



**GHAR BANEGA, TOH DESH BANEGA.**

Corporate Office: 8th Floor, Unit No. 802,  
Natraj by Rustomjee, Junction of Western Express  
Highway and M. V. Road Mumbai MH 400069 IN  
Tel: 022 - 4168 9900 / 6121 3400

Date: 30<sup>th</sup> May, 2024

To,  
The General Manager,  
BSE Ltd.  
P. J. Towers, Dalal Street,  
Mumbai- 400001  
Scrip Code: 544176

To  
Sr. General Manager  
National Stock Exchange of India Limited  
Exchange Plaza, C-1, Block G, Bandra Kurla Complex  
Bandra (E), Mumbai – 400 051  
Symbol: AADHARHFC

Kind Attn.: Listing Corporate Relationship Department

**Sub: Annual Secretarial Compliance Report for the year ended 31<sup>st</sup> March, 2024 as per Regulation 24A (2) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations")**

Dear Sir/ Madam,

Pursuant to Regulation 24A (2) of the SEBI LODR Regulations read with SEBI Master Circular No. SEBI/HO/DDHS/DDHS-PoD-1/P/CIR/2024/48 dated May 21, 2024 and BSE circulars dated 16<sup>th</sup> March, 2023 and 10<sup>th</sup> April, 2023 please find enclosed the Annual Secretarial Compliance Report for the year ended 31<sup>st</sup> March, 2024 duly issued by M/s. Aashish K. Bhatt & Associates, Company Secretaries.

This will also be hosted on the Company's website at <https://aadharhousing.com/disclosures-under-regulation-62-of-the-sebi-lodr-regulation-2015-pdf/annual-secretarial-compliance-report>

Kindly note the same and take this on your record.

Thanking you,  
**For Aadhar Housing Finance Limited**



**Harshada Pathak**  
**Company Secretary & Compliance Officer**

**Aadhar Housing Finance Ltd.**

CIN: U66010KA1990PLC011409  
**Regd. Office:** 2nd Floor, No. 3, JVT Towers, 8th 'A' Main Road,  
S.R Nagar, Bengaluru – 560 027, Karnataka.  
Toll Free No: 1800 3004 2020 [www.aadharhousing.com](http://www.aadharhousing.com)  
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# AASHISH K. BHATT & ASSOCIATES

## Practicing Company Secretaries

**Aashish K. Bhatt**  
B.Com., A.C.S., PGDSL

SECRETARIAL COMPLIANCE REPORT OF  
FOR THE FINANCIAL YEAR ENDED MARCH 31, 2024

[Pursuant to SEBI Circular No. CIR/CFD/CMD1/27/2019 dated 08<sup>th</sup> February, 2019]

To,  
**Aadhar Housing Finance Limited.**

We have examined:

- all the documents and records made available to us and explanation provided by Aadhar Housing Finance Limited ("the listed entity"),
- the filings / submissions made by the listed entity to the Stock Exchanges,
- website of the listed entity,
- any other document/ filing, as may be relevant, which has been relied upon to make this certification,

for the year ended March 31, 2024 (Review Period) in respect of compliance with the provisions of:

- The Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and
- 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: -

- Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "Listing Regulations");
- Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;



- c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 – Not Applicable;
- d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 – Not Applicable;
- e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 – Not Applicable;
- f) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021;
- g) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 and circulars/ guidelines issued thereunder;

and based on the above examination, we 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. | Compliance Requirement (Regulations / circulars / guidelines including specific clause) | Regulation / Circular No. | Deviations      | Action Taken by | Type of Action | Details of Violation         | Fine Amount | Observations/ Remarks of the Practicing Company Secretary | Management Response | Remarks |
|---------|---|---------------------------|-----------------|-----------------|----------------|------------------------------|-------------|---|---------------------|---------|
| 1.      | Board Meeting Intimation  | Regulation 50(1) of       | The Company was | BSE Limited     | Fine Levied    | The Board Meeting Intimation | 5,000/-     | Fine paid by the Company                                  | NA                  | NA      |



|  |  |                        |  |  |  |  |  |  |  |  |
|--|--|------------------------|--|--|--|--|--|--|--|--|
|  |  | the Listing Regulation | required to provide at least 2 working days in advance about the Board Meeting excluding the date of the intimation and the date of the meeting of the board of directors. |  |  | was delayed by 1 working day excluding the date of the intimation and the date of the meeting of the board of directors. |  | in accordance with SEBI circular SEBI/HO/DHS_Div2/P/CIR/2021/699 dated December 29, 2021 |  |  |
|--|--|------------------------|--|--|--|--|--|--|--|--|

b) The listed entity has taken the following actions to comply with the observations made in previous reports:

| Sr No | Observations / Remarks of the Practicing Company Secretary in the previous reports) (PCS) | Observations made in the secretarial compliance report for the year ended March 31, 2023 | Compliance Requirement (Regulations / Circulars / guidelines including specific clause) | Details of violation / deviations and actions taken / penalty imposed, if any, on the listed entity | Remedial actions, if any, taken by the listed entity | Comments of the PCS on the actions taken by the listed entity |
|-------|---|--|---|---|--|---|
| NA    |   |  |   |   |  |   |

(c) I hereby report that, during the review period the compliance status of the listed entity with following requirements:



| Sr No. | Particulars   | Compliance Status<br>(Yes / No / NA) | Observation / Remarks<br>by PCS   |
|--------|---|--------------------------------------|---|
| 1.     | <p><b><u>Secretarial Standards:</u></b></p> <p>The compliances of the listed entity are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries India (ICSI).</p>   | Yes                                  |   |
| 2.     | <p><b><u>Adoption and timely updation of the Policies:</u></b></p> <ul style="list-style-type: none"> <li>• All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the listed entities</li> <li>• All the policies are in conformity with SEBI Regulations and have been reviewed &amp; updated on time, as per the regulations/circulars/guidelines issued by SEBI</li> </ul>   | Yes                                  |   |
| 3.     | <p><b><u>Maintenance and disclosures on Website:</u></b></p> <ul style="list-style-type: none"> <li>• The Listed entity is maintaining a functional website</li> <li>• Timely dissemination of the documents/ information under a separate section on the website</li> <li>• Web-links provided 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</li> </ul> | Yes                                  |   |
| 4.     | <p><b><u>Disqualification of Director:</u></b></p> <p>None of the Director of the Company is/are disqualified under Section 164 of Companies Act, 2013 as confirmed by the listed entity.</p>   | Yes                                  |   |
| 5.     | <p><b><u>Details related to Subsidiaries of listed entities:</u></b></p> <p>(a) Identification of material subsidiary companies</p> <p>(b) Requirements with respect to disclosure of material as well as other subsidiaries</p>  | NA<br><br>Yes                        | <p>The Company does not have material subsidiary</p> <p>Disclosure of other subsidiaries is complied with</p> |
| 6.     | <p><b><u>Preservation of Documents:</u></b></p>   |                                      |   |



|     |  |     |  |
|-----|--|-----|--|
|     | 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 the Listing Regulations.  | Yes |  |
| 7.  | <b><u>Performance Evaluation:</u></b><br>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 |  |
| 8.  | <b><u>Related Party Transactions:</u></b><br>(a) The listed entity has obtained prior approval of Audit Committee for all related party transactions; or<br><br>(b) In case no prior approval has been obtained, the listed entity has provided detailed reasons along with confirmation whether the transactions were subsequently approved/ratified/rejected by the Audit Committee. | Yes |  |
| 9.  | <b><u>Disclosure of events or information:</u></b><br>The listed entity has provided all the required disclosure(s) under Regulation 30 along with Schedule III of the Listing Regulations within the time limits prescribed thereunder.   | NA  | The regulation 30 along with Schedule III of the Listing Regulations was not applicable for FY 2023-24 |
| 10. | <b><u>Prohibition of Insider Trading:</u></b><br>The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015  | Yes | There were delays in making 2 entries in structured digital database.                                  |
| 11. | <b><u>Actions taken by SEBI or Stock Exchange(s), if any:</u></b><br>No actions has been 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.                 | Yes |  |
| 12. | <b><u>Resignation of statutory auditors from the listed entity or its material subsidiaries</u></b>  | NA  |  |



|     |   |     |   |
|-----|---|-----|---|
|     | In case of resignation of statutory auditor from the listed entity or any of its material subsidiaries during the financial year, the listed entity and / or its material subsidiary(ies) has / 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 by listed entities. |     | There being no such instance, hence not applicable. |
| 13. | <b><u>Additional Non-compliances, if any:</u></b><br>No additional non-compliance observed for any SEBI regulation/ circular/ guidance note etc.  | Yes |   |

**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 report 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 account of the listed entity.
4. This report is solely for the intended purpose of compliance in terms of Regulation 24A (2) of the Listing Regulations 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 Aashish K. Bhatt &amp; Associates



Aashish K. Bhatt

ACS No.: 19639, COP No. 7023

UDIN: A019639F000493013

Peer Review Certificate No.: 2959/2023



Place: Mumbai

Date: 30.05.2024