

27th May, 2024

<p>The Manager, Listing Department, National Stock Exchange of India Ltd., Exchange Plaza, 5th Floor, Plot No. C/1, G Block, Bandra-Kurla Complex, Bandra (E), Mumbai - 400 051</p> <p>Scrip ID: LICHSGFIN EQ Email: cmlist@nse.co.in</p>	<p>The General Manager, Department of Corporate Services-Listing Dept., BSE Limited, 25th Floor, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001.</p> <p>Scrip Code : 500253 Email: corp.relations@bseindia.com</p>
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Dear Sir / Madam,


Re: Submission of Annual Secretarial Compliance Report under regulation 24A of SEBI (LODR) Regulations, 2015 for the year ended March 31, 2024

Pursuant to regulation 24A of SEBI (LODR) Regulation, 2015 herewith submitting Annual Secretarial Compliance Report for the year ended 31st March, 2024.

We request you to kindly take the same on record.

Thanking you,

Yours faithfully,
For LIC Housing Finance Limited


Company Secretary &
Compliance Officer



**SECRETARIAL COMPLIANCE REPORT OF LIC HOUSING FINANCE LIMITED
For The Year Ended 31st March, 2024**

We, BNP & Associates, Secretarial Auditors of LIC Housing Finance Limited ("the Listed Entity") have examined:

- (a) all the relevant documents and records made available to us through virtual data room/physically and the explanations provided by the listed entity for the purposes of our audit.
- (b) the filings/ submissions made by the listed entity to the stock exchange(s),
- (c) website of the listed entity,
- (d) any other documents/ filings, as may be relevant, which have been relied upon to make this Report,

The foregoing information for the year ended 31st March, 2024 ("Review Period") in respect of the compliance with the provisions of:

- (a) The Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and
- (b) The Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made thereunder and the Regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India ("SEBI");

The specific Regulations, whose provisions and the circulars / guidelines issued thereunder, have been examined, include:

- (a) SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations");
- (b) SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018; **NOT APPLICABLE**
- (c) SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011; **TO THE EXTENT APPLICABLE**
- (d) SEBI (Buyback of Securities) Regulations, 2018; **NOT APPLICABLE**
- (e) SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; **NOT APPLICABLE**
- (f) SEBI (Issue and Listing of Non-Convertible Securities) Regulations, 2021 as amended from time to time;
- (g) SEBI (Prohibition of Insider Trading) Regulations, 2015;
- (h) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;
- (i) Securities and Exchange Board of India (Issue and Listing of Securitised Debt Instruments and Security Receipts) Regulations, 2008;
- (j) The Securities and Exchange Board of India (Debenture Trustee) Regulations, 1993 (in relation to the obligations of the Company);

and the circulars/ guidelines issued thereunder; and based on the above examination hereby report that, during the review period:



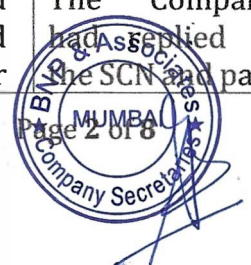
- (a) The Listed Entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder, **except** in respect of matters specified below: -

Sr. No. (a)	Compliance Requirement (Regulations/ circulars/ guidelines/ including specific clause) (b)	Regulation / Circular No. (c)	Deviations (d)	Action Taken by (e)	Type of Action (f)
None					

Details of Violation (g)	Fine Amount (h)	Observations/Remarks of the Practicing Company Secretary (i)	Management response (j)	Remarks (k)
None				

- (b) The Listed Entity has taken the following action to comply with the observations made in previous reports:

Sr. No. (a)	Observations/Remarks of the Practicing Company Secretary in the previous reports (b)	Observations made in the Secretarial Compliance Report for the year, ended (b)	Compliance Requirement (Regulations/ circulars/ guidelines/ including specific clause) (c)	Details of Violation/ deviations and actions taken /penalty imposed, if any, on the listed entity (d)	Remedial actions, if any, taken by the listed entity (e)	Comments of the PCS on the actions taken by the listed entity (f)
1	Non-Submission of certificate to the stock exchange	-	Non-submission under SEBI	Rs. 83,780	The Listed Entity had applied for	The Company had applied to the SCN and paid

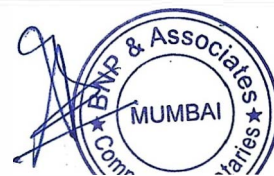


	within one working day of the interest or dividend or principal becoming due regarding status of payment in case of non-convertible securities		(LODR) Regulations, 2015 Regulation 57(1)		waiver for some part of amount which was considered and partly waiver was given by NSE. Thereafter the listed entity had paid the fine as imposed by NSE, as reported in the previous report dated May 29, 2023.	the fine imposed by NSE and made an application for waiver of Penalty. In response the penalty was partly waived by NSE.
2	Non-Compliance of intimation of record date to recognizer stock exchange as prescribed	-	Non-Compliance of giving notice in advance under SEBI (LODR) Regulations, 2015 Regulation 60 (2)	Rs. 11,800	The Listed Entity had paid all the requisite fine, as imposed by the National Stock Exchange of India as reported in the previous report dated May 29, 2023	The Company had replied to SCN and had paid the fine. It had made an application for waiver of the Penalty but the same was not waived by the Exchange.
3	Non-submission of quarterly Statement of Deviation	-	Non-Submission of Statement of Deviation under SEBI (LODR) Regulations, 2015 Regulation 52(7)/(7A)	Rs. 12,980	The Listed Entity had paid all the requisite fines as imposed by the National Stock Exchange of India as	The Company had replied to SCN and had paid the fine. The Company had made an application for waiver of the Penalty but the same was not

					reported in the previous report dated May 29, 2023	waived by the Exchange.
4	Non-Compliance with the provisions of composition of Board of Directors	-	Non-Compliance under SEBI (LODR) Regulations, 2015 Regulation 17(1)	Rs. 5,39,900 each	The Listed Entity had paid the fine as imposed by the National Stock Exchange of India, as reported in the previous report dated May 29, 2023	The Company had replied to the SCN and had paid the fine imposed by NSE and BSE. The Company had made an application for waiver of Penalty but the same was not waived by the Exchanges.
5	Non-Compliance with the provisions of prior intimation to Stock Exchange	-	Non-Compliance under SEBI (LODR) Regulations, 2015 Regulation 50 (1)	Rs. 2360	The Listed Entity had paid all the requisite fines as imposed by the National Stock Exchange of India as reported in the previous report dated May 29, 2023	The Company had duly replied to the SCN and paid the fine imposed by NSE. The Company had made an application for waiver of Penalty and the same was waived by NSE.

I. We hereby report that, during the review period the compliance status of the listed entity with the following requirements confirm the following -

Sr. No.	Particulars	Compliance Status (Yes/No/NA)	Observations/Remarks by PCS
1.	<u>Secretarial Standards:</u>	Yes	The Listed entity has generally complied with the



	The compliances of the listed entity are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries India (ICSI).		requirements of Secretarial standard 1 and Secretarial standard 2 respectively in respect of meetings of the Board and its Committees and General meetings of Members as notified by the Central Govt under Section 118(10) of the Act.
2.	<u>Adoption and timely updation of the Policies:</u> <ul style="list-style-type: none"> All applicable policies under SEBI Regulations are adopted with the due approval of Board of Directors of the listed entities All the policies are in conformity with SEBI Regulations and has been reviewed and timely updated as per the regulations/circulars/guidelines 	Yes	Complied
3.	<u>Maintenance and disclosure on Website:</u> <ul style="list-style-type: none"> The Listed Entity is maintaining a functioning website Timely dissemination of the documents/ information under a separate section on the website Web-links provide in annual corporate governance reports under Regulation 27(2) are accurate and specific which re-directs to the relevant document(s)/ section of the website 	Yes	Complied
4.	<u>Disqualification of Director:</u> None of the Directors of the Company are disqualified under Section 164 of the Companies Act, 2013	Yes	The Listed Entity has provided the required confirmation on the same and reliance has been placed on the same.
5.	<u>Details related to Subsidiaries of listed entities have been examined w.r.t</u>	Yes	Complied



	(a) Identification of material subsidiary companies (b) Disclosure requirement of material as well as other subsidiaries		
6.	<u>Preservation of Documents:</u> The Listed Entity is preserving and maintaining records as prescribed under SEBI Regulations and disposal of records as per Policy of Preservation of Documents and Archival policy prescribed under SEBI LODR Regulations, 2015	Yes	Complied
7.	<u>Performance Evaluation:</u> The Listed Entity has conducted performance evaluation of the Board, Independent Directors and the Committees at the start of every financial year / during the financial year as prescribed in SEBI Regulations	Yes	Complied
8.	<u>Related Party Transactions:</u> (a) The Listed Entity has obtained prior approval of Audit Committee for all Related party transactions (b) In case no prior approval obtained, the listed entity shall provide detailed reasons along with confirmation whether the transactions were subsequently approved/ratified/rejected by the Audit Committee.	Yes	Complied
9.	<u>Disclosure of events or information:</u> The Listed Entity has provided all the required disclosure(s) under Regulation 30 along with Schedule III of SEBI LODR Regulations, 2015 within the time limits prescribed thereunder.	Yes	Generally Complied
10.	<u>Prohibition of Insider Trading</u> The Listed Entity is in compliance with Regulation 3(5) & 3(6) SEBI	Yes	Complied



	(Prohibition of Insider Trading) Regulations, 2015		
11.	<p><u>Actions taken by SEBI or Stock Exchange(s), if any:</u> No Actions taken against the listed entity/its promoters/ directors/ subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under SEBI Regulations and circulars/ guidelines issued thereunder (or)</p> <p>The actions taken against the listed entity/ its promoters/ directors/subsidiaries either by SEBI or by Stock Exchanges are specified in the last column.</p>	NA	No actions has been taken by SEBI or by the Stock Exchanges during the Review Period including under the Standard Operating Procedures issued by SEBI through various circulars.
12.	<p><u>Resignation of Statutory auditors from the listed entity or its material subsidiaries:</u> In case of resignation of statutory auditor form the listed entity or any of its material subsidiaries during the Financial Year, the listed entity and / or its material subsidiaries have complied with paragraph 6.1 and 6.2 of section V-D of chapter V of the Master Circular on compliance with the provisions of the LODR Regulations of the LODR Regulations by Listed entities</p>	NA	No resignation by the Statutory Auditor of the Listed Entity.
13.	<p><u>Additional non-compliances, if any:</u> No any additional non-compliance observed for all SEBI regulation/circular/guidance note etc. except as reported above</p>	No	None



Assumptions & Limitation of scope and Review:

1. Compliance of the applicable laws and ensuring the authenticity of documents and information furnished, are the responsibilities of the management of the listed entity.
2. Our responsibility is to certify based upon our examination of relevant documents and information. This is neither an audit nor an expression of opinion.
3. We have not verified the correctness and appropriateness of financial Records and Books of Accounts of the listed entity.
4. This Report is solely for the intended purpose of compliance in terms of Regulation 24A (2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and is neither an assurance as to the future viability of the listed entity nor of the efficacy or effectiveness with which the management has conducted the affairs of the listed entity.

**For BNP & Associates
Company Secretaries
[Firm Regn. No. P2014MH037400]
[PR No.: - 637/2019]**



**Avinash Bagul
Partner**

**FCS No.: - 5578 COP No.: - 19862
UDIN: - F005578F000444434**

**Date: - 24th May, 2024
Place: Mumbai**