

## **HOUSING DEVELOPMENT FINANCE CORPORATION LIMITED**

### **INTERNAL GUIDELINES ON CORPORATE GOVERNANCE**

The Board of Directors of Housing Development Finance Corporation Limited (hereinafter referred to as “HDFC” or “the Corporation”) has adopted the Internal Guidelines on Corporate Governance as required under **Housing Finance Companies – Corporate Governance (National Housing Bank) Directions, 2016**.

As stipulated in the said Directions, the Corporation –

- a) has an Audit Committee, consisting of not less than three directors. The Committee shall *inter alia* ensure that an information system audit of the internal systems and processes is conducted at least once in two years to assess operational risks faced by the Corporation.
- b) has a Nomination and Remuneration Committee which shall ensure fit & proper status of proposed/ existing directors.
- c) has a Risk Management Committee to manage the integrated risks.
- d) has put in place a policy for ascertaining fit and proper criteria of the directors at the time of appointment and thereafter on a continuing basis.
- e) has a system for disclosure to the Board at regular intervals on the following:
  - (i) risk management framework and risk management policy and strategy followed; and
  - (ii) conformity with the prescribed corporate governance standards.
- f) will make the necessary disclosures in the Annual Report as required under the aforesaid Directions, and
- g) will rotate the partner/s of the statutory auditors’ firm every three years.

Note: The above guidelines are in addition to the corporate governance practices adopted by the Corporation under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The above guidelines shall be periodically reviewed and brought in conformity with statutory and regulatory requirements.

\*\*\*\*\*