

January 21, 2022

The Secretary
National Stock Exchange of India Limited
Capital Market – Listing, Exchange Plaza, 5th
Floor, Plot No. C/1, G Block, Bandra-Kurla
Complex, Bandra (E), Mumbai 400 051

The Secretary
BSE Ltd.
25th Floor, Phiroze Jeejeebhoy Towers
Dalal Street, Fort
Mumbai 400 001

NSE SCRIP CODE: CHOLAFIN EQ

BSE SCRIP CODE: 511243

Dear Sir,

Sub: Corporate Governance Report for the quarter ended 31th December, 2021

Pursuant to Regulation 27(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SEBI circular no.CIR/CFD/CMD/5/2015 dated 24th September 2015, we enclose the quarterly Compliance Report on Corporate Governance for the quarter ended 31st December, 2021.

Kindly take the above on record.

Thanking you,

Yours faithfully,
For Cholamandalam Investment and Finance Company Limited



P Sujatha
Company Secretary

Encl.: As above

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General information about company

Scrip code	511243
NSE Symbol	CHOLAFIN
MSEI Symbol	NOTLISTED
ISIN	INE121A01024
Name of the entity	CHOLAMANDALAM INVESTMENT AND FINANCE COMPANY LIMITED
Date of start of financial year	01-04-2021
Date of end of financial year	31-03-2022
Reporting Quarter	Quarterly
Date of Report	31-12-2021
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 I

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory																	
Whether the listed entity has a Regular Chairperson															Add Notes		
Is there any change in information of board of directors compare to previous quarter															Yes		
Whether Chairperson is related to MD or CEO																	
															No		
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 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	VELLAYAN SUBBIAH	01138759	Non-Executive - Non Independent Director	Chairperson related to Promoter		07-08-1969	No		11-11-2020				5	1	4	1
2	Mr	ASHOK KUMAR BARAT	00492930	Non-Executive - Independent Director	Not Applicable	Shareholder Director	05-12-1956	No		31-10-2017	26-07-2018		50	5	5	6	5
3	Mr	N RAMESH RAJAN	01628318	Non-Executive - Independent Director	Not Applicable	Shareholder Director	05-07-1957	No		30-10-2018	30-07-2019		38	4	4	6	5
4	Mrs	BHAMA KRISHNAMURTHY	02196839	Non-Executive - Independent Director	Not Applicable	Shareholder Director	19-12-1954	No		30-07-2019	30-07-2020		29	6	6	8	1
5	Mr	ROHAN VERMA	01797489	Non-Executive - Independent Director	Not Applicable	Shareholder Director	31-08-1985	No		25-03-2019	30-07-2019		33	1	1	1	0
6	Mr	M.A.M.ARUNACHALAM	00202958	Non-Executive - Non Independent Director	Not Applicable		18-06-1967	No		29-01-2021				4	0	6	2
7	Mr	ANAND KUMAR	00818724	Non-Executive - Independent Director	Not Applicable	Shareholder Director	14-10-1967	No		16-03-2021	30-07-2021		9	2	2	2	0
8	Mr	BHARATH VASUDEVAN	09104808	Non-Executive - Independent Director	Not Applicable	Shareholder Director	24-07-1974	No		16-03-2021	30-07-2021		9	1	1	0	0
9	Mr	RAVINDRA KUMAR KUNDU	07337155	Executive Director	Not Applicable		07-07-1968	NA		23-01-2020				1	0	1	0

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					Yes	
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation
1	01628318	N RAMESH RAJAN	Non-Executive - Independent Director	Chairperson	30-01-2019	
2	00492930	ASHOK KUMAR BARAT	Non-Executive - Independent Director	Member	22-08-2018	
3	02196839	BHAMA KRISHNAMURTHY	Non-Executive - Independent Director	Member	31-07-2019	
4	00818724	ANAND KUMAR	Non-Executive - Independent Director	Member	07-05-2021	
5	00202958	M.A.M.ARUNACHALAM	Non-Executive - Non Independent Director	Member	29-01-2021	

Nomination & Remuneration Committee details

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	00818724	ANAND KUMAR	Non-Executive - Independent Director	Chairperson	07-05-2021	
2	01628318	N RAMESH RAJAN	Non-Executive - Independent Director	Member	30-01-2019	
3	01138759	VELLAYAN SUBBIAH	Non-Executive - Non Independent Director	Member	12-11-2020	

Stakeholders Relationship Committee details

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	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	

Risk Management Committee details

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	00492930	ASHOK KUMAR BARAT	Non-Executive - Independent Director	Chairperson	01-04-2019	
2	01628318	N RAMESH RAJAN	Non-Executive - Independent Director	Member	30-01-2019	
3	02196839	BHAMA KRISHNAMURTHY	Non-Executive - Independent Director	Member	31-07-2019	
4	00202958	M.A.M.ARUNACHALAM	Non-Executive - Non-Independent Director	Member	29-01-2021	
5	09104808	BHARATH VASUDEVAN	Non-Executive - Independent Director	Member	07-05-2021	
6	07337155	RAVINDRA KUMAR KUNDU	Executive Director	Member	29-01-2021	

Corporate Social Responsibility Committee details

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
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	Date of Cessation
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	00492930	ASHOK KUMAR BARAT	IT Strategy Committee	Non-Executive - Independent Director	Chairperson	
5	01138759	VELLAYAN SUBBIAH	IT Strategy Committee	Non-Executive - Non Independent Director	Member	
6	01797489	ROHAN VERMA	IT Strategy Committee	Non-Executive - Independent Director	Member	
7	09104808	BHARATH VASUDEVAN	IT Strategy Committee	Non-Executive - Independent Director	Member	

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)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Number of Directors present* (All directors including Independent Director)	No. of Independent Directors attending the meeting*
1	Audit Committee	05-07-2021				Yes	5	4
2	Audit Committee	30-07-2021				Yes	5	4
3	Audit Committee	29-10-2021	90			Yes	5	4
4	Nomination and remuneration committee	30-07-2021				Yes	3	2
5	Nomination and remuneration committee	29-10-2021				Yes	3	2
6	Stakeholders Relationship Committee	29-10-2021				Yes	2	0
7	Risk Management Committee	29-07-2021				Yes	6	4
8	Risk Management Committee	29-10-2021				Yes	6	4
9	Other Committee	30-07-2021		IT Strategy Committee		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

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 500 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:	Add Notes

Annexure 1

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

Signatory Details

Name of signatory	P. SUJATHA
Designation of person	Company Secretary and Compliance Officer
Place	CHENNAI
Date	20-01-2022