

September 1, 2023

Scrip Code: 535789
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
MUMBAI - 400 001

IBULHSGFIN/EQ
National Stock Exchange of India Limited
“Exchange Plaza”,
Bandra-Kurla Complex, Bandra (East),
MUMBAI – 400 051

Sub: Submission of certificate(s) in compliance with the provisions of corporate governance and Non-disqualification of Directors, as required under Regulation 34(3) read with Schedule-V to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sirs,

As required under Regulation 34(3) read with Schedule-V to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we forward herewith, for your information and record, certificate(s) dated July 24, 2023, issued by M/s S. K. Hota & Associates, Company Secretaries, New Delhi, certifying: (a) Company’s compliance with the provisions of Corporate Governance; and (b) Non-disqualification of Directors; for the financial year ended March 31, 2023.

Aforesaid certificates have also been incorporated in the Annual Report of the Company for the financial year 2022-23, already submitted with Exchanges.

Please take the same on your record.

Thanking You.

Yours Faithfully,
For Indiabulls Housing Finance Limited

Amit Jain
Company Secretary

Encl: a/a

S.K. HOTA & ASSOCIATES

Company Secretaries

211A, First Floor,
Savitri Nagar,
New Delhi-110017
Ph.: 09818880252

Email Id: cs_sushant@yahoo.co.in

CERTIFICATE REGARDING COMPLIANCE OF CONDITIONS OF CORPORATE GOVERNANCE

To
The Members of
Indiabulls Housing Finance Limited
5th Floor, Building No. 27, K.G. Marg,
Connaught Place, New Delhi-110001

We have examined the compliance of conditions of Corporate Governance by Indiabulls Housing Finance Limited ("the Company"), for the year ended March 31, 2023, as prescribed in Regulations 17 to 27, 46(2)(b) to (i) and (t) and para C, D and E of Schedule V of Chapter IV of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI LODR).

We state that the compliance of conditions of Corporate Governance is the responsibility of the Company's management and, our examination was limited to procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of the Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion, and to the best of our information and according to the explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above mentioned SEBI LODR.

We further state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.

This certificate is issued solely for the purposes of complying with the aforesaid Regulations and may not be suitable for any other purpose.

For S. K. Hota & Associates

Company Secretaries

SUSANTA
KUMAR HOTA
Susanta Kumar Hota

Digitally signed by
SUSANTA KUMAR HOTA
Date: 2023.07.24
13:29:33 +05'30'

Proprietor

Membership No: 16165

CP No. 6425

UDIN: A016165E000665770

Place: New Delhi

Date: 24.07.2023

S.K. HOTA & ASSOCIATES

Company Secretaries

211A, First Floor,
Savitri Nagar,
New Delhi-110017
Ph.: 09818880252
Email Id: cs_sushant@yahoo.co.in

CERTIFICATE OF NON- DISQUALIFICATION OF DIRECTORS

(Pursuant to Regulation 34(3) and Schedule V Para C clause (10)(i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

To,
The Members of
Indiabulls Housing Finance Limited
5th Floor, Building No. 27, K.G.
Marg, Connaught Place, New
Delhi-110001

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of Indiabulls Housing Finance Limited having CIN L65922DL2005PLC136029 and having registered office at 5th Floor, Building No. 27, K.G. Marg, Connaught Place, New Delhi - 110 001 (hereinafter referred to as 'the Company'), produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to us by the Company & its officers, we hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ended on 31st March, 2023 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs (MCA) or any such other Statutory Authority:

Sr.No.	Name of Director	DIN	Date of appointment in the Company*
1.	Mr. Subhash Sheoratan Mundra	00979731	18/08/2018
2.	Mr. Gagan Banga	00010894	10/05/2005
3.	Mr. Sachin Chaudhary	02016992	21/10/2016
4.	Mr. Ajit Kumar Mittal [^]	02698115	23/08/2011
5.	Mr. Achuthan Siddharth	00016278	03/07/2020
6.	Justice Gyan Sudha Misra (Retd.)	07577265	29/09/2016
7.	Mr. Satish Chand Mathur	03641285	08/03/2019
8.	Mr. Dinabandhu Mohapatra	07488705	23/11/2020
9.	Mr. Bishnu Charan Patnaik ^{^^}	08384583	26/04/2022

*the date of appointment is as per the MCA Portal.

[^]The designation of Mr. Ajit Kumar Mittal was changed from Executive Director to Non-Executive Non-Independent Director of the Company w.e.f. April 22, 2022 on attaining superannuation and subsequently he resigned from the Directorship of the Company w.e.f. May 22, 2023. W.e.f. May 23, 2023, Mr. Ajit Kumar Mittal has been appointed as a strategic advisor of the Company, for a period of three years.

^{^^}Mr. Bishnu Charan Patnaik was appointed w.e.f. April 26, 2022, as LIC Nominee Director (LIC is one of the biggest Equity Shareholder of the Company). However during the current year he has resigned from the Directorship of the Company w.e.f. April 29, 2023 consequent to the approval of his appointment by the Appointments Committee of the Cabinet to the post of Whole-Time Member (Life), Insurance Regulatory and Development Authority of India (IRDAI).

Ensuring the eligibility for the appointment/continuity of every Director on the Board is the responsibility of the management of the Company. Our responsibility is to express an opinion on these based on our verification. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For S. K. Hota & Associates

Company Secretaries

SUSANTA

KUMAR HOTA

Susanta Kumar Hota

Proprietor

Membership No: 16165

CP No. 6425

UDIN: A016165E000665671

Digitally signed by SUSANTA
KUMAR HOTA
Date: 2023.07.24 13:30:15
+05'30'

Place: New Delhi

Date: 24.07.2023