

October 17, 2024

To,  
**BSE Limited**  
1<sup>st</sup> Floor, P. J. Towers,  
Dalal Street, Mumbai- 400001.

**Sub: Submission of Corporate Governance Report for the quarter ended September 30, 2024.**

Dear Sir/Madam,

Pursuant to Regulation 27(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) read with SEBI Master Circular No. SEBI/HO/DDHS/DDHS-PoD-1/P/CIR/2024/48 dated May 21, 2024, as amended from time to time, please find enclosed compliance report on Corporate Governance for the quarter ended September 30, 2024.

Kindly take the same on record.

Thanking you,  
Yours faithfully,

**For Motilal Oswal Home Finance Limited**

**Sunny Ganatra**  
**Company Secretary & Compliance Officer**

**Encl.:** As above

## Corporate Governance Report

1. Name of the Entity - **Motilal Oswal Home Finance Limited**
2. Quarter Ending - **September 30, 2024**

<b>I. Composition of Board of Directors</b>												
<b>Title (Mr./Ms)</b>	<b>Name of the Director</b>	<b>PAN<sup>s</sup> &amp; DIN</b>	<b>Category*</b>	<b>Initial Date of Appointment</b>	<b>Date of Re-appointment</b>	<b>Date of Cessation</b>	<b>Tenure* (in Months)</b>	<b>Date of Birth</b>	<b>No. of directorship in listed entities including this listed entity [in reference to Regulation 17A(1)]</b>	<b>No. of Independent Directorship in listed entities including this listed entity [in reference to proviso to regulation 17A(1)]</b>	<b>No. of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)</b>	<b>No. of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)</b>
Mr.	Motilal Oswal	<b>DIN:</b> 00024503	Non-Executive Director - Chairman	01-10-2013	-	NA	-	12-05-1962	1	0	3	0
Mr.	Raamdeo Agarawal	<b>DIN:</b> 00024533	Non-Executive Director	01-10-2013	-	NA	-	01-07-1956	1	0	3	2
Mr.	Sukesh Bhowal	<b>DIN:</b> 10242971	Executive Director - Managing Director & Chief Executive Officer	27-10-2023	-	NA	-	23-09-1972	0	0	0	0
Mrs.	Divya Momaya	<b>DIN:</b> 00365757	Non-Executive - Independent Director	25-09-2020	25-09-2023	NA	48.06	25-04-1979	3	3	8	3
Mr.	P. H. Ravikumar**	<b>DIN:</b> 00280010	Non-Executive - Independent Director	27-10-2021	27-10-2021	30-09-2024	35.04	20-07-1951	1	1	3	2
Mrs.	Neha Gada	<b>DIN:</b> 01642373	Non-Executive - Independent Director	27-10-2023	27-10-2023	NA	11.04	22-03-1976	5	5	9	2
Mr.	Satinder Singh Rana ***	<b>DIN:</b> 10790858	Non-Executive - Independent Director	30-09-2024	-	NA	-	20-09-1962	0	0	1	0
		Whether Regular chairperson appointed - <b>Yes</b>										

	Whether Chairperson is related to Managing Director or CEO - <b>No</b>
	<p>§ As per Annex - VII-A to SEBI Master Circular SEBI/HO/DDHS/DDHS-PoD-1/P/CIR/2024/48 dated May 21, 2024, as amended from time to time, PAN details of any directors would not be displayed on the website of Stock Exchange, hence we have not provided the same.</p> <p>&amp;Category means chairperson and/or directors viz. executive/non-executive/independent/ Nominee. If a director fits into more than one category write all categories separating them with hyphen.</p> <p>*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.</p>

\*\*Resignation of Mr. P. H. Ravikumar as an Independent Director from close of business hours on September 30, 2024.

\*\*\*Appointment Mr. Satinder Singh Rana as an Independent Director w.e.f. September 30, 2024.

<b>II. Composition of Committees</b>					
<b>Name of Committees</b>	<b>Whether Regular chairperson appointed</b>	<b>Name of Committee members</b>	<b>Category&amp;</b>	<b>Date of Appointment</b>	<b>Date of Cessation</b>
Audit Committee	Yes	Mrs. Divya Momaya	Non-Executive - Independent Director - Chairperson	25-09-2020	-
		Mr. Motilal Oswal	Non-Executive - Non Independent Director	14-10-2013	-
		Mr. P. H. Ravikumar*	Non-Executive - Independent Director	27-10-2021	30-09-2024
		Mrs. Neha Gada	Non-Executive - Independent Director	27-10-2023	-
		Mr. Satinder Singh Rana**	Non-Executive - Independent Director	30-09-2024	-
Nomination & Remuneration Committee	Yes	Mrs. Divya Momaya	Non-Executive - Independent Director - Chairperson	25-09-2020	-
		Mr. Motilal Oswal	Non-Executive - Non Independent Director	27-10-2023	-
		Mr. P. H. Ravikumar*	Non-Executive - Independent Director	27-10-2021	30-09-2024
		Mrs. Neha Gada	Non-Executive - Independent Director	27-10-2023	-
		Mr. Satinder Singh Rana**	Non-Executive - Independent Director	30-09-2024	-
Risk Management Committee	Yes	Mr. P. H. Ravikumar*	Non-Executive - Independent Director - Chairman	27-10-2021	30-09-2024
		Mr. Satinder Singh Rana**	Non-Executive - Independent Director - Chairman	30-09-2024	-
		Mr. Motilal Oswal	Non-Executive - Non Independent Director	25-04-2017	-
		Mr. Raamdeo Agarawal	Non-Executive - Non Independent Director	27-04-2020	-
		Mr. Sukesh Bhowal	Executive Director - Managing Director & Chief Executive Officer	27-10-2023	-
		Mr. Bhavin Shah	Member (Other than Board Member)	25-04-2024	-
		Mr. Anshuman Singh	Member (Other than Board Member)	27-07-2022	-
Stakeholders Relationship Committee	Yes	Mr. Raamdeo Agarawal	Non-Executive - Non Independent Director - Chairman	10-05-2019	-
		Mr. Motilal Oswal	Non-Executive - Non Independent Director	10-05-2019	-
		Mrs. Divya Momaya	Non-Executive - Independent Director	26-04-2022	-

&Category means Chairperson and/ or Directors viz. executive/ non-executive/ independent/ Nominee. If a director fits into more than one category write all categories separating them with hyphen.

\* \*\*Resignation of Mr. P. H. Ravikumar as an Independent Director from close of business hours on September 30, 2024.

\*\*Appointment of Mr. Satinder Singh Rana as an Independent Director w.e.f September 30, 2024.

III. Meeting of Board of Directors					
Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Whether requirement of Quorum met*	Number of Directors present*	Number of independent directors present*	Maximum gap between any two consecutive meetings (in number of days)
April 25, 2024	July 24, 2024	Yes	5	2	89
* To be filled in only for the current quarter meetings.					

IV. Meetings of Committees					
Date(s) of meeting of the committee in the previous quarter	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)*	Number of Directors/Members present*	Number of independent directors present*	Maximum gap between any two consecutive meetings in number of days*
<b>1. Audit Committee</b>					
April 25, 2024	July 24, 2024	Yes	3	2	89
<b>2. Nomination &amp; Remuneration Committee</b>					
April 25, 2024	July 24, 2024	Yes	3	2	89
<b>3. Stakeholder Relationship Committee</b>					
April 25, 2024	-	-	-	-	-
<b>4. Risk Management Committee</b>					
April 25, 2024	July 24, 2024	Yes	5#	0	89
*To be filled in only for the current quarter meetings					
# Non-Board Members also included in Risk Management Committee under the section of Number of Directors/Members present.					
Note: 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	
Subject	Compliance status (Yes/No/NA) refer note below
Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material RPT	Yes
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by the Audit Committee	Yes
<b>Notes:</b>	
1. In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A. 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.	
2. If the status is "No" details of non-compliance may be given here.	

VI. Details of Cyber Security Incidence	
Whether as per Regulation 27(2)(ba) of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter.	No
Date of the event (if yes)	Brief details of the event
	Not Applicable

**VII. Affirmations**

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 - **Yes**
  - b) Nomination & Remuneration Committee - **Yes**
  - c) Stakeholders Relationship Committee - **Yes**
  - d) Risk Management Committee - **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**
5. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of the board of directors may be mentioned here. - **Yes, the Corporate Governance Report for the quarter ended June 30, 2024 had been placed before the Board of Directors and there were no comments/observations/advice of the Board of Directors on the said Report. This Corporate Governance Report for the quarter ended September 30, 2024 shall be placed before the Board of Directors at their ensuing meeting.**

For Motilal Oswal Home Finance Limited

Sunny Ganatra  
Company Secretary & Compliance Officer

Date: October 17, 2024

Place: Mumbai