



HINDUJA LEYLAND FINANCE

April 20, 2024

Department of Corporate Services

BSE Limited

Phiroze Jeejeeboy Towers

1st Floor, Dalal Street

Mumbai – 400 001

Dear Sir / Madam,

Sub: Quarterly compliance report on Corporate Governance as per Regulation 27(2) of SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015 (“Regulation 27(2) of SEBI LODR Regulations 2015”)

Pursuant to Regulation 27(2) of SEBI LODR Regulations 2015, we hereby attach the quarterly compliance report on Corporate Governance for the quarter ended March 31, 2024.

Kindly take the above information on record.

Thanking you,

Yours truly,

For Hinduja Leyland Finance Limited

RAMASAMY Digitally signed by
RAMASAMY SRIVIDHYA
SRIVIDHYA Date: 2024.04.20
16:36:42 +05'30'

Srividhya Ramasamy
Company Secretary & Compliance Officer
M. No. – A 22261

HINDUJA LEYLAND FINANCE LIMITED

Corporate Office: No. 27-A, Developed Industrial Estate, Guindy, Chennai - 600 032. Tel: (044) 2242 7525, 2242 7555

Registered Office: Plot No. C-21, Tower C (1-3 floors), G Block, Bandra Kurla Complex, Bandra (E), Mumbai - 400051

Tel: (022) 6136 0407 | Website: www.hindujaleylandfinance.com

CIN: U65993MH2008PLC384221 | Email: compliance@hindujaleylandfinance.com



HINDUJA LEYLAND FINANCE

Compliance Report on Corporate Governance

1. Name of Listed Entity: HINDUJA LEYLAND FINANCE LIMITED

2. Quarter Ending: 31st March 2024

Whether Regular Chairperson appointed- Yes

Whether Chairperson is related to Managing Director or CEO- No

I. Composition of Board of Directors

S.no	Title (Mr./ Ms)	Name of the Director	PAN	DIN	Category (Chairperson /Executive/Non-Executive Independent/ Nominee)	Initial Date of Appointment	Date of Reappoin tment	Date of Cessatio n	Tenure * (Month s)	Date of Birth	No. of directorshi p in listed entities including this listed entity [in reference to Regulation 17A(1)]	No of Independ ent Directors hip in listed entities including this listed entity [in reference to proviso to regul ation 17A(1)]	Number of members hips in Audit/ Stakehol der Committ ee (s) including this listed entity (Refer Regulati on 26(1) of Listing Regulati on s)	No of post of Chairpers on in Audit/ Stakehold er Committe e held in listed entities including this listed entity (Refer Regulatio n 26(1) of Listing Regulatio ns)
1	Mr.	Dheeraj Gopichand Hinduja	ABKPH 6165Q	00133410	Chairperson/ Non-Executive	30-Aug- 2011	05-Sep- 2023	-	-	27-Jul- 1971	1	-	1	-

HINDUJA LEYLAND FINANCE LIMITED

Corporate Office: No. 27-A, Developed Industrial Estate, Guindy, Chennai - 600 032. Tel: (044) 2242 7525, 2242 7555

Registered Office: Plot No. C-21, Tower C (1-3 floors), G Block, Bandra Kurla Complex, Bandra (E), Mumbai - 400051

Tel: (022) 6136 0407 | Website: www.hindujaleylfinance.com

CIN: U65993MH2008PLC384221 | Email: compliance@hindujaleylfinance.com



HINDUJA LEYLAND FINANCE

S.no	Title (Mr./ Ms)	Name of the Director	PAN	DIN	Category (Chairperson /Executive/Non-Executive Independent/ Nominee)	Initial Date of Appointment	Date of Reappoin tment	Date of Cessatio n	Tenure * (Month s)	Date of Birth	No. of directorshi p in listed entities including this listed entity [in reference to Regulation 17A(1)]	No of Independ ent Directors hip in listed entities including this listed entity [in reference to proviso to regul ation 17A(1)]	Number of members hips in Audit/ Stakehol der Committ ee (s) including this listed entity (Refer Regulati on 26(1) of Listing Regulati on s)	No of post of Chairpers on in Audit/ Stakehold er Committe e held in listed entities including this listed entity (Refer Regulatio n 26(1) of Listing Regulatio ns)
2	Mr.	Sachin Sundaram Pillai	ACKPP 8384L	06400793	Executive/ Managing Director and Chief Executive Officer	11-Feb- 2020	-	-	-	6-Jun- 1972	1	-	-	-
3	Mr.	Gopal Mahadevan	AACPG 7248J	01746102	Non- Executive/ Non- Independent	16-Mar- 2015	20- Sept- 2021	-	-	20-May- 1966	1	-	4	-

HINDUJA LEYLAND FINANCE LIMITED

Corporate Office: No. 27-A, Developed Industrial Estate, Guindy, Chennai - 600 032. Tel: (044) 2242 7525, 2242 7555

Registered Office: Plot No. C-21, Tower C (1-3 floors), G Block, Bandra Kurla Complex, Bandra (E), Mumbai - 400051

Tel: (022) 6136 0407 | Website: www.hindujaleylandfinance.com

CIN: U65993MH2008PLC384221 | Email: compliance@hindujaleylandfinance.com



HINDUJA LEYLAND FINANCE

S.no	Title (Mr./ Ms)	Name of the Director	PAN	DIN	Category (Chairperson /Executive/Non-Executive Independent/ Nominee)	Initial Date of Appointment	Date of Reappo intment	Date of Cessatio n	Tenure * (Month s)	Date of Birth	No. of directorshi p in listed entities including this listed entity [in reference to Regulation 17A(1)]	No of Independ ent Directors hip in listed entities including this listed entity [in reference to proviso to regul ation 17A(1)]	Number of members hips in Audit/ Stakehol der Committ ee (s) including this listed entity (Refer Regulati on 26(1) of Listing Regulati on s)	No of post of Chairpers on in Audit/ Stakehold er Committe e held in listed entities including this listed entity (Refer Regulatio n 26(1) of Listing Regulatio ns)
4	Mr.	Sudhanshu Kumar Tripathi	AAYPT 9685J	06431686	Non- Executive/ Non- Independent	13-Aug- 2015	19-Sep- 2022	-	-	07-Jun- 1959	3	-	4	1
5	Mr.	G S Sundararajan	AASPS 1807M	00361030	Non-Executive /Independent	21-May- 2019	-	-	58.11 months	29-May- 1960	1	1	3	3
6	Mr.	Radhey Shyam Sharma	AGLPS 9067Q	00013208	Non-Executive /Independent	19-Dec- 2013**	23-July- 2019	-	116.9 months	01-Feb- 1951	2	2	7	2

HINDUJA LEYLAND FINANCE LIMITED

Corporate Office: No. 27-A, Developed Industrial Estate, Guindy, Chennai - 600 032. Tel: (044) 2242 7525, 2242 7555

Registered Office: Plot No. C-21, Tower C (1-3 floors), G Block, Bandra Kurla Complex, Bandra (E), Mumbai - 400051

Tel: (022) 6136 0407 | Website: www.hindujaleylfinance.com

CIN: U65993MH2008PLC384221 | Email: compliance@hindujaleylfinance.com



HINDUJA LEYLAND FINANCE

S.no	Title (Mr./ Ms)	Name of the Director	PAN	DIN	Category (Chairperson /Executive/Non-Executive Independent/ Nominee)	Initial Date of Appointment	Date of Reappo intment	Date of Cessatio n	Tenure * (Month s)	Date of Birth	No. of directorshi p in listed entities including this listed entity [in reference to Regulation 17A(1)]	No of Independ ent Directors hip in listed entities including this listed entity [in reference to proviso to regul ation 17A(1)]	Number of members hips in Audit/ Stakehol der Committ ee (s) including this listed entity (Refer Regulati on 26(1) of Listing Regulati on s)	No of post of Chairpers on in Audit/ Stakehold er Committe e held in listed entities including this listed entity (Refer Regulatio n 26(1) of Listing Regulatio ns)
7	Ms.	Manju Agarwal	AAGPA 1392M	06921105	Non-Executive /Independent	5-Jun-2018	5-Jun- 2023	-	69.26 months	30-Dec- 1957	3	3	6	3
8	Mr.	Debabrata Sarkar	AISPS8 116R	02502618	Non-Executive /Independent	13-Aug- 2015***	13-Aug- 2020	-	103.19 months	3-Nov- 1953	2	2	1	-
9	Mr.	Jean Brunol	DYFPB 3063N	03044965	Non-Executive /Independent	22-Mar- 2022	-	-	24.10 months	23-Mar- 1952	1	1	1	-
10	Dr.	Mandeep Maitra	AALPM 9585D	06937451	Non-Executive /Independent	21-Mar- 2023	-	-	12.11 months	16-Oct- 1965	-	-	1	-

HINDUJA LEYLAND FINANCE LIMITED

Corporate Office: No. 27-A, Developed Industrial Estate, Guindy, Chennai - 600 032. Tel: (044) 2242 7525, 2242 7555

Registered Office: Plot No. C-21, Tower C (1-3 floors), G Block, Bandra Kurla Complex, Bandra (E), Mumbai - 400051

Tel: (022) 6136 0407 | Website: www.hindujaleylandfinance.com

CIN: U65993MH2008PLC384221 | Email: compliance@hindujaleylandfinance.com



HINDUJA LEYLAND FINANCE

\$PAN of any director would not be displayed on the website of Stock Exchange
&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.
*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.
**The effective date of appointment of Mr. Radhey Shyam Sharma is 23-July-2014. Hence, the months are counted from his effective date of appointment from 23-Jul-2014 to 31-Mar-2024
***The effective date of appointment of Mr. D Sarkar is 13-Aug-2015 whereas he was initially appointed on 16-Mar-2015. Hence, the months are counted from his effective date of appointment from 13-Aug-2015 to 31-Mar-2024
Note: While calculating directorships in listed entities, only directorships in equity listed companies has been considered

II. Composition of Committees					
Name of committee	Whether Regular Chairperson Appointed	Name of Committee Members	Category(Chairperson /Executive/Non-Executive Independent/ Nominee)	Date of Appointment	Date of Cessation
1.Audit Committee	Yes	Mr. G S Sundararajan Mr. D Sarkar Mr. Gopal Mahadevan Mr. R S Sharma	Chairman- Non-Executive/Independent Member- Non-Executive/Independent Member- Non-Executive/Non-Independent Member- Non-Executive/Independent	21-May-2019 30-Mar-2015 15-Apr-2015 14-Mar-2018	- - - -
2.Nomination & Remuneration Committee	Yes	Mr. R S Sharma Mr. Dheeraj G Hinduja Mr. D Sarkar Dr. Mandeep Maitra	Chairman- Non-Executive/Independent Member- Non-Executive/Non-Independent Member- Non-Executive/Independent Member- Non-Executive/Independent	30-Mar-2015 13-Jul-2012 30-Mar-2015 18-May-2023	- - - -
3. Risk Management Committee	Yes	Mr. D Sarkar Mr. R S Sharma Mr. Gopal Mahadevan Mr. Dheeraj G Hinduja	Chairman- Non-Executive/Independent Member- Non-Executive/Independent Member- Non-Executive/Non-Independent Member- Non-Executive/Non-Independent	02-Nov-2015 30-Mar-2015 20-June-2020 03-June-2021	- - - -

HINDUJA LEYLAND FINANCE LIMITED

Corporate Office: No. 27-A, Developed Industrial Estate, Guindy, Chennai - 600 032. Tel: (044) 2242 7525, 2242 7555

Registered Office: Plot No. C-21, Tower C (1-3 floors), G Block, Bandra Kurla Complex, Bandra (E), Mumbai - 400051

Tel: (022) 6136 0407 | Website: www.hindujaleylfinance.com

CIN: U65993MH2008PLC384221 | Email: compliance@hindujaleylfinance.com



HINDUJA LEYLAND FINANCE

4. Stakeholders Relationship Committee	Yes	Ms. Manju Agarwal Mr. Sachin Sundaram Pillai Mr. Sudhanshu Kumar Tripathi	Chairperson- Non-Executive/Independent Member-Executive/Non-Independent Member- Non-Executive/Non-Independent	05-June-2018 03-June-2021 02-Jan-2016	- - -
5. Corporate Social Responsibility Committee	Yes	Mr. Dheeraj G Hinduja Mr. Sudhanshu Kumar Tripathi Dr. Mandeep Maitra	Chairman- Non-Executive/Non-Independent Member-Non- Executive/Non-Independent Member – Non-Executive / Independent	15-April-2015 12-Feb-2016 10-May-2023	- - -
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.					

III. Meeting of Board of Directors						
Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meetings (if any) in the relevant quarter	Whether requirement of Quorum met*	Total Number of Directors as on date of the meeting	Number of Directors present*	Number of independent directors present*	Maximum gap between any two consecutive meetings (in number of days)
October 09,2023		Yes	10	9	5	-
November 03,2023		Yes	10	10	6	24
December 21,2023		Yes	10	10	6	47
	February 02,2024	Yes	10	10	6	42
	March 12, 2024	Yes	10	10	6	38
*to be filled in only for the current quarter meetings.						

HINDUJA LEYLAND FINANCE LIMITED

Corporate Office: No. 27-A, Developed Industrial Estate, Guindy, Chennai - 600 032. Tel: (044) 2242 7525, 2242 7555
Registered Office: Plot No. C-21, Tower C (1-3 floors), G Block, Bandra Kurla Complex, Bandra (E), Mumbai - 400051
 Tel: (022) 6136 0407 | Website: www.hindujaleylandfinance.com
 CIN: U65993MH2008PLC384221 | Email: compliance@hindujaleylandfinance.com

IV. Meetings of Committee							
Date(s) of Meeting of the Committee in the relevant quarter	Whether requirement of Quorum met (details)*	Number of Directors present*	Number of independent directors' present*	Date(s) of Meeting of the Committee in the previous quarter	Number of Directors present*	Number of independent directors' present*	Maximum gap between any two consecutives (in number of days*
1.Audit committee							
-	-	-	-	November 02, 2023	4	3	-
February 02, 2024	Yes	4	3	-	-	-	91
2.Nomination & Remuneration Committee							
-	-	-	-	October 25, 2023	4	3	-
3. Stakeholders Relationship Committee							
-	-	-	-	October 27, 2023	3	1	-
4.Risk Management Committee							
-	-	-	-	November 02, 2023	3	2	-
February 01, 2024	Yes	4	2	-	-	-	90
5. Corporate Social Responsibility Committee							
-	-	-	-	October 25, 2023	3	1	-
<i>*to be filled in only for the current quarter meetings</i>							
<i>*This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional.</i>							

V. Related Party Transactions		
Subject	Compliance status (Yes/ No/ NA)	Remarks
Whether prior approval of audit committee obtained	Yes	All related party transactions during quarter ended 31st March, 2024 were within the limit approved by Audit Committee.
Whether shareholder approval obtained for material RPT	NA	Nil
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	Nil

HINDUJA LEYLAND FINANCE LIMITED

Corporate Office: No. 27-A, Developed Industrial Estate, Guindy, Chennai - 600 032. Tel: (044) 2242 7525, 2242 7555
Registered Office: Plot No. C-21, Tower C (1-3 floors), G Block, Bandra Kurla Complex, Bandra (E), Mumbai - 400051
Tel: (022) 6136 0407 | Website: www.hindujaleylandfinance.com
CIN: U65993MH2008PLC384221 | Email: compliance@hindujaleylandfinance.com



HINDUJA LEYLAND FINANCE

NOTE.

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 status is "No" details of non-compliance may be given here.

Details of Cyber Security Incidence			Remarks
Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter			No
Date of the event	Nil	Brief details of the event	Nil

VI. Affirmations

Subject	Compliance status (Yes/No)
1. The composition of the 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
3. The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015: - b. Nomination & Remuneration Committee	Yes
4. The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015: - c. Stakeholders Relationship Committee	Yes
5. The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015: - d. Risk Management Committee	Yes
6. 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
7. 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

HINDUJA LEYLAND FINANCE LIMITED

Corporate Office: No. 27-A, Developed Industrial Estate, Guindy, Chennai - 600 032. Tel: (044) 2242 7525, 2242 7555

Registered Office: Plot No. C-21, Tower C (1-3 floors), G Block, Bandra Kurla Complex, Bandra (E), Mumbai - 400051

Tel: (022) 6136 0407 | Website: www.hindujaleylfinance.com

CIN: U65993MH2008PLC384221 | Email: compliance@hindujaleylfinance.com



HINDUJA LEYLAND FINANCE

8. The Corporate Governance Report for the previous quarter has been placed before the Board of Directors at their meeting held on 2 nd February, 2024. Corporate Governance Report for the quarter ended March 31, 2024 will be placed before the Board of Directors at their meeting scheduled to be held in the month of May 2024.	Yes
9. Any comments/observations/advice of the board of directors may be mentioned here.	NA

For Hinduja Leyland Finance Limited

Digitally signed by
RAMASAMY
SRIVIDHYA
Date: 2024.04.20
14:19:44 +05'30'

Srividhya Ramasamy
Company Secretary and Compliance Officer
Date: April 20, 2024

NOTE:-

Information at Table I and II above need to be necessarily given in 1st quarter of each financial year. However, if there is no change of information in subsequent quarter(s) of that financial year, this information may not be given by listed entity and instead a statement "same as previous quarter" may be given.

HINDUJA LEYLAND FINANCE LIMITED

Corporate Office: No. 27-A, Developed Industrial Estate, Guindy, Chennai - 600 032. Tel: (044) 2242 7525, 2242 7555

Registered Office: Plot No. C-21, Tower C (1-3 floors), G Block, Bandra Kurla Complex, Bandra (E), Mumbai - 400051

Tel: (022) 6136 0407 | Website: www.hindujaleylandfinance.com

CIN: U65993MH2008PLC384221 | Email: compliance@hindujaleylandfinance.com



HINDUJA LEYLAND FINANCE

ANNEXURE II

(Format to be submitted by listed entity at the end of the financial year (for the whole of financial year))

I. Disclosure on website in terms of Listing Regulations			
Item	Compliance status (Yes/No/NA)	Company Remarks	Website
Details of business	Yes		https://www.hindujaleylandfinance.com/index.php/investments/disclosure-under-62/details-of-business-on-website
Terms and conditions of appointment of independent directors	Yes		https://www.hindujaleylandfinance.com/documents/governance/TermsandConditionsforAppointmentofIndependentDirectors.pdf
Composition of various committees of board of directors	Yes		https://www.hindujaleylandfinance.com/index.php/investments/disclosure-under-62/composition-of-committees-of-board-of-directors
Code of conduct of board of directors and senior management personnel	Yes		https://www.hindujaleylandfinance.com/documents/governance/5Code%20of%20conduct%20for%20directors%20and%20Sr%20Mgmt.pdf
Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		https://www.hindujaleylandfinance.com/documents/governance/12HLF_WHISTLE%20BLOWER%20POLICY.pdf
Criteria of making payments to non-executive directors	Yes		https://www.hindujaleylandfinance.com/documents/governance/13Remuneration%20Policy.pdf
Policy on dealing with related party transactions	Yes		https://www.hindujaleylandfinance.com/documents/governance/POLICY%20ON%20RPTv.pdf
Policy for determining 'material' subsidiaries	Yes		https://www.hindujaleylandfinance.com/documents/governance/2HLF_Policy%20for%20determining%20Material%20Subsidiary.pdf

HINDUJA LEYLAND FINANCE LIMITED

Corporate Office: No. 27-A, Developed Industrial Estate, Guindy, Chennai - 600 032. Tel: (044) 2242 7525, 2242 7555

Registered Office: Plot No. C-21, Tower C (1-3 floors), G Block, Bandra Kurla Complex, Bandra (E), Mumbai - 400051

Tel: (022) 6136 0407 | Website: www.hindujaleylandfinance.com

CIN: U65993MH2008PLC384221 | Email: compliance@hindujaleylandfinance.com



HINDUJA LEYLAND FINANCE

Details of familiarization programs imparted to independent directors	Yes		https://www.hindujaleylandfinance.com/documents/governance/HLF_Famliarisation%20Programme%20for%20FY%202023-24.pdf
Email address for grievance redressal and other relevant details	Yes		https://www.hindujaleylandfinance.com/index.php/investments/disclosure-under-62/investor-grievance-redressal-officer
Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		https://www.hindujaleylandfinance.com/index.php/investments/disclosure-under-62/investor-grievance-redressal-officer
Financial results	Yes		https://www.hindujaleylandfinance.com/documents/stockexchange/FY%202023-24/HLF_Unaudited%20Financial%20Results%20for%20the%20period%20ended%2031stDecember,2023.pdf
Shareholding pattern	NA		
Details of agreements entered into with the media companies and/or their associates	NA		
Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or institutional investors simultaneously with submission to stock exchange	NA		
Audio or video recordings and transcripts of post earnings/quarterly calls	NA		
New name and the old name of the listed entity	NA		
Advertisements as per regulation 47 (1)	NA		
Credit rating or revision in credit rating obtained by the entity for all its outstanding instruments obtained	Yes		https://www.hindujaleylandfinance.com/documents/stockexchange/FY%202023-24/HLF_Reg%2051%20(2)%20and%20Reg%2055_BSE%20Information%20for%20Credit%20Rating.pdf

HINDUJA LEYLAND FINANCE LIMITED

Corporate Office: No. 27-A, Developed Industrial Estate, Guindy, Chennai - 600 032. Tel: (044) 2242 7525, 2242 7555

Registered Office: Plot No. C-21, Tower C (1-3 floors), G Block, Bandra Kurla Complex, Bandra (E), Mumbai - 400051

Tel: (022) 6136 0407 | Website: www.hindujaleylandfinance.com

CIN: U65993MH2008PLC384221 | Email: compliance@hindujaleylandfinance.com



HINDUJA LEYLAND FINANCE

Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	NA	Hinduja Housing Finance Limited's Annual Reports are uploaded on Company's website.	
Secretarial Compliance Report	Yes		https://www.hindujaleylandfinance.com/documents/stockexchange/FY%202023-24/HLF_Annual%20Secretarial%20Compliance%20Report%2031st%20March%202023.pdf
Materiality Policy as per Regulation 30(4)	NA	Regulation 30(4) is not applicable. But Company has Materiality Policy as per ICDR.	
Disclosure of contact details of KMP who are authorized for the purpose of determining materiality as required under Regulation 30(5)	NA		
Disclosures under Regulation 30(8)	NA		
Statements of deviation(s) or variation(s) as specified in Regulation 32	NA		
Dividend Distribution Policy as per Regulation 43	NA		
Annual Return as provided under Section 92 of the Companies Act, 2013	Yes		https://www.hindujaleylandfinance.com/documents/investorzone/Annual%20Return/Financial%20Year%202022-23/Annual%20Return202223.pdf
Confirmation that the above disclosures are in a separate section on its website as per Regulation 46(2)	NA		
Compliance with Regulation 46(3) with respect to accuracy of disclosures on the website and timely updating	NA		
Disclosure of notes on website in terms of Listing Regulations explanatory	NA		

HINDUJA LEYLAND FINANCE LIMITED

Corporate Office: No. 27-A, Developed Industrial Estate, Guindy, Chennai - 600 032. Tel: (044) 2242 7525, 2242 7555

Registered Office: Plot No. C-21, Tower C (1-3 floors), G Block, Bandra Kurla Complex, Bandra (E), Mumbai - 400051

Tel: (022) 6136 0407 | Website: www.hindujaleylandfinance.com

CIN: U65993MH2008PLC384221 | Email: compliance@hindujaleylandfinance.com



HINDUJA LEYLAND FINANCE

II Annual Affirmations			
Particulars	Regulation Number	Compliance status (Yes/No/NA)	Company Remark
<i>Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'</i>	16(1)(b) & 25(6)	Yes	
<i>Board composition</i>	17(1), 17(1A), 17(1C), 17(1D) & 17(1E)	Yes	
<i>Meeting of Board of directors</i>	17(2)	Yes	
<i>Quorum of Board meeting</i>	17(2A)	Yes	
<i>Review of Compliance Reports</i>	17(3)	Yes	
<i>Plans for orderly succession for appointments</i>	17(4)	Yes	
<i>Code of Conduct</i>	17(5)	Yes	
<i>Fees/compensation</i>	17(6)	Yes	
<i>Minimum Information</i>	17(7)	Yes	
<i>Compliance Certificate</i>	17(8)	Yes	
<i>Risk Assessment & Management</i>	17(9)	Yes	
<i>Performance Evaluation of Independent Directors</i>	17(10)	Yes	
<i>Recommendation of Board</i>	17(11)	Yes	
<i>Maximum number of Directorship</i>	17A	Yes	
<i>Composition of Audit Committee</i>	18(1)	Yes	
<i>Meeting of Audit Committee</i>	18(2)	Yes	
<i>Role of Audit Committee and information to be reviewed by the Audit Committee</i>	18(3)	Yes	
<i>Composition of Nomination & Remuneration Committee</i>	19(1) & (2)	Yes	
<i>Quorum of Nomination and Remuneration Committee Meeting</i>	19(2A)	Yes	
<i>Meeting of Nomination & Remuneration Committee</i>	19(3A)	Yes	
<i>Role of Nomination & Remuneration Committee</i>	19(4)	Yes	

HINDUJA LEYLAND FINANCE LIMITED

Corporate Office: No. 27-A, Developed Industrial Estate, Guindy, Chennai - 600 032. Tel: (044) 2242 7525, 2242 7555

Registered Office: Plot No. C-21, Tower C (1-3 floors), G Block, Bandra Kurla Complex, Bandra (E), Mumbai - 400051

Tel: (022) 6136 0407 | Website: www.hindujaleylandfinance.com

CIN: U65993MH2008PLC384221 | Email: compliance@hindujaleylandfinance.com



HINDUJA LEYLAND FINANCE

Composition of Stakeholder Relationship Committee	20(1), 20(2) and 20(2A)	Yes	
Meeting of Stakeholder Relationship Committee	20(3A)	Yes	
Role of Stakeholder Relationship Committee	20(4)	Yes	
Composition and role of Risk Management Committee	21(1), (2), (3), (4)	Yes	
Meeting of Risk Management Committee	21(3A)	Yes	
Quorum of Risk Management Committee Meeting	21(3B)	Yes	
Gap between the meetings of the Risk Management Committee	21(3C)	Yes	
Vigil Mechanism	22	Yes	
Policy for Related Party Transaction	23(1), (1A), (5), (6) & (8)	Yes	
Prior or Omnibus approval of Audit Committee for all Related Party Transactions	23(2), (3)	Yes	
Approval for material related party transactions	23(4)	Yes	
Disclosure of related party transactions on consolidated basis	23(9)	Yes	
Composition of Board of Directors of unlisted material Subsidiary	24(1)	Yes	
Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2), (3), (4), (5) & (6)	Yes	
Annual Secretarial Compliance Report	24A	Yes	
Alternate Director to Independent Director	25(1)	Yes	
Maximum Tenure	25(2)	Yes	
Appointment, Re-appointment or removal of an Independent Director through special resolution or the alternate mechanism	25(2A)	Yes	
Meeting of independent directors	25(3) & (4)	Yes	
Familiarization of independent directors	25(7)	Yes	
Declaration from Independent Director	25(8) & (9)	Yes	

HINDUJA LEYLAND FINANCE LIMITED

Corporate Office: No. 27-A, Developed Industrial Estate, Guindy, Chennai - 600 032. Tel: (044) 2242 7525, 2242 7555

Registered Office: Plot No. C-21, Tower C (1-3 floors), G Block, Bandra Kurla Complex, Bandra (E), Mumbai - 400051

Tel: (022) 6136 0407 | Website: www.hindujaleylandfinance.com

CIN: U65993MH2008PLC384221 | Email: compliance@hindujaleylandfinance.com



HINDUJA LEYLAND FINANCE

<i>Directors & Officers Insurance for Independent Directors</i>	25(10)	NA	Though the regulation is not applicable, the Company has taken insurance.
<i>Confirmation with respect to appointment of Independent Directors who resigned from the listed entity</i>	25(11)	Yes	
<i>Memberships in Committees</i>	26(1)	Yes	
<i>Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel</i>	26(3)	Yes	
<i>Disclosure of Shareholding by Non- Executive Directors</i>	26(4)	NA	
<i>Policy with respect to Obligations of directors and senior management</i>	26(2) & 26(5)	Yes	
<i>Approval of the Board and Shareholders for compensation or profit sharing in connection with dealings in the securities of the listed entity</i>	26(6)	NA	
<i>Vacancies in respect of Key Managerial Personnel</i>	26A(1) & 26A(2)	Yes	

Other Information	
--------------------------	--

III Affirmations:

The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied. - **Yes**

Name : **Srividhya Ramasamy**
Designation : **Company Secretary & Compliance Officer**

HINDUJA LEYLAND FINANCE LIMITED

Corporate Office: No. 27-A, Developed Industrial Estate, Guindy, Chennai - 600 032. Tel: (044) 2242 7525, 2242 7555
Registered Office: Plot No. C-21, Tower C (1-3 floors), G Block, Bandra Kurla Complex, Bandra (E), Mumbai - 400051
Tel: (022) 6136 0407 | Website: www.hindujaleylandfinance.com
CIN: U65993MH2008PLC384221 | Email: compliance@hindujaleylandfinance.com



HINDUJA LEYLAND FINANCE

Additional Half yearly Disclosure

Applicability of disclosure	Applicable		
I. Disclosure of Loans/ guarantees/comfort letters /securities etc. refer note below			
(A) Any loan or any other form of debt advanced by the listed entity directly or indirectly to			
Entity	Aggregate amount advanced during six months	Balance outstanding at the end of six months	
Promoter or any other entity controlled by them	NIL	0.00	
Promoter Group or any other entity controlled by them	NIL	0.00	
Directors (including relatives) or any other entity controlled by them	NIL	0.00	
KMPs or any other entity controlled by them	NIL	0.00	
(B) Any guarantee / comfort letter (by whatever name called) provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed By			
Entity	Type (guarantee, comfort letter etc.)	Aggregate amount of issuance during six months	Balance outstanding at the end of six months (taking into account any invocation)
Promoter or any other entity controlled by them	NIL	0.00	0.00
Promoter Group or any other entity controlled by them	NIL	0.00	0.00
Directors (including relatives) or any other entity controlled by them	NIL	0.00	0.00
KMPs or any other entity controlled by them	NIL	0.00	0.00

HINDUJA LEYLAND FINANCE LIMITED

Corporate Office: No. 27-A, Developed Industrial Estate, Guindy, Chennai - 600 032. Tel: (044) 2242 7525, 2242 7555

Registered Office: Plot No. C-21, Tower C (1-3 floors), G Block, Bandra Kurla Complex, Bandra (E), Mumbai - 400051

Tel: (022) 6136 0407 | Website: www.hindujaleylandfinance.com

CIN: U65993MH2008PLC384221 | Email: compliance@hindujaleylandfinance.com



HINDUJA LEYLAND FINANCE

(C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by			
Entity	Type of security (cash, shares etc.)	Aggregate value of security provided during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them	NIL	0.00	0.00
Promoter Group or any other entity controlled by them	NIL	0.00	0.00
Directors (including relatives) or any other entity controlled by them	NIL	0.00	0.00
KMPs or any other entity controlled by them	NIL	0.00	0.00
(D) Additional Information			
II. Affirmations			
Affirmations		Compliance Status	Company Remarks
All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to promoter(s)/promoter group, Director(s)(including their relatives), Key Managerial Personnel including their relatives) or any entity controlled by them are in the economic interest of the Company		Not Applicable	Not applicable because this disclosure excludes any loan (or other form of debt), guarantee, comfort letter (by whatever name called) or security provided in connection with any loan or any other form of debt by the listed entity to/for its subsidiary (and joint venture company) whose accounts are consolidated with the listed entity.
Name	Vikas Jain		
Designation	CFO		
Place	Chennai		
Date	20-04-2024		

HINDUJA LEYLAND FINANCE LIMITED

Corporate Office: No. 27-A, Developed Industrial Estate, Guindy, Chennai - 600 032. Tel: (044) 2242 7525, 2242 7555

Registered Office: Plot No. C-21, Tower C (1-3 floors), G Block, Bandra Kurla Complex, Bandra (E), Mumbai - 400051

Tel: (022) 6136 0407 | Website: www.hindujaleylandfinance.com

CIN: U65993MH2008PLC384221 | Email: compliance@hindujaleylandfinance.com