

Corporate Governance Report

1. Name of Listed Entity - **Aavas Financiers Limited**
2. Quarter ending - **June 30, 2023**

I. Composition of Board of Directors

Title (Mr. /Ms)	Name of the Director	DIN	Category (Chairperson /Executive/ Non- Executive/ Independent/ Nominee)	Initial Date of Appointment	Date of Re- Appointment	Date of cessation	Tenure (in months)	Date of Birth	No. of Directorship in listed entities including this listed entity	No of Independent Directorship in listed entities including thislisted entity	No of memberships in Audit/ Stakeholder Committee(s) including this listed entity	No of post of Chairperson in Audit/ Stakeholder Committee held in listedentities including this listed entity
Mr	Sandeep Tandon	00054553	Chairperson- Independent Director	27-Jul-2017	27-Jul-2022	-	71.04	17-May-1969	2	1	2	1
Mr	Sushil Kumar Agarwal	03154532	Executive Director Managing Director	23-Feb-2011	10-Jan-2019	03-May-2023	-	17-Nov-1976	0	0	0	0
Mr	Sachinderpalsingh Jitendrasingh Bhinder	08697657	Executive Director Managing Director and CEO	03-May-2023	-	-	-	15-Oct-1972	1	0	0	0
Mrs	Kalpana Iyer	01874130	Independent Director	23-Jun-2016	23-Jun-2021	-	84.08	01-Jun-1965	1	1	1	1
Mrs	Soumya Rajan	03579199	Independent Director	29-Aug-2019	29-Aug-2019	-	46.02	04-Apr-1970	1	1	1	0
Mr	K Ramchandra Kamath	01715073	Non-Executive – Nominee Director	14-Jul-2016	21-Jul-2022	-	-	19-Nov-1955	3	0	3	1
Mr	Vivek Vig	01117418	Non-Executive – Nominee Director	14-Jul-2016	10-Aug-2021	-	-	06-Dec-1962	1	0	1	0
Mr	Nishant Sharma	03117012	Non-Executive – Nominee Director	23-Jun-2016	10-Aug-2021	-	-	19-Jun-1978	1	0	0	0
Mr	Manas Tandon	05254602	Non-Executive – Nominee Director	23-Jun-2016	21-Jul-2022	-	-	07-May-1977	1	0	0	0
Mr	Kartikeya Dhruv Kaji	07641723	Non-Executive – Nominee Director	27-Jul-2017	22-Jul-2020	-	-	22-Mar-1983	2	0	5	0

Whether Regular chairperson appointed	Yes
Whether Chairperson is related to MD or CEO	No
Notes	<p>Mr. Sachinderpalsingh Jitendrasingh Bhinder (DIN:08697657) has been appointed as the Managing Director of the Company with effect from May 03, 2023 (in addition to his current position as Chief Executive Officer), designated as the Executive Additional Director of the Company, subject to the approval of the Shareholders of the Company.</p> <p>Mr. Sushil Kumar Agarwal (DIN:03154532) tendered his resignation from the post of Managing Director of the Company with effect from May 03, 2023.</p>

II. Composition of Committees

A. Audit Committee

Sr. No.	Name of Committee members	Category	Chairperson/Member	Date of Appointment	Date of Cessation
1	Kalpana Iyer	Independent Director	Chairperson	08-Jun-2018	-
2	Sandeep Tandon	Independent Director	Member	02-May-2019	-
3	Soumya Rajan	Independent Director	Member	29-Oct-2020	-
4	K Ramchandra Kamath	Non-Executive – Nominee Director	Member	29-Oct-2020	-

Whether Regular Chairperson appointed	Yes
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B. Stakeholders Relationship Committee

Sr. No.	Name of Committee members	Category	Chairperson/Member	Date of Appointment	Date of Cessation
1	Sandeep Tandon	Independent Director	Chairperson	08-Jun-2018	-
2	Sushil Kumar Agarwal	Executive Director	Member	08-Jun-2018	03- May -- 2023
3	Vivek Vig	Non-Executive – Nominee Director	Member	29-Oct-2020	-
4	Kartikaya Dhruv Kaji	Non-Executive – Nominee Director	Member	29-Oct-2020	-

Whether Regular Chairperson appointed	Yes
Notes	Mr. Sushil Kumar Agarwal (DIN:03154532) tendered his resignation from the post of Managing Director of the Company with effect from May 03, 2023. Consequently, he ceased to be a Member of Stakeholders Relationship Committee of Directors w.e.f. May 03, 2023.

C. Risk Management Committee

Sr. No.	Name of Committee members	Category	Chairperson/Member	Date of Appointment	Date of Cessation
1	Manas Tandon	Non-Executive – Nominee Director	Chairperson	08-Jun-2018	-
2	K Ramchandra Kamath	Non-Executive – Nominee Director	Member	29-Oct-2020	-
3	Soumya Rajan	Independent Director	Member	13-Jul-2021	-

Whether Regular Chairperson appointed	Yes
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D. Nomination and Remuneration Committee

Sr. No.	Name of Committee members	Category	Chairperson/Member	Date of Appointment	Date of Cessation
1	Soumya Rajan	Independent Director	Chairperson	29-Oct-2020	-
2	Sandeep Tandon	Independent Director	Member	08-Jun-2018	-
3	Nishant Sharma	Non-Executive – Nominee Director	Member	08-Jun-2018	-

Whether Regular Chairperson appointed	Yes
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III. Meeting of Board of Directors

Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	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
02-Feb-2023	Yes	9	8	3
03-May-2023	Yes	9	9	3

Maximum gap between any two consecutive (in number of days)	89
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IV. Meeting of Committees

Name of the Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	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)	Number of Independent directors attending the meeting	Number of Members attending the Meeting (Other than Board of Directors)
Audit Committee	02-Feb-2023	Yes	4	4	3	0
Audit Committee	03-May-2023	Yes	4	4	3	0
Nomination & Remuneration Committee	01-Feb-2023	Yes	3	3	2	0
Nomination & Remuneration Committee	03-May-2023	Yes	3	3	2	0
Stakeholders Relationship Committee	01-Feb-2023	Yes	4	4	1	0
Stakeholders Relationship Committee	03-May-2023	Yes	3	3	1	0
Risk Management Committee	01-Feb-2023	Yes	3	2	1	0
Risk Management Committee	03-May-2023	Yes	3	3	1	0

Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	89
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V. Related Party Transactions

<i>Subject</i>	<i>Compliance status (Yes/No/NA)</i>	<i>Remark</i>
Whether prior approval of audit committee obtained	Yes	-
Whether shareholder approval obtained for material RPT	Not Applicable	-
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	-

VI. Affirmations

ANNEXURE I

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 b. Nomination & remuneration committee c. Stakeholders relationship committee d. Risk management committee (applicable to the top 1000 listed entities)	Yes
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.	Yes
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	Yes

The report submitted for the previous quarter ended March 31, 2023, had been placed before Board of Directors. No comments / observations /advice were received from the Board of Directors.

This report will be placed before Board of Directors at its next meeting. Any comments / observations / advice of Board of Directors will be mentioned in the report of next quarter.

Name : **Sharad Pathak**
Designation : **Company Secretary & Compliance Officer**
Date : **July 13, 2023**