



Motilal Oswal Home Finance Limited
CIN: U65923MH2013PLC248741
Regd. Office.: Motilal Oswal Tower,
Rahimtullah Sayani Road, Opp. Parel ST Depot,
Prabhadevi, Mumbai – 400025
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April 21, 2024

To,
BSE Limited
1st Floor, P. J. Towers,
Dalal Street, Mumbai- 400001.

Sub: Submission of Corporate Governance Report for the quarter ended March 31, 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/PoD1/P/CIR/2023/108 dated July 29, 2022, as amended from time to time, please find enclosed compliance report on Corporate Governance for the quarter ended March 31, 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 - **March 31, 2024**

| I. Composition of Board of Directors | | | | | | | | | | | | |
|---|----------------------|---|--|-----------------------------|------------------------|-------------------|---------------------|---------------|---|--|--|---|
| Title (Mr./Ms) | Name of the Director | PAN ^s & DIN | Category ^{&} | 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 [in reference to Regulation 17A(1)] | No. of Independent Directorship in listed entities including this listed entity [in reference to proviso to regulation 17A(1)] | No. of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations) | No. of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations) |
| Mr. | Motilal Oswal | DIN: 00024503 | Non-Executive Director - Chairman | 01-10-2013@ | - | NA | - | 12-05-1962 | 1 | 0 | 3 | 0 |
| Mr. | Raamdeo Agarawal | DIN: 00024533 | Non-Executive Director | 01-10-2013 | - | NA | - | 01-07-1956 | 1 | 0 | 3 | 2 |
| Mr. | Sukesh Bhowal | DIN: 10242971 | Executive Director - Managing Director & Chief Executive Officer | 27-10-2023 | - | NA | - | 23-09-1972 | 0 | 0 | 0 | 0 |
| Mrs. | Divya Momaya | DIN: 00365757 | Non-Executive - Independent Director | 25-09-2020 | 25-09-2023 | NA | 42.07 | 25-04-1979 | 3 | 3 | 8 | 3 |
| Mr. | P H Ravikumar | DIN: 00280010 | Non-Executive - Independent Director | 27-10-2021 | 27-10-2021 | NA | 29.05 | 20-07-1951 | 2 | 2 | 5 | 2 |
| Mrs. | Neha Gada | DIN: 01642373 | Non-Executive - Independent Director | 27-10-2023 | 27-10-2023 | NA | 5.05 | 22-03-1976 | 4 | 4 | 9 | 2 |
| | | Note: @ Mr. Motilal Oswal was appointed as an Interim Managing Director of the Company with effect from August 1, 2022 for a term of 1 year at the Meeting of Board of Directors held on July 27, 2022. Accordingly, term of Mr. Motilal Oswal as an Interim Managing Director has been completed on July 31, 2023. | | | | | | | | | | |

| | | |
|--|--|---|
| | | Further, Mr. Motilal Oswal was appointed as Chairman & Non-Executive Director of the Company w.e.f. October 01, 2013 and currently continues to be the Chairman & Non-Executive Director of the Company. |
| | | Whether Regular chairperson appointed - Yes |
| | | Whether Chairperson is related to Managing Director or CEO - No |
| | | <p>§ As per Annex - VII-A to SEBI Master Circular SEBI/HO/DDHS/PoD1/P/CIR/2023/108 dated July 29, 2022, 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>&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> |
| | | |

II. Composition of Committees

| Name of Committees | Whether Regular chairperson appointed | Name of Committee members | Category* | Date of Appointment | Date of Cessation |
|-------------------------------------|---------------------------------------|---------------------------|--|---------------------|-------------------|
| Audit Committee | Yes | Mrs. Divya Momaya | Non-Executive - Independent Director - Chairperson ¹ | 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 | - |
| | | Mrs. Neha Gada | Non-Executive - Independent Director | 27-10-2023 | - |
| Nomination & Remuneration Committee | Yes | Mrs. Divya Momaya | Non-Executive - Independent Director - Chairperson ¹ | 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 | - |
| | | Mrs. Neha Gada | Non-Executive - Independent Director | 27-10-2023 | - |
| Risk Management Committee | Yes | Mr. P H Ravikumar | Non-Executive - Independent Director - Chairman | 27-10-2021 | - |
| | | Mr. Motilal Oswal | Non-Executive - Non Independent Director | 25-04-2017 | - |
| | | Mr. Raamdeo Agarawal | Non-Executive - Non Independent Director | 27-04-2020 | - |
| | | Mr. Suresh Bhowal | Executive Director - Managing Director & Chief Executive Officer | 27-10-2023 | - |
| | | Mr. Shalibhadra Shah | Member (Other than Board member) | 27-07-2022 | - |
| | | Mr. Anshuman Singh | Member (Other than Board member) | 27-07-2022 | - |
| Stakeholders Relationship Committee | Yes | Mr. Raamdeo Agarawal | Non-Executive - Non Independent Director - Chairman ² | 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.

Notes:

- Mrs. Divya Momaya was appointed as a Member of Audit Committee and Nomination & Remuneration Committee effective from September 25, 2020 and recategorized as Chairperson effective from October 27, 2021.
- Mr. Raamdeo Agarawal was appointed as a Member of Stakeholders Relationship Committee effective from May 10, 2019 and recategorized as Chairman effective from July 27, 2022.

| 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) |
| October 27, 2023 | January 23, 2024 | Yes | 5 | 3 | 87 |
| * 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* |
| 1. Audit Committee | | | | | |
| October 27, 2023 | January 23, 2024 | Yes | 4 | 3 | 87 |
| 2. Nomination & Remuneration Committee | | | | | |
| October 27, 2023 | January 23, 2024 | Yes | 4 | 3 | 87 |
| 3. Risk Management Committee | | | | | |
| October 27, 2023 | January 23, 2024 | Yes | 4 | 1 | 87 |
| *To be filled in only for the current quarter meetings | | | | | |
| 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 |
| Notes: | |
| 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. Affirmations |
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| 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 December 31, 2023 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 March 31, 2024 shall be placed before the Board of Directors at their ensuing meeting. |

| 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 | |

For Motilal Oswal Home Finance Limited

**Sunny Ganatra
Company Secretary & Compliance Officer**