

July 19, 2021

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
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NSE SCRIP CODE: CHOLAFIN EQ

BSE SCRIP CODE: 511243

Dear Sir,

Sub: Corporate Governance Report for the quarter ended 30th June 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 30th June 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	30-06-2021
Risk management committee	Applicable
Market Capitalisation as per immediate previous Financial Year	Top 100 listed entities

Enter the quarter
ended date only

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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

Add Notes

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	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)	Notes for not providing PAN	Notes for not providing DIN
1	Mr	VELLAYAN SUBBIAH	AADPV8920B	01138759	Non-Executive - Non Independent Director	Chairperson related to Promoter		07-08-1969	No		11-11-2020				6	1	4	1		
2	Mr	ASHOK KUMAR BARAT	AGOPB1341B	00492930	Non-Executive - Independent Director	Not Applicable	Shareholder Director	05-12-1956	No		31-10-2017	26-07-2018		44	6	6	7	4		
3	Mr	N RAMESH RAJAN	ACSPN8579K	01628318	Non-Executive - Independent Director	Not Applicable	Shareholder Director	05-07-1957	No		30-10-2018	30-07-2019		32	4	4	6	3		
4	Mrs	BHAMMA KRISHNAMURTHY	AAPPK0269A	02196839	Non-Executive - Independent Director	Not Applicable	Shareholder Director	19-12-1954	No		30-07-2019	30-07-2020		23	5	5	8	1		
5	Mr	ROHAN VERMA	AGIPV6497L	01797489	Non-Executive - Independent Director	Not Applicable	Shareholder Director	31-08-1985	No		25-03-2019	30-07-2019		27	1	1	1	0		
6	Mr	M.A.M. ARUNACHALAM	AACP9626N	00202958	Non-Executive - Non Independent Director	Not Applicable		18-06-1967	No		29-01-2021				5	0	8	3		
7	Mr	ANAND KUMAR	ACSPA7655D	00818724	Non-Executive - Independent Director	Not Applicable	Shareholder Director	14-10-1967	No		16-03-2021	16-03-2021		3	2	2	1	0		
8	Mr	BHARATH VASUDEVAN	ABLPV9512A	09104808	Non-Executive - Independent Director	Not Applicable	Shareholder Director	24-07-1974	No		16-03-2021	16-03-2021		3	1	1	0	0		
9	Mr	RAVINDRA KUMAR KUNDU	AKWPK8951E	07337155	Executive Director	Not Applicable		07-07-1968	NA		23-01-2020				1	0	1	0		

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Annexure 1

II. Composition of Committees

Disclosure of notes on composition of committees explanatory

[Add Notes](#)

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.
2. Date of Appointment can be any day upto September 30, 2020.
3. Date of Cessation must be for the current quarter only, i.e. July 1,2020 to September 30.2020.

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	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		
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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	30-01-2019		
3	01138759	VELLAYAN SUBBIAH	Non-Executive - Non Independent Director	Member	12-11-2020		
4	00492930	ASHOK KUMAR BARAT	Non-Executive - Independent Director	Member	20-12-2017	07-05-2021	
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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	29-01-2021		
2	01797489	ROHAN VERMA	Non-Executive - Independent Director	Member	31-07-2019		
3	07337155	RAVINDRA KUMAR KUNDU	Executive Director	Member	29-01-2021		
4	01138759	VELLAYAN SUBBIAH	Non-Executive - Non Independent Director	Member	20-11-2020	07-05-2021	
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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	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	07337155	RAVINDRA KUMAR KUNDU	Executive Director	Member	29-01-2021		
6	09104808	BHARATH VASUDEVAN	Non-Executive - Independent Director	Member	07-05-2021		
7							
8							
9							
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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		

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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	154
4	00492930	ASHOK KUMAR BARAT	IT Stretegy Committee	Non-Executive - Independent Director	Chairperson	
5	01138759	VELLAYAN SUBBIAH	IT Stretegy Committee	Non-Executive - Non Independent Director	Member	
6	01797489	ROHAN VERMA	IT Stretegy Committee	Non-Executive - Independent Director	Member	
7	09104808	BHARATH VASUDEVAN	IT Stretegy Committee	Non-Executive - Independent Director	Member	
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Disclosure of notes on meeting of board of directors explanatory

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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*
Add Delete						
1	29-01-2021			Yes	8	4
2	16-03-2021	45		Yes	9	6
3	23-03-2021	6		Yes	9	6
4	07-05-2021	44		Yes	9	6

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* to be filled in only for the current quarter meetings

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Disclosure of notes on meeting of committees explanatory

[Add Notes](#)

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*
1	Audit Committee	28-01-2021				Yes	3	3
2	Audit Committee	16-03-2021	46			Yes	4	3
3	Audit Committee	06-05-2021	50			Yes	4	3
4	Audit Committee	21-06-2021	45			Yes	5	4
5	Nomination and remuneration committee	29-01-2021				Yes	3	2
6	Nomination and remuneration committee	16-03-2021				Yes	3	2
7	Nomination and remuneration committee	07-05-2021				Yes	3	2
8	Stakeholders Relationship Committee	07-05-2021				Yes	3	1
9	Risk Management Committee	28-01-2021				Yes	4	3
10	Risk Management Committee	16-03-2021				Yes	5	3
11	Risk Management Committee	06-05-2021				Yes	5	3
12	Corporate Social Responsibility Committee	29-01-2021				Yes	3	1
13	Corporate Social Responsibility Committee	06-05-2021				Yes	3	2
14	Other Committee	16-03-2021		IT Strategy Committee		Yes	3	2
15	Other Committee	16-03-2021		Business Committee		Yes	3	1
16	Other Committee	23-03-2021		Business Committee		Yes	3	1

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* to be filled in only for the current quarter meetings

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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			Add Notes
Disclosure of notes of material transaction with related party			Add Notes

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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

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Annexure 1

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

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Signatory Details

Name of signatory	P SUJATHA
Designation of person	Company Secretary and Compliance Officer
Place	CHENNAI
Date	16-07-2021

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