanatory [Text Block]			

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
9	Any comments/observations/advice of Board of Directors may be mentioned here:	

Annexure 1		
Sr	Subject	Compliance status
1	Name of signatory	P SUJATHA
2	Designation	Company Secretary and Compliance Officer

Annexure II

II. Annual Affirmations

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
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)	NA	

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	
Any other information to be provided				
Annexure II				
1	Name of signatory	P SUJATHA		
2	Designation	Company Secretary and Compliance Officer		

Annexure II

III. Affirmations

Sr	Particulars	Compliance status (Yes/No/NA)
1	The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied	Yes
Any other information to be provided		
Annexure II		
1	Name of signatory	P SUJATHA
2	Designation	Company Secretary and Compliance Officer

Additional Half yearly Disclosure

Applicability of disclosure	Applicable		
Reason for Non Applicability			
I. Disclosure of Loans/ guarantees/comfort letters /securities etc.refer note below		The Figure should be mentioned in Actual INR only	
(A)Any loan or any other form of debt advanced by the listed entity directly or indirectly to			
Entity	Aggregate amount advanced during six months	Balance outstanding at the end of six months	
Promoter or any other entity controlled by them	0.00	0.00	
Promoter Group or any other entity controlled by them	0.00	0.00	
Directors (including relatives) or any other entity controlled by them	0.00	0.00	
KMPs or any other entity controlled by them	0.00	0.00	
(B) 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, comfort letter 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	0	0.00	0.00
Promoter Group or any other entity controlled by them	0	0.00	0.00
Directors (including relatives) or any other entity controlled by them	0	0.00	0.00
KMPs or any other entity controlled by them	0	0.00	0.00
(C) 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 six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them	0	0.00	0.00
Promoter Group or any other entity controlled by them	0	0.00	0.00
Directors (including relatives) or any other entity controlled by them	0	0.00	0.00
KMPs or any other entity controlled by them	0	0.00	0.00
(D) Additional Information			
II. Affirmations			
Affirmations		Compliance Status	Company Remarks
All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in		Yes	
Name	D ARULSELVAN		
Designation	CFO		
Place	CHENNAI		
Date	20-04-2023		

Signatory Details	
Name of signatory	P SUJATHA
Designation of person	Chief Financial Officer
Place	CHENNAI
Date	20-04-2023