

**Ref No: AAVAS/SEC/2018-19/290**

**Date: January 11 , 2019**

<b>To,</b> <b>The National Stock Exchange of India Limited</b> <b>The Listing Department</b> <b>Exchange Plaza,</b> <b>Bandra Kurla Complex,</b> <b>Mumbai – 400051</b>  <b>Scrip Symbol: AAVAS</b>	<b>To,</b> <b>BSE Limited</b> <b>Dept. of Corporate Services</b> <b>Phiroze Jeejeebhoy Towers,</b> <b>Dalal Street, Fort,</b> <b>Mumbai – 400001</b>  <b>Scrip Code: 541988</b>
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Dear Sir/Madam,

**Sub: Compliance Report on Corporate Governance**

Pursuant to Regulation 27 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SEBI Circular No. CIR/CFD/CMD/5/2015 dated September 24, 2015, we enclose herewith the Compliance report on Corporate Governance of AAVAS FINANCIERS LIMITED for Quarter ended on December 31, 2018.

You are requested to take note of the above and kindly arrange to inform your constituents accordingly.

Thanking You,

For Aavas Financiers Limited



**Sharad Pathak**  
**Company Secretary & Compliance Officer**  
**(FCS-9587)**

**Enclosed: As above**

**AAVAS FINANCIERS LIMITED**

(Formerly known as "Au HOUSING FINANCE LIMITED")

An ISO 9001:2015 Certified Company

CIN NO.: L65922RJ2011PLC034297

Regd. & Corp. Office: 201-202, 2nd Floor, Southend Square,

Mansarover Industrial Area, Jaipur - 302020 | Tel: +91 141 661 8888

E-Mail: info@aavas.in, Website: www.aavas.in

**COMPLIANCE REPORT ON CORPORATE GOVERNANCE FOR QUARTER ENDED AS ON DECEMBER 31, 2018**

Name of the Entity: **AAVVAS FINANCIERS LIMITED**

Period Ending: **as on December 31, 2018**

**I. Composition of Board of Directors**

Title (Mr. Ms.)	Name of the Director	PAN& DIN	Category (Chairperson/ Executive/ Non- Executive/ independent/ Nominee) &	Date of Appointment in the current term /cessation	Tenure*	No of Directorship in listed entities including Aavas Financiers Limited (Refer Regulation 25(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including Aavas Financiers Limited (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including Aavas Financiers Limited (Refer Regulation 26(1) of Listing Regulations)
Mr.	Krishan Kant Rathi	AAHPPR0982R 00040094	Independent Director-Chairman	29-August- 2014	4 Years 4 Months 2 days	03	07	01
Mr.	Sushil Kumar Agarwal	ADNPA4408N 03154532	Whole-time Director and CEO	10-January- 2016	N.A	01	NIL	NIL
Mrs.	Kalpana Iyer	AAYPK6340B 01874130	Independent Director	23-June- 2016	2 Years 6 Months 8 days	01	01	01



Mr.	Sandeep Tandon	AAAPT6692B	Independent Director	17-Aug-2017	1 Year	01	01	01
		00054553			4 Months 14 days			
Mr.	Ramaachandra Kasargod Kamath	AESPK8250N	Non-Executive Nominee Director	14-July-2016	N.A	04	02	NIL
		01715073						
Mr.	Vivek Vig	ADBPV3395H	Non-Executive Nominee Director	14-July-2016	N.A	02	NIL	NIL
		01117418						
Mr.	Nishant Sharma	ARVPS7387N	Non-Executive Nominee Director	23-June-2016	N.A	01	01	NIL
		03117012						
Mr.	Manas Tandon	AAHPT4992R	Non-Executive Nominee Director	23-June-2016	N.A	01	02	NIL
		05254602						
Mr.	Kartikeya Dhiruv Kaji	BDTPK0645Q	Non-Executive Nominee Director	17-Aug-2017	N.A	02	02	NIL
		07641723						

\$PAN number of any director would not be displayed on the website of Stock Exchange.

&Category of directors means executive/non-executive/independent/Nominee. If a director fits into more than one category write all categories separating them with hyphen.

\* to be filled only for Independent Director. Tenure would mean total period from which Independent director is serving on Board of directors of the listed entity in continuity without any cooling off period.



**III. Meetings of Board of Directors**

<i>Date(s) of Meeting (if any) in the previous quarter</i>	<i>Date(s) of Meeting (if any) in the relevant period</i>	<i>Maximum gap between any two consecutive meetings (in number of days)</i>
26 <sup>th</sup> July 2018	01 <sup>st</sup> October 2018	34 and 21
30 <sup>th</sup> August 2018	04 <sup>th</sup> October 2018	
12 <sup>th</sup> September 2018	26 <sup>th</sup> October 2018	

**IV. Meetings of Committees**

<i>Date(s) of meeting of the committee in the relevant period</i>	<i>Whether requirement of Quorum met (details)</i>	<i>Date(s) of meeting of the committee in the previous quarter</i>	<i>Maximum gap between any two consecutive meetings in number of days*</i>
<b>Audit Committee</b>			
26 <sup>th</sup> October 2018	Yes	25 <sup>th</sup> July 2018 30 <sup>th</sup> August 2018	35 and 56

\*This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional

**V. Related Party Transactions**

<i>Subject</i>	<i>Compliance Status (Yes/No/NA)</i>
Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material RPT	NA
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	NA

Note:

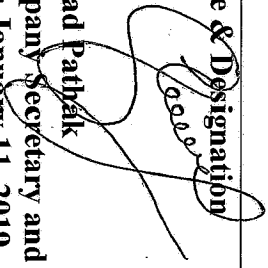
- In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/NA. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.
- If status is "No" details of non-compliance may be given here.



**VI. Affirmations:**

1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
2. The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015
  - a. Audit Committee
  - b. Nomination & remuneration committee
  - c. Stakeholders relationship committee
  - d. Risk management committee (applicable to the top 100 listed entities)
3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
4. 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.
5. This report and/or the report submitted in the previous quarter has been placed before Board of Directors.: Yes
6. Any comments/observations/advice of Board of Directors may be mentioned here: No

**Name & Designation**



**Sharad Pathak**  
**Company Secretary and Compliance Officer**

**Date: January 11, 2019**

**Place: Jaipur**



**Note:**

Information at Table I and II above need to be necessarily given in 1st quarter of each financial year. However, if there is no change of information in subsequent quarter(s) of that financial year, this information may not be given by Listed entity and instead a statement "same as previous quarter" may be given.