GIC HOUSING FINANCE LTD.

GICHFL/SEC/2020 **23rd November, 2020**

The Listing Department,
The National Stock Exchange of India Ltd.,
Exchange Plaza,
Bandra Kurla Complex,
Bandra (E),
MUMBAI - 400 051 **Scrip Code: GICHSGFIN**

Dear Sir,

Sub.: Submission of Annual Report 2019-20.

We hereby submit the Annual Report of our Company for F.Y. 2019-20 under regulation 34 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Our AGM is scheduled to be held on 18th December, 2020.

This is for your information and record purpose.

Thanking you,

Yours faithfully,

NUTAN SINGH
Digitally signed by NUTAN SINGH
Date: 2020.11.23 15:35:13 +05'30'

Nutan Singh
Group Executive & Company Secretary

गृहे सौख्यम् विराजते

GIC HOUSING FINANCE LTD.

YOUR ROAD TO A DREAM HOME

ANNUAL REPORT
2019-20



UNLOCK YOUR HOME WITH DIGITAL TRANSFORMATION



29th Annual General Meeting



Training Programme

CORPORATE INFORMATION

BOARD OF DIRECTORS

1)	Shri Devesh Srivastava	Chairman
2)	Shri Girish Radhakrishnan	Director
3)	Smt. Tajinder Mukherjee	Director
4)	Shri Atul Sahai	Director
5)	Smt. S. N. Rajeswari	Director
6)	Smt. Suchita Gupta	Director
7)	Shri V. Ramasamy	Director
8)	Shri Kamlesh S. Vikamsey	Director
9)	Smt. Mona Bhide	Director
10)	Shri NSR Chandra Prasad	Director
11)	Shri A. K. Saxena	Director
12)	Smt. Vijayalakshmi Iyer	Director
13)	Shri G. Srinivasan	Director
14)	Smt. Neera Saxena	Managing Director & CEO

KEY MANAGERIAL PERSONNELS

1)	Smt. B. Radhika	Assistant Vice President & Chief Financial Officer
2)	Smt. Nutan Singh	Group Executive & Company Secretary

STATUTORY AUDITORS

M/s. M. P. Chitale & Co. (Firm Reg. No. 101851W)
Chartered Accountants

PRINCIPAL BANKERS

Allahabad Bank, Axis Bank Ltd., Bank of Baroda, Bank of India, Canara Bank, Catholic Syrian Bank Ltd., Central Bank of India, Corporation Bank, Federal Bank, HDFC Bank Ltd., HSBC, ICICI Bank Ltd., Indian Overseas Bank, The Jammu & Kashmir Bank Ltd., Karnataka Bank Ltd., Kotak Mahindra Bank Ltd., State Bank of India, SBI life Insurance Company Ltd., UCO bank, Union Bank of India, United Bank of India.

REGISTERED OFFICE

National Insurance Building,
6th Floor, 14, Jamshedji Tata Road,
Churchgate, Mumbai - 400 020.
Tel No. +91 022- 43041900
Email: investors@gichf.com ; corporate@gichf.com

REGISTRAR AND SHARE TRANSFER AGENT

M/s. KFIN Technologies Pvt. Ltd.,
Corporate Office
Karvy Selenium Tower B, Plot 31-32,
Gachibowli, Financial District,
Nanakramguda, Hyderabad,
Telangana-500032.
Tel No. +91 40 67162222
Fax No. +91 40 23420814
Email: einward.ris@kfintech.com

CONTENTS

CONTENTS	PAGE NO.
Corporate Information	1
Notice of AGM	4
Directors' Report	19
Management Discussion & Analysis Report	55
Corporate Governance Report	58
Shareholders Information	69
Auditors' Report	76
Balance Sheet	84
Statement of Profit and Loss	85
Cash Flow Statement	86
Notes to Accounts	89

30th ANNUAL GENERAL MEETING

Date : 18th December, 2020

Time : 11.30 A.M.

Venue : "Through Video Conference (VC) /Other Audio Visual Means (OVAM)
[Deemed Venue]
GIC Housing Finance Limited
Registered and Corporate Office
National Insurance Building, 6th Floor,
14, J. Tata road, Churchgate,
Mumbai 400020.

BOARD COMMITTEES

Audit Committee

1)	Shri V. Ramasamy	Chairman
2)	Shri Kamlesh S. Vikamsey	Member
3)	Shri G. Srinivisan	Member

Stakeholders Relationship Committee

1)	Smt. Mona Bhide	Chairperson
2)	Shri NSR Chandra Prasad	Member
3)	Shri G. Srinivasan	Member

Nomination and Remuneration Committee

1)	Smt. Mona Bhide	Chairperson
2)	Shri V. Ramasamy	Member
3)	Shri A. K. Saxena	Member

Asset Liability Management Committee

1)	Shri V. Ramasamy	Chairman
2)	Smt. Vijayalakshmi Iyer	Member
3)	Shri A. K. Saxena	Member
4)	Smt. Neera Saxena	Member

Risk Management Committee

1)	Shri NSR Chandra Prasad	Chairman
2)	Smt. Vijayalakshmi Iyer	Member
3)	Smt. Neera Saxena	Member

Corporate Social Responsibility Committee

1)	Shri NSR Chandra Prasad	Chairman
2)	Smt. Mona Bhide	Member
3)	Smt. Neera Saxena	Member

Management

1)	Shri Mahesh Ghagre	Senior Vice President
2)	Smt. Varsha Godbole	Senior Vice President
3)	Shri Mukesh Khedekar	Senior Vice President
4)	Shri M. K. Ravikrishnan	Senior Vice President
5)	Smt. B. Radhika	Assistant Vice President & CFO
6)	Smt. Nutan Singh	Group Executive & Company Secretary

BUSINESS HEAD

Sr. No	Branch Office	Manager
1	Ahmedabad	Mr. Arpit Tambi
2	Barasat	Mr. Akshay Singh Thakur
3	Bengaluru	Ms. C. V. Vijayavardhini
4	Bhubaneswar	Mr. Vinayak Sharad Joshi
5	Boisar	Mr. Santosh Janaba Khavare
6	Borivali	Mr. Kiran Alhad Lad
7	Chandanagar	Mr. Thangaraj
8	Chandigarh	Mr. Varun Mehta
9	Chennai	Mr. Sanjay Koppikar
10	Chinchwad	Ms. M. Tamil Selvi

BUSINESS HEAD

Sr. No	Branch Office	Manager
11	Coimbatore	Mr. Osho Yadhu T R
12	Dehradun	Mr. Amit Kumar Singh
13	Delhi	Mr. Vinayak Kumar
14	Diamond Harbour	Mr. Debjyoti Mitra
15	Durgapur	Mr. Dibyendu Mohan Das
16	Dwarka	Mr. Nirmal Kishore Rawat
17	Electronic City	Mr. K. Jagadish
18	Garia	Mr. Santosh Singh
19	Ghaziabad	Mr. Manmohan Singh
20	Greater Noida	Mr. Lohit T. V.
21	Gurgaon	Mr. Sawrabh Kumar
22	Guwahati	Mr. Manish Kumar Agarwal
23	Hadapsar	Mr. Vicky Adtani
24	Hinjewadi	Mr. Suresh Narsappa Yelve
25	Hubli	Mr. Umesh M Mogaveera
26	Hyderabad	Mr. R. V. K. Teja
27	Indore	Ms. Kriti Kaul Ogra
28	Jaipur	Mr. Sukhendu Acharya
29	Jodhpur	Mr. Ganesh Singh Hada
30	Kalyan	Mr. Rohit Medhekar
31	Kengeri	Mr. V. Prajaranjan Reddy
32	Kochi	Mr. Abhilash P.S.
33	Kolhapur	Mr. Amit Vilas Desai
34	Kolkata	Mr. Debjyoti Mitra
35	Kozhikode	Mr. Tom Thomson
36	L B Nagar	Mr. Mahesh Mogaveera
37	Lucknow	Mr. Deepak Kumar
38	Ludhiana	Mr. Amit Dahiya
39	Madgaon	Mr. Christopher D Souza
40	Madurai	Mr. Chandra Mogaveera
41	Malout	Mr. Varun Mehta
42	Mangalore	Mr. Shashidhara A Mogaveera
43	Meerut	Mr. Amit Thakur
44	Mumbai	Ms. Supriya Joshi
45	Nagpur	Mr. Amol Arvind Bhosale
46	Nashik	Mr. Ankush Arjun Raut
47	Navi Mumbai	Ms. Mahalakshmi Sharma
48	Nellore	Mr. Aluri Kishor
49	Nere Panvel	Mr. Swapnil More
50	Noida	Mr. Pragyanand Pandey
51	Panaji	Mr. Harish Kamath
52	Panvel	Mr. S. Vijayaramesh
53	Patiala	Mr. Angad Singh
54	Patna	Ms. Shilpa Gupta
55	Pitampura	Ms. Sakshi Arora
56	Porur	Mr. Lalith Kumar
57	Pune	Mr. Yogesh Deshpande
58	Raipur	Mr. Raghwendra Pratap Singh
59	Siliguri	Mr. Parameswar Ghoshal
60	Suchitra	Mr. K. Ram Bhupal Reddy
61	Surat	Mr. Yogesh Suresh Namaye
62	Tambaram	Mr. G. Rajasekar
63	Thane	Mr. Joseph Thomas
64	Thrissur	Mr. Aswath Kuruvila
65	Trichy	Mr. V. Kumaraguru
66	Trivandrum	Mr. Vishnu V
67	Vadodara	Mr. Arijit Ghose
68	Varanasi	Mr. Ashish Kumar Singh
69	Vasai	Ms. Sushma Rohit Shetty
70	Vijayawada	Mr. K. Appa Rao
71	Virar	Mr. Amit Kumar Jha
72	Vizag	Mr. K. Vishnu Vardhan Rao
73	Whitefield	Mr. Suvanjan Biswas
74	Yelahanka	Mr. Shashank J Reddy



Devesh Srivastava
Chairman



Girish Radhakrishnan
Director



Tajinder Mukherjee
Director



Atul Sahai
Director



S. N. Rajeswari
Director



Suchita Gupta
Director



V. Ramasamy
Director



Kamlesh Vikamsey
Director



Mona Bhide
Director



NSR Chandra Prasad
Director



A. K. Saxena
Director



Vijayalakshmi Iyer
Director



G. Srinivasan
Director



Neera Saxena
Director

(CIN: L65922MH1989PLC054583)
Reg. Office: National Insurance Building, 6th Floor, 14, Jamshedji Tata Road, Churchgate, Mumbai 400020, India
Tel No.: +91 22 43041900 /Email: corporate@gichf.com/investors@gichf.com/
Website: www.gichfindia.com

NOTICE

30th ANNUAL GENERAL MEETING

NOTICE is hereby given that the Thirtieth Annual General Meeting of the Members of **GIC HOUSING FINANCE LTD.** will be held on **Friday, 18th December, 2020** at 11.30 a.m. through Video Conferencing to transact the following business(es):

ORDINARY BUSINESS:

Item No. 1: Adoption of Audited Annual Financial Statements for the year ended 31st March, 2020 together with the Reports of the Directors and Auditors thereon.

To receive, consider and adopt the audited Annual Financial Statements for the year ended 31st March, 2020 together with the Reports of the Directors and Auditors thereon.

Item No. 2: Declaration of Dividend for the year ended 31st March, 2020.

To declare dividend of ₹ 2/- per Equity Shares for the financial year ended 31st March, 2020.

Item No. 3: Re-appointment of Director, Shri Girish Radhakrishnan (DIN 08268834) as Non-Executive Director.

To re-appoint a Director in place of Shri Girish Radhakrishnan (DIN 08268834) who retires by rotation and, being eligible, offers himself for re-appointment.

SPECIAL BUSINESS:

Item No. 4: Appointment of Shri Devesh Srivastava (DIN 08646006) as Non-Executive Director & Chairman.

To consider and if thought fit, to pass with or without modification(s), the following resolution as an **Ordinary Resolution:**

"RESOLVED THAT Shri Devesh Srivastava (DIN 08646006) who was appointed as an Additional Director & Chairman of the Company pursuant to Article 127 & 154(1) of Articles of Association of the Company with effect from 1st January, 2020 and who holds office up to the conclusion of forthcoming 30th Annual General Meeting of the Company in terms of Section 161 of the Companies Act, 2013 and is eligible for appointment and in respect of whom the Company has received a notice in writing from a member under Section 160 of the Companies Act, 2013, proposing his candidature for the Office of Director of the Company, be and is hereby appointed as a Non-Executive Director and Chairman of the Company, whose period of Office shall not be liable to retire by rotation pursuant to Article 154(3) of Articles of Association of the Company."

Item No. 5: Appointment of Shri Ajit Kumar Saxena (DIN 05308801) as Independent Director.

To consider and if thought fit, to pass with or without modification(s), the following resolution as an **Ordinary Resolution:**

"RESOLVED THAT Shri Ajit Kumar Saxena (DIN 05308801) who was appointed as an Additional Director of the Company pursuant to Article 127 of Articles of Association of the Company with effect from 1st November, 2019 and who holds office up to the conclusion of forthcoming 30th Annual General Meeting of the Company in terms of Section 161 of the Companies Act, 2013 and is eligible for appointment and in respect of whom the Company has received a notice in writing from a Member under Section 160 of the Companies Act, 2013, proposing his candidature for the Office of Director of the Company, be and is hereby appointed as an Independent Director of the Company upto the conclusion of 32nd AGM of the Company, and his period of Office shall not be liable to retire by rotation."

Item No. 6: Appointment of Smt. Vijayalakshmi Iyer (DIN 05242960) as Independent Director.

To consider and if thought fit, to pass with or without modification(s), the following resolution as an **Ordinary Resolution:**

"RESOLVED THAT Smt. Vijayalakshmi Iyer (DIN 05242960) who was appointed as an Additional Director of the Company pursuant to Article 127 of Articles of Association of the Company with effect from 1st November, 2019 and who holds office up to the conclusion of forthcoming 30th Annual General Meeting of the Company in terms of Section 161 of the Companies Act, 2013 and is eligible for appointment and in respect of whom the Company has received a notice in writing from a Member under Section 160 of the Companies Act, 2013, proposing her candidature for the Office of Director of the Company, be and is hereby appointed as an

Independent Director of the Company, upto the conclusion of 32nd AGM of the Company and her period of office shall not be liable to retire by rotation."

Item No. 7: Appointment of Shri G. Srinivasan (DIN 1876234) as Independent Director.

To consider and if though fit, to pass with or without modification(s), the following resolution as an **Ordinary Resolution:**

"RESOLVED THAT Shri G. Srinivasan (DIN 1876234) who was appointed as an Additional Director of the Company pursuant to Article 127 of Articles of Association of the Company with effect from 19th December, 2019 and who holds office up to the conclusion of forthcoming 30th Annual General Meeting of the Company in terms of Section 161 of the Companies Act, 2013 and is eligible for appointment and in respect of whom the Company has received a notice in writing from a Member under Section 160 of the Companies Act, 2013, proposing his candidature for the Office of Director of the Company, be and is hereby appointed as an Independent Director of the Company, upto the conclusion of 34th AGM of the Company and his period of office shall not be liable to retire by rotation."

Item No. 8: Appointment of Smt. Suchita Gupta (DIN 8697650) as Non-Executive Director.

To consider and if thought fit, to pass with or without modification(s), the following resolution as an **Ordinary Resolution:**

"RESOLVED THAT Smt. Suchita Gupta (DIN 8697650) who was appointed as an Additional Director of the Company pursuant to Article 127 of Articles of Association of the Company with effect from 12th February, 2020 and who holds office up to the conclusion of forthcoming 30th Annual General Meeting of the Company in terms of Section 161 of the Companies Act, 2013 and is eligible for appointment and in respect of whom the Company has received a notice in writing from a member under Section 160 of the Companies Act, 2013, proposing her candidature for the Office of Director of the Company, be and is hereby appointed as a Non-Executive Director of the Company, whose period of Office shall be liable to retire by rotation."

Item No. 9: Appointment of Smt. S.N. Rajeswari (DIN 8838983) as Non-Executive Director.

To consider and if thought fit, to pass with or without modification(s), the following resolution as an **Ordinary Resolution:**

"RESOLVED THAT Smt. S. N. Rajeswari (DIN 8838983) who was appointed as an Additional Director of the Company pursuant to Article 127 of Articles of Association of the Company with effect from 12th September, 2020 and who holds office up to the conclusion of forthcoming 30th Annual General Meeting of the Company in terms of Section 161 of the Companies Act, 2013 and is eligible for appointment and in respect of whom the Company has received a notice in writing from a member under Section 160 of the Companies Act, 2013, proposing her candidature for the Office of Director of the Company, be and is hereby appointed as a Non-Executive Director of the Company, whose period of Office shall be liable to retire by rotation."

Item No. 10: Re-appointment of Shri NSR Chandra Prasad (DIN 1386757) as Independent Director.

To consider and if thought fit, to pass with or without modification(s), the following resolution as a **Special Resolution:**

"RESOLVED THAT pursuant to the provisions of Section 149, 152 read with Schedule IV and such other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules 2014, Shri NSR Chandra Prasad (DIN 1386757), who is eligible for re-appointment for 2nd term and in respect of whom the Company has received a notice in writing under section 160 of the Companies Act, 2013 from a Member proposing his candidature for the Office of Director, be and is hereby re-appointed as an Independent Director of the Company upto the conclusion of 33rd AGM of the Company and his period of office shall not be liable to retire by rotation."

Item No. 11: Private Placement of Redeemable Non-Convertible Debentures (NCDs)/Bonds.

To consider and if thought fit, to pass with or without modification(s), the following resolution as **Special Resolution:**

"RESOLVED THAT pursuant to the provisions of Section 42 and Section 71 of the Companies Act, 2013 and other applicable provisions, if any, of Companies Act, 2013 and Rule 14 of the Companies (Prospectus and Allotment of Securities) Rules 2014, as may be amended from time to time, SEBI (Issue and Listing of Debt Securities) Regulations, 2008 including any amendment, modification, variation or re-enactment thereof, Equity Listing Regulation, the Housing Finance Companies Issuance of Non-Convertible Debentures on a Private Placement basis (NHB) Directions, 2014 and subject to other applicable regulations/guidelines, consent of the Members of the Company, be and is hereby accorded for making offer(s) or invitation(s) to subscribe to Redeemable Non-Convertible Debenture (NCDs)/Bonds of ₹**1500 Crores (Rupees Fifteen Hundred Crores only)** in one or more series/tranches on a private placement basis on such terms and conditions as the Board may deem fit and appropriate for each series as the case may be during a period of 1 (One) year from the date of passing this Resolution which is within the overall limits of the Company as approved by Members from time to time."

"RESOLVED FURTHER THAT the Board of Directors be and is hereby authorised to do all such acts, deeds and things and execute all such documents, instruments and writings as may be required and to delegate all or any of its powers herein conferred to the Officials of the Company, to give effect to the aforesaid Resolution."

Item No. 12: Related Party Transactions upto an aggregate limit of ₹ 2,000 crores only.

To consider and if thought fit, to pass with or without modification(s), the following resolution as an **Ordinary Resolution:**

"RESOLVED THAT approval of the Members of the Company be and is hereby accorded to enter into agreement(s) / transaction(s) with Related Parties in the ordinary course of business at arm's length basis for the purpose of raising funds through NCDs / Bonds, to take property/properties on lease / rent, to avail / render any services or any other kind of transactions which construe to be Related Party Transactions up to an aggregate limit of ₹ **2,000 crores (Rupees Two Thousand Crores only)** till the conclusion of 31st AGM from the date of this Resolution including the transaction(s) already entered into with such party / parties."

"RESOLVED FURTHER THAT the Board of Directors be and is hereby authorised to do all such acts, deeds and things and execute all such documents, instruments and writings as may be required and to delegate all or any of its powers herein conferred to the Officials of the Company, to give effect to the aforesaid Resolution."

Item No. 13: Alteration of Articles of Association - Deletion of clauses relating to 'Common Seal'

To consider and if thought fit, to pass with or without modification(s), the following resolution as **Special Resolution:**

"RESOLVED THAT pursuant to the provisions of Section 5, 9, 14 and all other applicable provisions of the Companies Act, 2013 ("the Act"), the Companies (Incorporation) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the approval be and is hereby accorded to amend the Articles of Association, as below:

(a) The existing Article 20(3) as given below, be deleted and in its place the following new Article 20(3) be substituted

Existing Article 20(3) – Issue of Share Certificate

"Every such certificate shall be issued under the Seal (if any) of the Company, which shall be affixed in the presence of two Directors or persons acting on behalf of the Directors under duly registered power of attorney and the Secretary or some other person appointed by the Board for the purpose, and to sign the share certificate".

Proposed New Article 20(3) – Issue of Share Certificate

Every certificate shall specify the shares to which it relates and the amount paid-up thereon and shall be signed by two directors or by a director and the company secretary, wherever the company has appointed a company secretary."

(b) The existing Article 168 and 169 as given below be deleted: **The Seal**

168. (1) The Board may provide a Common Seal for the purposes of the Company, and shall have power, from time to time, to destroy the same and substitute a new Seal in lieu thereof, and the Board shall provide for the safe custody of the Seal for the time being, and the Seal shall never be used except by the authority of the Board or a Committee of the Board previously given.

(2) The Company shall also be at liberty to have a official Seal (if any) for use in any territory, district or place outside India.

169. Every deed or other instrument, to which the Seal of the Company is required to be affixed, shall unless the same is executed by a duly constituted attorney, be signed by two (2) Directors or one Director and Secretary or some other person appointed by the Board for the purpose. PROVIDED that in respect of the Share Certificate, the Seal shall be affixed in accordance with the prescribed rules".

"RESOLVED FURTHER THAT the Board of Directors of the Company (hereinafter referred to as the Board, which term shall include any Committee constituted by the Board or any person(s) authorized by the Board) be and is hereby authorized to take all such actions as may be necessary, desirable or expedient and to do all such necessary acts, deeds and things that may be incidental or pertinent to give effect to the aforesaid resolution(s)."

Place: Mumbai
Date: 12.10.2020

Registered Office:
National Insurance Building,
6th Floor, 14, Jamshedji Tata Road,
Churchgate, Mumbai 400020.

For and on behalf of the Board of Directors

Sd/-
Nutan Singh
Group Executive & Company Secretary

NOTES:

1. In view of the continuing Covid-19 pandemic, the Ministry of Corporate Affairs ("MCA") vide its circular dated 5th May, 2020 read with circulars dated 8th April, 2020 and 13th April, 2020 (collectively referred to as "MCA Circulars") permitted the holding of the Annual General Meeting ("AGM") through VC / OAVM, without the physical presence of the Members at a common venue. In compliance with the provisions of the Companies Act, 2013 ("Act"), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and MCA Circulars, the AGM of the Company is being held through VC / OAVM (herein after called as e-AGM).

2. A Member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of himself/ herself and proxy need not be a member of the company. The proxies in order to be effective must be received by the company not less than 48 hours before the commencement of the meeting. Since this AGM is being held pursuant to the MCA circulars through VC / OAVM, physical attendance of members has been dispensed with. Accordingly, the facility for appointment of proxies by the members will not be available for the AGM and hence the proxy form and attendance slip are not annexed to this notice.

3. Member Companies or Organisations are requested to send a copy of the resolution of their governing body authorising their representative to attend and vote at the e-AGM.

4. Members are requested to participate on first come first serve basis, as participation through video conferencing is limited and will be closed on expiry of 15 minutes from the schedule time of the e-AGM. However, the participation of members holding 2% or more shareholding, Promoters, Institutional Investors, Directors and KMPs is not restricted on first come first serve basis. Members can login and join 15 (fifteen) minutes prior to the schedule time of meeting and window for joining shall be kept open till the expiry of 15 (fifteen) minutes after the schedule time. Participation is restricted upto 1000 members only.

5. Members can raise questions during the meeting or in advance at investors@gichf.com. However, it is requested to raise the queries precisely and in short at the time of meeting to enable to answer the same.

6. The attendance of the Members (member logins) attending the e-AGM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

7. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, in respect of item Nos.**4 to 13** is given below and forms part of the Notice.

8. The Register of Members and Share Transfer Books of the Company will remain closed from **5th December, 2020 (Saturday) to 18th December, 2020 (Friday) (both days inclusive)** in connection with the Annual General Meeting and for the purpose of payment of dividend for the year 2019-20.

9. The dividend as recommended by the Board, if declared at the meeting, will be subject to deduction of tax at source and will be paid to those Members:

   a) Whose names appear as Members in the Register of Members of the Company after giving effect to valid share transfers in physical form lodged with the Company/ Registrar and Share Transfer agent on or before **4th December, 2020 (Friday),** and

   b) Whose names appear as Beneficial Owners in the list of Beneficial Owners on **4th December, 2020 (Friday)** furnished by National Securities Depository Ltd. (NSDL) and Central Depository Services (India) Ltd. (CDSL) for this purpose.

10. The Securities and Exchange Board of India (SEBI) has made it mandatory for all Companies to use the bank account details furnished by the Depositories for depositing dividend. Dividend will be credited to the Members' Bank Account through NECS wherever complete core banking details are available with the Company. In cases where the core banking details are not available, dividend warrants will be issued to the Members with bank details printed thereon as available in the Company's records upon normalization of the postal services, post covid-19.

11. Members holding shares in physical form are requested to notify immediately any change in their address along with address proof, i.e. Electricity / Telephone Bill, Driving License or a copy of the Passport and bank particulars to the Company or its Registrar & Share Transfer Agent and in case their shares are in dematerialised form, this information should be passed on directly to their respective Depository Participants and not to the Company/ RTA.

12. Members are requested to update their PAN Number and Bank Account Particulars in the records of Company by sending the self-attested PAN Card copy and Original Cancelled cheque either to the Company directly or to the Registrar and Share Transfer Agent viz. M/s. KFin Technologies Pvt. Ltd., Karvy Selenium, Tower B, Plot 31-32, Gachibowli, Financial District, Hyderabad-500032.

13. In all correspondence with the Company, members are requested to quote their folio numbers and in case their shares are held in the dematerialised form, they must quote their DP ID. and Client ID. No(s).

14. In terms of Section 72 of the Companies Act, 2013, nomination facility is available to an individual Member. Members holding shares in physical form may utilise the nomination facility available by sending the prescribed Form No.SH-13 duly filled, to our Registrar and Share Transfer Agents viz. **M/s. KFin Technologies Pvt. Ltd.,** Karvy Selenium, Tower B, Plot 31-32, Gachibowli, Financial District, Hyderabad-500032. Members holding shares in dematerialised form has to send their "nomination" request to the respective Depository Participants.

15. SEBI has recently amended regulation 40 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and mandated all the listed companies to not to accept the request for transfer of securities which are held in physical form, with effect from 1st April, 2019. Accordingly, shareholders who continue to hold their shares and other types of securities of listed companies in physical form even after this date, will not be able to lodge the request with company / RTA for further transfer. Hence, Shareholders are requested to convert their physical securities in demat form compulsorily if they wish to effect any transfer. Only the requests for transmission and transposition of securities in physical form, will be accepted by the Company/ RTA.

16. Investors/ Members are requested to kindly note that if physical documents viz. Demat Request Form (DRF) and Share Certificates etc… are not received from their DPs by the Registrar within a period of 15 days from the date of generation of the DRN for dematerialisation, the DRN will be treated as rejected/ cancelled. This step is being taken on the advice of Depository viz. National Securities Depository Ltd. (NSDL) and Central Depository Services (India) Ltd. (CDSL) so that no demat request remains pending beyond a period of 21 days. Upon rejection/ cancellation of the DRN, a fresh DRF with new DRN has to be forwarded along with the share certificates by the DPs to the Registrar. This note is only to advise investors/ Members that they should ensure that their DP's do not delay in sending the DRF and share certificates to the Registrar after generating the DRN.

17. In terms of the provisions of Section 124(5) of the Companies Act, 2013, money transferred to the Unpaid Dividend Account of the Company, which remain unclaimed and unpaid for a period of 7 years from the date on which it was first due for payment, are required to be transferred to the Investor Education and Protection Fund (IEPF) established by the Central Government pursuant to Section 125(1) of the Companies Act, 2013. The Company sent final reminder letters to individual shareholders to claim their unclaimed dividend before transferring the same to IEPF. During the year 2019-20, the Company has deposited a sum of ₹ 16,87,419/- (Rupees Sixteen Lakh Eighty Seven Thousand Four Hundred and Nineteen only) to Investor Education and Protection Fund of the Central Government, on account of unclaimed/ unpaid dividend for the year 2011-12.

18. Pursuant to the provisions of Investors Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 Notified by MCA effective from 7th September, 2016, all the shares in respect of which Dividend has not been claimed/paid by the shareholders for seven consecutive years or more would be transferred to IEPF Suspense Account. The list of shareholders, whose shares are due for transfer have been updated on the website of the Company.

19. Those Members who have not encashed or received their dividend for the financial years 2013-14 to 2018-19 are requested to approach our Registrar and Share Transfer Agent viz. **M/s. KFin Technologies Pvt. Ltd.,** Karvy Selenium, Tower B, Plot 31-32, Gachibowli, Financial District, Hyderabad-500032.

20. The Members holding shares in more than one folio are requested to consolidate their folios by sending a request letter to the Company or to the Registrar and Share Transfer Agent of the Company. Consolidation of folios would facilitate one stop tracking of all corporate benefits and would reduce time and effort required for monitoring multiple folios. Consolidation of share certificates also helps in saving costs in case of dematerialisation and also provides convenience in holding shares physically.

21. A brief profile of the Directors seeking appointment and/or re-appointment & their shareholding details is furnished and forming part of the notice as per Regulation 36(3) & Regulation 26(4) of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015.

22. All Documents as referred in the Notice are open for inspection in electronic mode only. Members can inspect the same by sending an email to **investors@gichf.com** up to the date of the Annual General Meeting.

23. In line with the MCA Circular No. 17/2020 dated 13th April, 2020, the Notice calling the AGM has been uploaded on the website of the Company at **www.gichfindia.com** The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at **www.bseindia.com** and **www.nseindia.com** respectively and same is also available on the website of e-voting agency M/s. Kfin technologies Pvt. Ltd. at https://karisma.kfintech.com

24. a) The Notice of AGM and Annual Report are being sent in electronic mode to Members whose e-mail address is registered with the Company or the Depository Participant(s).

    b) Shareholders may also be requested to visit the website of the company **www.gichfindia.com** or the website of the Registrar and Transfer Agent **https://karisma.kfintech.com/** for downloading the Annual Report and Notice of the e-AGM.

    c) Alternatively member may send an e-mail request at the email id **einward.ris@kfintech.com** along with scanned copy of the request letter duly signed by shareholder(s) providing the email address, mobile number, self-attested PAN copy and Client Master copy in case of electronic folio and copy of share certificate in case of physical folio for sending the Annual report, Notice of e-AGM and the e-voting instructions.

25. In terms of the provisions of Section 107 of the Companies Act 2013, since the resolutions as set out in this Notice are being conducted through e-voting (including remote e-voting), the said resolutions will not be decided on a show of hands at the e-AGM.

26. Since the AGM will be held through VC / OAVM, the Route Map is not annexed in this Notice.

27. Instructions for the Members for attending the e-AGM through Video Conference:

    a. Member will be provided with a facility to attend the e-AGM through video conferencing platform provided by M/s. KFin Technologies Pvt. Ltd. Members may access the same at https://emeetings.kfintech.com "and click on the "video conference" under shareholders/members login by using the remote e-voting credentials. The link for e-AGM will be available in shareholder/members login where the EVENT and the name of the company can be selected. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice.

    b. Members are encouraged to join the Meeting through Laptops with Google Chrome for better experience.

    c. Further, Members will be required to allow Camera, if any, and hence use Internet with a good speed to avoid any disturbance during the meeting.

    d. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

    e. Shareholders who would like to express their views/ask questions during the meeting may log into https://emeetings.kfintech.com and click on "Post your Questions" may post their queries/views/questions in the window provided by mentioning the name, demat account number/folio number, email id, mobile number. Please note that, members questions will be answered only, the shareholder continue to hold the shares as of cut-off date benpos. In case, any shareholder wish to speak during the e-AGM may please login to https://emeetings.kfintech.com/ and click on "Speaker Registration" and follow the instruction(s).

28. Instructions for members for e-Voting during the e-AGM session:

    a) The e-Voting "Thumb sign" on the left hand corner of the video screen shall be activated upon instructions of the chairman during the e-AGM proceedings. Shareholders shall click on the same to take them to the "instapoll" page

    b) Members to click on the "Instapoll" icon to reach the resolution page and follow the instructions to vote on the resolutions.

29. Voting through Electronic Means :

a) In compliance with the provisions of Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rule 2014 (as amended) and the circulars issued by Ministry of Corporate Affairs dated 8th April, 2020, 13th April, 2020, and 5th May, 2020 the Company is offering remote e-voting facility to all its Members to enable them to exercise their right to vote on all matters listed in this Notice of 30th AGM by electronic means and the business will be transacted through e-voting services. The facility of casting votes by the members using an electronic voting system from a place other than venue of the AGM ('remote e-voting') will be provided by M/s. KFin Technologies Pvt. Ltd.

b) Only those Members/ shareholders, who will be present in the e-AGM through VC/OAVM facility and have not casted their vote through remote e-Voting are eligible to vote through e-Voting in the AGM. However, members who have voted through Remote e-Voting will be eligible to attend the e-AGM.

c) The remote e-voting period commences on 14th December, 2020 (Monday) (at 9.00 a.m.) and ends on 17th December, 2020 (Thursday) (at 5.00 p.m.). During this period, Members' of the Company, holding shares either in physical form or in dematerialized form may cast their vote electronically. The e-voting module shall be disabled by M/s. KFin Technologies Pvt. Ltd. for voting thereafter. Once the vote on a resolution is cast by the Member, the Member shall not be allowed to change it subsequently.

d) A person, who is not a member as on cut-off date, should treat this notice for information purpose only.

The instructions for e-voting are as under:

A) In case a Member receives an email from M/s. KFin Technologies Pvt. Ltd. [for members whose email IDs are registered with the Company/Depository Participant(s)] :

(i) Open your web browser during the voting period and navigate to https://evoting.kfintech.com/

(ii) Enter the login credentials (i.e. User ID and password) as mentioned in your email. Your Folio No./DP ID – Client ID will be your User ID. However, if you are already registered with M/s. Kfin Technologies Pvt. Ltd. for e-voting, you can use your existing User ID and password for casting your vote.

(iii) After entering these details appropriately, click on "LOGIN".

(iv) You will now reach password change menu wherein you are required to mandatorily change your login password in the new password field. The new password has to be minimum eight characters consisting of at least one upper case (A-Z), one lower case (a-z), one numeric value (0-9) and a special character (like *, #, @, etc.). The system will prompt you to change your password and update your contact details like mobile number, email ID, etc., on first login. You may also enter a secret question and answer of your choice to retrieve your password in case you forget it. It is strongly recommended that you do not share your password with any other person and that you take utmost care to keep your password confidential.

(v) You need to login again with the new credentials.

(vi) On successful login, the system will prompt you to select the E-Voting Event Number for GIC Housing Finance Limited.

(vii) On the voting page, enter the number of shares (which represents the number of votes) as on the cut-off date under "FOR/AGAINST" or alternatively, you may partially enter any number in "FOR" and partially in "AGAINST" but the total number in "FOR/AGAINST" taken together should not exceed your total shareholding as on the cut-off date. You may also choose the option "ABSTAIN" and the shares held will not be counted under either head.

(viii) Members holding shares under multiple folios/demat accounts shall choose the voting process separately for each of the folios/demat accounts.

(ix) Voting has to be done for each item of the Notice separately. In case you do not desire to cast your vote on any specific item it will be treated as abstained.

(x) You may then cast your vote by selecting an appropriate option and click on "Submit".

(xi) A confirmation box will be displayed. Click "OK" to confirm else "CANCEL" to modify. Once you confirm, you will not be allowed to modify your vote. During the voting period, Members can login any number of times till they have voted on the Resolution(s).

(xii) Corporate/Institutional Members (i.e. other than Individuals, HUF, NRIs, etc.) are also required to send scanned certified true copy (PDF Format) of the Board Resolution/Authority Letter, etc., together with attested specimen signature(s) of the duly authorised representative(s), to the Scrutinizer at e-mail ID: cs.gichf@gmail.com They may also upload the same in the e-voting module in their login. The scanned image of the above mentioned documents should be in the naming format "GICHFL_30TH_AGM."

B) In case a Members whose email IDs are not registered with the Company/Depository Participants(s) :

(1) Members can get their details registered with our RTA by following the procedure as mentioned in point 24 above.

(2) Please follow all steps from Sl. No. (ii) to Sl. No. (xii) of Point A as given above to cast vote.

e) In case of any query pertaining to e-voting, please visit Help & FAQ's section available at M/s. Kfin Technologies Pvt. Ltd. website https://evoting.kfintech.com/

f) If the member is already registered with M/s. Kfin Technologies Pvt. Ltd. e-voting platform then he/she can use his/her existing User ID and password for casting the vote through remote e-voting.

g) The Voting rights of Members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut - off date of 11th December, 2020 (Friday). A person whose name is recorded in the register of Members or in the register of beneficial owners maintained by the Depositories as on cut-off date only shall be entitled to avail the facility of remote e-voting as well as voting at the AGM through electronic means.

h) Shri Makarand Joshi of M/s. Makarand M. Joshi & Co. has been appointed as Scrutinizer to scrutinize the voting by e-voting at AGM and remote e-voting process in a fair and transparent manner.

i) The Scrutinizer shall after the conclusion of voting at the e-AGM will first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting and shall prepare and submit, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting therewith within 48 hours of conclusion of the e-AGM.

j) The Results declared along with Scrutinizer's Report shall be placed on the Website of the Company www.gichfindia.com after the declaration of result by the Chairman or a person authorized by him in writing and also the same will be communicated to the stock exchanges viz. National Stock Exchange of India Ltd. and BSE Limited.

ANNEXURE TO THE NOTICE

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 AND REGULATION 17(11) OF SEBI (LODR) REGULATIONS, 2015 AND ADDITIONAL INFORMATION AS PER REGULATION 36 OF SEBI (LODR) REGULATIONS, 2015 AND SECRETARIAL STANDARD - 2 (SS-2) TO THE EXTENT APPLICABLE.

Item No. 3 : Reappointment of Shri Girish Radhakrishnan (DIN 08268834), as Non-Executive Director of the Company.

Being ordinary business item, below information is provided as per Regulation 36 of SEBI (LODR) Regulations, 2015 and Secretarial Standard - 2 (SS-2).

Shri Girish Radhakrishnan (DIN 08268834), aged 59 years, a Post Graduate is the Non-Executive Director of our Company who was originally appointed in our Board on 26th November, 2018 and his appointment was approved by Shareholders in 29th AGM held on 19th September, 2019.

He is also Chairman and Managing Director of The United India Insurance Company Limited. He joined the insurance industry in 1983 in New India Assurance Company Ltd. as a Direct Recruit Officer and has worked in various capacities in the Insurance Industry pan India and abroad. He has worked in retail as both underwriter and claims handler in various operating Offices and as head of Branches and Divisional Offices. He has also worked at technical desks, heading New India's Aviation business (where he led a successful diversification of the business to include a substantial international inward book) and later, Large Property Risks (Techno-Marketing Dept.) from 2012. He was the Company's Chief Risk Officer for a period of 2 years until mid-2014. He has also been Chief Executive of New India's largest and oldest foreign operation at the United Kingdom and has overseen its alignment with the new Solvency II regulatory regime there in 2016.

Shri Girish Radhakrishnan has attended 6 meetings during the year out of total 9 Board Meetings.

The other Directorships/ Committee memberships of Shri Girish Radhakrishnan are as follows:

Name of the Company	Board Membership	Committee Membership
The United India Insurance Co. Ltd.	Chairman & MD	· CSR Committee – Chairman
Agriculture Insurance Company of India Ltd.	Non-Executive Director	-
Health Insurance TPA of India Ltd.	Non-Executive Director	-

Shri Girish Radhakrishnan does not hold any share in the Company.

None of the Directors are related inter-se. Save and except Shri Girish Radhakrishnan, none of the Directors or Key Managerial Personnel of the Company including their relatives is, in anyway concerned or interested in the Resolution.

The Board recommends the Resolution at Item No. 3 to be passed as an Ordinary Resolution.

Item No. 4: Appointment of Shri Devesh Srivastava (DIN 8646006) as Non-Executive Director & Chairman.

Shri Devesh Srivastava (DIN 8646006), aged 56 years, a Post Graduate in Physics and also post-graduate in Management, majoring in Marketing with a Gold Medal from the Management Development Institute (MDI) Gurgaon. He was appointed as an Additional Director (Non-Executive Director) and Chairman on the Board of our Company on 1st January, 2020 upto the conclusion of 30th AGM.

Shri Devesh Srivastava is also the Chairman and Managing Director of General Insurance Corporation of India (CMD- GIC-Re). He brings with him 34 years of rich experience in the insurance industry. He began his career with Oriental Insurance Company Limited and subsequently in 1999 he was transferred to General Insurance Corporation of India (GIC-Re). At GIC-Re he was handling Reinsurance Department, specialty lines of Aviation, Marine Hull and Cargo, Oil & Energy, Miscellaneous, Motor and Liability till he was selected to head the UK branch of the Corporation in 2013. He has also handled the departments of Human Resource & Training, Re-Insurance Worldwide (RIWW), Health, Corporate Communications, CMDs Secretariat, Innovation Centre; Ministry & IRDAI matters prior to his elevation as CMD of GIC-Re.

The appointment of Shri Devesh Srivastava was recommended by Nomination and Remuneration Committee of the Company. The Company has received a notice in writing from a Member as per section 160 of Companies Act, 2013 proposing the candidature of Shri Devesh Srivastava as Non-Executive Director and Chairman whose period of office shall not be liable to retire by rotation pursuant to Article 154(3) of Articles of Association of the Company.

Shri Devesh Srivastava has attended 2 meetings during the year out of Total 2 Board Meetings held post his appointment.

The other Directorships/ Committee memberships of Shri Devesh Srivastava are as follows:

Name of the Company	Board Membership	Committee Membership
General Insurance Corporation of India (GIC-Re)	Chairman & Managing Director	· Stakeholders Relationship Committee –Member · CSR Committee-Chairman · Risk Management Committee – Member
ECGC Ltd.	Non-Executive Director	· Audit Committee-Member · Risk Management Committee-Member · CSR Committee– Member · Nomination & Remuneration Committee – Member
Agriculture Insurance Company of India Ltd.	Non-Executive Director	-
Health Insurance TPA of India Ltd.	Non-Executive Director	-

Shri Devesh Srivastava does not hold any share in the Company.

None of the Directors are related inter-se. Save and except Shri Devesh Srivastava, none of the Directors or Key Managerial Personnel of the Company including their relatives is, in anyway concerned or interested in the Resolution.

The Board recommends the Resolution at Item No. 4 to be passed as an Ordinary Resolution.

ITEM NO. 5: Appointment of Shri Ajit Kumar Saxena (DIN 5308801) as Independent Director.

Shri Ajit Kumar Saxena (DIN 5308801), aged 64 years, a Master of Vety. Science a Law graduate (LL.B.) and an Associate Member of the Insurance Institute of India. He was appointed as an Additional Director (Independent Director) of our Company on 1st November, 2019 upto the conclusion of 30th AGM.

Shri Ajit Kumar Saxena is the ex-Chairman cum Managing Director of The Oriental Insurance Company Ltd. He is a Direct Recruit Officer of the 1979 batch in special cadre. He started his career with The New India Assurance Co. Ltd. where he worked in various positions in India and abroad. He is having experience of more than 37 years in Non-life Insurance Industry. He was also in charge of Philippines Operations of The New India Assurance Co. Ltd. from 1994 to 1999. He was also posted as General Manager at Kenindia Assurance Company from 2002 to 2004.

The appointment of Shri Ajit Kumar Saxena was recommended by Nomination and Remuneration Committee of the Company. The Company has received a notice in writing from a Member as per section 160 of Companies Act, 2013 proposing the candidature of Shri Ajit Kumar Saxena as Independent Director who shall hold office upto the conclusion of 32nd Annual General Meeting of the Company and whose Period of office shall not be liable to retire by rotation.

Your Director meets all the criteria of Independence as mentioned under Section 149(6) of Companies Act, 2013 and SEBI Listing Regulations.

Shri Ajit Kumar Saxena has attended 2 meetings during the year out of total 3 Board Meetings held post his appointment.

The other Directorships/ Committee memberships of Shri Ajit Kumar Saxena are as follows:

Name of the Company	Board Membership	Committee Membership
SBI General Insurance Co. Ltd	Independent Director	· Audit Committee-Member · CSR Committee – Chairman · Nomination & Remuneration Committee- Member

Shri Ajit Kumar Saxena does not hold any share in the Company.

None of the Directors are related inter-se. Save and except Shri Ajit Kumar Saxena, none of the Directors or Key Managerial Personnel of the Company including their relatives is, in anyway concerned or interested in the Resolution.

The Board recommends the Resolution at Item No. 5 to be passed as an Ordinary Resolution.

ITEM NO. 6: Appointment of Smt. Vijayalakshmi Iyer (DIN 5242960), as Independent Director.

Smt. Vijayalakshmi Iyer (DIN No. 5242960), aged 65 years, a Post Graduate and a certified associate of the Indian Institute of Banking and Finance was appointed as Additional Director (Independent Director) of our Company on 1st November, 2019 upto the conclusion of 30th AGM.

She has nearly four decades of experience in the banking and finance sector in India. She has served as the chairperson for a number of boards and committees in the financial sector including the Banking and Financial Institute Committee of the Federation of Indian Chambers of Commerce and Industry. She retired as the Chairman and Managing Director of Bank of India in May 2015. Under her leadership, Bank of India received the 'Best PSU Bank' award for overall growth in performance from Dun & Bradstreet and was recognised as the 'Second Most Trusted Brand among the PSU Banks' by the Economic Times. She had also got opportunity of setting up Risk Management Department for the Bank putting in place various policies, process and systems for various types of Risks in Bank. She also served as member (finance & investment) at IRDAI from 2015 to 2017.

The appointment of Smt. Vijayalakshmi Iyer was recommended by Nomination and Remuneration Committee of the Company. The Company has received a notice in writing from a Member as per section 160 of Companies Act, 2013 proposing the candidature of Smt. Vijayalakshmi Iyer as Independent Director who shall hold office upto the conclusion of 32nd Annual General Meeting of the Company and whose Period of office shall not be liable to retire by rotation.

Your Director meets all the criteria of Independence as mentioned under Section 149(6) of Companies Act, 2013 and SEBI Listing Regulations.

Smt. Vijayalakshmi Iyer has attended 3 meetings during the year out of total 3 Board Meetings held post her appointment.

The other Directorships/ Committee memberships of Smt. Vijayalakshmi Iyer are as follows:

Name of the Company	Board Membership	Committee Membership
Aditiya Birla Capital Limited	Independent Director	· Audit Committee –Chairperson · Stakeholders Relationship Committee- Chairperson
Aditya Birla ARC Limited	Independent Director	-
BFSI Sector Skill Council of India (Section 8 Company)	Whole time Director	-
Axis Mutual Fund Trustee Limited	Independent Director	-
Religare Enterprises Limited	Independent Director	· Audit Committee –Chairperson
Magma Fincorp Limited	Independent Director	· Audit Committee-Member · Stakeholders Relationship Committee- Member
L&T Infrastructure Development Projects Limited	Independent Director	-
Computer Age Management Services Limited	Independent Director	· Audit Committee- Member
ICICI Securities Limited	Independent Director	· Audit Committee-Member · Stakeholders Relationship Committee – Chairperson
Avanse Financial Services Limited	Independent Director	· Audit Committee – Chairperson

Smt. Vijayalakshmi Iyer does not hold any share in the Company.

None of the Directors are related inter-se. Save and except Smt. Vijayalakshmi Iyer, none of the Directors or Key Managerial Personnel of the Company including their relatives is, in anyway concerned or interested in the Resolution.

The Board recommends the resolution set forth at Item No.6 for the approval of the Members.

ITEM NO. 7: Appointment of Shri G. Srinivasan (DIN 1876234) as Independent Director.

Shri G. Srinivasan (DIN 1876234), aged 62 years, a Commerce Graduate from Madras University, and an Associate of Institute of Cost and Management Accountants of India (ICMAI), and a Fellow of Insurance Institute of India. He was appointed as Additional Director (Independent Director) of our Company on 19th December, 2019 upto the conclusion of 30th AGM.

Shri G. Srinivasan is ex-CMD of The New India Assurance Company Limited. Prior to his joining of The New India Assurance Company Ltd., he was the CMD of The United India Insurance Company Limited. He is the longest serving CMD of Public Sector Insurance Companies. He has more than 38 years of experience in General Insurance Industry both in India and abroad and during his tenure he has been conferred with number of national and international awards for his extraordinary achievements and for taking the organization in each of his assignment at new heights.

The appointment of Shri G. Srinivasan was recommended by Nomination and Remuneration Committee of the Company. The Company has received a notice in writing from a Member as per section 160 of Companies Act 2013 proposing the candidature of Shri G. Srinivasan as Independent Director who shall hold office upto the conclusion of 34th Annual General Meeting of the Company and whose Period of office shall not be liable to retire by rotation.

Your Director meets all the criteria of Independence as mentioned under Section 149(6) of Companies Act, 2013 and SEBI Listing Regulations.

Shri G. Srinivasan has attended 2 meetings during the year out of total 2 Board Meetings held post his appointment.

The other Directorships/ Committee memberships of Shri G. Srinivasan are as follows:

Name of the Company	Board Membership	Committee Membership
BACQ Acquisition Pvt. Ltd.	Director	-

Shri G. Srinivasan does not hold any share in the Company.

None of the Directors are related inter-se. Save and except, Shri G. Srinivasan, none of the Directors or Key Managerial Personnel of the Company including their relatives is, in anyway concerned or interested in the Resolution.

The Board recommends the resolution set forth at Item No.7 for the approval of the Members.

ITEM NO. 8: Appointment of Smt. Suchita Gupta (DIN 8697650) as Non-Executive Director.

Smt. Suchita Gupta (DIN 8697650), aged 57 years, holding master's degree in Commerce and a bachelor's degree in Law from University of Mumbai. She is a Fellow Member of the Insurance Institute of India ("III") and the Institute of Company Secretaries of India ("ICSI"). She was appointed as Additional Director (Non-Executive Director) on the Board of our Company on 12th February, 2020 upto the conclusion of 30th AGM.

Smt. Suchita Gupta joined the General Insurance Corporation of India (GIC-Re) as a direct recruit officer in 1987. She is currently serving as General Manager & Company Secretary and Chief Financial Officer at GIC-Re. She is having vast Industry experience and currently heading Finance, Life Re & Health, CMD & Board Secretariat, Coordination, Compliance, Investment (Mid & Back Office) departments of the Corporation.

The appointment of Smt. Suchita Gupta was recommended by Nomination and Remuneration Committee of the Company. The Company has received a notice in writing from a Member as per section 160 of Companies Act, 2013 proposing the candidature of Smt. Suchita Gupta, as Non-Executive Director whose period of office shall be liable to retire by rotation.

Smt. Suchita Gupta has attended 1 meeting during the year out of total 1 Board Meeting held post her appointment.

The other Directorships/ Committee memberships of Smt. Suchita Gupta are as follows:

Name of the Company	Board Membership	Committee Membership
NIL		

Smt. Suchita Gupta does not hold any share in the Company.

None of the Directors are related inter-se. Save and except Smt. Suchita Gupta none of the Directors or Key Managerial Personnel of the Company including their relatives is, in anyway concerned or interested in the Resolution.

The Board recommends the Resolution at Item No. 8 to be passed as an Ordinary Resolution.

ITEM NO. 9: Appointment of Smt. S.N. Rajeswari (DIN 8838983) as Non-Executive Director.

Smt. S. N. Rajeswari (DIN 8838983), aged 58 years, is Commerce Graduate, MBA , Associate Member of Institute of Chartered Accountants of India ("ICAI") and Fellow member of Insurance Institute of India ("F-III") . She was appointed as Additional Director (Non-Executive Director) on the Board of our Company on 12th September, 2020 upto the conclusion of 30th AGM.

Smt. S.N. Rajeswari is having 37 years of rich experience in General Insurance Industry. She is currently serving as Chairperson and Managing Director (CMD) of The Oriental Insurance Company Ltd.

The appointment of Smt. S. N. Rajeswari was recommended by Nomination and Remuneration Committee of the Company. The Company has received a notice in writing from a Member as per section 160 of Companies Act, 2013 proposing the candidature of Smt. S.N. Rajeswri, as Non-Executive Director whose period of office shall be liable to retire by rotation.

Since Smt. S.N. Rajeswari was appointed as Additional Director on 12th September, 2020 i.e. post end of FY 2020 and accordingly, status of attendance of Board Meetings does not apply.

The other Directorships/ Committee memberships of Smt. S.N. Rajeswari are as follows:

Name of the Company	Board Membership	Committee Membership
The Oriental Insurance Co. Ltd	CMD	-
Agriculture Insurance Company of India Ltd.	Non-Executive Director	-

Smt. S.N. Rajeswari does not hold any share in the Company.

None of the Directors are related inter-se. Save and except Smt. S.N. Rajeswari none of the Directors or Key Managerial Personnel of the Company including their relatives is, in anyway concerned or interested in the Resolution.

The Board recommends the Resolution at Item No. 9 to be passed as an Ordinary Resolution.

ITEM NO. 10: Re-Appointment of Shri NSR Chandra Prasad (DIN 01386757) as Independent Director.

Shri NSR Chandra Prasad (DIN 01386757) aged 66 years, a Commerce Graduate and Fellow of Insurance Institute of India, is the ex CMD of National Insurance Company Ltd.

He is a Direct Recruit Officer of 1978 batch (12 months training from June 1978 – June 1979 in GIC Re). After his induction training in GIC Re, he joined New India Assurance Company Ltd. where he served various Departments in different capacities. Shri NSR Chandra Prasad was appointed as Managing Director & CEO of Prestige Assurance PLC, Lagos from June 2002 to March, 2006.

Shri NSR Chandra Prasad possess 36 years of rich experience of service in non-life insurance sector where he held number of key positions in Marketing operations, Technical, Reinsurance, Customer Redressal, Personnel & Training both in India and Overseas.

He was appointed as Additional Director (Independent Director) by the Board of Directors of our Company on 26th October, 2017 and his appointment as Independent Director was also approved by the shareholders in 28th AGM of the Company held on 2nd August, 2018 till the conclusion of 30th AGM. Accordingly, the current term of Shri NSR Chandra Prasad is expiring in this 30th AGM of the Company.

As per Section 149(10) of the Companies Act, 2013, an Independent Director shall hold office for a term of upto five consecutive years on the Board of a Company, but shall be eligible for re-appointment on passing a special resolution by the Company for another term of Five years.

The re-appointment of Shri NSR Chandra Prasad was recommended by Nomination and Remuneration Committee of the Company. The Company has received a notice in writing from a Member as per section 160 of Companies Act, 2013 proposing the candidature of Shri NSR Chandra Prasad as Independent Director upto the conclusion of 33rd AGM of the company and whose Office shall not be liable to retire by rotation.

In line with the aforesaid provisions of the Companies Act, 2013 and recommendations of Nomination and Remuneration Committee of the Company and in view of the vast experience, continued valuable guidance to the Management, it is proposed to re-appoint him for second term as Independent Director up to the conclusion of 33rd AGM of the Company.

Your Director meets all the criteria of Independence as provided in section 149(6) of the Companies Act, 2013 and SEBI Listing Regulations.

Shri NSR Chandra Prasad has attended 7 meeting during the year out of Total 9 Board Meetings.

The other Directorships/ Committee memberships of Shri NSR Chandra Prasad are as follows:

Name of the Company	Board Membership	Committee Membership
Kshema Holdings Pvt. Ltd.	Director	-
Kshema General Insurance Ltd.	Director	-
Kshema Capital Private Limited	Director	-

Shri NSR Chandra Prasad does not hold any share in the Company.

None of the Directors are related inter-se. Save and except, Shri NSR Chandra Prasad, none of the Directors or Key Managerial Personnel of the Company including their relatives is, in anyway concerned or interested in the Resolution.

The Board recommends the resolution set forth at Item No.10 for the approval of the Members.

Item No. 11: Private Placement of Redeemable Non-Convertible Debentures (NCDs)/Bonds.

As per Section 42 of the Companies Act, 2013 read with Rules framed there under, a Company offering or making an Invitation to subscribe to Redeemable Non-Convertible Debentures (NCDs) / Bonds on a Private Placement basis, is required to take approval of Members by way of Special Resolution once in a year for all the offers or invitations for such Redeemable Non-Convertible Debentures/Bonds during the year.

Accordingly, seeing the long term borrowing requirement of the Company and to augment resources at a cheaper rate of interest, approval is sought to mobilize some more funds by way of issue of Redeemable NCDs/Bonds on private placement basis. Recently SEBI has also issued one circular dated 26th November, 2018 that listed Companies considered as Large Corporate (LC) shall raise not less than 25% of its incremental borrowings, during the financial year subsequent to the financial year in which it is identified as a LC, by way of issuance of debt securities. Hence, our Company is required to comply with the said SEBI Circular also.

Hence, considering the above requirements, we are seeking approval for issue of Redeemable Non-Convertible Debentures (NCDs) / bonds on a Private Placement basis, for amount upto ₹ 1500 crores which is within the overall limits of the Company as approved by Members from time to time."

Accordingly, the approval of Members is being sought by way of Special Resolution in compliance with the applicable provisions of the Act, read with Rules made there under, in the manner as set out in Item No. 11 of this Notice.

None of the Directors, Key Managerial Personnel of the Company and their relatives is, concerned or interested in this resolution, except to the extent of their respective shareholding, if any, in the Company.

The Board recommends the resolution set forth at Item No. 11 for the approval of the Members.

ITEM NO. 12: Related Party Transactions upto an aggregate limit of ₹ 2,000 crores only.

Pursuant to provisions of the Companies Act, 2013 and in compliance with the provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, the transactions in the nature of raising of funds through NCDs/Bonds, taking property on lease/ rent, availing of services in the ordinary course of business or any other kind of transactions entered into by the Company up to an aggregate limit of ₹ 2000 Crores (Rupees Two Thousand Crores Only) which though in the ordinary course of business may be construed to be related party transactions with the conflict of interest, it is therefore proposed to Shareholders to approve as an Ordinary Resolution.

None of the Directors, Key Managerial Personnel of the Company and their relatives is, concerned or interested in this resolution, except to the extent of their respective shareholding, if any, in the Company.

The Board recommends the resolution set forth at Item No. 12 for the approval of the Members.

ITEM NO. 13: Amendment in the Articles of Association of the Company – Dispense with the use of Common Seal.

The Company by nature of its business is required to execute various agreements, deeds and documents with National Housing Bank and other Banks and financial institutions, debenture trustees, stock exchanges for listing and contracts with other outside parties.

Article 169 of the Articles of Association (AOA) of the Company prescribes modalities of use of Common Seal of the Company on such agreements, deeds and documents to be executed on behalf of the Company. Also, as per existing Article 20(3) of Articles of Association (AOA) of the Company every share certificate of the Company shall be issued under the Common Seal (if any) of the

Company, which shall be affixed in the presence of two Directors or persons acting on behalf of the Directors under duly registered power of attorney and the Secretary or some other person appointed by the Board for the purpose, and to sign the share certificate.

Under the Companies Act, 2013, the use of common seal has now been made optional and hence affixing seal of a company on documents, authorization papers, agreement, deeds etc. is no longer mandatory. It will be convenient to execute the documents on behalf of Company without common seal since affixing common seal needs presence of two Directors or one Director and Company Secretary.

Dispensing with the use of Common Seal will not come in the way of normal and smooth functioning of the Company. In view of the same, for administrative convenience and to hasten execution of such documents on behalf of the Company it is proposed to alter the existing AOA of the Company by removing provisions relating to use of Common Seal in AOA.

Pursuant to Section 14 of the Companies Act, 2013, the said alteration can be effected only with the approval of Shareholders by passing a Special Resolution.

A copy of the existing Articles of Association of the company as well as the specimen of the amended Articles of Association of the company is available for inspection by Members by sending email request on investors@gichf.com during office hours of the company.

None of the Directors, Key Managerial Personnel and their relatives are in any way concerned or interested, financially or otherwise in the said resolution except to the extent of their respective shareholding, if any, in the Company.

The Board recommends the resolution set forth at Item No. 13 for the approval of the Members.

Place: Mumbai
Date: 12.10.2020

Registered Office:
National Insurance Building,
6th Floor, 14, Jamshedji Tata Road,
Churchgate, Mumbai 400020.

For and on behalf of the Board of Directors

Sd/-
Nutan Singh
Group Executive & Company Secretary

DIRECTORS' REPORT

Dear Members,

The Directors have pleasure in presenting the 30th Annual Report of your Company and the Audited Financial Statements for the year ended 31st March, 2020.

FINANCIAL HIGHLIGHTS

(₹ in Lakhs)

PARTICULARS	March 31, 2020	March 31, 2019
Total Income	1,25,491	1,22,765
Less: Interest expenditure	94,538	86,528
Overheads	19,113	11,459
Depreciation & amortization	613	72
Profit Before Tax	11,227	24,706
Provision for Tax	4,302	7,840
Deferred Tax (Net)	2,364	(315)
Profit After Tax	4,561	17,181
Other Comprehensive Income	(82)	(45)
Total Comprehensive Income	4,479	17,136
Profit brought forward	3,646	5,753
Profit available for appropriation	**8,125**	**22,889**

IMPORTANT FINANCIAL RATIOS

PARTICULARS	March 31, 2020	March 31, 2019
Return on Net Worth (%)	3.55	15.12
Return on Total Assets (%)	0.34	1.32
Book Value per share (₹)	234.55	210.49
Earnings per share (₹)	8.47	31.90
Debt Equity Ratio (times)	9.30	10.29
Average cost of funds (%)	8.07	8.00
Average yield on advances (%)	9.53	10.08
Net Interest Margin (%)	0.27	1.25

DIVIDEND

Your Directors recommend payment of dividend for the year ended 31st March, 2020 of ₹ 2/- per equity share of ₹ 10/- each (i.e. 20%). The total dividend outgo for the current year would amount to ₹ 10.77 crores, as against ₹ 35.71 Crores in the previous year. The dividend payout ratio for the current year will be 23.61% as against 20.78% of previous year.

Consequent to amendment made in the budget 2020, DDT u/s 115-O has been abolished, dividend paid on or after 1st April 2020 attracts TDS under section 194 at the rate of 10% if the aggregate of the amounts of such dividend distributed or paid during the year exceeds ₹ 5,000/- to a shareholder being an individual, for all other cases no threshold limit.

HIGHLIGHTS OF BUSINESS PERFORMANCE

Income, Profit, Loan Approvals and Disbursements

Total income for the year under review is ₹ 1,254.91 crores as against ₹ 1,227.65 crores for the year 2018-19. Profit before tax for the year ended is ₹ 112.27 crores and Profit after tax for the year ended is ₹ 45.61 crores as against ₹ 247.06 crores and ₹ 171.81 crores respectively for the previous year.

The Company's main thrust continues to be on Individual Loans. New loans approved during the year amounted to ₹ 1,849 crores and loans disbursed during the year are ₹ 1,790 crores as against ₹ 3,641 crores and ₹ 3,502 crores for the year ended 31st March, 2019 respectively. The Retail Loan portfolio as at 31st March, 2020 stood at ₹ 12,822 crores as compared to ₹ 12,755 crores as on 31st March, 2019.

During the year under review, your Company has made impairment of financial instruments (provisioning) to the extent of ₹ 99.70 crores as against ₹ 33.00 crores provided for in the year 2019-20.

RESOURCE MOBILISATION

Your Company takes every effort to tap the appropriate source of funding to minimize the weighted average cost of funds. Your Company has mobilized resources through the following sources:

A. Term Loans from Banks and Insurance Companies :

Your Company has borrowed fresh long term loans of ₹ 2,475 crores from banks during the year as compared to ₹ 3,218 crores during the previous year. The aggregate of term loans outstanding as at the end of the financial year stood at ₹ 8,939 crores as against ₹ 8,060 crores as at the end of the previous year.

B. Refinance from National Housing Bank (NHB):

With the continued support of National Housing Bank (NHB), your Company has availed refinance amounting to ₹ 150 crores during the year under review as against ₹ 519 crores in the previous year. The refinance facility outstanding as on 31st March, 2020 is ₹ 2,064 crores as against ₹ 2,358 crores as at the end of the previous year.

C. Short term Loans and Commercial Papers:

During the year 2019-20, your Company has raised resources by issuing Commercial Papers and also resorted to short term borrowings from the banks and the outstanding amount as on 31st March, 2020 is ₹ 748 crores.

D. Non-Convertible Debentures:

Your Company has not issued any Non-Convertible Debentures (NCDs) during the year as on 31st March, 2020. Accordingly, we report Nil instances of unclaimed/unpaid Debentures or amount due thereon on or after due date for payment (Not Applicable) in compliance of clause 15 of Housing Finance Companies issuance of Non-Convertible Debentures on private placement basis (NHB) Directions, 2014.

AMOUNTS TRANSFERRED TO RESERVES

The Company has transferred ₹ 31.25 crore to Special Reserve u/s 36(1)(viii) of the Income-Tax Act, 1961 and an amount of ₹ 2.70 crore to General Reserve.

CAPITAL ADEQUACY RATIO (CAR)

The Company has been maintaining the Capital Adequacy Ratio (CAR) above the minimum required level prescribed by National Housing Bank (NHB) from time to time. The CAR prescribed for the present is 13%.

The Capital Adequacy Ratio of the Company as at 31st March, 2020 is 17.11% as against 16.55% as at 31st March, 2019.

CHANGE IN THE NATURE OF BUSINESS (IF ANY)

There were no fundamental changes in the business of the Company during the financial year ended on 31st March, 2020 except for commencement of Corporate Agency Business which is in addition to the main business of the Company.

CORPORATE AGENCY BUSINESS (IRDAI REGISTRATION NO.: CA0651)

Your Company have been issued Certificate of Registration (Registration no. CA0651) to act as Corporate Agent (Composite Registration i.e for Life & Non-Life Insurance) by Insurance Regulatory and Development Authority of India (IRDAI).

In carrying the business of Corporate Agency, your company has tie up with 'Kotak Mahindra Life Insurance Company Ltd. ("KLI")', "Future Generali India Life Insurance Company Ltd. ("FGLI")" and "Aditya Birla Sun Life Insurance Company Ltd. ("ABSLI")" for getting insurance cover on the life of the borrower to the extent of the "Outstanding Home Loan" and with TATA AIG General Insurance Company Limited for getting insurance cover on the health of borrowers. The said "Group Life/Health Cover(s)" are optional and the Company arranges this insurance on request from the borrower. These schemes ensure protection to the families of the borrower in case of un-expected eventualities like untimely death of borrower due to accident or natural death or critical illness. Your Company is getting Commission from the Insurance Companies for the Insurance Business Sourced to them at the rates as permitted by IRDAI.

MATERIAL CHANGES AFFECTING THE FINANCIAL POSITION OF THE COMPANY

COVID-19 Pandemic and its Impact on the Company:

In the last month of FY 2020, the COVID-19 pandemic developed rapidly into a global crisis, forcing governments to enforce lock-downs of all economic activities. For the Company, the focus immediately shifted to ensuring the health and well-being of all employees and on minimizing disruption to services for all our customers.

In enforcing social distancing to contain the spread of the disease, our Registered Office at Mumbai and Branch offices all over the country have been operating with minimal or no staff for extended periods of time. The Company has adopted Work from Home Policy for all employees and support staffs' at its Registered office and Branch offices to minimize the risk and contain the spread of COVID-19. In the operations, focus is being maintained on social distancing and hygienic practices, for the safety of the peoples.

Housing finance is core dependent on the construction activities, the major revenues are accounted on the purchase of new house etc. Due to the recent issue of migrant labor and halt of construction activities, it may have some temporary effect on the new housing finance segment, but we are expecting that the situation will normalize between Q3-Q4 of FY 2020-21 and demand factor will regain, because need of own house is now more realized due to the current COVID situation & lockdown.

Referring to the recent Government measures to mitigate the impact of the Pandemic, Central bank's move to cut reverse repo rate will enable banks to lend more which is a favorable move to support the financial system and at the same time the Indian real estate sector.

COVID Regulatory Package and Moratorium

In accordance with RBI guidelines relating to COVID-19 regulatory package dated 27th March, 2020, 17th April, 2020, and 23rd May, 2020, the Company has offered a moratorium on the payment of installments falling due between 1st March, 2020 to 31st August, 2020 (moratorium period) to the customers who have opted for the same.

The lockdown restricted disbursements during April 2020 and May 2020. The Company has considered the possible effects that may result from the pandemic relating to COVID-19 on the carrying amounts of loan & other assets and investments. In assessing the recoverability of aforesaid assets, the Company has considered internal and external information up to the date of approval of financial statements including credit reports and economic forecasts. A definitive assessment of impact is not possible due to economic uncertainty. The company is not expecting any significant change in estimates. Adjustments to recoverable amounts that the company has felt necessary due to the pandemic have been made in the Financial Statements and the company's ECL model has been modified to reflect conditions of COVID as well as forecast of future economic conditions. Other than these adjustments, the company believes that there is no significant impact on the Financial Statements for the year ended 31st March, 2020. Based on current estimates, the Company expects the carrying amount of these assets will be recovered. The impact of the global health pandemic may be different from that estimated as at the date of approval of the financial statements and the Company will continue to closely monitor any material changes to future economic conditions. Actual results could differ from those estimates and may impact future estimates including, but not limited to, allowance for loan losses, asset impairment charges, actuarial assumptions on our retirement benefit plans and discount rate assumptions. Management will continue to monitor the situation closely and will assess the need for additional measures in case the period of disruption becomes prolonged.

HOLDING AGM

Your Company has, for the past several years, held its AGMs within the statutory time period i.e. before 30th September every year. This year, due to spread of Corona Virus pandemic (COVID-19), and resultant lockdown by Government(s) and adherence of various guidelines, social distancing norms etc. as issued by Central & State Government, and considering the hardship faced by Companies, Ministry of Corporate Affairs vide its General Circular dated 17th August, 2020 advised all the Companies who are not able to hold their AGM within stipulated time period, to apply to concern ROC for extension in accordance with proviso to section 96 of the Act. MCA also advised all the ROC(s) to take liberal view in considering the applications of the Companies for extension of AGM. Later on, All the ROCs via separate order, granted general extension of 3 Months till 31st December, 2020 in holding AGM. Accordingly, your company is holding AGM on 18th December, 2020.

CREDIT RATING

Your Company had received rating from CRISIL and ICRA for its various borrowing programmes as follows:

CRISIL Rating:

- For Commercial Paper programmes of ₹ 1500 crores as A1+.

- For Fund Based Long Term Loan Programme of ₹ 100 crores as AA+ STABLE.
- For Non-Convertible Debentures Borrowing Programme of ₹ 505 crores AA+ STABLE.

ICRA Rating:

- For Commercial Paper (₹ 1500 crores)/ short term loan (₹ 1000 crores) programmes of ₹ 2500 crores as A1+.
- As per the Basel-II requirements - For Fund Based Long Term Loan Programme of ₹ 12,500 crores as AA+ (Negative).
- For Non-Convertible Debentures Borrowing Programme of ₹ 550 crores as AA+ (Negative).

INSURANCE COVERAGE TO BORROWERS

Your Company had taken "Special Contingency Insurance" with The New India Assurance Company Ltd., which covers the borrowers of your Company as under:

- **Personal Accident Insurance**: Personal accident (death only) risk cover, free of cost to the borrowers up to an amount of outstanding loan at any particular point of time during the term/ tenure of the housing loan.
- **Mortgaged Property Insurance:** The property acquired out of loan, for and up to an extent of the outstanding loan amount, covered free of cost against fire, earthquake and allied perils affecting the mortgaged property.

BRANCH EXPANSION

No branch was opened during the year under review. The total number of Offices as on 31st March, 2020 is 75. Your Company is initiating brand building measures to generate general awareness and improve the image of the Company.

HUMAN RESOURCES & INDUSTRIAL RELATIONS.

The ratio of remuneration of each Director to the median of employee's remuneration and such other details as required under Sec 197(12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, are furnished below :

1. **Ratio of remuneration of each director to the median employees' remuneration for FY 2020**

   The ratio of the remuneration of Managing Director to the median remuneration of the employees of the Company for the FY2019-20 was 3.57 : 1

   Independent Directors are eligible for sitting fee only. The details of sitting fee paid to the Directors for the meetings of Board and Committees are given in the Corporate Governance Report of the Company.

2. **Percentage increase in the remuneration of each Director and Key Managerial Personnel in FY 2020**

   The percentage increase in remuneration in the financial year for the Managing Director & CEO was 12.18%.

   The other Key managerial personnel of the Company are the Chief Financial Officer and the Company Secretary and the percentage increase in their remuneration was 11.55% and 11.62% respectively.

3. **Percentage increase in the median remuneration of employees in FY 2020**

   The percentage increase in the median remuneration of employees in the financial year was 7.56%.

4. **Number of permanent employees on the rolls of company**

   The work force strength of Your Company as on 31st March, 2020 is 325.

5. **Average percentile increase already made in salaries of employees other than managerial personnel in last financial year and its comparison with the percentile increase in managerial remuneration.**

   Average % increase in remuneration of the employees other than managerial personnel in the last financial year was 7.56% and that of Managerial remuneration was 12.18% during the period under review.

   The average increase in the remuneration of both, the managerial and non-managerial personnel was determined based on the Annual Performance Evaluation, Interviews and also based on the HR policy as approved by the Board of Directors.

There were no exceptional circumstances which warranted an increase in managerial remuneration which was not justified by the overall performance of the Company. The Company affirms that the remuneration is as per the HR policy of the Company.

SECRETARIAL AUDITOR

The Board has appointed M/s. Makarand M. Joshi & Co., Practicing Company Secretaries as Secretarial Auditor of your Company for the financial year 2019-20. The Secretarial Audit Report for the financial year ended 31st March, 2020 is annexed as **Annexure A** to this report. The Secretarial Audit Report does not contain any qualification, reservations or adverse remark.

STATUTORY AUDITORS

In terms of Section 139 of the Companies Act, 2013 ("the Act"), and the Companies (Audit and Auditors) Rules, 2014, M/s. CNK & Associates LLP, Chartered Accountants, Mumbai ceased to be the Statutory Auditors of the Company from the conclusion of 29th Annual General Meeting due to completion of their tenure of 2 terms of 5 consecutive years each as permissible under Companies Act, 2013.

Accordingly, M/s. M.P Chitale & Company, Chartered Accountants, (Firm Registration No. 101851W), was appointed as Statutory Auditors of the Company for one term of 5 consecutive years from the conclusion of the 29th Annual General Meeting till the conclusion of 34th Annual General Meeting of the Company.

STATUTORY AUDITORS' REPORT & FRAUD REPORTING (IF ANY)

The notes on financial statements referred in the Auditors' Report are self-explanatory and do not call for any further comments. The Auditors' Report does not contain any qualification, adverse remark or disclaimer and do not call for further comments.

During the year under review, no fraud were detected and reported by statutory auditors under section 143(12) to the Central Government.

COST RECORDS & COST AUDIT

Maintenance of cost records and requirement of cost audit as prescribed under the provisions of Section 148(1) of the Companies Act, 2013 are not applicable for the business activities carried out by the Company.

MEETINGS OF THE BOARD

Board met 9 ('Nine') times during the year. For further details, please refer report on Corporate Governance.

COMMITTEES' OF THE BOARD & ITS MEETINGS

Composition of the various Committees of the Board including Audit Committee along with their terms of reference and details of their meetings during the year is disclosed in Corporate Governance Report of the company which forms part of the Annual Report.

DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNELS

Details of Director's and KMPs' appointed or ceased during the year are as follows:

Sr. No.	Name of Directors'/KMPs'	Category	Effective Date	Mode of Appointment/ Cessation
Appointments : Additional Directors' and KMPs'				
1	Shri Ajit Kumar Saxena	Independent Director	1st November, 2019	Appointed by Board
2	Smt. Vijayalakshmi Iyer	Independent Director	1st November, 2019	Appointed by Board
3	Shri G. Srinivasan	Independent Director	19th December, 2019	Appointed by Board
4	Shri Devesh Srivastava	Non-Executive Director & Chairman	1st January, 2020	Appointed by Board
5	Smt. Suchita Gupta	Non-Executive Director	12th February, 2019	Appointed by Board
6	Smt. B. Radhika	Chief Financial Officer	11th February, 2020	Appointed by Board
7	Smt. Nutan Singh	Company Secretary	11th February, 2020	Appointed by Board

Sr. No.	Name of Directors'/KMPs'	Category	Effective Date	Mode of Appointment/ Cessation
Cessation of Directors' and KMPs'				
1	Smt. Alice G. Vaidyan	Non-Executive Director & Chairperson	13th August, 2019	Resignation due to Superannuation
2	Shri B. Chakrabarti	Independent Director	19th September, 2019	Completion of 2 terms
3	Shri M. K. Garg	Independent Director	19th September, 2019	Completion of 2 terms
4	Shri A. V. Muralidharan	Independent Director	19th September, 2019	Completion of 2 terms
5	Smt. M. Sashikala	Non-Executive Director	2nd December, 2019	Resignation due to superannuation
6	Shri S. Sridharan	Company Secretary & Chief Financial Officer	11th February, 2020	Resignation due to Superannuation

Details of Directors appointed or ceased from the end of year till the date of adoption of Directors' Report are as follows:

Sr. No.	Name of Directors'	Category	Effective Date	Mode of Appointment/ Cessation
1	Shri A.V. Girija Kumar	Non-Executive Director	31st May, 2020	Resignation due to Superannuation
2	Smt. S. N. Rajeswari	Non-Executive Director	12th September, 2020	Appointed by Board

DETAILS OF APPOINTMENT AND RE-APPOINTMENT OF DIRECTORS:

Shri A. K. Saxena, Smt. Vijayalakshmi Iyer, Shri G. Srinivasan, Smt. Suchita Gupta and Smt. S. N. Rajeswari were appointed as additional Directors and Shri Devesh Srivastava was appointed as Additional Director & Chairman upto the conclusion of this 30th AGM and they offer themselves for appointment as Non-Executive Directors and Non-Executive Director, Chairman respectively. Your Company has received notice in writing from shareholders as per section 160 of the Companies Act, 2013 for their appointment.

In terms of Article 138 of the Articles of Association of the Company read with applicable provisions of Section 152 of Companies Act, 2013, two third of the total strength of the Directors of the Company are liable to retire by rotation and one third of them are required to retire every year and if eligible, may seek re-appointment at the Annual General Meeting.

Accordingly, Shri Girish Radhakrishnan (DIN No. 08268834), Director is due to retire by rotation and, being eligible, offers himself for reappointment.

As per the provisions of the Companies Act, 2013, the first tenure of two years of Shri NSR Chandra Prasad as Independent Director will be expiring in ensuing 30th AGM of the Company. Based on the performance evaluation and recommendation of the Nomination and Remuneration Committee, the Board recommends re-appointment of Shri NSR Chandra Prasad as Independent Director for second term till the conclusion of 33rd AGM of the Company to the shareholders.

None of the Directors of the Company are disqualified from being appointed as Directors as specified in Section 164 of Companies Act, 2013. The Board of Directors recommends for the appointment of the above named Directors. We also place a Certificate (as **Annexure B**) from Smt. Kumudini Bhalerao, Partner at M/s. Makarand M. Joshi & Co., Practicing Company Secretaries regarding Non-disqualification of Directors from being appointed for the office of Director in our Company.

Your Independent Directors meet all the criteria of Independence as provided in Section 149(6) of Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Your Directors recommend re-appointment and appointment of above Directors and the related resolutions on the subject is included in the notice convening the ensuing Annual General Meeting.

DECLARATION BY INDEPENDENT DIRECTORS

All the Independent Directors have given declaration to the Company stating their independence pursuant to section 149(6) of the Companies Act, 2013 and regulation 16(1) (b) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. They also confirm their Compliance with the Companies Code of Conduct for Directors and Compliance with Code of Conduct for Independent Directors as specifies under schedule IV of the Companies Act, 2013 and the said declarations & confirmations have been placed to the Board and same is noted by the Board of Directors in its meeting held on 29th June, 2020.

All the Independent Directors of the Company are persons of integrity, expertise and experience and have completed their registration in the databank maintained by IICA.

FAMILIARIZATION PROGRAMME FOR INDEPENDENT DIRECTORS

The details of familiarization program for Independent Directors is available on the website of the Company at https://gichfindia.com/pdf/Familiarisation-Programme-for-Independent-Directors-PDF.pdf

STATEMENT FOR FORMAL ANNUAL EVALUATION MADE BY THE BOARD OF ITS OWN PERFORMANCE, ITS COMMITTEES AND INDIVIDUAL DIRECTORS

Our Company has prescribed required parameters to evaluate the performance of the Board and its Committees. It is always recognized that the Board comprises appropriately qualified and professional people with broad range of experience. While evaluating the performance of the individual Director, it is always seen the Knowledge to perform their role; time and level of participation; performance of duties and level of oversight; and professional conduct and independence etc.

The performance evaluation of the Directors and Committees of the Directors was completed for the year. The performance evaluation of the Chairman, Non-Executive Directors and Independent Directors was carried out by the Board and Nomination and Remuneration Committee. The Board of Directors expressed their satisfaction with the evaluation process.

RELATED PARTY TRANSACTIONS AND POLICY ON IT

Your Company has framed Policy on Related Party Transaction pursuant to SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 which is annexed as **Annexure C** to the Directors' Report. The said policy is also available on the website of the Company at https://gichfindia.com/pdf/RELATED-PARTY-TRANSACTION-POLICY-JULY-2016.pdf

The particulars of contracts or arrangements with related parties referred to in Section 188(1) of the Companies Act, 2013 in the prescribed **Form AOC 2** have been enclosed as **Annexure D** to the Directors report which is having NIL Report.

CORPORATE SOCIAL RESPONSIBILTY (CSR) POLICY U/S 135 OF COMPANIES ACT, 2013

In compliance with Section 135 of the Companies Act, 2013 read with the Companies (Corporate Social Responsibility) Rules, 2014, the Company has established Corporate Social Responsibility Committee and statutory disclosures with respect to the CSR Committee and a report on CSR expenditure is annexed as **Annexure E** to this report. The CSR policy of the Company is available on the website at https://gichfindia.com/pdf/CSR-Policy_FINAL.pdf.

NOMINATION AND REMUNERATION POLICY

The Board of Directors has framed a policy which lays down a framework for selection and remuneration of Directors, Key Managerial Personals (KMPs') and Senior Management of the Company. The Nomination and Remuneration policy is available on the website at https://gichfindia.com/pdf/NRC_POLICY.pdf of the Company which is enclosed as **Annexure F**.

BUSINESS RESPONSIBIITY REPORT

As per Regulation 34(2)(f) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Annual Report of top 1000 listed entities based on Market Capitalization shall contain Business Responsibility Report ('BRR'). Accordingly, Business Responsibility Report is enclosed as **Annexure G** to Directors Report.

EXTRACT OF ANNUAL RETURN AS PER SECTION 92

Annual Return in Form MGT 9 is enclosed as **Annexure H** to the Directors' Report and copy of the said Annual Return is available on the website of the company https://gichfindia.com/pdf/MGT%209.pdf .

RISK MANAGEMENT

The Board of Directors of the Company has formed a Risk Management Committee to frame, implement and monitor the risk management plan for the Company. The Committee is responsible for monitoring and reviewing the risk management plan and ensuring its effectiveness. The Audit Committee has additional oversight in the area of financial risks and controls. The major risks identified by the businesses and functions are systematically addressed through mitigating actions on a continuing basis. The development and implementation of risk management policy has been covered in the Management Discussion and Analysis Report, which forms part of this report. Your Company has also appointed Chief Risk Officer to assess, mitigate and report the potential Risk(s) to the Company.

SHARE CAPITAL

During the financial year 2019-20, Share Capital structure of your company remain unchanged and there were no new issue of shares to existing shareholders or new shareholders by way of Public issue or Private Placement or otherwise and to employees/ Directors by way of ESOPs' or Sweat Equity Shares.

DEPOSITS

Your Company has not accepted any fixed deposits and as such, no amount of Principal or interest was outstanding as of Balance sheet date.

VIGILANCE MECHANISM

As a conscious and vigilant organization, your Company has established proper vigilance mechanism for it's Directors and employees to report concerns about unethical behaviour, actual or suspected fraud or violation of the Company's code of conduct or ethics policy. The Company has framed Whistle Blower Policy and the same is uploaded at the website of the Company https://gichfindia.com/pdf/WHISTLE-BLOWER-POLICY.pdf.

DISCLSOURE UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORK PLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

Your Company is committed to provide and promote safe and healthy environment to all its employees without any discrimination. The Internal Complaints Committee is constituted in compliance with the provisions of Sexual Harassment of Women at Work Place (Prevention, Prohibition and Redressal) Act, 2013. During the year under review, there was no case filed.

Number of Complaints filed during the financial year 2019-20	NIL
Number of Complaint disposed off during the financial year 2019-20	NIL
Number of Complaint pending as on end of the financial year 2019-20	NIL

CORPORATE GOVERNANCE

The Auditors Certificate on Corporate Governance issued by the Secretarial Auditor of the Company for the year under review, as required under Companies Act, 2013 and in pursuance of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is annexed to the Report of the Directors on Corporate Governance.

Your Company has been complying with the principles of good Corporate Governance over the years. The Board of Directors supports the broad principles of Corporate Governance. In addition to the basic governance issues, the Board lays strong emphasis on transparency, accountability and integrity.

In terms of the provisions of Regulation 34 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Management Discussion and Analysis Report forms part of this report.

Based on the declaration received from the Directors & Senior Management for the compliance of "Code of Conduct for Directors and Senior Management" as approved by the Board of the Company, MD & CEO hereby declare that all the Directors and Senior Management have complied with the said Code of Conduct for Directors & Senior Management for FY 2019-20 and said code of conduct is available on the website of the Company at https://gichfindia.com/pdf/CODE-OF-CONDUCT-FOR-DIRECTORS-SENIOR-MANAGEMENT.pdf

PARTICULARS REGARDING CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND EXPENDITURE

Since the Company does not own any manufacturing facility, the particulars relating to conservation of energy and technology absorption as required to be furnished under Section 134(m) of Companies Act, 2013 are not applicable.

The Company did not earn any income in foreign currency during the year under review and also not incurred any expenses in foreign currency.

PARTICULARS OF LOANS, GUARANTEES SECURITY AND INVESTMENT UNDER SECTION 186 OF COMPANIES ACT, 2013

Your Company being a housing finance Company is exempted from the applicability of the requirements of section 186 of the Companies Act, 2013 except for the requirements as mentioned under sub-section (1) of section 186 of the Act.

PARTICULARS OF SUBSIDIARY, JOINT VENTURE OR ASSOCIATES

During the year under review, there were no companies which have become or ceased to be the subsidiaries, joint ventures or associate companies of your Company. However during the year, Board of Directors of your Company has approved investment in incorporation of wholly owned subsidiary company for business purpose.

DETAILS OF SIGNIFICANT & MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNAL IMPACTING GOING CONCERN STATUS OF THE COMPANY (IF ANY)

During the year under review, there were no any Significant / Material orders have been passed by any Regulators or Courts or Tribunals which affect the going concern status of your Company.

RECEIPT OF ANY COMMISSION BY MD/WTD FROM A COMPANY OR FOR RECEIPT OF COMMISSION/REMUNERATION FROM IT'S HOLDING OR SUBSIDIARY (IF ANY)

Your Company neither has any holding/ subsidiary company nor has any whole time Director except Managing Director. All the payments made to Managing Director are disclosed in Corporate Governance Report of the Company.

DEMATERIALISATION OF SHARES AND NOMINATION FACILITY AND LISTING AT STOCK EXCHANGES

As per the Securities & Exchange Board of India ("SEBI") directives, the transactions of the Company's shares must be compulsorily in dematerialised form. Your Company has signed an agreement with the Central Depository Services (India) Limited and National Securities Depository Limited for transaction of shares in dematerialised form. Shareholders holding shares in physical form are requested to convert their holdings into dematerialised form. Out of 5,38,51,066 equity shares, 5,35,29,628 equity shares are in dematerialised form, (5,34,89,704 shares as on 31st March, 2019) which is 99.41% (99.32% as on 31st March, 2019) of the total shares as on 31st March, 2020.

Shareholders holding shares in physical form may utilise the nomination facility available by sending the prescribed Form No.SH-13 duly filled, to our Registrar and Share Transfer Agent viz. M/s. KFIN Technologies Pvt. Ltd, Karvy Selenium, Tower B, Plot 31-32, Gachibowli, Financial District, Nankramguda, Hyderabad, Telangana-500032. Shareholders holding shares in dematerailised form has to send their "Nomination" request to the respective Depository Participants.

The equity shares of the Company continue to be listed on BSE Ltd., and The National Stock Exchange of India Ltd., The Annual Listing fees for the year 2020-21 were paid to these Stock Exchanges well in advance.

UNCLAIMED DIVIDEND TRANSFER TO INVESTORS EDUCATION AND PROTECTION FUND (IEPF)

In terms of the provisions of the Companies Act, 2013, the amount (dividends) that remained unclaimed and unpaid for more than 7 years from the date become first due for payment, shall be transferred to IEPF (Fund).

The Company has been intimating the shareholders to lodge their claim for payment due, if any, from time to time and such claims have been settled. This information is being mentioned in the Annual Reports every year. In spite of constant and sincere efforts to pay the unclaimed dividend to the respective shareholders, certain amount still remains unclaimed.

Unclaimed/Unpaid dividend relating to FY 2011-12 & FY 2012-13 amounting to ₹ 16,87,419/- and ₹ 18,77,090/- respectively, which has not been claimed by shareholders, has been transferred to Investor Education and Protection Fund (IEPF) during the month of October 2019 and will be transferred in the month of November, 2020 respectively.

In terms of the provisions of Section 124(6) of the Companies Act, 2013 and Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Amendment Rules, 2017, Company is required to transfer the shares in respect of which dividend remains unpaid and unclaimed for a period of seven consecutive years to the Investor Education and Protection Fund (IEPF) Suspense Account. We have transferred total 14,082 no. of equity shares to IEPF during the year and as on 31st March, 2020, total no. of 1,35,879 shares stands in the name of IEPF Authority.

DIRECTORS RESPONSIBILITY STATEMENT

The Board of Directors hereby confirms that:

a. In the preparation of Annual Accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures.

b. We have selected such Accounting Policies and applied them consistently and made judgments and estimates that are reasonable and prudent to give a true and fair view of the state of affairs of the Company as at the end of 31st March, 2020 and of the profit /Loss of the Company for the year ended on that date.

c. We have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.

d. We have prepared the annual accounts on a going concern basis.

e. We have laid down internal financial controls to be followed by the Company and such internal financial controls are adequate and were operating effectively.

f. We have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

ACKNOWLEDGEMENTS

The Directors thank the valued customers, shareholders for their goodwill, patronage and support.

The Directors acknowledge with gratitude the valuable and timely advice, guidance and support received from the Promoter(s) namely General Insurance Corporation of India (GIC Re), The New India Assurance Company Ltd., National Insurance Company Ltd., The Oriental Insurance Company Ltd. and United India Insurance Company Limited.

The Directors also thank the National Housing Bank for their support and continued refinance assistance, Banks for their continued support through term loans and Commercial Paper holders for their short term funding support. The Directors also thank the Security Exchange Board of India (SEBI); Stock Exchanges; Depositories; Ministry of Corporate Affairs; Insurance Regulatory & Development Authority of India (IRDAI); Credit Rating Agencies; Government(s) local/ statutory authorities; Registrar and Share Transfer agent and the Auditors of the Company for their continued support.

The Directors place on record their deep appreciation of the valuable contribution of the members of the staff at all levels for the progress of the Company during the year and look forward to their continued cooperation in realization of the corporate goals in the years ahead.

For and on behalf of the Board of Directors

Sd/-
Neera Saxena
Managing Director & CEO

For and on behalf of the Board of Directors

Sd/-
Devesh Srivastava
Non-Executive Director & Chairman

Place: Mumbai
Date: 12.10.2020

Annexure A

FORM NO. MR.3

SECRETARIAL AUDIT REPORT

For the Financial Year Ended 31st March, 2020

[Pursuant to section 204(1) of the Companies Act, 2013 and rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To
The Members,
GIC Housing Finance Limited,
6th Floor, National Insurance Building 14,
Jamshedji Tata Road, Churchgate, Mumbai 400020.

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **GIC Housing Finance Limited** (hereinafter called **'the Company'**). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/ statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on 31st March, 2020 (hereinafter called the **'Audit Period'**) complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March, 2020 according to the provisions of:

(i) The Companies Act, 2013 (the Act) and the rules made there under;

(ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;

(iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;

(iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, External Commercial Borrowings and Overseas Direct Investment **(Not Applicable to the Company during the Audit Period)**

(v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-

  (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

  (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

  (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; **(Not Applicable to the Company during the Audit Period)**

  (d) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 **(Not Applicable to the Company during the Audit Period)**;

  (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008**; (Not Applicable to the Company during the Audit Period)**

  (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;

  (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009**; (Not Applicable to the Company during the Audit Period)** and

  (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; **(Not Applicable to the Company during the Audit Period)**

We have also examined compliance with the applicable clauses of the following:

(i) Secretarial Standards issued by The Institute of Company Secretaries of India

(ii) The Securities and Exchange Board of India (Listing Obligations and Disclosure requirements) Regulations, 2015

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines and Standards, etc.

We further report that, having regard to the compliance system prevailing in the Company and on the examination of the relevant documents and records in pursuance thereof, on test-check basis, the Company has complied with the following law applicable specifically to the Company:

(i) National Housing Bank Directions, 2010

(ii) The National Housing Bank Act, 1987

(iii) Master Circulars to Housing finance Companies

(iv) Insurance Regulatory and Development Authority to an extent applicable to a Corporate Agent

We further report that

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

All decisions at Board Meetings and Committee Meetings are carried out unanimously as recorded in the minutes of the meetings of the Board of Directors or Committee of the Board, as the case may be.

We further report that there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

We further report that, during the audit period;

i. the Company has received registration certificate from Insurance Regulatory and Development Authority to act as a Corporate Agent (Composite)

ii. the Company has obtained shareholder approval in its Annual General Meeting dated 19th September, 2019 for the following resolutions for

- increasing the Borrowing limits u/s 180(1)(c) of the Companies Act, 2013 from ₹ 15,000 Crore to ₹ 17,000 Crore
- alteration of the Object Clause and Liability Clause of the Memorandum of Association of the Company
- adoption of new sets of Articles of Association of the Company

For Makarand M. Joshi & Co.
Practicing Company Secretaries

Sd/-
Makarand Joshi
Partner
FCS No. 5533
CP No. 3662
UDIN: F005533B000386353
Peer Review No: P2009MH007000

Place: Mumbai
Date: 26.06.2020

This report is to be read with our letter of even date which is annexed as **Annexure** and forms an integral part of this report.

Annexure

To
The Members,
GIC Housing Finance Limited
6th Floor, National Insurance Building 14,
Jamshedji Tata Road, Churchgate, Mumbai 400020

Our report of even date is to be read along with this letter.

1. Maintenance of secretarial record is the responsibility of the management of the company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the company.
4. Where ever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.

For Makarand M. Joshi & Co.
Practicing Company Secretaries
Sd/-
Makarand Joshi
Partner
FCS No. 5533
CP No. 3662
UDIN: F005533B000386353
Peer Review No: P2009MH007000

Place: Mumbai
Date: 26.06.2020

Annexure B

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

[Pursuant to Regulation 34 (3) and Schedule V Para C Clause (10) (i) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

To,

The Members

GIC HOUSING FINANCE LIMITED

We have examined the relevant disclosures provided by the Directors (as enlisted in Table A) to **GIC Housing Finance Limited** having **CIN L65922MH1989PLC054583** and having registered office at **6th Floor, National Insurance Building 14, Jamshedji Tata Road, Churchgate Mumbai City Maharashtra, 400020** (hereinafter referred to as '**the Company**') for the purpose of issuing this Certificate, in accordance with Regulation 34 (3) read with Schedule V Para C clause 10 (i) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and based on the disclosures of the Directors, we hereby certify that none of the Directors on the Board of the Company (as enlisted in Table A) have been debarred or disqualified from being appointed or continuing as Directors of the companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such other Statutory Authority for the period ended as on 31st March, 2020.

Table A

Sr. No.	Name of the Directors	Director Identification Number
1.	Neera Saxena	08189646
2.	Kamlesh Shivji Vikamsey	00059620
3.	Ramasamy Venkataraman	00490988
4.	Sri Ramachandra Prasad Nalam	01386757
5.	Gopalan Srinivasan	01876234
6.	Mona Mukund Bhide	05203026
7.	Vijayalakshmi Rajaram Iyer	05242960
8.	Ajit Kumar Saxena	05308801
9.	Atul Sahai	07542308
10.	Tajinder Mukherjee	08227563
11.	Girish Radhakrishnan	08268834
12.	Devesh Srivastava	08646006
13.	Suchita Gupta	08697650
14.	Angara Venkata Girijakumar	02921377

For Makarand M. Joshi & Co.
Practicing Company Secretaries

Sd/-
Kumudini Bhalerao
Partner
FCS No. 6667
CP No. 6690
UDIN- F006667B000396463

Place: Mumbai
Date: 29.06.2020

Annexure C

POLICY ON RELATED PARTY TRANSACTIONS

SCOPE AND PURPOSE:

Related party transactions can present a potential or actual conflict of interest which may be against the best interest of the Company and its shareholders. Considering the requirements for approval of related party transactions as prescribed under the Companies Act, 2013 ("Act") read with the Rules framed there under and Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, GIC Housing Finance Limited (**"GICHF"** or **"the Company"**) has formulated guidelines for identification of related parties and the proper conduct and documentation of all related party transactions.

Also as per Regulation 23, Listed Company is required to formulate a policy on materiality of related party transactions and dealing with related party transactions.

In light of the above, GICHF has framed this Policy on Related Party Transactions ("Policy"). This Policy has been adopted by the Board of Directors of the Company.

OBJECTIVE OF THE POLICY:

The objective of this Policy is to set out (a) the materiality thresholds for related party transactions and; (b) the manner of dealing with the transactions between the Company and its related parties based on the Act, Listing Regulation, 2015 and any other laws and regulations as may be applicable to the Company.

PROCEDURE FOR APPROVAL OF RELATED PARTY TRANSACTIONS:

The Company shall not enter into any contract or arrangement with a Related Party without the approval of the Audit Committee. Prior approval of the Audit Committee shall be obtained for all Related Party Transactions.

The Audit Committee may, in the interest of the conduct of affairs of the Company, grant omnibus approval for Related Party Transactions that are repetitive in nature, subject to the following conditions:

- The name/s of the related party, nature of transaction, period of transaction, maximum amount of transaction that can be entered into;
- The indicative base price / current contracted price and the formula for variation in the price, if any; and
- Such other conditions as the Audit Committee may deem fit.

The Audit Committee shall review, at least on a quarterly basis, the details of related party transactions entered into by the Company.

The Audit Committee may grant omnibus approval for related party transactions repetitive in nature which shall be valid for a period not exceeding one year and shall require fresh approvals after the expiry of one year.

In the event any contract or arrangement with a related party is not in the ordinary course of business or at arm's length, the Company shall comply with the provisions of the Companies Act, 2013 and the Rules framed there under and obtain approval of the Board and or its shareholders, as applicable, for such contract or arrangement.

All material related party transactions, other than those with Exempted Wholly Owned Subsidiaries (if any) will be placed for approval of the shareholders of the Company.

MATERIALITY THRESHOLD:

A transaction with a related party is considered material if the transaction / transactions to be entered into, either individually or taken together with previous transactions with such related party during a financial year, exceeds ten percent of the annual consolidated turnover as per the last audited financial statements of the Company.

DISCLOSURES

Company shall disclose, in the Board's report, transactions prescribed in Section 188(1) of the Act with related parties, which are not in ordinary course of business or arm's length basis along with the justification for entering into such transaction.

Annexure D

Form No. AOC-2

(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014)

1. **Details of contracts or arrangements or transactions not: NONE**

   at arm's length basis

   (a) Name(s) of the related party and nature of relationship

   (b) Nature of contracts/arrangements/transactions

   (c) Duration of the contracts / arrangements/transactions

   (d) Salient terms of the contracts or arrangements or transactions including the value, if any

   (e) Justification for entering into such contracts or arrangements or transactions

   (f) date(s) of approval by the Board

   (g) Amount paid as advances, if any:

   (h) Date on which the special resolution was passed in general meeting as required under first proviso to section 188

2. **Details of material contracts or arrangement or transactions : NONE**

   at arm's length basis

   (a) Name(s) of the related party and nature of relationship

   (b) Nature of contracts/arrangements/transactions

   (c) Duration of the contracts / arrangements/transactions

   (d) Salient terms of the contracts or arrangements or transactions including the value, if any:

   (e) Date(s) of approval by the Board, if any:

   (f) Amount paid as advances, if any:

For and on behalf of the Board of Directors

Sd/-
Neera Saxena
Managing Director & CEO

For and on behalf of the Board of Directors

Sd/-
Devesh Srivastava
Non-Executive Director & Chairman

Place: Mumbai
Date: 12.10.2020

ANNEXURE E

ANNUAL REPORT ON CSR ACTIVITIES

1. A brief outline of the Company's CSR Policy, including overview of projects or programs proposed to be undertaken and a reference to the web link to the CSR policy and projects or programs.

The objective of our CSR Policy is to actively contribute to the social and economic development of the communities in which we operate. In so doing build a better, sustainable way of life for the weaker sections of society and raise the country's human development index. The CSR Policy of the Company is available on the website of our Company at https://gichfindia.com/pdf/CSR-Policy_FINAL.pdf

2. Composition of the CSR Committee:

a) Shri NSR Chandra Prasad Chairman (Independent Director)

b) Smt. Mona Bhide Member (Independent Director)

c) Smt. Neera Saxena Member (Managing Director & CEO)

3. Average net Profit of the Company for the last three financial years

Sr. No.	Financial Year	₹ in crores
a)	2018-2019	247.06
b)	2017-2018	271.83
c)	2016-2017	227.10
d)	Total	745.99
e)	Average net profit (before tax) for 3 years	248.66

4. Prescribed CSR Expenditure/Budget for F.Y. 2019-20 (two percent of the amount as in item 3).

₹ 4.97 crores

5. Details of CSR amount spent during the financial year 2019-20 from total CSR Budget.

a) Total amount (including carry forward amount of previous years) to be spent for the financial year(s) : ₹ 12.67 crores

b) Amount spent during financial year : ₹ 1.92 crores

c) Amount unspent, if any : ₹ 10.75 crores

d) Manner in which the amount spent during the financial year is detailed below –

(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)
Sr. No.	**CSR project or activity identified**	**Sector in which the project is covered**	**Projects or programs (1) Area (local area or others) (2) state and district where projects or programs was undertaken**	**Amount outlay (budget) project or programs wise**	**Amount spent on the projects or programs** **Sub-heads:** • **Direct expenditure** • **Overheads**	**Cumulative expenditure upto to the reporting period**	**Amount spent: Direct/ through implementing agency**
1	Shri Sankaradeva Nethralaya - purchase of eye care Medical Equipment's	Promoting Health Care including Preventive Health care.	Guwahati Assam	₹ 1,87,000,00	Direct expenditure	₹ 1,86,000,00	Direct
2	Swami Vivekanand Medical Mission -Solar Panel Installation for Hospital	Environmental sustainability, ecological balance and conservation of natural resources.	Palakkad Kerala	C.Y. Budget : ₹ 4,33,500 Total Budget : ₹ 8,67,885	Direct expenditure	₹ 4,33,500 (₹4,33,500 contributed last year out of Total Budget of ₹ 8,67,885)	Direct
3	Pain and Palliative Care Society - Medicine Distribution	Distribution of free medicine to Cancer and renal patients.	Thrissur Kerala	C.Y. Budget : ₹ 1,81,398 Total Budget : ₹ 5,07,822	Direct expenditure	₹ 1,81,398 (₹ 3,26,424 contributed last year out of total budget of ₹ 5,07,822)	Direct
4	TATA Memorial Hospital – Purchase of Medical Equipment & Blood donation Van	Promoting Health Care including Preventive Health care.	Mumbai Maharashtra	₹ 1,15,000,00	Direct expenditure	Nil	NA
	TOTAL			**₹ 3,08,14,898**		**₹ 1,92,14,898**	

6. In case the Company has failed to spend the two percent of the average net profit of the last three years or any part thereof, the Company shall provide the reasons for not spending the amount in its Board Report.

Your Company has spent ₹ 1.92 crores in the last financial year. CSR proposal of ₹ 1.15 Crore from TATA Memorial Hospital is already approved by the CSR Committee and Board and same will be implemented during financial year 2020-21. Other CSR Proposals are also being evaluated and same are under consideration by the Company.

7. A responsibility statement of the CSR Committee that the implementation and monitoring of CSR Policy, is in compliance of CSR objectives and policy of the Company.

The implementation of CSR projects is in accordance with the CSR policy of the Company.

For GIC Housing Finance Limited

Sd/-
Neera Saxena
Managing Director & CEO

For GIC Housing Finance Limited

Sd/-
NSR Chandra Prasad
Committee Chairman

ANNEXURE F

NOMINATION AND REMUNERATION POLICY

I. PREAMBLE

Pursuant to Section 178 of the Companies Act, 2013 and Regulation 19 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations, 2015"), the Board of Directors of every Listed Company shall constitute the Nomination and Remuneration Committee. The Company already constituted Nomination and Remuneration Committee comprising of three Non-Executive Independent Directors as required under Listing Regulations, 2015. In order to align with the provisions of the Companies Act, 2013 and the amended Listing Regulations, 2015, the Policy is formulated in compliance with Section 178 of the Companies Act, 2013 read along with the applicable rules thereto and Listing Regulations, 2015.

II. **DEFINITIONS:**

"Board" means Board of Directors of the Company.

"Company" means GIC Housing Finance Limited.

"Policy or This Policy" means, "Nomination and Remuneration Policy".

"Remuneration" means any money or its equivalent given or passed to any person for services rendered by him and includes perquisites as defined under the Income Tax Act, 1961;

"Independent Director" means a Director referred to in Section 149 (6) of the Companies Act, 2013.

"Key Managerial Personnel" means Managing Director or Chief Executive Officer or Manager and in their absence, a Whole -time Director; Chief Financial Officer; Company Secretary; and such other Officer as may be prescribed.

Senior Managerial Personnel" shall mean Officers who are members of its core management team excluding board of directors and normally this shall comprise all members of management one level below the chief executive officer/managing director/ whole time director/manager (including chief executive officer/manager, in case they are not part of the board) and shall specifically include company secretary and chief financial officer.

III. OBJECTIVE:

The Key Objectives of the Committee would be:

a) To guide the Board in relation to appointment and removal of Directors, Key Managerial Personnel and Senior Management.

b) To formulate a criteria for determining qualifications, positive attributes and independence of a Director.

c) To evaluate the performance of the Members of the Board and provide necessary report to the Board for further evaluation.

d) To recommend to the Board on Remuneration payable to the Directors, Key Managerial Personnel and Senior Management.

e) To ensure that level and composition of remuneration is reasonable and sufficient, relationship of remuneration to performance is clear and meets appropriate performance benchmarks.

f) To devise a policy on Board diversity.

g) To carry out any other function as is mandated by the Board from time to time and / or enforced by any statutory notification, amendment or modification, as may be applicable.

h) To perform such other functions as may be necessary or appropriate for the performance of its duties.

IV. **APPOINTMENT AND REMOVAL OF DIRECTOR, KEY MANAGERIAL PERSONNEL AND SENIOR MANAGEMENT:**

a) The Committee shall identify and ascertain the integrity, qualification, expertise and experience of the person for appointment as Director, KMP or at Senior Management level and recommend his / her appointment, as per Company's Policy.

b) A person should possess adequate qualification, expertise and experience for the position he / she is considered for

appointment. The Committee has authority to decide whether qualification, expertise and experience possessed by a person is sufficient / satisfactory for the position.

c) The Company shall not appoint or continue the employment of any person as Whole time Director who has attained the age of seventy years.

BOARD DIVERSITY:

Our Company recognises and embraces the benefits of having a diverse Board, and sees increasing diversity at Board level as an essential element in maintaining a competitive advantage. A truly diverse Board will include and make good use of differences in the skills, regional and industry experience, background, race, gender and other distinctions between Directors. These differences will be considered in determining the optimum composition of the Board and when possible should be balanced appropriately. All Board appointments are made on merit, in the context of the skills, experience, independence and knowledge which the Board as a whole requires to be effective. The Board Corporate Governance & Nominations Committee ('the Committee') reviews and assesses Board composition on behalf of the Board and recommends the appointment of new Directors. The Committee also oversees the conduct of the annual review of Board effectiveness.In reviewing Board composition, the Committee will consider the benefits of all aspects of diversity including, but not limited to, those described above, in order to enable it to discharge its duties and responsibilities effectively.

Term / Tenure:

1. **Managing Director/Whole-time Director/Manager (Managerial Person):**

   The Company shall appoint or re-appoint any person as its Managerial person for a term not exceeding five years at a time. No re-appointment shall be made earlier than one year before the expiry of term.

2. **Independent Director:**

   - An Independent Director shall hold office for a term up to five consecutive years on the Board of the Company and will be eligible for re-appointment on passing of a special resolution by the Company and disclosure of such appointment in the Board's report.
   - No Independent Director shall hold office for more than two consecutive terms, but such Independent Director shall be eligible for appointment after expiry of three years of ceasing to become an Independent Director. Provided that an Independent Director shall not, during the said period of three years, be appointed in or be associated with the Company in any other capacity, either directly or indirectly. However, if a person who has already served as an Independent Director for 5 years or more in the Company as on 1st October, 2014 or such other date as may be determined by the Committee as per regulatory requirement, he /she shall be eligible for appointment for one more term of 5 years only.
   - At the time of appointment of Independent Director, it should be ensured that number of Boards on which such Independent Director serves is restricted to seven listed companies as an Independent Director and three listed companies as an Independent Director in case such person is serving as a Whole-time Director of a listed Company.

REMOVAL

The Committee may recommend with reasons recorded in writing, removal of a Director or Senior Management Personnel subject to the provisions and compliance of the Companies Act, 2013, rules and regulations and the policy of the Company.

V. **EVALUATION:**

The Committee shall carry out evaluation of performance of Directors yearly or at such intervals as may be considered necessary.

VI. PROVISIONS RELATING TO REMUNERATION OF MANAGERIAL PERSON, KMP AND SENIOR MANAGEMENT :

In our Company, Managerial Persons are appointed from one of our Promoter Insurance Companies on deputation basis and their remuneration is also as per the pay structure of the concerned Promoter Insurance Companies.

The remuneration of KMP and Senior Management is also approved by the Board of the Directors of the Company and the same is revised every five years with the Board's approval.

VII. **SITTING FEE TO INDEPENDENT DIRECTORS:**

Independent Director may receive remuneration by way of fees for attending meetings of Board or Committee thereof.

Provided that the amount of such fees shall not exceed the maximum amount as provided in the Companies Act, 2013, per meeting of the Board or Committee or such amount as may be prescribed by the Central Government from time to time.

VIII. MINUTES OF COMMITTEE MEETING:

Proceedings of all meetings must be minuted and signed by the Chairman of the said meeting or the Chairman of the next succeeding meeting. Minutes of the Committee meeting will be tabled at the subsequent Committee meeting.

Annexure G

BUSINESS RESPONSIBILITY REPORT

Business Responsibility Report is a disclosure mandated by the Securities and Exchange Board of India (SEBI) for the top 1000 listed companies [Reg.34(2)(f)]. It covers initiatives taken from an environment, social and governance perspective.

SECTION A: GENERAL INFORMATION ABOUT THE COMPANY

1	Corporate Identity Number (CIN) of the Company	L65922MH1989PLC054583
2	Name of the Company	GIC Housing Finance Limited
3	Registered address	National Insurance Building, 6th Floor, 14, Jamshedji Tata Road, Churchgate, Mumbai – 400 020.
4	Website	www.gichfindia.com
5	E-mail id	investors@gichf.com; corporate@gichf.com
6	Financial Year reported	2019-2020
7	Sector(s) that the Company is engaged in (industrial activity code-wise)	Housing Finance- 64192 Insurance – 65110 (Industrial Group as per National Industrial Classification Ministry of Statistics and Programme Implementation)
8	List key products/services that the Company manufactures/ provides (as in balance sheet)	1. Housing Loan 2. Loan against Property
9	Total number of locations where business activity is undertaken by the Company a) Number of International Locations (Provide details of major 5) b) Number of National Locations	- NA (No overseas presence as of date). We have total 75 Offices all over India.
10	Markets served by the Company – Local/State/National/ International	India

SECTION B: FINANCIAL DETAILS OF THE COMPANY

1	Paid up Capital (INR)	₹ 53.851066 Cr
2	Total Turnover (INR)	₹ 1254.91 Cr.
3	Total profit after taxes (INR)	₹ 45.59 Cr.
4	Total Spending on Corporate Social Responsibility (CSR) as percentage of profit after tax (%)	4.21%
5	List of activities in which expenditure in point no. 4 above has been incurred	• Promoting Health care by donating Medical equipment's. • Environmental Sustainability, Ecological Balance and Conservation of natural resources by donating solar panel. • Distribution of Medicine.

SECTION C: OTHER DETAILS

1. **Does the Company have any Subsidiary Company/ Companies?**

   GIC Housing Finance Limited does not have any Subsidiary.

2. **Do the Subsidiary Company/Companies participate in the BR Initiatives of the parent company? If yes, then indicate the number of such subsidiary company(s)**

   Not Applicable

3. **Do any other entity/entities (e.g. suppliers, distributors etc.) that the Company does business with, participate in the BR initiatives of the Company? If yes, then indicate the percentage of such entity/entities? [Less than 30%, 30-60%, More than 60%]**

   Not Applicable

SECTION D: BUSINESS RESPONSIBILITY INFORMATION

1. Details of Director/Directors responsible for BR:

   (a) Details of the Director/Director responsible for implementation of the BR policy/policies

   The Board of the Company is collectively responsible for the implementation of the BR policies of the Company

   (b) Details of BR Head:

Sr. No.	Particulars	Details
1	DIN Number (if applicable)	08189646
2	Name	Mrs. Neera Saxena
3	Designation	MD & CEO
4	Telephone number	022-43041900
5	e-mail id	neera.saxena@gichf.com

2. Principle-wise (as per NVGs) BR Policy / policies (Reply in Y / N):

Principle 1	Businesses should conduct and govern themselves with Ethics, Transparency and Accountability.
Principle 2	Businesses should provide goods and services that are safe and contribute to sustainability throughout their life cycle.
Principle 3	Businesses should promote the well-being of all employees.
Principle 4	Businesses should respect the interests of, and be responsive towards all stakeholders, especially those who are disadvantaged, vulnerable and marginalised.
Principle 5	Businesses should respect and promote human rights.
Principle 6	Businesses should respect, protect and make efforts to restore the environment.
Principle 7	Businesses, when engaged in influencing public and regulatory policy, should do so in a responsible manner.
Principle 8	Businesses should support inclusive growth and equitable development.
Principle 9	Businesses should engage with and provide value to their customers and consumers in a responsible manner.

3. Principle-wise (as per NVGs) BR Policy/policies

(a) Details of compliance (Reply in Y/N)

Sr. No.	Questions	P 1	P 2	P 3	P 4	P 5	P 6	P 7	P 8	P 9
1	Do you have a policy/ policies for :	Y	Y	Y	Y	Y	Y	N	Y	Y
2	Has the policy being formulated in Consultation with the relevant stakeholders?	All the policies have been formulated keeping in mind the regulatory requirement and stakeholder's best interest.								
3	Does the policy conform to any national / international standards? If yes, specify? (50 words)	All the policies have been developed as a result of detailed consultation, experience and research on the best practices adopted in the industry.								
4	Has the policy being approved by the Board? If yes, has it been signed by MD/ owner/CEO/ appropriate Board Director?	Y	Y	Y	Y	Y	Y	N	Y	Y
5	Does the company have a specified committee of the Board/ Director/ Official to oversee the implementation of the policy?	Y	Y	Y	Y	Y	Y	N	Y	Y
6	Indicate the link for the policy to be viewed online?	https://gichfindia.com/Policies%20,%20Programes%20and%20Codes.html								
7	Has the policy been formally communicated to all relevant internal and external stakeholders?	Y	Y	Y	Y	Y	Y	N	Y	Y
8	Does the company have in-house structure to implement the policy/ policies.	Y	Y	Y	Y	Y	Y	N	Y	Y
9	Does the Company have a grievance redressal mechanism related to the policy/ policies to address stakeholders' grievances related to the policy/ policies?	Y	Y	Y	Y	Y	Y	N	Y	Y
10	Has the company carried out independent audit/ evaluation of the working of this policy by an internal or external agency?	All the policies of the Company are reviewed/ evaluated internally.								

(b) If answer to the question at serial number 1 against any principle, is 'No', please explain why: (Tick up to 2 options)

Sr. No.	Questions	P 1	P 2	P 3	P 4	P 5	P 6	P 7	P 8	P 9
1	The company has not understood the Principles	NA						*	NA	
2	The company is not at a stage where it finds itself in a position to formulate and implement the policies on specified principles									
3	The company does not have financial or manpower resources available for the task									
4	It is planned to be done within next 6 Months									
5	It is planned to be done within the next 1 year									
6	Any other reason (please specify)									

* The company presently is not a member of any trade and chamber or association.

4. Governance related to BR

(a) Indicate the frequency with which the Board of Directors, Committee of the Board or CEO to assess the BR performance of the Company. Within 3 months, 3-6 months, Annually, More than 1 year.

3-6 months.

(b) Does the Company publish a BR or a Sustainability Report? What is the hyperlink for viewing this report? How frequently it is published?

The Company publishes the BR Report in the Annual Report, on the website of the Company (www. gichfindia. com) and files the same online on NSE & BSE websites.

SECTION E: PRINCIPLE-WISE PERFORMANCE

Principle 1: Businesses should conduct and govern themselves with Ethics, Transparency and Accountability

1. Does the policy relating to ethics, bribery and corruption cover only the company?

Yes. The Company believes in ethical and transparent practices. It is committed to maintain the highest standards of ethics in all spheres of its business activities. The Board of Directors and senior management have a responsibility to set exemplary standards of ethical behavior. The Management constantly endeavors to inculcate this ethical behavior at all levels in the organization so that it becomes an integral part of the work culture among all its employees.

The Company believes that transparency means being open in its relationship with its customers and all its stakeholders as well as in the conduct of its business. The Company believes in empowerment and has delegated decision making powers to appropriate levels in the organizational hierarchy. Each executive and employee is similarly accountable for the functions and responsibilities entrusted to him/her.

The Company believes that transparency increases accountability and scrutiny. Every employee of the Company shall conduct himself / herself professionally and deal on behalf of the Company with honesty and integrity, while conforming to high ethical standards.

Does it extend to the Group/Joint Ventures/ Suppliers/Contractors/NGOs /Others?

Not Applicable

2. How many stakeholder complaints have been received in the past financial year and what percentage was satisfactorily resolved by the management? If so, provide details thereof, in about 50 words or so.

Total 140 Complaints were received during the financial year 2019- 20, from various stakeholders (housing loan applicants, borrowers) out of which 139 complaints were resolved satisfactorily.

During the year, the Company had received 1 complaint (SEBI SCORES) from investors and said complaints have been resolved satisfactorily.

Principle 2 : Businesses should provide goods and services that are safe and contribute to sustainability throughout their life cycle

1. List up to 3 of your products or services whose design has incorporated social or environmental concerns, risks and/or opportunities.

Your company is in housing finance business. The main line of business of company is providing housing loan to individuals at affordable rate with good quality service.

2. For each such product, provide the following details in respect of resource use (energy, water, raw material etc.) per unit of product(optional):

Since the Company is not involved in any manufacturing activity, the reporting on use of energy, water, raw material etc. is not applicable.

3. Does the company have procedures in place for sustainable sourcing (including transportation)?

Since the Company is not involved in any manufacturing activity, the reporting on sustainable sourcing is not applicable.

4. Has the company taken any steps to procure goods and services from local & small producers, including communities surrounding their place of work?

The Company has, to the best possible extent, tried to improve the capacity and capability of local and small vendors by patronizing them to supply / provide different services required by the Company for its day to day administration / operation.

5. Does the company have a mechanism to recycle products and waste? If yes what is the percentage of recycling of products and waste (separately as <5%, 5-10%, >10%). Also, provide details thereof, in about 50 words or so.

Since the Company is not involved in any manufacturing activity, the reporting on recycle mechanism is not applicable. The Company minimises the consumption of electrical energy and natural resources and shall strive to prevent pollution of air, water and land.

Principle 3 : Businesses should promote the wellbeing of all employees.

1. Please indicate the Total number of employees. : 325

2. Please indicate the Total number of employees hired on temporary/contractual/casual basis.: 62

3. Please indicate the Number of permanent women employees. : 75

4. Please indicate the Number of permanent employees with disabilities : 0

5. Do you have an employee association that is recognized by management.: No

6. What percentage of your permanent employees is members of this recognized employee association? : NA

7. Please indicate the Number of complaints relating to child labour, forced labour, involuntary labour, sexual harassment in the last financial year and pending, as on the end of the financial year. : NIL

Sr. No.	Category	No of complaints filed during the financial year	No of complaints pending as on end of the financial year
1	Child labour/forced labour/involuntary labour	GICHFL do not have Child/forced/ involuntary labours. No cases reported	NA
2	Sexual harassment	NIL	NA
3	Discriminatory employment	NIL	NA

8. What safety and skill up-gradation training was provided in the last year?

Internal and external training for upgrading and enhancing the skills and knowledge level was given to different categories of employees viz. permanent employees (including women employees) and contract employees.

Principle 4 : Businesses should respect the interests of, and be responsive towards all stakeholders, especially those who are disadvantaged, vulnerable, and marginalised.

1. Has the company mapped its internal and external stakeholders? Yes/No

The Company's key stakeholders include promoters, employees, customers, business associates, recovery agents, investors, agents, suppliers and regulatory agencies. Our Investors comprise of shareholders (including Institutional Investors, corporate bodies, foreign institutional investors, foreign bodies etc.).

The Company and its employees strive to provide value based services to the stakeholders. The Company is in constant touch with its various stakeholders to understand their concerns and assess their requirements and respond to their needs in an effective manner.

2. Out of the above, has the company identified the disadvantaged, vulnerable & marginalized stakeholders?

The Company through its schemes for Affordable home loans helps customers with incomes in the lower brackets/ lower strata of society.

3. Are there any special initiatives taken by the company to engage with the disadvantaged, vulnerable and marginalized stakeholders. If so, provide details thereof, in about 50 words or so.

Formal and informal consultations/ meetings are held with the different stakeholders at different management levels to obtain their ideas, views and opinions for better handling of their interests. If the customers have any grievances, they can make a complaint by letter or by email addressed to the concerned Branch Manager. In case the grievance is not resolved within reasonable time, it can be escalated to the Concerned Officer in the Registered Office.

Principle 5 : Businesses should respect and promote human rights.

1. **Does the policy of the company on human rights cover only the company or extend to the Group/Joint Ventures/ Suppliers/Contractors/NGOs/Others?**

The Company abides by the principle of respect and support for human rights and adheres to the spirit of fundamental rights in its policies and systems. The Company ensures that all individuals impacted by its business shall have access to grievance redressal mechanisms. The Company conducts business in a manner that respects the rights and dignity of all people, complying with all legal requirements.

2. How many stakeholder complaints have been received in the past financial year and what percent was satisfactorily resolved by the management?

For stakeholder complaints, kindly refer Principle 1 under Section E of this BR Report.

Principle 6 : Business should respect, protect, and make efforts to restore the environment.

1. Does the policy related to Principle 6 cover only the company or extends to the Group/Joint Ventures/Suppliers/ Contractors/NGOs/others.

The Company is committed to respect, protect and make efforts towards renewable resources to avoid depletion of natural resources. The Company shall comply with legal / regulatory requirements related to environment protection, management and sustainable development. The Company as a part of its CSR has extended financial support for installation of solar plant Distributed free medicine to cancer patients, Donated Eye care medical equipment for poor and needy patients, got Sulabh complex constructed under Sanitation activity as part of CSR Initiatives.

2. Does the company have strategies/ initiatives to address global environmental issues such as climate change, global warming, etc? Y/N. If yes, please give hyperlink for webpage etc.

Not applicable since the Company is engaged in providing finance for construction / purchase of house / flat.

3. Does the company identify and assess potential environmental risks? Y/N

Yes. The Company being in the business of granting housing loans ensures housing projects which are environmentally safe and secure, by taking opinion from the experts, i.e. from panel valuers.

4. Does the company have any project related to Clean Development Mechanism? If so, provide details thereof, in about 50 words or so. Also, if Yes, whether any environmental compliance report is filed?

Not Applicable

5. Has the company undertaken any other initiatives on clean technology, energy efficiency, renewable energy, etc. Y/N. If yes, please give hyperlink for web page etc.

Nil

6. Are the Emissions/Waste generated by the company within the permissible limits given by CPCB/SPCB for the financial year being reported?

Not Applicable

7. Number of show cause/ legal notices received from CPCB/SPCB which are pending (i.e. not resolved to satisfaction) as on end of Financial Year.

Nil

Principle 7 : Businesses when engaged in influencing public and regulatory policy, should do so in a responsible manner.

1. **Is your company a member of any trade and chamber or association? If Yes, Name only those major ones that your business deals with:**

   The Company presently is not a member of any trade and chamber or association.

2. **Have you advocated/lobbied through above associations for the advancement or improvement of public good? Yes/No; if yes specify the broad areas (drop box: Governance and Administration, Economic Reforms, Inclusive Development Policies, Energy security, Water, Food Security, Sustainable Business Principles, Others)**

   Not Applicable

Principle 8 : Businesses should support inclusive growth and equitable development.

1. **Does the company have specified programmes/initiatives/projects in pursuit of the policy related to Principle 8? If yes details thereof.**

   The Company with its objective of promoting home ownership and increasing housing stock across the Country functions on the principles of inclusive growth and equitable development. By opening 75 offices (31st March, 2020) throughout the Country. Company as a part of its CSR activity, contributed in purchase of latest equipment for eye care. Company have also contributed for donation of Medicine to poor peoples.

2. **Are the programmes/projects undertaken through in-house team/own foundation/external NGO/government structures/ any other organization?**

   In-house team.

3. **Have you done any impact assessment of your initiative?**

   All CSR activities of GICHFL are conducted with the direct involvement of Company officials and the impact of the initiative are measured by follow-up visits. We are contacting the beneficiaries of our CSR initiatives to ascertain/quantify the impact on the society.

4. **What is your company's direct contribution to community development projects- Amount in INR and the details of the projects undertaken.**

   Your Company contributed towards CSR activities to the extent of ₹ 1.92 Crore.

5. **Have you taken steps to ensure that this community development initiative is successfully adopted by the community? Please explain in 50 words, or so.**

   We are contacting the beneficiaries of our CSR initiatives to ascertain/quantify the impact on the society. However based on the response from the local public and other stakeholders, we are sure that the due to our CSR Contribution, public at large got benifitted.

Principle 9 : Businesses should engage with and provide value to their customers and consumers in a responsible manner.

1. **What percentage of customer complaints/consumer cases are pending as on the end of financial year.**

   0.71%

2. **Does the company display product information on the product label, over and above what is mandated as per local laws? Yes/No/N.A. /Remarks(additional information)**

   GICHFL is a housing finance Company and hence not applicable.

3. **Is there any case filed by any stakeholder against the company regarding unfair trade practices, irresponsible advertising and/or anti-competitive behaviour during the last five years and pending as on end of financial year. If so, provide details thereof, in about 50 words or so.**

   There are no such instances.

4. Did your company carry out any consumer survey/ consumer satisfaction trends?

The Company has not carried out any formal consumer survey/ consumer satisfaction trends. However, the Company collects customer feedback through mailers and customer portal hosted on the website of the Company.

For GIC Housing Finance Limited

Sd/-
Neera Saxena
Managing Director & CEO

For GIC Housing Finance Limited

Sd/-
Devesh Srivastava
Non-Executive Director & Chairman

Place :Mumbai
Date: 12.10.2020

Annexure H

Form No. MGT-9

EXTRACT OF ANNUAL RETURN AS ON 31_03_2020

[Pursuant to Section 92(3) of the Companies Act, 2013 and Rule 12(1) of the Companies (Management and Administration) Rules, 2014]

I. REGISTRATION AND OTHER DETAILS:

CIN	L65922MH1989PLC054583
Registration Date	12/12/1989
Name of the Company	GIC Housing Finance Limited
Category / Sub-Category of the Company	Company Limited By Shares/Non-Government Company
Address of the Registered office and contact details	National Insurance Building, 6th Floor, 14, J Tata Road, Churchgate, Mumbai-400020 Tel. No. 022-43041900
Whether listed company	Yes
Name, Address and Contact details of Registrar and Transfer Agent, if any	KFin Technologies Pvt. Ltd. Karvy Selenium Tower B, Plot 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad – 500032 P : +91 040 67161560

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY:

All the business activities contributing 10 % or more of the total turnover of the company shall be stated:-

Sr. No.	Name and Description of main products / Services	NIC Code of the Product/ service	% to total turnover of the Company
1	HOUSING FINANCE	64192	100%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES - Not Applicable

IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

i) Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year 01_04_2019				No. of Shares held at the end of the year 31_03_2020				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual/HUF	0	0	0	0	0	0	0	0	0
b) Central Govt/ State Govt(s)	0	0	0	0	0	0	0	0	0
c) Bodies Corp.	22836839	0	22836839	42.41	22836839	0	22836839	42.41	0
d) Banks / FI	0	0	0	0	0	0	0	0	0
e) Any Other	0	0	0	0	0	0	0	0	0
Sub-total (A) (1):-	**22836839**	**0**	**22836839**	**42.41**	**22836839**	**0**	**22836839**	**42.41**	**0**
(2) Foreign									
a) NRIs Individuals	0	0	0	0	0	0	0	0	0
b) Other -Individuals	0	0	0	0	0	0	0	0	0
c) Bodies Corp.	0	0	0	0	0	0	0	0	0
d) Banks / FI	0	0	0	0	0	0	0	0	0

Category of Shareholders	No. of Shares held at the beginning of the year 01_04_2019				No. of Shares held at the end of the year 31_03_2020				
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	% Change During the year
e) Any Other	0	0	0	0	0	0	0	0	0
Sub-total (A) (2)	**0**	**0**	**0**	**0**	**0**	**0**	**0**	**0**	**0**
Total shareholding of Promoter (A) = (A)(1)+(A)(2)	**22836839**	**0**	**22836839**	**42.41**	**22836839**	**0**	**22836839**	**42.41**	**0**
B. Public Shareholding									
1. **Institutions**									
a) Mutual Funds/UTI	662019	0	662019	1.23	662444	0	662444	1.23	0
b) Venture Capital Funds	0	0	0	0	0	0	0	0	0
c) Foreign Institutional Investors (FPI)	4076521	0	4076521	7.57	3415219	0	3415219	6.34	(1.23)
d) Banks / FI	68290	200	68490	0.13	58116	200	58316	0.11	(0.02)
e) Insurance Companies	3050250	0	3050250	5.66	3050250	0	3050250	5.66	0
e) Foreign Venture Capital Investors	0	0	0	0	0	0	0	0	0
i) Others (specify)	0	0	0	0	0	0	0	0	0
Sub-total (B)(1)	**7857080**	**200**	**7857280**	**14.59**	**7186029**	**200**	**7186229**	**13.34**	**(1.25)**

Category of Shareholders	No. of Shares held at the beginning of the year 01_04_2019				No. of Shares held at the end of the year 31_03_2020				
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	% Change during the year
2. Non Institutions									
a) Individuals									
i) Individual Shareholders holding nominal share capital upto ₹ 2 lakh	12338411	358660	12697071	23.58	13528101	319336	13847437	25.71	2.13
ii) Individual shareholders holdingnominal share capital in excess of ₹ 2 lakh	4793485	0	4793485	8.90	4879069	0	4879069	9.06	0.16
b) Others (specify)	**000**	**000**	**000**	**000**	**000**	**000**	**000**	**000**	**000**
NBFCs Registered with RBI	2479	0	2479	0	200	0	200	0.00	0.00
Trust	44875	0	44875	0.08	54211	0	54211	0.10	0.02
Bodies Corporate	4521765	1902	4523667	8.40	3903968	1902	3905870	7.25	(1.15)
Clearing Members	192613	0	192613	0.36	196041	0	196041	0.36	0.00
Non Resident (Non Rep)	215312	0	215312	0.40	204662	0	204662	0.38	(0.02)
Non Resident	565048	0	565048	1.05	544829	0	544829	1.01	(0.04)
Foreign Nationals	200	0	200	0.00	200	0	200	0.00	0.00
IEPF	122197	0	122197	0.23	135879	0	135879	0.25	0.02
Qualified Institutional Buyer	-	-	-	-	59600	0	59600	0.11	0.11
Sub-total (B)(2):-	**22796385**	**360562**	**23156947**	**43.00**	**23506760**	**321238**	**23827998**	**44.25**	**1.25**
Total Public Shareholding B)=(B)(1)+(B)(2)	**30653465**	**360762**	**31014227**	**57.59**	**30692789**	**321438**	**31014227**	**57.59**	**0.00**
C. Shares held by Custodian for GDRs &ADRs	0	0	0	0	0	0	0	0	0
Grand Total (A+B+C)	**53490304**	**360762**	**53851066**	**100**	**53529628**	**321438**	**53851066**	**100**	**0.0**

ii) Shareholding of Promoters:

Sl No.	Shareholder's Name	Shareholding at the beginning of the year _ 01_04_2019			Shareholding at the end of the year _ 31_03_2020			
		No. of Shares	% of total Shares of the company	%of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the com-pany	%of Shares Pledged/ encumbered to total shares	% change in share holding during the year
1	GENERAL INSURANCE CORPORATION OF INDIA	8218802	15.26	0	8218802	15.26	0	0
2	THE NEW INDIA ASSURANCE COMPANY LTD.	4656913	8.65	0	4656913	8.65	0	0
3	UNITED INDIA INSURANCE COMPANY LTD.	3956000	7.35	0	3956000	7.35	0	0
4	THE ORIENTAL INSURANCE COMPANY LTD.	2975024	5.52	0	2975024	5.52	0	0
5	NATIONAL INSURANCE COMPANY LTD.	3030100	5.63	0	3030100	5.63	0	0

iii) **Change in Promoters' Shareholding (please specify, if there is no change)**

Sr. No.	Particulars	Shareholding at the beginning of the year 01_04_2019		Cumulative Shareholding during the year 31_03_2020	
		No. of shares	% of total shares of the company	No. of Shares	% of total shares of the company
NIL					

(iv) Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs):

Sr. No.	Shareholder's Name	Shares at the Beginning of the Year		Cumulative Shareholding during the year		% Change during the year
		No. of Shares	% of shares of the Company	No. of Shares	% of shares of the Company	
1	LIFE INSURANCE CORPORATION OF INDIA	350250	5.66	350250	5.66	0
2	TATA INVESTMENT CORPORATION LIMITED	1900000	3.53	1900000	3.53	0
3	FIDELITY FUNDS - ASIAN SMALLER COMPANIES POOL	2105371	3.91	1671023	3.10	(0.81)
4	FIDELITY ASIAN VALUES PLC	885282	1.64	829975	1.54	(0.10)
5	LIFE INSURANCE CORPORATION OF INDIA P & GS FUND	662000	1.23	662000	1.23	0
6	SONAL D SHAH	500010	0.93	500010	0.93	0
7	PREETI N SHAH	500000	0.93	500000	0.93	0
8	URMILA D SHAH	500000	0.93	500000	0.93	0
9	CD EQUIFINANCE PVT. LTD	490871	0.91	105274	0.20	(0.71)
10	ISHWAR GREWAL	418933	0.78	418933	O.78	0

(v) Shareholding of Directors and Key Managerial Personnel:

Sr. No.	For Each of the Directors and KMP	Shareholding at the beginning of the year_01_04_2019		Cumulative Shareholding during the year _31_03_2020	
		No. of Shares	% of total shares of the company	No. of Shares	% of total shares of the company
1	At the beginning of the year	0	0	0	0
2	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc)	0	0	70*	0
3	At the End of the year	0	0	70	0

*Shares held by Smt. B. Radhika, CFO (KMP) - Appointed on 11th February, 2020.

V. **INDEBTEDNESS:**

Indebtedness of the Company including interest Outstanding/accrued but not due for payment:

Particulars	Secured Loans excluding Deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	104,178,979,959	12,407,606,780	-	116,586,586,739
ii) Interest due but not paid	-	-	-	-
i) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	**104,178,979,959**	**12,407,606,780**	**-**	**116,586,586,739**
Change in Indebtedness during the financial year.				
· Addition	26,253,351,280	75,800,000,000	-	102,053,351,280
· Reduction	20,397,922,366	80,732,362,661	-	101,130,285,027
Net Change	**5,855,428,914**	**(4,932,362,661)**	**-**	**923,066,253**
Indebtedness at the end of the financial year				
i) Principal Amount	110,034,408,873	7,475,244,119	-	117,509,652,992
ii) Interest due but not paid	-	-	-	-
ii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	**110,034,408,873**	**7,475,244,119**	**-**	**117,509,652,992**

VI. **REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**

A. Remuneration to Managing Director & CEO:

Sr. No.	Particulars of Remuneration	Smt. Neera Saxena (Managing Director & CEO) Amount (₹)
1	Gross salary	**38,97,532**
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	26,82,724
	(b) Salary Arrear	0
	(c) Value of perquisites u/s 17(2) Income-tax Act, 1961	4,21,680
	(d) Profits in lieu of salary under section 17(3) Income tax Act, 1961	0
2	Stock Option	0
3	Sweat Equity	0
4	Commission - as % of profit - others, specify…	0 0
5	Others : • Performance Incentive • Leave Encashment and Other Allowances • L.T.S	 3,50,000 99,694 2,01,000
6	Contribution to Pension and other funds	1,42,434
	Total A	**38,97,532**
	Ceiling as per Act	**Maximum 5 % of net profit**

B. Remuneration to other directors:

Sr. No.	Particulars of Remuneration	Name of Directors							Total Amount (₹)
		Shri V. Ramasamy	Shri Kamlesh S. Vikamsey	Smt. Mona Bhide	Shri NSR Chandra Prasad	Shri A. K. Saxena	Smt. Vijayalakshmi Iyer	Shri G. Srinivasan	
1	**Independent Directors**								
	· Fee for attending board & committee meetings	4,20,000	6,00,000	3,60,000	3,30,000	60,000	1,20,000	90,000	19,80,000
	· Commission	0	0	0	0	0	0	0	0
	· Others, please specify	0	0	0	0	0	0	0	0
	Independent Directors (till 19.09.2019)	**Shri B. Chakra-barti**	**Shri A. V. Muralid-haran**	**Shri M. K. Garg**	-	-	-	-	-
	· Fee for attending board & committee meetings	4,50,000	5,70,000	5,40,000	-	-	-	-	15,60,000
	· Commission	0	0	0	-	-	-	-	0
	· Others, please specify	0	0	0	-	-	-	-	0
	Total (i)	8,70,000	11,70,000	9,00,000	3,30,000	60,000	1,20,000	90,000	35,40,000

Sr. No.	Particulars of Remuneration	Name of Directors							Total Amount (₹)
		Shri V. Ramasamy	Shri Kamlesh S. Vikamsey	Smt. Mona Bhide	Shri NSR Chandra Prasad	Shri A. K. Saxena	Smt. Vijayalakshmi Iyer	Shri G. Srinivasan	
2	**Other Non-Executive Directors**								
	· Fee for attending board / committee meetings	0	0	0	0	0	0	0	0
	· Commission	0	0	0	0	0	0	0	0
	· Others, please specify	0	0	0	0	0	0	0	0
	Total (ii)	0	0	0	0	0	0	0	0
	Total (B)=(i+ii)	8,70,000	11,70,000	9,00,000	3,30,000	60,000	1,20,000	90,000	35,40,000
	Total Managerial remuneration (A+B)		**₹ 74,37,532/-**						
	Overall Ceiling for sitting fee as per the act		**₹ 1,00,000/- per Director for each meeting**						

C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD

Sr. No.	Particulars of Remuneration	Shri S. Sridharan (Company Secretary & CFO till 10th February, 2020)	Mrs. B. Radhika (CFO from 11th February, 2020)	Ms. Nutan Singh (Company Secretary from 11th February, 2020)
		Amount (₹)	Amount (₹)	Amount (₹)
1	Gross salary	**26,75,859**	**4,35,008**	**2,11,212**
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	20,22,134	3,22,500	1,92,010
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	1,29,205	0	0
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	0	0	0
2	Stock Option	0	0	0
3	Sweat Equity	0	0	0
4	Commission - as % of profit - others, specify...	0	0	0
5	Others : • Performance Incentive • Leave Encashment and Other Allowances • L.T.S	 1,99,183 0 1,34,000	 0 78,313 0	 0 0 O
6	Contributions to pension and other funds	1,91,337	34,195	19,202
	TOTAL	**26,75,859**	**4,35,008**	**2,11,212**

VII. **PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:**

Type	Section of the Companies Act	Brief Description	Details of penalty/ punishment/ compounding fee imposed	Appeal made, if any (give details)
NA	NA	NA	NA	NA

For and on Behalf of the Board of Directors

Sd/-

Nutan Singh

Group Executive & Company Secretary

For and on Behalf of the Board of Directors

Sd/-

Neera Saxena

Managing Director & CEO

For and on Behalf of the Board of Directors

Sd/-

Devesh Srivastava

Non-Executive Director & Chairman

MANAGEMENT DISCUSSION & ANALYSIS REPORT

OVERVIEW OF THE INDIAN ECONOMY

The outbreak of the Covid-19 pandemic is an unprecedented shock to the World economy. The Government of India has announced a variety of measures to tackle the situation, from food security and extra funds for healthcare, to sector related incentives and tax deadline extensions. With the prolonged country-wide lockdown, global economic downturn and associated disruption of demand and supply chains, the economy is likely to face a protracted period of slowdown. The Indian economy has been experiencing significant slowdown over the past few quarters. In the third quarter of the current fiscal, the economy grew at a six-year low rate of 4.7%. There was a strong hope of recovery in the last quarter of the current fiscal. However, the new coronavirus epidemic has made the recovery extremely difficult in the near to medium term. The outbreak has presented fresh challenges for the Indian economy now, causing severe disruptive impact on both demand and supply side elements which has the potential to derail India's growth story. The impact on the Indian economy could be significant if the virus continues to penetrate the country which will have a longer lasting effect.

Most multilateral agencies and credit rating agencies have therefore revised their 2020 and 2021 growth projections for India keeping in view the negative impact of coronavirus-induced travel restrictions, supply chain disruptions, subdued consumption and investment levels on the growth of both global and the Indian economy. Fitch has also cut its forecast for India's economic growth to 4.9% for 2019-20 from 5.1% projected earlier. Moody's Investors Service has revised down its growth forecast for India to 5.3% for 2020 from its earlier estimate of 5.4% made in February. S&P Global Ratings has lowered India's economic growth forecast to 5.2% for 2020 as against 5.7% projected earlier. A survey by FICCI (2020) found that most industry respondents did not foresee positive demand account during the entire fiscal year. Demand side impact on tourism, hospitality and aviation is among the worst affected sectors that are facing the maximum burnt of the present crisis. Consumption is also getting impacted due to job losses and decline in income levels of people particularly the daily wage earners due to slowing activity in several sectors including retail, construction, entertainment, etc.

INDIAN ECONOMY FUTURE OUTLOOK:

As the coronavirus pandemic has disrupted economic activities, The GDP growth in 2020-21 is expected to remain in the negative territory with some pick up in second half. The economic activity in India was severely impacted by the nationwide lockdown in the last two months. The biggest blow to the economy has come from the slump in private consumption. Consumer durables production has reduced 33% in the March. Electricity consumption has also plunged. Service sector has contracted passenger and commercial vehicle sales, domestic air passenger traffic and foreign tourist arrivals have slumped in March. However, agri sector remained the ray of hope for the economy. Recovery in economic activity is expected to begin in Q3 and gain momentum in Q4 as supply lines are gradually restored to normalcy and demand gradually revives. The decline in oil prices is likely to moderate the foreign exchange outgo on the back of higher spending by the government to revive growth. During the year, the government has taken several steps to lift growth, including a cut in corporate tax rates, a real estate fund for stressed housing projects and a national infrastructure pipeline. The Union Budget 2020 has focused on long-term policy direction, agricultural sector, education, infrastructure, healthcare, financial services and improving ease of doing business and better tax governance. There is also a strong message towards gaining people's confidence and trust through assurance about the stability of the banking system, making proposals like decriminalising specific provisions in the Companies Act, 2013, relooking at other laws, fine-tuning the Contract Act, increasing the deposit insurance and creating a taxpayers' charter in the statute to prevent harassment.

REAL ESTATE INDUSTRY STRUCTURE & DEVELOPMENTS

The real estate sector is one of the largest employment generators in the country and has a multiplier effect on around 250 allied industries. The sector is expected to contribute to around 13 per cent to the country's GDP by 2025 and become the third-largest globally at USD1 trillion by 2030. However, the year 2019 has been a mixed bag for the Indian real estate industry, having attracted investments worth USD5 billion. Around 66 per cent of these investments were in the commercial real estate market owing to healthy demand from private equity investors for stable rent yielding assets. On the other hand, the residential real estate sector has witnessed poor demand and lower absorption in the past few years owing to the economic slowdown, the NBFC crisis, cynical buyer sentiment and developer defaults. This has led to higher unsold inventory across the major cities in India. The housing sector is expected to see muted demand with significant reduction in the new launches during the present scenario. With possible slowdown in the U.S. and European economies, the potential investments in commercial real estate may either get curtailed or postponed till H2 of the current year. With current lockdown situation in the country, retail sector is experiencing material impacts and may continue to see a slowdown in the demand along with impact on the supply chain and logistics. There is a high possibility of postponement of REIT launches (earlier scheduled for listing in 2020), which would mean further liquidity pressure on real estate

developers. Fresh equity investments into the country's real estate sector could slow down, with almost all sub- sectors going through turmoil.

However, the historic cut in reverse repo rate by RBI is a welcome move which will aid the realty sector with the much needed liquidity boost in view of the current COVID crisis. It also announced the allotment of ₹ 10,000 crore to NHB which is a big move for the real estate sector reeling under the liquidity crisis in COVID-19 times.

OPPORTUNITIES & THREATS IN REAL ESTATE INDUSTRY

Lack of work due to COVID-19 has led to a reverse exodus of labourers. For an already-stressed realty sector, multiple measures are needed to turn the tide and restore normalcy. In the best of times, hiring labour for the realty and construction industries is challenging. Now, the nationwide lockdown due to the COVID-19 pandemic has created an unprecedented predicament. The residential sector which already had concerns of weak demand will find it difficult to launch new projects and complete the ongoing ones due to construction halts and labour shortage.

This crisis has retracted the end-user confidence to its lowest levels ever, which will push any kind of real estate purchase decisions to the distant future. The already ailing real estate sector has been crippled with this pandemic, making it imperative for government support to bring it back on track. Home loan growth and its asset quality of housing finance companies (HFCs) will come under pressure following the economic impact of coronavirus pandemic as salaried class and self-employed face the prospect of a job loss / salary cuts. It is likely that people will defer their home purchases and home improvement/extension decisions in the current fiscal, till they are able to achieve stability in income levels and resumption of business activities. The infusion of liquidity by RBI into the system via targeted long-term repo operations (TLTROs) could increase the available liquidity. The ₹ 50,000 crore of additional TLTROs announced on April 17, 2020 and the additional ₹ 10,000 crore of refinance facility to National Housing Bank (NHB) will support the immediate liquidity requirements of HFCs to some extent, especially those operating in the affordable housing space where collections are likely to be impacted more.

SEGMENT REPORTING

The Company's main business is to provide loans for the purchase or construction of residential units. All other activities revolve around the main business. Hence, there are no separate reportable segments, as per Ind AS 108 dealing with Operating Segments as specified under Sec.133 of the Companies Act, 2013. Secondary segmentation based on geography has not been presented as the Company operates primarily in India and the Company perceives that there is no significant difference in its risk and returns in operating from different geographic areas within India.

RISKS AND CONCERNS

Your Company is exposed to risks such as liquidity risk, interest rate risk, credit risk, increase in Non Performing Assets and operational risk which are inherent in the housing finance business e.g. take-overs of our existing accounts. Intense competition, increase in cost of borrowing and narrowing of spread, pose a big challenge for sustaining profitability on consistent basis. Prevailing inflationary trends will impact the affordability of vast number of end users.

RISK MANAGEMENT

Liquidity risks and interest rate risks arising out of maturity mismatch of assets and liabilities are managed by your Company by constant monitoring of the maturity profiles with a periodical review of the position. Credit risks are minimized by having established credit appraisal system in place, prescribing exposure limits, periodic review of the portfolio. Our Company operates in the mid segment and large chunk of borrowers are in the salary group. Your Company is having CIBIL checks, field verification, stringent legal and technical due diligence etc. which have helped to reduce incremental delinquencies. Our recovery mechanism is also robust supported by best use of SARFAESI Act. Operational risks are minimized by strengething the internal control procedures and addressing the deficiencies reported by the internal auditors.

INTERNAL CONTROL SYSTEMS AND ADEQUACY

The Company has internal control systems which is commensurate with the size of the operations. Internal audit checks are conducted regularly and internal auditor's recommendations are reviewed for improving systems and procedures. Your Company takes efforts from time to time to meet the changes in business conditions along with statutory and accounting requirements. The internal audit is carried out by independent firms of Chartered Accountants and covers the key areas of business. There is also in house internal audit department which supplements the outsourced internal audit activity. The Audit Committee & Statutory Auditors are periodically apprised of the internal audit findings and compliances and Audit Committee reviews the internal control system.

MARKETING

The marketing of your Company's home loan products are done through direct sales, through Direct Selling Agents and tie up with builders. Marketing of home loan products with a focused attention on existing as well as the prospective customers is a constant endeavour at the Company with 75 Offices spread across the country.

HUMAN RESOURCES/ INDUSTRIAL RELATIONS

The Company has a dedicated team of 325 Employees, who have been contributing to the progress and growth of the Company. The manpower requirement at Offices of the Company is assessed continuously and recruitment is conducted accordingly.

RELATED PARTY TRANSACTIONS

The Related Party Transactions with details are furnished in the Notes on Accounts [Note No. 34], forming part of the Accounts. None of the transactions with any of the related parties were in conflict with the interests of the Company. Transactions with related parties entered into by the Company in the normal course of business were placed before the Audit Committee.

Details of Key Financial Ratios:

Particulars	2018-19	2019-20	% Change	Detail reason for change in Ratio (if Change is >25%)
Cost to Income Ratio	31.82	63.73	100.28	Due to increase in impairment of financial instruments, including write-off, amortization of Right of Use (ROU) Assets
Cost of Borrowed Funds (%)	8.00	8.07	8.75	-
Interest Coverage Ratio	1.32	1.16	(12.12)	-
Debt Service Coverage Ratio	0.24	0.25	4.17	-
Return on Net worth (%)	15.12	3.55	(76.52)	Due to increase in impairment of financial instruments, including write-off and finance Costs.
Return on Total Assets (%)	1.32	0.34	(74.24)	Assets increased due to creation of ROU Assets, Intangible assets & Increase in Cash & Cash Equivalent & Also return decreases
Price Earnings Ratio	8.47	7.01	(17.24)	-
Operating Profit Margin (%)	20.12	8.95	(55.52)	Proportion of Increase in Income is less than Increase in Expenses
Net Profit Margin (%)	14.00	3.63	(74.07)	Proportion of Increase in Income is less than Increase in Expenses

JOURNEY OF BUSINESS TRANSFORMATION :

Your Company is undergoing the Business Transformation Programme in partnership with Boston Consulting Group. The ongoing Transformation Programme has long term objectives where IT/Credit/Collection/ HR Verticals of the Company are being revamped with an aim to improve efficiency at all levels of the Organsiation. The transformation programme aims to more digitization to bring efficiencies and enchance customer service.

CAUTIONARY STATEMENT

Statements in this report describing the Company's objectives, projections, estimations, expectations are "forward looking statements" within the meaning of applicable securities, laws and regulations. These statements are based on certain assumptions in respect of future events and Company assumes no responsibility in case the actual results differ materially due to change in internal or external factors.

CORPORATE GOVERNANCE REPORT

COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE:

Company believes "Corporate Governance" is about commitment to values and about ethical business conduct. It is about how an organization is managed. This includes its corporate and other business structures, its culture, policies and procedures which ensure that the Company is managed in a manner that meets stakeholder's aspirations and societal expectations. Corporate governance is an integral element in improving efficiency and growth as well as enhancing investor confidence.

The Board of Directors is pleased to place here below a report on the Corporate Governance practices followed by your Company:

GOVERNANCE STRUCTURE- BOARD OF DIRECTORS AND COMMITTEES OF THE BOARD:

BOARD OF DIRECTORS

COMPOSITION, ATTENDANCE & SHAREHOLDING OF BOARD MEMBERS

The Board of your Company comprises 14 members as on 31st March, 2020. Most of the members of the Board are Non-Executive Directors. During the year, Board met 9 times and attendance details of Directors are as follows:

Sr. No.	Name of the Director(s)	Executive/ Non Executive/ Independent	Attendance Record at Board Meetings & AGM		Shareholding in the Company
			Number of Meetings attended	Whether attended last AGM held on 19.09.2019	
1	Shri Devesh Srivastava	Non-Executive Director & Chairman	2	NA	Nil
2	Shri A. V. Girijakumar	Non-Executive Director	3	No	Nil
3	Shri Girish Radhakrishnan	Non-Executive Director	6	No	Nil
4	Smt. Tajinder Mukherjee	Non-Executive Director	2	No	Nil
5	Shri Atul Sahai	Non-Executive Director	5	No	Nil
6	Smt. Suchita Gupta	Non-Executive Director	1	NA	Nil
7	Shri V. Ramasamy	Non-Executive/ Independent Director	6	Yes	Nil
8	Shri Kamlesh S. Vikamsey	Non-Executive/ Independent Director	7	Yes	Nil
9	Smt. Mona Bhide	Non-Executive/ Independent Director	7	Yes	Nil
10	Shri NSR Chandra Prasad	Non-Executive/ Independent Director	7	No	Nil
11	Shri A.K. Saxena	Non-Executive / Independent Director	2	NA	Nil
12	Smt. Vijayalakshmi Iyer	Non-Executive / Independent Director	3	NA	Nil
13	Shri G. Srinivasan	Non-Executive / Independent Director	2	NA	Nil
14	Smt. Neera Saxena	Managing Director & CEO	9	Yes	Nil

Details of Appointment or cessation of Directors and KMPs during the year till adoption of Directors Report and their terms of appointment/re-appointment etc. forms part of Directors Report.

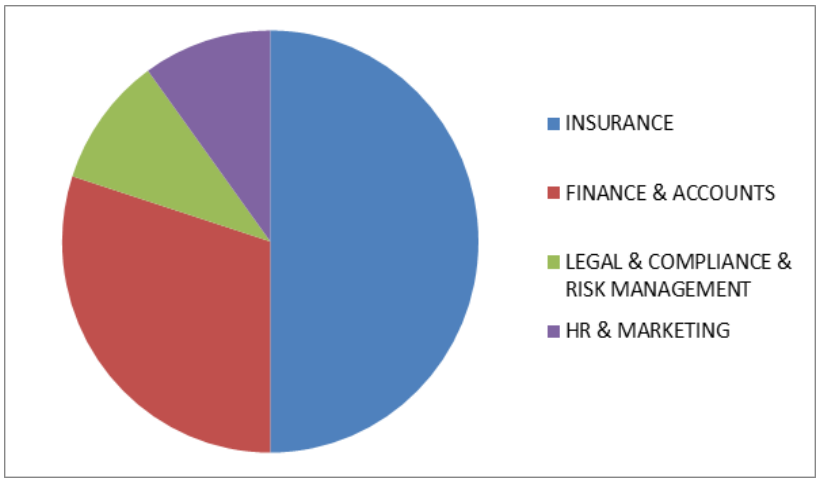
The Directors furnish a notice of disclosure of interest as specified in Section 184 of the Companies Act, 2013. The Company maintains Register of Contracts and details of Companies and Firms (if any) in which Directors are interested as provided in Section 189(1) of the Companies Act, 2013. The Independent and Non-Executive Directors of the Company do not have any pecuniary relationship or transactions with the Company except for the sitting fees received by them. There is no inter-se relationship between Directors of the company.

Details of Directorship & Committee Membership in other Companies:

Name of Director(s)	No. of Directorships in other Companies	No. of Committee Membership(s) in other Companies		Directorship in Other Listed Companies	Category of Directorship
		Member	Chairman/ Chairperson		
Shri Devesh Srivastava	4	5	2	General Insurance Corporation of India (GIC-Re)	Managing Director (Executive)
Shri A. V. Girijakumar	4	0	2	-	-
Shri Girish Radhakrishnan	3	0	2	-	-
Smt. Tajinder Mukherjee	3	2	2	-	-
Shri Atul Sahai	3	6	0	The New India Assurance Company Limited	Managing Director (Executive)
Smt. Suchita Gupta	0	0	0	-	-
Shri V. Ramasamy	1	0	2	General Insurance Corporation of India (GIC-Re)	Independent Director
Shri Kamlesh S. Vikamsey	8	11	4	Man Infra construction Limited	Independent Director
				PTC India Financial Services Limited	Independent Director
				Tribhovandas Bhimji Zaveri Limited	Independent Director
				Apcotex Industries Limited	Independent Director
				Navneet Education Limited	Non-Executive Director
Smt. Mona Bhide	2	2	0	Vinati Organics Limited	Independent Director
				Datamatics Global Services Pvt. Ltd.	Independent Director
Shri NSR Chandra Prasad	3	0	0	-	-
Shri A. K. Saxena	1	2	1	-	-
Smt. Vijayalakshmi Iyer	10	6	4	Aditya Birla Capital Limited	Director
				Religare Enterprises Limited	Director
				Magma Fincorp Limited	Director
				ICICI Securities Limited	Director
Shri G. Srinivasan	1	0	0	-	-
Smt. Neera Saxena	1	0	0	-	-

Qualification & Expertise of the Board of Directors:

The Board is committed to ensure that the company is in compliance with the Highest Standard of Corporate Governance and accordingly Board of Directors of the Company has identified requisite skills, competence and expertise in the field of Finance and Accounts, Insurance, Legal, Human Resource and Risk Management. The details of skills, competence and expertise of Board Members are listed below:



Sr. No.	Name of Director(s)	Qualification(s)	Field of Expertise
1	Shri Devesh Srivastava	Post Graduate	Insurance, HR & Marketing, Management.
2	Shri A.V. Girija Kumar	MBA and A-III (Insurance)	Insurance, HR & Marketing, Management.
3	Shri Girish Radhakrishnan	Post Graduate	Risk Management, Insurance, HR & Marketing.
4	Smt. Tajinder Mukherjee	Graduate and F-III (Insurance)	Finance & Accounts, Insurance, HR & Marketing, Management.
5	Shri Atul Sahahi	Post Graduate	IT, Investment, HR, Insurance, Marketing.
6	Smt. Suchita Gupta	C.S., M.Com, LL.B.	Legal & Compliance, Accounts & Finance.
7	Shri V. Ramasamy	C.A.	Accounts & Finance.
8	Shri Kamlesh S. Vikamsey	C.A.	Accounts & Finance.
9	Smt. Mona Bhide	LL.M	Legal & Compliance.
10	Shri NSR Chandra Prasad	Graduate and F-III (Insurance)	Insurance & HR, Risk Management.
11	Shri A. K. Saxena	Masters – Vety. Science, LL.B.	Legal & Insurance.
12	Shri Vijayalakshmi Iyer	Post Graduate & A-II (Banking & Finance)	Finance & Accounts and Risk Management.
13	Shri G. Srinivasan	ICWAI (CMA) & F-III (Insurance)	Finance & Accounts, Insurance.
14	Smt. Neera Saxena	Post graduate	Finance & Accounts, Insurance, Marketing.

INDEPENDENT DIRECTORS:

1. LETTER OF APPOINTMENT TO INDEPENDENT DIRECTORS

At the time of the appointment of an independent director, the Company issues a formal letter of appointment outlining his / her role, function, duties and responsibilities. The format of the letter of appointment is available on our website, at https://gichfindia.com/pdf/Appointment%20letter%20to%20Independent%20Director.pdf

2. FAMILIARISATION PROGRAMME FOR INDEPENDENT DIRECTORS:

Company provides Familiarisation Programme to its Independent Directors at the time of their induction in the Board. During the year under review, S/s. A. K. Saxena, Vijayalakshmi Iyer, G. Srinivasan were appointed as Independent Directors and Familiarisation programme was conducted on 11th February, 2020. The detail of familiarisation programmes is updated on the website of the Company https://gichfindia.com/pdf/Familiarisation-Programme-for-Independent-Directors-PDF.pdf

3. DECLARATION BY INDEPENDENT DIRECTORS:

The Company has received necessary declaration from each Independent Director under Section 149(7) of the Companies Act, 2013, that he / she meets the criteria of independence as laid down in Section 149(6) of the Companies Act, 2013 and Regulation 25 of the Listing Regulations. Pursuant to a notification dated 22nd October, 2020 issued by the Ministry of Corporate Affairs, all the Independent Directors have complied with the requirement of inclusion of their names in the Databank for Independent Directors as maintained by Indian Institute of Corporate Affairs (IICA) –Haryana. Requisite disclosures have been received from the directors in this regard.

Based on the disclosures received from all the independent directors and in the opinion of the Board, the Independent Directors fulfill the conditions specified in the Companies Act, 2013, the Listing Regulations and all are independent of the Management.

MEETINGS OF THE BOARD:

Normally the meetings of the Board are held at Mumbai, dates of which are decided in advance. The Members of the Board have access to all information and records of the Company. Senior officials are invited to attend the meetings to provide clarification as and when required.

The Board met Nine times during the year on 9th April, 2019, 24th May, 2019, 26th July, 2019, 13th August, 2019, 19th September, 2019, 1st November, 2019, 19th December, 2019, 11th February, 2020, 7th March, 2020. The gap between two meetings did not exceed 120 days. The attendance detail of Directors in Board Meeting(s) is already provided above.

COMMITTEES OF THE BOARD:

With a view to enable more focused and timely attention to the affairs of the Company, the Board has constituted the following Committees with delegation in particular areas.

AUDIT COMMITTEE

The Audit Committee of the Company was constituted in April, 1996. The present Audit Committee consists of Shri V. Ramasamy, Director, as the Chairman of the Committee, Shri Kamlesh S. Vikamsey and Shri G. Srinivasan; Directors are its other members. The Members of the Committee are experienced Directors having knowledge of Accounts, Costing, Law and other related subjects. The composition, quorum, powers, role, review of information, scope etc… of the Audit Committee is in accordance with Section 177 of Companies Act, 2013 and the provisions of SEBI Listing Regulations **("as amended")**.

The Members of the Committee are qualified, experienced and possess professional knowledge with reference to powers, role and scope of the Committee and as such effectively contribute to its functioning. The prime responsibility of Audit Committee is to review with the Management, the quarterly/ annual financial statements prior to its submission before the Board for approval. It includes the oversight of the Company's financial reporting process and the disclosure of its financial information to ensure its content, sufficiency and credibility, recommending the appointment/ re-appointment, replacement or removal, if any, of external/ internal auditors, fixation of audit fee, reviewing the internal control systems, scope and functions of internal auditors, findings of internal investigations, if any. The terms of reference include review of draft audit reports, reviewing with Management, the performance of statutory and internal auditors, reports relating to compliance with laws and other legal requirements, records relating to related party transactions and defaults, if any, in the payment(s) to the various stakeholders of the Company. The Audit Committee reviews the inspection reports, if any, submitted by the statutory/ regulatory Authorities together with the replies thereon.

The Company Secretary acts as the Secretary to the Committee. The Committee met Five times during the year under review on 23rd May, 2019, 26th July, 2019, 13th August, 2019, 1st November, 2019, 11th February, 2020. Senior Officials and Statutory Auditors are invited to attend the meetings and provide clarification as and when required. The minutes of meetings of the Audit Committee are placed before the Board for noting purpose.

Attendance Record of Directors: Number of Audit Committee Meetings held: 5

Sr. No.	Name of the Directors	Number of Meetings Attended
1	Shri V. Ramasamy	3
2	Shri Kamlesh S. Vikamsey	5
3	Shri G. Srinivasan (Appointed on 19th December, 2019)	1
4	Smt. Sashikala Muralidharan (upto 2nd December, 2019)	1
5	Shri A. V. Muralidharan (upto 19th September, 2019)	3

NOMINATION AND REMUNERATION COMMITTEE

Nomination and Remuneration Committee was constituted by the Board in its meeting held on 6th May, 2009. The composition, quorum, powers, role, scope etc… of the Nomination and Remuneration Committee is in accordance with Section 178 of Companies Act, 2013 and the provisions of SEBI Listing Regulations **("as amended")**.

The present Nomination and Remuneration Committee consists of Smt. Mona Bhide, Director, as the Chairperson of the Committee, Shri V. Ramasamy and Shri A.K. Saxena; Directors are its other members. The terms of reference of the Committee includes to guide the Board in relation to appointment and removal of Directors, Key Managerial Personnel and Senior Management, to formulate a criteria for determining qualifications, positive attributes and independence of a Director, to evaluate the performance of the Members of the Board and provide necessary report to the Board for further evaluation, to recommend to the Board on Remuneration payable to the Directors, Key Managerial Personnel and Senior Management, to ensure that level and composition of remuneration is reasonable and sufficient, relationship of remuneration to performance is clear and meets appropriate performance benchmarks, to devise a policy on Board diversity, to carry out any other function as is mandated by the Board from time to time and / or enforced by any statutory notification, amendment or modification, as may be applicable, to perform such other functions as may be necessary or appropriate for the performance of its duties. The Committee has laid down the following criteria for evaluation of performance of Independent Directors and the Board:

1. Attendance and contribution at Board and Committee meetings.
2. Familiar with the Company's Policies, Values & Beliefs and Code of Conduct.
3. Keep himself/herself updated with the development & factors affecting the Company's business.
4. Discloses his/her interest in any of the agenda items under discussion and any change in directorship/other interest.
5. Provides inputs and suggestions to Management/Board in his/her areas of expertise.
6. Any other criteria, as fixed by the Committee from time to time.

The Company Secretary acts as the Secretary to the Committee. The Committee met 3 times during the year under review on 23rd May, 2019, 25th July, 2019 and 31st October, 2019.

Attendance Record of Directors: Number of Committee Meetings held: 3

Sr. No.	Name of the Directors	Number of Meetings Attended
1	Smt. Mona Bhide	3
2	Shri V. Ramasamy	2
3	Shri A K Saxena (Appointed on 1st November, 2019)	NA
4	Smt. Sashikala Muralidharan (upto 2nd December, 2019)	0
5	Shri B. Chakrabarti (upto 19th September, 2019)	2

STAKEHOLDERS RELATIONSHIP COMMITTEE

Stakeholders Relationship Committee was constituted in the year March 1995. The composition, quorum, powers, role, scope etc… of the Stakeholders Relationship Committee is in accordance with Section 178 of Companies Act, 2013 and the provisions of SEBI Listing Regulations **("as amended")**.

The present Stakeholders Relationship Committee consists of Smt. Mona Bhide, Director, as the Chairperson of the Committee, Shri NSR Chandra Prasad and Shri G. Srinivasan; Directors are its other members. The Chairman of the Committee is a Non –Executive (Independent) Director. The Committee reviews, processes, standard operating procedures and initiatives taken by the Company relating to investor service, reviews compliances with the requirements relating to listing regulations and Corporate Governance, shareholding pattern, periodical transfers/ transmissions of shares, de-materialisation and re-materialisation of shares, issue of duplicate certificates of the securities issued by the Company, complaints, if any, like non-receipt of balance sheet, non-receipt of declared dividends, complaints made with any statutory agencies including SEBI by the shareholders/ investors, if any, compliance with the applicable provisions of the Companies Act, 2013 and various other statutes as applicable and the effective steps taken for redressal. To expedite the process of share transfers, the Board delegated the power of share transfer to the Committee consisting of the Managing Director & CEO and the Company Secretary. The Committee meets as and when require to approves the periodical transfers/ transmissions, issue of duplicate shares, Rematerialisation, Name deletion etc… The Board Committee reviews the queries and complaints received from the shareholders and the steps taken for their redressal, reconciliation of share capital, shareholding pattern. During the year under review, 1 query was received, which were replied/ resolved to the satisfaction of the shareholders. There are no pending share transfers.

The Committee met 2 times during the year under review on 24th May, 2019 and 13th August, 2019.

Attendance Record of Directors: Number of Committee Meetings held: 2

Sr. No.	Name of the Directors	Number of Meetings Attended
1	Smt. Mona Bhide (from 31st December, 2019)	NA
2	Shri NSR Chandra Prasad	1
3	Shri G. Srinivasan (from 31st December, 2019)	NA
4	Shri M.K. Garg (upto 19th September, 2019)	2
5	Shri A V Muralidharan(upto 19th September, 2019)	2
6	Smt. Sashikala Muralidharan (upto 2nd December, 2019)	1

Smt. Nutan Singh (Group Executive & Company Secretary) is Compliance officer of the Committee.

E-mail ID for the purpose of registering queries/ complaints by investors – **investors@gichf.com**

ASSET LIABILITY MANAGEMENT COMMITTEE

Asset Liability Management Committee (AMC) of the Company is constituted as per the provisions of "Corporate Governance (NHB) Directions 2016". The Committee consists of 4 Directors namely Shri V. Ramasamy as Chairman of the Committee and Smt. Vijayalakshmi Iyer, Shri A.K. Saxena and Smt. Neera Saxena are the Members of the Committee.

The Committee met 3 times during the year under review on 24th May, 2019, 25th July, 2019, 31st October, 2019.

Attendance Record of Directors: Number of Committee Meetings held: 3

Sr. No.	Name of the Directors	Number of Meetings Attended
1	Shri V. Ramasamy	2
2	Smt. Vijayalakshmi Iyer (from 31st December, 2019)	NA
3	Shri A K Saxena (from 31st December, 2019)	NA
4	Smt. Neera Saxena	3
5	Shri B. Chakrabarti (upto 19th September, 2019)	2
6	Shri M.K. Garg (upto 19th September, 2019)	2

Smt. Nutan Singh (Group Executive & Company Secretary) is Compliance officer of the Committee.

RISK MANAGEMENT COMMITTEE

The Risk Management Committee (RMC) of the Company is constituted as per the provisions of "Corporate Governance (NHB) Directions 2016" on 22nd October, 2018. The Committee consist of 3 Directors namely Shri NSR Chandra Prasad, Director as Chairman, Smt. Vijayalakshmi Iyer, Smt. Neera Saxena are the Members of Committee.

During the year under review Committee met 3 times on 25th July, 2019, 19th September, 2019, 11th February, 2020.

Attendance Record of Directors: Number of Committee Meetings held: 3

Sr. No.	Name of the Directors	Number of Meetings Attended
1	Shri NSR Chandra Prasad	1
2	Smt. Vijayalakshmi Iyer (from 31st December, 2019)	1
3	Smt. Neera Saxena	3
4	Shri A.V. Muralidharan (upto 19th September, 2019)	2
5	Shri M.K. Garg (upto 19th September, 2019)	2

Smt. Nutan Singh (Group Executive & Company Secretary) is Compliance officer of the Committee.

CORPORATE SOCIAL RESPONSIBILITY COMMITTEE

Corporate Social Responsibility (CSR) Committee was constituted by the Board in its meeting held on 7th May, 2014. The Board level Committee shall oversee the entire process of implementation of CSR related activities through review meeting on the reports of Management level Committee, which shall be submitted to it quarterly.

The CSR Committee presently consists of Shri NSR Chandraprasad, Independent Director (Chairman), Smt. Mona Bhide, Independent Director, and Smt. Neera Saxena, Managing Director & CEO.

During the year Committee met on 19th December, 2019.

Attendance Record of Directors: Number of Committee Meetings held: 1

Sr. No.	Name of the Director	Number of Meetings Attended
1	Shri NSR Chandra Prasad	1
2	Smt. Mona Bhide	1
3	Shri B. Chakrabarti (upto 19th September, 2019)	NA
4	Smt. Neera Saxena	1

Smt. Nutan Singh (Group Executive & Company Secretary) is Compliance officer of the Committee.

REMUNERATION OF DIRECTORS

The Non-Executive Independent Directors of our Company were paid only the eligible sitting fees for attending meetings and no other remuneration has been paid. The Non-Executive Independent Directors do not have any material pecuniary relationship or transaction with the Company.

The quantum of sitting fees paid to the Non-Executive Independent Directors are as follows:

Sr. No.	Name of the Independent Directors (Non-Executive)	Sitting Fees Paid (₹)
1	Shri V. Ramasamy	4,20,000
2	Shri Kamlesh S. Vikamsey	6,00,000
3	Smt. Mona Bhide	3,60,000

Sr. No.	Name of the Independent Directors (Non-Executive)	Sitting Fees Paid (₹)
4	Shri B. Chakrabarti (upto 19th September, 2019)	4,50,000
5	Shri M. K. Garg (upto 19th September, 2019)	5,40,000
6	Shri A. V. Muralidharan (upto 19th September, 2019)	5,70,000
7	Shri NSR Chandra Prasad	3,30,000
8	Shri A. K. Saxena (Appointed on 1st November, 2019)	60,000
9	Smt. Vijayalakshmi Iyer (Appointed on 1st November, 2019)	1,20,000
10	Shri G. Srinivasan (Appointed on 19th December, 2019)	90,000

The details of the Remuneration paid to the Managing Director & CEO for the year 2019-20 are as follows:

Particulars	Smt. Neera Saxena (MD & CEO)
Salary	26,82,724
Salary Arrears	0
• Leave Encashment, • LTS • other allowances	99,694 2,01,000 0
Performance Incentive	3,50,000
Contribution to Pension and Other funds	1,42,434
Perquisites	4,21,680
Total	**38,97,532**

COMMUNICATION TO THE SHAREHOLDERS

The main source of information to the Shareholders is the Annual Report, which includes interalia, the Directors' Report, the Report of the Board of Directors on Corporate Governance, Management Discussion and Analysis Report and the audited financial statements. The unaudited quarterly and audited annual financial statements are published for the information of the Shareholders in leading National and Regional daily newspapers and intimated to the Stock Exchanges as required under the Listing Agreements. The financial results of the Company are uploaded on the Company's website. The Company's website address is https://gichfindia.com/Financials.html

ANNUAL GENERAL MEETINGS (AGMs)

The particulars of Annual General Meetings held during the last three years are as follows:

Year	Date	Time	Location
2016-17	24th July, 2017	3.30 p.m.	Yashwantrao Chavan Pratishthan Mumbai, Chavan Centre, Cultural Hall, 4th Floor, General Jagannath Bhosale Marg, Mumbai – 400021.
2017-18	2nd August, 2018	3.30 p.m.	Yashwantrao Chavan Pratishthan Mumbai, Chavan Centre, Cultural Hall, 4th Floor, General Jagannath Bhosale Marg, Mumbai – 400021.
2018-19	19th September, 2019	3.30 p.m.	Yashwantrao Chavan Pratishthan Mumbai, Chavan Centre, Cultural Hall, 4th Floor, General Jagannath Bhosale Marg, Mumbai – 400021.

DETAILS OF SPECIAL RESOLUTIONS PASSED IN THE LAST THREE YEARS

Date of AGM/Postal Ballot/EGM	Number of Resolutions	Details
24th July, 2017 (AGM)	6	1. Re-Appointment of Shri B. Chakrabarti (DIN 00017513) as Independent Director. 2. Re-Appointment of Shri M. K. Garg (DIN 00081454) as Independent Director. 3. Re-Appointment of Shri A. V. Muralidharan (DIN 00015725) as Independent Director. 4. Increase in the borrowing power of the Company. 5. Creation of Charges on moveable and immovable property of the Company. 6. Private Placement of Redeemable Non-convertible Debentures (NCDs/ Bonds).
2nd August, 2018 (AGM)	6	1. Reappointment of Shri V. Ramasamy (DIN 00490988), Independent Director. 2. Reappointment of Shri Kamlesh S. Vikamsey (DIN 00059620), Independent Director. 3. Reappointment of Smt. Mona Bhide (DIN 05203026), Independent Director. 4. Increase in the Borrowing Powers of the Company. 5. Creation of Charge on Movable and Immovable Properties. 6. Private Placement of Redeemable Non-Convertible Debentures (NCDs)/ Bonds.
19th September, 2019 (AGM)	6	1. Increase in the Borrowing Powers of the Company. 2. Creation of Charge on Movable and Immovable Properties. 3. Private Placement of Redeemable Non-Convertible Debentures (NCDs)/ Bonds. 4. Alteration in Object clause of Memorandum of Association. 5. Alteration in Liability Clause of Memorandum of Association. 6. Approval for adoption of New set of Articles of Association of the Company.

DETAILS OF SPECIAL RESOLUTIONS PASSED THROUGH POSTAL BALLOT IN THE FINANCIAL YEAR 2019-20 : Nil

PERSON WHO CONDUCTED THE POSTAL BALLOT EXERCISE: Not Applicable

WHETHER ANY SPECIAL RESOLUTION IS PROPOSED TO BE CONDUCTED THROUGH POSTAL BALLOT:

No Special Resolution is proposed to be conducted through Postal Ballot as on the date of adoption of this report.

PROCEDURE FOR POSTAL BALLOT

Your Company follows the provisions of the Companies Act, 2013 secretarial standard 2 issued by ICSI and Listing Regulations, 2015 for Postal Ballot Exercise, if any.

CREDIT RATING:

Detail of Credit rating & revision made thereunder is disclosed in Directors report.

OTHER DISCLOSURES

a) **Disclosures on materially significant related party transactions i.e. transactions of the Company of material nature, the Directors or the Management, their subsidiaries or relatives etc., that may have potential conflict with the interests of the Company at large.**

None of the transactions with any of the related parties were in conflict with the interests of the Company. Transactions with related parties entered into by the company in the normal course of business were placed before the Audit Committee. Details of related party transactions as per IND AS 24 are included in note no 34 of the Notes forming part of financial statements.

b) **Details of non-compliances by the Company, penalties and strictures imposed on the Company by the Stock Exchange/s, SEBI and any statutory authority on any matter related to capital markets, during the last three years**

There were no instances of non-compliance of any matter related to capital markets during the last three years. During the year, NHB levied total penalty of ₹ 46,000/- plus GST in connection with the (1) inspection carried out for FY 2017-18, (2) for non-compliance in six cases w.r.t provisions of policy circular no. 41 issued by NHB and (3) for delayed submission of half yearly return. There was no other strictures or penalties imposed by Securities and Exchange Board of India or by the Stock Exchange/s or any statutory authority for non-compliance of any matter related to the capital markets.

c) **Vigil mechanism/Whistle Blower Policy**

Pursuant to the provisions of Section 177(9) of the Companies Act, 2013 and Regulation 22 of the Listing Regulations, 2015, the Company has formulated Whistle Blower Policy for vigil mechanism of Directors and Employees to report to the Audit Committee about the unethical behavior, fraud or violation of Company's Code of Conduct. The Whistle Blower Policy is displayed on the website of the Company i.e. https://gichfindia.com/pdf/WHISTLE-BLOWER-POLICY.pdf . None of the personnel of the Company has been denied access to the Audit Committee.

d) The Company has complied with all the mandatory requirements specified in Regulation 17 to 27 and all the applicable clauses of Regulation 46 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and applicable Accounting Standards/IND-AS issued by the Institute of the Chartered Accountants of India from time to time and other regulations applicable to it. The Corporate Governance Report of the Company for the FY 2019-20 is in Compliance with the requirements of the Corporate Governance under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

e) **SUBSIDIARIES**

Your Company has no subsidiaries and as such the requirement relating to certain compliances as prescribed are not applicable.

f) Related Party Transaction Policy is available at the website of the Company at https://gichfindia.com/pdf/RELATED-PARTY-TRANSACTION-POLICY-JULY-2016.pdf

g) A certificate from Practicing Company Secretary that none of the Director on Board have been disqualified from being appointed as Director of the Company, forms part of the Directors report.

h) **DETAILS OF TOTAL FEES FOR ALL SERVICES PAID TO STATUTORY AUDITORS**

During the year under review, Company has paid total ₹ 28 lakhs towards Audit Fees, Tax Audit Fees and Fees for limited review/other services.

i) **DISCLOSURE IN RELATION TO THE SEXUAL HARASSMENT OF WOMEN AT WORK PLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013**

The disclosure in relation to the sexual harassment of women at work place (Prevention, Prohibition and Redressal) Act, 2013, forms part of Directors Report. There is NIL complaints received during the year.

j) **GOING CONCERN**

The Board of Directors of your Company is satisfied that the Company has adequate resources to continue its business for the foreseeable future and consequently considers it appropriate to adopt the Going Concern basis in preparing its financial statements.

k) **AUDIT QUALIFICATION**

There is no qualification on the financial statements for the financial year 2019-20 of the Company.

l) **SHAREHOLDERS INFORMATION**

Detailed information in this regard is provided in the Section "Shareholders Information" which forms part of this Annual Report.

For and on behalf of the Board of Directors

Sd/-

Neera Saxena

Managing Director & CEO

For and on behalf of the Board of Directors

Sd/-

Devesh Srivastava

Non-Executive Director & Chairman

Place: Mumbai
Date: 12.10.2020

SHAREHOLDERS INFORMATION

1. **Thirtieth Annual General Meeting:**

Date: 18th December, 2020

Time: 11.30 A.M.

Venue: "Through Video Conference (VC) /Other Audio Visual Means (OVAM)

[Deemed Venue]
GIC Housing Finance Limited
Registered and Corporate Office
National Insurance Building, 6th Floor,
14, J. Tata road, Churchgate,
Mumbai 400020.

2. **Financial Year :** 1st April, 2019 to 31st March, 2020

3. **Financial Calendar for the year 2020-21. (Provisional)**

Results for the first quarter ending 30th June, 2020 (Subject to Limited Review).	Approved on 12th September, 2020
Results for the second quarter ending 30th September, 2020 (Subject to Limited Review).	Before the mid of November, 2020
Results for the third quarter ending 31st December, 2020 (Subject to Limited Review).	Before the mid of February, 2021
Audited Results for the financial year ending 31st March, 2021.	Before the end of May, 2021
Annual General Meeting for the year ending March, 2021	Before the end of September, 2021

4. Book Closure

The Register of Members and Share Transfer books are closed keeping in view the Scheduled date of the Annual General Meeting. For the year under reference the above registers/ books would be closed from **5th December, 2020 (Saturday) to 18th December, 2020 (Friday) (both days inclusive)**

5. Listing of Shares & Non-Convertible Debentures

Equity Shares - The equity shares issued by the Company are listed on the BSE Limited and National Stock Exchange of India Limited. Annual Listing fees as prescribed have been paid to both the stock exchanges well in advance.

Security Code for Equity shares

National Stock Exchange of India Limited:	**BSE Limited:**
Script Code : GICHSGFIN	Script Code : 511676
Address : The National Stock Exchange of India Limited, Exchange Plaza, Bandra Kurla Complex, Bandra (E), Mumbai-400 051	Address : BSE Limited, P.J. Towers, Dalal Street, Fort, Mumbai – 400 001

Non-Convertible Debentures - NIL

6. Dematerialisation of shares

With effect from 1st April, 2019, the Equity Shares of the Company are to be traded compulsorily in Dematerialised form. Total No. of 5,35,29,628 equity shares which is 99.41 % of the paid-up Equity Capital are in dematerialised as on 31st March, 2020.

The Company has entered into agreements with the National Securities Depository Limited (NSDL) and the Central Depository Services (India) Limited (CDSL) for this purpose and the equity shares of the Company have been admitted as an 'eligible security' into the Depository System.

ISIN Number for Equity Shares - INE289B01019

7. Dividend Payment

Subject to approval by the Shareholders, dividend warrants/NECS advice will be posted to eligible members within the time limit permissible under the provisions of the Companies Act, 2013.

Dividend warrants/ NECS advice in respect of shares held in Demat form are posted to the beneficial owners to their addresses as per the information furnished by the NSDL & CDSL as on the date of Book Closure. Dividend will be paid on or after **24th December, 2020 (Thursday).**

8. Market price data during the last financial year on BSE and NSE.

- Monthly high & low Index Quotes and Volume traded in BSE.

MONTH	INDEX (SENSEX) (₹)		QUOTE (₹)	
	High	Low	High	Low
April, 2019	39487.45	38460.25	281.35	250.00
May, 2019	40124.96	36956.1	274.05	233.80
June, 2019	40312.07	38870.96	268.10	237.00
July, 2019	40032.41	37128.26	281.90	232.65
August, 2019	37807.55	36102.35	245.90	157.55
September, 2019	39441.12	35987.8	190.50	142.05
October, 2019	40392.22	37415.83	181.35	128.50
November, 2019	41163.79	40014.23	181.90	145.50
December, 2019	41809.96	40135.37	166.60	143.00
January, 2020	42273.87	40476.55	175.45	151.00
February, 2020	41709.3	38219.97	157.95	95.35
March, 2020	39083.17	25638.9	99.35	52.10

- Monthly high & low Index Quotes and Volume traded in NSE.

MONTH	INDEX (NIFTY) (₹)		QUOTE (₹)	
	High	Low	High	Low
April, 2019	11856.15	11549.1	281.65	251.8
May, 2019	12041.15	11108.3	274.95	233.15
June, 2019	12103.05	11625.1	268.25	237.8
July, 2019	11981.75	10999.4	283.65	232.5
August, 2019	11181.45	10637.15	246.2	155.65
September, 2019	11694.85	10670.25	190.8	141
October, 2019	11945	11090.15	181.5	131.15
November, 2019	12158.8	11802.65	182	152.5
December, 2019	12293.9	11832.3	166.95	145.15
January, 2020	12430.5	11929.6	179.8	150.45
February, 2020	12246.7	11175.05	158.05	95
March, 2020	11433	7511.1	99.6	51.1

9. Distribution of Shareholding as at 31st March, 2020

DESCRIPTION	HOLDER (S)		HOLDING (S)	
	FOLIOS	%	SHARES	%
Upto 5000	49800	90.28	56093400.00	10.42
5001 – 10000	2781	5.04	22034950.00	4.09
10001 – 20000	1343	2.43	20333180.00	3.78
20001 – 30000	443	0.80	11236390.00	2.09
30001 – 40000	181	0.33	6545840.00	1.22
40001 – 50000	154	0.28	7245930.00	1.35
50001 - 100000	237	0.43	17238400.00	3.20
More than 100000 & Above	222	0.40	397782570.00	73.87
TOTAL	**55161**	**100.00**	**53851066**	**100**

10. Shareholding pattern as at 31st March, 2020.

Sr. No.	Description	Cases	Shares	% Equity
1	BANKS	3	58316	0.11
2	CLEARING MEMBERS	116	196041	0.36
3	FOREIGN NATIONALS	1	200	0.00
4	FOREIGN PORTFOLIO - CORP	22	3415219	6.34
5	H U F	1340	951272	1.77
6	I E P F	1	135879	0.25
7	INSURANCE COMPANIES	1	3050250	5.66
8	BODIES CORPORATES	580	3905870	7.25
9	MUTUAL FUNDS	2	662444	1.23
10	NBFC	2	200	0.00
11	NON RESIDENT INDIANS	759	544829	1.01
12	NRI NON-REPATRIATION	350	204662	0.38
13	PROMOTER COMPANIES	5	22836839	42.41
14	RESIDENT INDIVIDUALS	51968	17775234	33.01
15	QUALIFIED INSTITUTIONAL BUYERS	1	59600	0.11
16	TRUSTS	10	54211	0.10
	Total:	**55161**	**53851066**	**100**

11. Compliance Officer:

Shri S. Sridharan
Company Secretary
(Up to 11th February, 2020)

Smt. Nutan Singh
Group Executive & Company Secretary
(From 11th February, 2020 onwards)

12. **Outstanding GDRs/ ADRs/ Warrants or any Convertible Instruments, Conversion Date and Likely Impact on Equity:** Not Applicable.

13. **Plant Location:** Not Applicable

14. There are no shares lying under Demat Suspense Account / Unclaimed Suspense Account and hence the Company does not have any Demat Suspense Account / Unclaimed Suspense Account.

15. Registrar and Share Transfer Agent & Shareholders Correspondence

M/s. KFIN TECHNOLOGIES PVT. LTD.,
Karvy Selenium, Tower B,
Plot 31-32, Gachibowli,
Financial District,
Hyderabad-500032
Tel No. +91 40 67162222
Email: einward.ris@kfintech.com
ris@kfintech.com

16. Share Transfer System

All the Share transfers for the Company are processed by **M/s. KFin Technologies Private Limited**, Registrar and Share Transfer Agent and approved (for physical holding) by the Committee constituted for the said purpose which meets on a need basis.

UNCLAIMED DIVIDEND

In terms of the provisions of Section 124(5) of the Companies Act, 2013, money transferred to the Unpaid Dividend Account of the Company, which remain unclaimed and unpaid for a period of 7 years from the date on which it was first due for payment, are required to be transferred to the Investor Education and Protection Fund (IEPF) established by the Central Government pursuant to Section 125(1) of the Companies Act, 2013. The Company sends final reminder letters to individual shareholders well ahead of due dates for transfer of unclaimed dividend amount to IEPF. Despite such reminders, there are few shareholders who have not claimed their dividends.

The Company has accepted claims for release of unclaimed Dividend from Shareholders for F.Y. 2012-13 till 10th October, 2020 and post that Company is proceeding for transfer of unclaimed Dividend relating to FY 2012-13 to IEPF authority as per IEPF rules.

BANK ACCOUNT PARTICULARS

The Members holding shares in physical mode are requested to furnish original cancelled cheque containing their latest bank account number/ particulars (comprising 15 digits or otherwise, as the case may be), directly to the Registrar and Share Transfer Agent for updation in the records of the Company so that all the cash benefits as may be declared by Company, can be credited to their Bank Account directly.

DIVIDEND PAYMENT THROUGH NECS

The dividend warrants in respect of the shares held in electronic/ demat mode as of the date of Book Closure would be posted to the beneficial owners to their addresses as per the information furnished by the NSDL and CDSL. The Company will arrange to remit the dividend through NECS, to those beneficial owners with bank account number/ particulars (comprising 15 digits or otherwise, as the case may be), subject to availability of NECS facility at such Centres as notified by the Reserve Bank of India.

NOMINATION

Shareholders of the Company holding physical shares in single name are requested to nominate a person of their choice by submitting the prescribed nomination form i.e., Form SH-13, in duplicate, to the Company or to its Registrars & Share Transfer Agent. Shareholders holding shares in dematerialised form are requested to contact their Depository Participant.

PUBLICATION OF FINANCIAL RESULTS

The financial results are well published in the Financial Express (English) and Loksatta (Marathi) during the year.

DECLARATION ON CODE OF CONDUCT

This is to confirm that the Company has adopted a Code of Conduct for the Board of Directors and Senior Management of the Company. All the Directors and Senior Management have affirmed their adherence to the provisions of the said Code. The said code is available on the website of the Company at https://gichfindia.com/pdf/CODE-OF-CONDUCT-FOR-DIRECTORS-SENIOR-MANAGEMENT.pdf

Based on affirmations from the Directors and Senior Management personnel of the Company and as required under SEBI Listing Regulations, 2015, Managing Director & CEO of the Company declare that all the Board Members and Senior Management personnel of the Company have affirmed compliance with the Code of Conduct for the financial year 2019-20.

For and on behalf of the Board of Directors

Sd/-

Neera Saxena

Managing Director & CEO

For and on behalf of the Board of Directors

Sd/-

Devesh Srivastava

Non-Executive Director & Chairman

Place: Mumbai
Date: 12.10.2020

CEO/CFO CERTIFICATION

We, Radhika Balasubramanian, Asst. Vice President & CFO and Neera Saxena, Managing Director & CEO, certify that:

a) We have reviewed the financial statements and the cash flow statement for the year ended 31/03/2020 and that to the best of our knowledge and belief:

   i. these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;

   ii. these statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.

b) There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year ended 31/03/2020, which are fraudulent, illegal or violative of the Company's code of conduct, except the fraudulent transactions if any as reported to the Board.

c) We accept responsibility for establishing and maintaining internal controls and we have evaluated the effectiveness of the internal control systems of the Company and disclosed to the auditors and the Audit Committee, deficiencies in the design and operation of internal controls, if any, of which we are aware and the steps taken or proposed to rectify these deficiencies.

d) We have indicated to the auditors and the Audit Committee:

   i. significant changes in the internal control during the year ended 31/03/2020

   ii. significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and

   iii. instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system.

For and on behalf of the Board of Directors

Sd/-

Radhika Balasubramanian

Asst. Vice President & CFO

For and on behalf of the Board of Directors

Sd/-

Neera Saxena

Managing Director & CEO

Place: Mumbai
Date: 12.10.2020

CORPORATE GOVERNANCE COMPLIANCE CERTIFICATE

To
The Members,
GIC Housing Finance Limited

We have examined the compliance of conditions of Corporate Governance by GIC Housing Finance Limited ("the Company") for the year ended on 31st March, 2020, as stipulated in Regulations 17 to 27 and clauses (b) to (i) of sub-regulation (2) of Regulation 46 and Para C, D and E of Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The compliance of conditions of Corporate Governance is the responsibility of the management. Our examination was limited to procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of the Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us, and representations made by the management, we certify that the Company, to the extent applicable, has complied with the conditions of Corporate Governance as stipulated in Regulations 17 to 27, clauses (b) to (i) of sub-regulation (2) of Regulation 46 and Para C, D and E of Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

We further state that such compliance is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For Makarand M. Joshi & Co.

Sd/-
Makarand Joshi
Partner
FCS No. 5533
CP No. 3662
Peer Review No: P2009MH007000

Place: Mumbai
Date: 26.10.2020

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF GIC HOUSING FINANCE LIMITED ON THE AUDIT OF THE FINANCIAL STATEMENTS

Report on the Audit of the Financial Statements

Opinion

We have audited the Financial Statements of **GIC Housing Finance Limited** (hereinafter referred to as "the Company"), which comprise the Balance Sheet as at 31st March 2020, the Statement of Profit and Loss (including other comprehensive income), the Statement of Changes in Equity and Cash Flow Statement for the year then ended, and notes to the Financial Statements, including a summary of the significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Financial Statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March 2020 and profit, total comprehensive income, changes in equity and its cash flows for the year then ended.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing specified under sub-section (10) of section 143 of the Act ("the SAs"). Our responsibilities under those SAs are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ("the ICAI") together with the ethical requirements that are relevant to our audit of the Financial Statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Emphasis of Matter

We draw attention to Note 40 to the Financial Statements on possible effects of COVID-19 pandemic.

Key Audit Matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the Financial Statements of the current period. These matters were addressed in the context of our audit of the Financial Statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. For each matter below, our description of how our audit addressed the matter is provided in that context.

Key Audit Matter	How the matter was addressed in our audit
Expected Credit Loss – Impairment of carrying value of loans and advances Profit before Tax for F.Y. 19-20 was ₹ 11,227 lakh after considering an impairment of ₹ 9,970 lakh vis-à-vis Profit before Tax for F.Y. 18-19 was ₹ 24,706 lakh after considering an impairment of ₹ 3,300 lakh. Under Ind AS 109, Expected Credit Loss (ECL) is required to be determined for recognising impairment loss on financial assets which are stated at amortised cost or carried at fair value through other comprehensive income. The calculation of impairment loss or ECL is based on significant management estimates and judgements, which are as under: • Judgements about credit risk characteristics for collective evaluation of impairment under various stages of ECL. • Loan staging criteria	We performed audit procedures set out below: • Read the Company's Ind-AS 109 based impairment provisioning policy • Understood and assessed the Company's process and controls on measurement and recognition of impairment in the loan portfolio. • Test checked loans in stage 1, 2 and 3 to ascertain that they were allocated to the appropriate stage. • Test checked PD and LGD calculation workings performed by management, including testing data used in assessment and evaluation of whether the results support appropriateness of the PDs at portfolio level.

Key Audit Matter	How the matter was addressed in our audit
• Calculation of Probability of Default (PD) and Loss Given Default (LGD). • Consideration of probability scenarios and forward looking macro-economic factors ECL requires a large variety of data as an input to the model. This increases the risk of completeness and accuracy of the data that has been used to create assumptions in the model. COVID-19 pandemic situation and the lockdown in the country coupled with the moratorium granted by RBI has cast an uncertainty on the timing and manner in which the Company would be able to collect the contractual cashflows in the form of repayments from its borrowers. In our opinion this is considered as a Key Audit Matter in view of the criticality of the item to the Financial Statements and the complex nature of assumptions and judgements exercised by the management.	• Test checked basis of collateral valuation in the determination of ECL provision. • Performed an assessment of the ECL provision levels at each stage including management's assessment on COVID 19 impact to determine if they were reasonable considering the Company's portfolio, risk profile, credit risk management practices and the macroeconomic environment.
IT Systems and controls The Company financial accounting and reporting systems are highly dependent on the effective working of the operating and accounting system. Due to extensive volumes, variety and complexity of transactions the operating system is functioning, consistently and accurately, specifically with respect to following: • Interest, Fee income and other charges on Loans • Bifurcation of the Loan Portfolio based on maturity pattern • Various Report Generated, including the report for Asset Classification & Provision. Our audit outcome is dependent on the effective functioning of such operating and accounting system.	We have carried out the following procedures to verify the effectiveness of IT controls: • We obtained an understanding of the Company's business IT environment and key changes if any during the audit period that may be relevant to the audit. • Our audit procedures included verifying, testing and reviewing the design and operating effectiveness of the IT system by verifying the reports/returns and other financial and non-financial information generated from the system on a test check basis • We also tested key automated and manual business cycle controls and logic for system generated reports relevant to the audit and performed alternate procedures to assess whether there were any unaddressed IT risks that would materially impact the Financial Statements. • We have also obtained management representations wherever considered necessary.

Information Other than the Financial Statements and Auditor's Report Thereon

The Company's management and Board of Directors are responsible for the preparation of the other information. The other information comprises the information included in the Director's report and Management Discussion & Analysis (MD&A) report but does not include the Financial Statements and our auditor's report thereon. The Director's report and MD&A report is expected to be made available to us after the date of this auditor's report.

Our opinion on the Financial Statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the Financial Statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the Financial Statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

When we read the Other Information, if, we conclude that there is a material misstatement therein, we are required to communicate the matters to those charged with governance.

Management's Responsibilities for the Financial Statements

The Company's management and Board of Directors are responsible for the matters stated in sub-section (5) of Section 134 of the Act with respect to the preparation of these Financial Statements that give a true and fair view of the financial position, financial performance, total comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the accounting standards specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Financial Statements, management and Board of Directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the Financial Statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with Standards on Auditing will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Financial Statements.

As part of an audit in accordance with Standards on Auditing, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

i. Identify and assess the risks of material misstatement of the Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

ii. Obtain an understanding of internal controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under the section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.

iii. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

iv. Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Company to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

v. Evaluate the overall presentation, structure and content of the Financial Statements, including the disclosures, and whether the Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the Financial Statements of the financial year ended 31st March 2020 and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication

Other Matter

The Financial Statements of the Company for the year ended March 31, 2019 were audited by predecessor auditor who expressed an unmodified opinion on those Financial Statements vide their report dated 24th May 2019.

Our opinion on the Financial Statements is not modified in respect of the above matter.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of sub-section (11) of Section 143 of the Act, we give in "Annexure A", a statement on the matters specified in paragraphs 3 and 4 of the Order.

2. As required by Section 143(3) of the Act, we report that:

   a. we have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;

   b. in our opinion proper books of account as required by law have been kept by the Company so far as appears from our examination of those books;

   c. the Balance Sheet, the Statement of Profit and Loss, the Cash Flow Statement and Statement of Changes in Equity dealt with by this Report are in agreement with the books of account;

   d. in our opinion, the aforesaid Financial Statements comply with the Accounting Standards specified under Section 133 of the Act read with relevant rules issued thereunder;

   e. on the basis of written representations received on e-mail from the directors (due to nationwide lockdown) as on March 31, 2020 taken on record by the Board of Directors, none of the other directors is disqualified as on March 31, 2020, from being appointed as a director in terms of Section 164(2) of the Act;

   f. with respect to the adequacy of the internal financial controls with reference to Financial Statements of the Company and the operating effectiveness of such controls, refer to our separate report in "Annexure B";

   g. with respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

      i. the Company has disclosed the impact of pending litigations on its financial position in its Financial Statements – Refer Note 36(b) to the Financial Statements.

      ii. the Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.

      iii. there has been no delay in transferring amounts, required to be transferred, to the Investor, Education and Protection Fund by the Company.

3. As required by Section 197(16) of the Act, in our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of Section 197 of the Act.

For M. P. Chitale & Co.
Chartered Accountants
Firm Regn. No.101851W

Murtuza Vajihi
Partner
Membership No.: 112555
UDIN: 20112555AAAABN6665

Place: Mumbai
Date: June 29, 2020

ANNEXURE A TO INDEPENDENT AUDITOR'S REPORT

(REFERRED TO IN PARAGRAPH 1 UNDER 'REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS' SECTION OF OUR REPORT TO THE MEMBERS OF GIC HOUSING FINANCE LIMITED OF EVEN DATE)

(i) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment.

(b) Property, Plant and Equipment of the Company has been physically verified by the Management during the year. In our opinion, periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its business. We are informed that no material discrepancies were noticed on such verification.

(c) According to the information and explanations given to us and the records examined by us, we report that, the title deeds, comprising all the immovable properties of acquired buildings, are held in the name of the Company as at the balance sheet date.

(ii) The Company is in business of Housing Finance. Therefore, it does not hold any physical inventories. Accordingly, paragraph 3(ii) of the Order is not applicable to the Company.

(iii) (a) The Company has granted secured housing loans to one party covered in the Register maintained u/s 189 of The Companies Act, 2013. Based on the information and explanations furnished to us, we are of the opinion that the terms and conditions of secured housing loans granted to parties covered in the register maintained u/s 189 of the Companies Act, 2013 are prima facie not prejudicial to the interest of the company.

(b) According to information and explanation given to us and the records examined by us, parties listed in the register maintained under Section 189 of the Act are regular in payment of principal & interest, as stipulated.

(c) There is no amount overdue for more than ninety days in respect of the Housing loan granted to parties listed in the register maintained under Section 189 of the Act.

(iv) According to information and explanation given to us and the records examined by us, the Company has complied with provision of section 185 of the Act in respect of housing loan granted to a director. The Company has not advanced any loan or given any guarantee or provided any security or made any investment covered under section 186 of the Act.

(v) According to the information and explanations given to us, the Company has not accepted any deposit during the year, and hence reporting under clause (v) of CARO 2016 is not applicable.

(vi) According to the information and explanations given to us and to the best of our knowledge, the Central Government has not prescribed the maintenance of cost records under sub-section 1 of section 148 of the Companies Act, 2013 read with Companies (Cost Records and Audit) Rules, 2014, as amended for the services of the Company, and, hence, reporting under paragraph 3 (vi) of the order is not applicable to the Company.

(vii) (a) According to the information and explanations given to us, and on the basis of examination of the books of account of the company examined by us, in our opinion, the Company is generally regular in depositing with the appropriate authorities undisputed statutory dues including provident fund, employees' state insurance, income tax, sales-tax, goods and service tax, cess and other material statutory dues applicable to it. According to information and explanations given to us, no undisputed amounts payable were outstanding, at the year end, for a period of more than six months from the date they became payable.

(b) According to the information and explanations given to us, there are no dues of income tax and goods and service tax which have not been deposited with the appropriate authorities on account of any dispute.

(viii) In our opinion and according to the information and explanations given to us, the Company has not defaulted in repayment of loans or borrowings to financial institutions and banks. The Company has neither taken loans or borrowings from government nor issued any debentures.

(ix) According to the information and explanations given to us, and on the basis of our examination of the books of account, the Company has utilized the money raised by way of term loans during the year for the purposes for which they were raised, except for term loans obtained aggregating to ₹ 26,900 lakhs, which were utilised for repayment of existing term loans instead of onward lending, which were not ratified subsequently. Apart from money raised by way of term loan, the Company has not raised any moneys by way of initial public offer / further public offer.

(x) According to the information and explanations given to us, no material fraud by Company or on the Company by its officers or employees has been noticed or reported during the year.

(xi) According to the information and explanations given to us and on the basis of our examination of the records, the Company has paid / provided managerial remuneration in accordance with the requisite approvals mandated by the provisions of Section 197 read with Schedule V to the Act.

(xii) The Company is not a Nidhi Company and hence, reporting under paragraph 3 (xii) of the Order is not applicable.

(xiii) According to the information and explanations given to us and on the basis of our examination of the records, the Company is in compliance with Section 177 and 188 of the Act where applicable, for all transactions with the related parties.

(xiv) According to the information and explanations given to us and on the basis of our examination of the records, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year. Accordingly, reporting under paragraph 3(xiv) of the Order is not applicable.

(xv) According to the information and explanations given to us and on the basis of our examination of the records, the Company has not entered into any non-cash transactions with directors or persons connected with directors. Accordingly, reporting under paragraph 3(xv) of the Order is not applicable.

(xvi) In our opinion and according to information and explanation given to us, the Company is not required to be registered under section 45-IA Reserve Bank of India Act, 1934.

For M. P. Chitale & Co.
Chartered Accountants
Firm Regn. No.101851W

Murtuza Vajihi
Partner
Membership No.: 112555
UDIN: 20112555AAAABN6665

Place: Mumbai
Date: June 29, 2020

ANNEXURE B TO INDEPENDENT AUDITOR'S REPORT

(REFERRED TO IN PARAGRAPH 2(F) UNDER 'REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS' SECTION OF OUR REPORT TO THE MEMBERS OF GIC HOUSING FINANCE LIMITED OF EVEN DATE)

REPORT ON THE INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO THE AFORESAID FINANCIAL STATEMENTS UNDER CLAUSE (I) OF SUB-SECTION (3) OF SECTION 143 OF THE COMPANIES ACT, 2013 (THE 'ACT')

We have audited the internal financial controls with reference to financial reporting of **GIC Housing Finance Limited** (hereinafter referred to as "the Company") as of March 31, 2020 in conjunction with our audit of the Financial Statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management and Board of Directors are responsible for establishing and maintaining internal financial controls based on the internal control with reference to financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to Financial Statements based on our audit. We conducted our audit in accordance with the Guidance Note issued by the Institute of Chartered Accountants of India and the standards on Auditing prescribed under sub-section (10) of Section 143 of the Act, to the extent applicable to the audit of internal financial controls with reference to Financial Statements. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system with reference to financial reporting and their operating effectiveness. Our audit of internal financial controls with reference to Financial Statements included obtaining an understanding of internal financial controls with reference to Financial Statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the Financial Statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls with reference to Financial Statements.

Meaning of Internal Financial Controls with reference to Financial Statements.

A Company's internal financial control with reference to Financial Statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of Financial Statements for external purposes in accordance with generally accepted accounting principles. A Company's internal financial control with reference to Financial Statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of Financial Statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorisations of management and directors of the Company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the Company's assets that could have a material effect on the Financial Statements.

Inherent Limitations of Internal Financial Controls With reference to Financial Statements

Because of the inherent limitations of internal financial controls with reference to Financial Statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to Financial Statements to future periods are subject to the risk that the internal financial control with reference to Financial Statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls with reference to Financial Statements and such internal financial controls were operating effectively as at March 31, 2020, based on the internal financial controls with reference to Financial Statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For M. P. Chitale & Co.
Chartered Accountants
Firm Regn. No.101851W

Murtuza Vajihi
Partner
Membership No.: 112555
UDIN: 20112555AAAABN6665

Place: Mumbai
Date: June 29, 2020

Balance Sheet

as at March 31, 2020

₹ in Lakh

Particulars	Note No.	As At March 31, 2020	As At March 31, 2019
ASSETS			
Financial Assets			
Cash and Cash Equivalents	3	11,063	4,850
Bank balance other than cash and cash equivalent	4	388	372
Loans	5	1,282,187	1,275,538
Investments	6	1,358	1,350
Other Financial Assets	7	416	443
Total Financial Assets		**1,295,412**	**1,282,553**
Non-Financial Assets			
Current tax assets (net)	8	935	1,617
Deferred tax assets (net)	9	9,714	12,051
Property, Plant and Equipment	10	240	284
Right Of Use Assets	11	1,637	-
Intangible Assets under development	12	1,344	-
Other Non-Financial Assets	13	606	443
Total Non-Financial Assets		**14,476**	**14,395**
TOTAL ASSETS		**1,309,888**	**1,296,948**
LIABILITIES & EQUITY			
LIABILITIES			
Financial liabilities			
Lease Liabilities		1,735	-
Payables			
Trade Payable	14		
(i) Total outstanding dues of micro enterprises and small enterprises		4	4
(ii) Total outstanding dues of creditors other than micro enterprises and small enterprises		1,711	1,153
Debt securities	15	74,753	124,076
Borrowings (other than debt securities)	16	1,100,341	1,041,787
Other financial liabilities	17	3,851	3,657
Total Financial liabilities		**1,182,395**	**1,170,677**
Non-Financial Liabilities			
Current tax liabilities (net)	18	206	203
Provisions	19	978	668
Total Non-Financial Liabilities		**1,184**	**871**
Total Liabilities		**1,183,579**	**1,171,548**
EQUITY			
Equity Share Capital	20	5,388	5,388
Other Equity	21	120,921	120,012
Total Equity		**126,309**	**125,400**
TOTAL LIABILITIES & EQUITY		**1,309,888**	**1,296,948**
The accompanying notes form an integral part of financial statements	1-43		

As per our report attached of even date
For M .P. Chitale & Co.
Chartered Accountants

Murtuza Vajihi
Partner

Place : Mumbai
Date : June 29, 2020

For and on behalf of the Board of Director

Devesh Srivastava
Chairman
DIN: 08646006

Neera Saxena
Managing Director & CEO
DIN: 08189646

B. Radhika
AVP & Chief Financial Officer

Nutan Singh
Company Secretary
ACS No. : 27436
Date : June 29, 2020

Statement of Profit And Loss

for the year ended March 31, 2020

₹ in Lakh

Particulars	Note No.	For the year ended March 31, 2020	For the year ended March 31, 2019
Revenue from operations			
Interest income	22	124,436	122,038
Fee and Commission	23	309	440
Total Revenue from operations		**124,745**	**122,478**
Other income	24	746	287
Total Income		**125,491**	**122,765**
Expenses			
Finance cost	25	94,538	86,528
Net loss on derecognition of financial instruments under amortised cost category		82	139
Impairment of financial instruments, including write-off	26	9,970	3,300
Employee benefits expense	27	4,253	3,290
Depreciation and amortisation	28	613	72
Other expenses	29	4,808	4,730
Total Expenses		**114,264**	**98,059**
Profit before tax		**11,227**	**24,706**
Tax expense:			
1. Current tax	30	3,800	7,840
2. Deferred tax	9	2,364	(315)
3. Current tax expenses relating to prior years	30	502	-
Profit for the year		**4,561**	**17,181**
Other comprehensive Income			
A. Items that will not be reclassified to profit or loss			
(i) Remeasurement gain/(loss) on defined benefit plan		(117)	(77)
(ii) Net gain/(loss) on equity instrument designated at FVTOCI		8	49
(iii) Income tax relating to items that will not be reclassified to profit or loss		27	(17)
B. Items that will be reclassified to profit or loss		-	-
Other Comprehensive Income (A+B)		**(82)**	**(45)**
Total Comprehensive Income for the year		**4,479**	**17,136**
Earnings per equity share			
Basic (₹)		8.47	31.90
Diluted (₹)		8.47	31.90
The accompanying notes form an integral part of financial statements	1-43		

As per our report attached of even date
For M .P. Chitale & Co.
Chartered Accountants

Murtuza Vajihi
Partner

Place : Mumbai
Date : June 29, 2020

For and on behalf of the Board of Director

Devesh Srivastava
Chairman
DIN: 08646006

Neera Saxena
Managing Director & CEO
DIN: 08189646

B. Radhika
AVP & Chief Financial Officer

Nutan Singh
Company Secretary
ACS No. : 27436
Date : June 29, 2020

Statement of Cash Flows

for the year ended March 31, 2020

₹ in Lakh

Particulars		For the year ended March 31, 2020	For the year ended March 31, 2019
A.	**Cash Flow From Operating Activities :**		
	Profit Before Tax	11,227	24,706
	Adjustments For :		
	Depreciation And Amortisation	613	72
	Impairment of Financial Instruments, including Write-off	9,970	3,300
	Interest Income	(124,436)	(122,039)
	Interest Expenses	94,538	86,528
	Fees & Commission Income	(309)	-
	(Profit)/Loss On Sale of Property Plant & Equipments	(1)	(3)
	(Profit)/Loss On Sale of Investments	(336)	(261)
	Remeasurement Gain/(loss) on Defined Benefit Plan	(117)	(77)
	Operating Profit Before Working Capital Changes	**(8,851)**	**(7,774)**
	Adjustments For :		
	(Increase)/Decrease In Non Financial Assets	(2,186)	(5)
	(Increase)/Decrease In Other Financial Assets	67	(56)
	(Increase)/Decrease In Other Non Financial Assets	(178)	(15)
	(Increase)/Decrease In Bank Balance other than cash & cash equivalents	(15)	(18)
	Increase/(Decrease) In Other Non Financial Liabilities	283	(64)
	Increase/(Decrease) In Trade Payables	557	540
	Increase/(Decrease) In Other Financial Liabilities	2,479	934
	Operating Profit After Working Capital Changes	**(7,844)**	**(6,458)**
	Adjustments For :		
	(Increase)/Decrease in Housing Loans	(15,189)	(184,578)
	Interest Received	123,035	122,064
	Fees & Commission received	284	-
	Interest Paid	(94,538)	(86,895)
	Taxes Paid	(3,580)	(8,665)
	Net Cash Used in Operating Activity	**2,168**	**(164,532)**
B:	**Cash Flow From Investment Activities**		
	Payments for Property, Plant & Equipments	(63)	(153)
	Proceeds from Sale of Property, Plant & Equipments	7	7
	Payments for Intangible assets under Developments	(1,344)	-
	Purchase Of Investments	(1,438,500)	(959,209)
	Sale Of Investments	1,438,837	959,470
	Net Cash Generated From Investing Activity	**(1,063)**	**115**

₹ in Lakh

Particulars		For the year ended March 31, 2020	For the year ended March 31, 2019
C:	**Cash Flow From Financing Activities**		
	Proceeds From Borrowings and Debt Securities	1,028,306	1,159,715
	Repayment of Borrowings and Debt Securities	(1,019,076)	(992,257)
	Dividend Paid On Equity Shares	(2,961)	(2,962)
	Dividend Distribution Tax paid	(609)	(609)
	Payment of lease liabilities	(552)	-
	Net Cash Generated From Financing Activity	**5,108**	**163,887**
	Net Increase/(Decrease) Of Cash & Cash Equivalents(A+B+C)	**6,213**	**(530)**
	Cash & Cash Equivalents As At Beginning of the year	4,850	5,380
	Cash & Cash Equivalents As At the End of the Period	**11,063**	**4,850**
Components Of Cash And Cash Equivalents			
Cash on Hand		37	165
Cheque On Hand		362	-
Balance With Bank :			
	In Current Accounts	10,664	4,623
	Remittances In Transit	-	62
Balance as per Statement of Cash Flows		**11,063**	**4,850**

a) The cash flow statement has been prepared under the indirect method as set out in Indian Accounting Standard ("Ind AS 7") Statement of Cash Flows.

The accompanying notes form an integral part of financial statements 1-43

As per our report attached of even date
For M .P. Chitale & Co.
Chartered Accountants

Murtuza Vajihi
Partner

Place : Mumbai
Date : June 29, 2020

For and on behalf of the Board of Director

Devesh Srivastava
Chairman
DIN: 08646006

Neera Saxena
Managing Director & CEO
DIN: 08189646

B. Radhika
AVP & Chief Financial Officer

Nutan Singh
Company Secretary
ACS No. : 27436
Date : June 29, 2020

Statement of change in equity

for the year ended March 31, 2020

a) Equity Share Capital:

₹ in Lakh

Particulars	No of Equity Share Capital	₹	Forfeited Shares (in ₹)	Total
Balance at April 01, 2018	**53,851,066**	**5,385**	**3**	**5,388**
Change in Equity Share Capital	-	-	-	-
Balance at March 31, 2019	**53,851,066**	**5,385**	**3**	**5,388**
Change in Equity Share Capital	-	-	-	-
Balance at March 31, 2020	**53,851,066**	**5,385**	**3**	**5,388**

b) Other Equity (refer note 21):

₹ in Lakh

Particulars	Reserves & Surplus					Other Comprehensive Income		Total
	Special Reserve (29C (1) of National Housing Bank Act, 1987)	Special Reserve (36(1)(viii) of Income Tax Act, 1961)	Securities Premium	General Reserve	Retained Earning	Remeasurement of net defined benefit plans	Equity instrument through Other Comprehensive Income	
Balance at April 01, 2018	**456**	**39,498**	**11,699**	**49,043**	**5,698**	**17**	**38**	**106,449**
Profit for the year	-	-	-	-	17,181	-	-	17,181
Dividends & Tax on dividends	-	-	-	-	(3,573)	-	-	(3,573)
Transfer to General Reserve	-	-	-	11,000	(11,000)	-	-	-
Transfer to Special Reserve (refer Note (a) below)	-	4,670	-	-	(4,670)	-	-	-
Other Comprehensive Income for the year	-	-	-	-	-	(77)	32	(45)
Balance at March 31, 2019	**456**	**44,168**	**11,699**	**60,043**	**3,636**	**(60)**	**70**	**120,012**
Profit for the year	-	-	-	-	4,561	-	-	4,561
Dividends & Tax on dividends (refer Note (b) below)	-	-	-	-	(3,570)	-	-	(3,570)
Transfer to General Reserve	-	-	-	270	(270)	-	-	-
Transfer to Special Reserve (refer Note (a) below)	-	3,125	-	-	(3,125)	-	-	-
Other Comprehensive Income for the year	-	-	-	-	-	(88)	6	(82)
Balance at March 31, 2020	**456**	**47,293**	**11,699**	**60,313**	**1,232**	**(148)**	**76**	**120,921**

a) As per Section 29C(1) of National Housing Bank Act 1987, the Company is required to transfer at least 20% of its Net profit every year to a reserve before any dividend is declared. For this purpose any Special Reserve created by the Company under Section 36(1)(viii) of the Income Tax Act,1961 is considered to be an eligible transfer.

b) The Company has paid dividend of ₹ 5.5/- per share on the equity shares of face value of ₹ 10/- each pertaining to FY 2018-19, post approval by the members in the 29th AGM held on September 19, 2019.

The accompanying notes form an integral part of financial statements 1-43

As per our report attached of even date
For M .P. Chitale & Co.
Chartered Accountants

Murtuza Vajihi
Partner

Place : Mumbai
Date : June 29, 2020

For and on behalf of the Board of Director

Devesh Srivastava
Chairman
DIN: 08646006

Neera Saxena
Managing Director & CEO
DIN: 08189646

B. Radhika
AVP & Chief Financial Officer

Nutan Singh
Company Secretary
ACS No. : 27436
Date : June 29, 2020

Notes Forming Part of Financial Statements

for the year ended March 31, 2020

Note 1: Corporate information

GIC Housing Finance Limited ('the Company') is a Public Limited Company incorporated under the provisions of Companies Act, 1956 with its registered office in Mumbai to carry on the business of Housing Finance in India. The Company is registered with the National Housing Bank ("NHB"). The shares of the Company are listed on the Bombay Stock Exchange, the National Stock Exchange.

Note 2: Significant Accounting Policies, Accounting Judgements, Estimates and Assumptions:

2.1: Basis of Preparation and Presentation

a. Statement of Compliance

The financial statements of the Company have been prepared in accordance with Indian Accounting Standards (Ind-AS) notified under section 133 of Companies Act, 2013 ("the Act") as amended from time to time and the guidelines issued by the National Housing Bank ("NHB") and Reserve Bank of India (RBI) to the extent applicable and the relevant provisions of the Act.

The Balance Sheet, the Statement of Profit and Loss and the Statement of Changes in Equity are prepared and presented in the format prescribed in the Division III of Schedule III to the Act. The Statement of Cash Flows has been prepared and presented as per the requirements of Ind AS 7 "Statement of Cash Flows". The Company presents its Balance Sheet in the order of liquidity.

b. Basis of preparation of Financial Statements

The Company has prepared these Financial Statements, which comprise the Balance Sheet as at March 31, 2020, Statement of Profit and Loss, Statement of Cash Flows and Statement of Changes in Equity for the year ended March 31, 2020, and accounting policies and other explanatory information (together hereinafter referred to as "Financial Statements") on the historical cost basis except for certain financial instruments and certain employee benefit assets, which are measured at fair values at the end of each reporting period, as explained in the accounting policies below.

The financial statements are presented in Indian Rupees (INR) and all values are rounded to the nearest lakh except when otherwise stated.

c. Fair Value measurements

Fair value measurements are categorized within the fair value hierarchy into Level 1, 2, or 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurements in its entirety, which are described as follows:

- Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date;
- Level 2 inputs are inputs, other than quoted prices included within level 1, that are observable for the asset or liability, either directly or indirectly; and
- Level 3 inputs are unobservable inputs for the asset or liability.

d. Significant Accounting Judgements, Estimates and Assumptions

The preparation of the Financial Statements in conformity with Ind AS requires the Management to make estimates and assumptions considered in the reported amounts of assets and liabilities (including contingent liabilities) and the reported income and expenses during the year.

The estimates and judgements used are continuously evaluated by the Company and are based on historical experience and various other assumptions and factors (including expectations of future events) that the Company believes to be reasonable under the existing circumstances. Differences between actual results and estimates are recognised in the period in which the results are known/materialised. The management believes that the estimates used in the preparation of Financial Statements are prudent and reasonable.

Notes Forming Part of Financial Statements

for the year ended March 31, 2020

(i) Evaluation of Business Model

Classification and measurement of financial instruments depends on the results of the solely payments of principal and interest on the principal amount outstanding ("SPPI") and the business model test. The Company determines the business model at a level that reflects how the Company's financial instruments are managed together to achieve a particular business objective.

The Company monitors financial assets measured at amortised cost or fair value through other comprehensive income that are derecognised prior to their maturity to understand the reason for their disposal and whether the reasons are consistent with the objective of the business for which the asset was held. Monitoring is part of the Company's continuous assessment of whether the business model for which the remaining financial assets are held continues to be appropriate and if it is not appropriate whether there has been a change in business model and so a prospective change to the classification of those instruments.

(ii) Determination of Expected Credit Loss ("ECL")

The measurement of impairment losses (ECL) across all categories of financial assets requires judgement, in particular, the estimation of the amount and timing of future cash flows based on Company's historical experience and collateral values when determining impairment losses along with the assessment of a significant increase in credit risk. These estimates are driven by a number of factors, changes in which can result in different levels of allowances.

Elements of the ECL models that are considered accounting judgements and estimates include:

- Bifurcation of the financial assets into different portfolios when ECL is assessed on collective basis.
- Company's criteria for assessing if there has been a significant increase in credit risk.
- Development of ECL models, including choice of inputs / assumptions used.

(iii) Fair Value Measurements

In case of financial assets and financial liabilities recorded or disclosed in financial statements the company uses the quoted prices in active markets for identical assets or based on inputs which are observable either directly or indirectly for determining the fair value. However in certain cases, the Company adopts valuation techniques and inputs which are not based on market data. When Market observable information is not available, the Company has applied appropriate valuation techniques and inputs to the valuation model.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data is available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs. Information about the valuation techniques and inputs used in determining the fair value of Investments are disclosed in Note 32.3.

(iv) Income Taxes

The Company's tax jurisdiction is in India. Significant judgements are involved in determining the provision for direct and indirect taxes, including amount expected to be paid/recovered for certain tax positions.

(v) Provisions and Liabilities

Provisions and liabilities are recognised in the period when they become probable that there will be an outflow of funds resulting from past operations or events that can be reasonably estimated. The timing of recognition requires judgment to existing facts and circumstances which may be subject to change.

2.2. Significant Accounting Policy

a. Property, plant and equipment (PPE)

PPE is recognised when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. PPE are stated at cost of acquisition, less accumulated depreciation and

Notes Forming Part of Financial Statements

for the year ended March 31, 2020

accumulated impairment losses, if any. Direct costs are capitalised until the assets are ready for use and include freight, duties, taxes and expenses incidental to acquisition and installation.

Subsequent expenditure related to an item of PPE is added to its book value only if they increase the future benefits from the existing asset beyond its previously assessed standard of performance.

For transition to Ind AS, the Company has elected to adopt as deemed cost, the opening written down value as per Previous GAAP on the transition date of April 1, 2017.

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Losses arising from the retirement of, and gains or losses arising from disposal of Property, Plant and Equipment are recognised in the Statement of Profit and Loss.

Depreciation is provided on written down value method ('WDV') over the estimated useful lives of the assets specified in Schedule II of the Companies Act, 2013. Individual assets costing up to INR 5,000 are fully depreciated in the year of acquisition. The estimated useful lives of Property, Plant and Equipment are as stated below:

Particulars	Useful lives
Office Equipment	5 years
Buildings	60 years
Furniture & Fixtures	10 years
Vehicle (Motor cycles, scooters and other mopeds)	10 years
Vehicle (Motor cars)	8 years
Computers	3 years
Servers and networks equipment	6 years

The assets' residual values and useful lives are reviewed, and adjusted if appropriate, at the end of each reporting period.

Property, Plant and Equipment not ready for the intended use on the date of Balance sheet are disclosed as "Capital Work-in-progress" and carried at cost.

b. Intangible Assets

Intangible assets are recognised when it is probable that the future economic benefits that are attributable to the assets will flow to the enterprise and the cost of the asset can be measured reliably. Intangible assets stated at acquisition cost, net of accumulated amortisation and accumulated impairment losses, if any.

Intangible Assets i.e. computer software are amortized on a straight line basis over the estimated useful life of 5 years.

Gains or losses arising from the retirement or disposal of an intangible asset are determined as the difference between the disposal proceeds and the carrying amount of the asset and are recognised as income or expense in the Statement of Profit and Loss.

Intangible assets not ready for the intended use on the date of Balance sheet are disclosed as "Intangible assets under developments".

c. Impairment of Tangible and Intangible Assets

The Company assesses at each Balance Sheet date whether there is any indication that an asset may be impaired. For the purpose of assessing impairment, the smallest identifiable group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows from other assets or groups of assets, is considered as a cash generating unit. If any such indication exists, the Company estimates the recoverable amount of the asset. If such recoverable amount of the asset or the recoverable amount of the cash generating unit to which the asset belongs is less than its carrying amount, the carrying amount is reduced to its recoverable amount. The reduction is treated as an impairment loss and is recognised in the Statement of Profit and Loss. If at the Balance Sheet date there is an indication that previously assessed impairment loss no longer exists or may have decreased, the recoverable amount is reassessed and the asset is reflected at the recoverable amount.

When an impairment loss subsequently reverses, the carrying amount of the asset is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset in prior years. A reversal of an impairment loss is recognised immediately in the Statement of Profit and Loss.

d. Financial Instruments

(i) Recognition

Financial assets and financial liabilities are recognized when an entity becomes a party to the contractual provisions of the instrument. Purchase and sale of financial assets are recognised on the trade date, which is the date on which the Company becomes a party to the contractual provisions of the instrument.

(ii) Initial measurement

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at Fair Value through Profit or Loss (FVTPL)) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at Fair Value through Profit or Loss are recognised immediately in Statement of Profit and Loss.

In addition, on initial recognition, the Company may irrevocably designate a financial asset that otherwise meets the requirements to be measured at amortised cost or at FVTOCI as at FVTPL if doing so eliminates or significantly reduces accounting mismatch that would otherwise arise.

(iii) Financial Assets

A. Classification of Financial Assets and Subsequent Measurement

On initial recognition, a financial asset is classified to be measured at –

- Amortised cost; or
- Fair Value through Other Comprehensive Income (FVTOCI); or
- Fair Value through Profit or Loss (FVTPL)

All recognised financial assets that are within the scope of Ind AS 109 are required to be subsequently measured at amortised cost or fair value on the basis of the entity's business model for managing the financial assets and the contractual cash flow characteristics of the financial assets. Debt instruments that are held within a business model whose objective is to collect the contractual cash flows, and that have contractual terms of financial assets give rise specify date to cash flows that are solely payments of principal and interest on the principal amount outstanding (SPPI), are subsequently measured at amortised cost.

A debt instrument is classified as FVTOCI only if it meets both of the following conditions and is not recognised at FVTPL:

- The asset is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets; and
- The contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

The Company determines its business model at the level that best reflects how it manages a group of financial assets to achieve its business objective and is not assessed on instrument to instrument basis, but at a higher level of aggregated portfolios. At initial recognition of a financial asset, the Company determines whether newly recognised financial assets are part of an existing business model or whether they reflect a new business model.

Notes Forming Part of Financial Statements

for the year ended March 31, 2020

Debt instruments included within the FVTOCI category are measured initially as well as at each reporting date at fair value. Fair value movements are recognised in the Other Comprehensive Income (OCI). However, the Company recognises interest income & impairment losses in the Statement of Profit and Loss. On derecognition of the asset, cumulative gain or loss previously recognised in OCI is reclassified from equity to Statement of Profit and Loss. Interest earned whilst holding FVTOCI debt instrument is reported as interest income using the EIR method.

All equity investments in scope of Ind AS 109 are measured at fair value are classified as at FVTPL. The Company may make an irrevocable election to present certain equity investments measured at fair value through other comprehensive income. The Company makes such election on an instrument-by-instrument basis. The classification is made on initial recognition and is irrevocable. If the Company decides to classify an equity instrument as at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognised in the OCI. There is no recycling of the amounts from OCI to Statement of Profit and Loss, even on sale of investment. However, on sale/disposal the Company may transfer the cumulative gain or loss within equity.

Equity instruments included within the FVTPL category are measured at fair value with all changes recognised in the Statement of Profit and Loss.

All other financial assets are classified as measured at FVTPL.

Financial assets at FVTPL are measured at fair value at the end of each reporting period, with any gains and losses arising on re-measurement recognised in Statement of Profit and Loss.

B. Derecognition of Financial Assets

The Company derecognises a financial asset when the contractual rights to the cash flows from the financial asset expire, or when it transfers the financial asset and/or substantially all the risks and rewards of ownership of the asset to another party. If the Company neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Company recognises its retained interest in the asset and an associated liability for amounts it may have to pay. If the Company transfers the financial assets but retains substantially all the risks and rewards of ownership of a transferred financial asset, the Company continues to recognise the financial asset and also recognises a collateralised borrowing for the proceeds received.

On derecognition of a financial asset in its entirety, the difference between the asset's carrying amount and the sum of the consideration received and receivable and the cumulative gain/loss that had been recognised in OCI and accumulated in equity is recognised in the Statement of Profit and Loss, with the exception of equity investment designated as measured at FVTOCI, where the cumulative gain/loss previously recognised in OCI is not subsequently reclassified to the Statement of Profit and Loss.

C. Write-off

Loans and debt securities are written off when the Company has no reasonable expectations of recovering the financial asset (either in its entirety or a portion of it). This is the case when the Company determines that the borrower does not have assets or sources of income that could generate sufficient cash flows to repay the amounts subject to the write-off. A write-off constitutes a derecognition event. The Company may apply enforcement activities to financial assets written off. Recoveries resulting from the Company's enforcement activities will result in impairment gains.

D. Modification of contractual cash flows

A modification of a financial asset occurs when the contractual terms governing the cash flows of a financial asset are renegotiated or otherwise modified between initial recognition and maturity of the financial asset. A modification affects the amount and/or timing of the contractual cash flows either immediately or at a future date. In addition, the introduction or adjustment of existing covenants of an existing loan would constitute a modification even if these new or adjusted covenants do not yet affect the cash flows immediately but may affect the cash flows depending on whether the covenant is or is not met (e.g. a change to the increase in the interest rate that arises when covenants are breached).

When a financial asset is modified, the Company assesses whether this modification results in derecognition. In accordance with the Company's policy, a modification results in derecognition when it gives rise to substantially different terms.

When the contractual cash flows of a financial asset are renegotiated or otherwise modified, and the renegotiation or modification does not result in the derecognition of that financial asset, the Company recalculates the gross carrying amount of the financial asset and shall recognise a modification gain or loss in profit or loss. The gross carrying amount of the financial asset shall be recalculated as at the present value of the renegotiated or modified contractual cash flows that are discounted at the financial asset's original effective interest rate (or credit-adjusted effective interest rate for purchased or originated credit-impaired financial assets) or, when applicable, the revised effective interest rate.

E. Impairment of Financial Assets

Company recognizes loss allowances using the Expected Credit Loss ("ECL") model for the financial assets which are not fair valued through profit and loss. The Company uses expected credit loss ("ECL") allowance for financial assets, which are not individually significant, and comprise of a large number of homogeneous assets that have similar characteristics. The expected credit loss is a product of exposure at default, probability of default and loss given default. The Company has used past data to observe actual defaults for potential credit losses. The estimates from the above sources have been adjusted with forward looking inputs from anticipated change in future macro-economic conditions.

ECL is required to be measured through a loss allowance at an amount equal to:

- 12-month ECL, i.e. ECL that results from those default events on the financial instrument that are possible within 12 months after the reporting date; or
- full lifetime ECL, i.e. lifetime ECL that result from all possible default events over the life of the financial instrument.

A loss allowance for full lifetime ECL is required for a financial instrument if the credit risk on that financial instrument has increased significantly since initial recognition. For all other financial instruments, ECLs are measured at an amount equal to the 12-month ECL.

For the purpose of measuring expected credit loss allowance, the Company has used a practical expedient as permitted under Ind AS 109. This expected credit loss is computed based on a provision matrix which takes into account historical credit loss experience and adjusted for forward-looking information.

The Company's Expected Credit Loss ("ECL") model comprises of number of underlying assumptions regarding the choice of variable inputs and their interdependencies. Elements of the ECL model that are considered accounting judgements and estimates include:

1. The classification of loan portfolio into various stages based on the number of days overdue.
2. Value of collaterals considered for loan loss allowance.
3. The criteria for assessing if there has been a significant increase in credit risk.

F. Significant increase in credit risk

The Company monitors all financial assets and loan commitments that are subject to the impairment requirements to assess whether there has been a significant increase in credit risk since initial recognition.

In assessing whether the credit risk on a financial instrument has increased significantly since initial recognition, the Company compares the risk of a default occurring on the financial instrument at the reporting date based on the remaining maturity of the instrument with the risk of a default occurring that was anticipated for the remaining maturity at the current reporting date when the financial instrument was first recognised. In making this assessment, the Company considers both quantitative and qualitative information that is reasonable and

Notes Forming Part of Financial Statements

for the year ended March 31, 2020

supportable, including historical experience and forward-looking information that is available without undue cost or effort, based on the Company's expert credit assessment.

G. Reclassification of Financial Assets

The Company determines classification of financial assets and liabilities on initial recognition. After initial recognition, no reclassification is made for financial assets which are equity instruments and financial liabilities. For financial assets which are debt instruments, a reclassification is made only if there is a change in the business model for managing those assets. Changes to the business model are expected to be infrequent. The Company's management determines change in the business model as a result of external or internal changes which are significant to the Company's operations. Such changes are evident to external parties. A change in the business model occurs when the Company either begins or ceases to perform an activity that is significant to its operations. If the Company reclassifies financial assets, it applies the reclassification prospectively from the reclassification date which is the first day of the immediately next reporting period following the change in business model. The Company does not restate any previously recognised gains, losses (including impairment gains or losses) or interest.

Original classification	Revised classification	Accounting treatment
Amortised cost	FVTPL	Fair value is measured at reclassification date. Difference between previous amortized cost and fair value is recognised in Statement of Profit and Loss.
FVTPL	Amortised Cost	Fair value at reclassification date becomes its new gross carrying amount. EIR is calculated based on the new gross carrying amount.
Amortised cost	FVTOCI	Fair value is measured at reclassification date. Difference between previous amortised cost and fair value is recognised in OCI. No change in EIR due to reclassification.
FVTOCI	Amortised cost	Fair value at reclassification date becomes its new amortised cost carrying amount. However, cumulative gain or loss in OCI is adjusted against fair value. Consequently, the asset is measured as if it had always been measured at amortised cost.
FVTPL	FVTOCI	Fair value at reclassification date becomes its new carrying amount. No other adjustment is required.
FVTOCI	FVTPL	Assets continue to be measured at fair value. Cumulative gain or loss previously recognised in OCI is reclassified to Statement of Profit and Loss at the reclassification date.

(iv) Financial Liabilities and Equity Instruments

A. Classification as debt or equity

Debt and equity instruments issued by the Company are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument.

B. Equity Instrument

An instrument that evidences a residual interest in the assets of an entity after deducting all of its liabilities is an equity instrument. Equity instruments issued are recognised at the proceeds received, net of direct issue costs.

Notes Forming Part of Financial Statements

for the year ended March 31, 2020

C. Financial liabilities

All financial liabilities are subsequently measured at amortised cost using the effective interest rate method or at FVTPL.

Financial liabilities are classified as at FVTPL when the financial liability is held for trading or it is designated as at FVTPL.

Financial liabilities that are not held-for-trading and are not designated as at FVTPL are measured at amortised cost at the end of subsequent accounting periods. The carrying amounts of financial liabilities that are subsequently measured at amortised cost are determined based on the effective interest method.

D. Derecognition of financial liabilities

The Company derecognises financial liabilities when, and only when, the Company's obligations are discharged, cancelled or have expired. An exchange between the Company and the lender of debt instruments with substantially different terms is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. The difference between the carrying amount of the financial liability derecognised and the consideration paid and payable is recognised in profit or loss.

e. Employee Benefits

(i) Defined contribution plan

Defined contribution plans include contributions to Provident Fund, Employees' Pension Scheme and Employee State Insurance Scheme, recognized as employee benefit expenses the Statement of Profit and Loss based on the amount of contribution as and when the services are received from the employees.

(ii) Defined benefit plans

For defined benefit retirement benefit plans such as Gratuity plan and compensated absences, the cost of providing benefits is determined using the Projected Unit Credit Method, with actuarial valuations being carried out at the end of each reporting date.

Defined benefit costs are categorised as follows:

- service cost (including current service cost, past service cost, as well as gains and losses on curtailments and settlements);
- net interest expense or income; and
- re-measurement

The Company presents the first two components of defined benefit costs in profit or loss in the line item 'Employee benefits expenses'. Curtailment gains and losses are accounted for as past service costs.

Re-measurement, comprising actuarial gains and losses, the effect of the changes to the asset ceiling (if applicable) and the return on plan assets (excluding interest), is reflected immediately in the Balance Sheet with a charge or credit recognised in other comprehensive income in the year in which they occur. Re-measurement recognised in other comprehensive income is reflected immediately in retained earnings and will not be reclassified to profit or loss.

Past service cost is recognised in profit or loss in the year of a plan amendment or when the Company recognises corresponding restructuring cost whichever is earlier.

For the purpose of gratuity, the Company has obtained a qualifying group gratuity insurance policy from Life Insurance Corporation of India. The fair value of the plan assets is reduced from the gross obligation under the defined benefit plans to recognise the obligation on a net basis.

Notes Forming Part of Financial Statements

for the year ended March 31, 2020

(iii) Short-term and long-term employee benefits

Employee benefits falling due wholly within twelve months of rendering the service are classified as short term employee benefits and are expensed in the period in which the employee renders the related service. Liabilities recognised in respect of short-term employee benefits are measured at the undiscounted amount of the benefits expected to be paid in exchange for the related service.

Liabilities recognised in respect of long-term employee benefits are measured at the present value of the estimated future cash outflows expected to be made by the Company in respect of services provided by employees up to the reporting date.

f. Provisions and Contingent Liabilities

Provisions are recognised when there is a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and there is a reliable estimate of the amount of the obligation.

When a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows (when the effect of the time value of money is material). The discount rate used to determine the present value is a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The increase in the provision due to the passage of time is recognised as interest expense.

Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount cannot be made.

When there is a possible obligation or a present obligation, in respect of which the likelihood of outflow of resources is remote no provision or disclosure is made.

g. Commitments

Commitments are future liabilities for contractual expenditure. The commitments are classified and disclosed as follows:

i. The estimated amount of contracts remaining to be executed on capital account and not provided for; and

ii. Other non-cancellable commitments, if any, to the extent they are considered material and relevant in the opinion of the Management.

h. Revenue Recognition

(i) Income on loans

Interest income from a financial asset is recognised when it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably. Interest income is accrued on a time proportion basis, by reference to the principal outstanding and applicable effective interest rate (EIR).

EIR is the rate that discounts estimated future cash receipts through the expected life of the financial instrument or, when appropriate, a shorter period, to the net carrying amount of the financial asset. EMI commences once when the entire loan is disbursed. Pending Commencement of EMIs, Pre-EMI interest is payable every month."

"The EIR (and therefore, the amortised cost of the asset) is calculated by taking into account any discount or premium on acquisition, fees and costs that are an integral part of the asset. The Company recognises interest income using a rate of return that represents the best estimate of a constant rate of return over the expected life of the loan.

Penal Interest and other related charges are recognised as and when received.

(ii) Investment Income

Dividend income from investments is recognised when the Company's right to receive payment has been established (provided that it is probable that the economic benefits will flow to the Company and the amount of dividend income can be measured reliably).

Income from interest on bank deposits and other interest bearing securities is recognized on the time proportion basis taking into account the amount outstanding and the rate applicable.

(iii) Fee and Commission Income

Fee and commission income include fee other than those that are an integral part of EIR. The fee included in this part of the Company's Statement of Profit and Loss include, among other things, fee charged for servicing a loan. The Company recognises the fee and commission income in accordance with the terms of the relevant contract / agreement and when it is probable that the Company will collect the consideration.

Fee and commission expenses in respect of services availed are recognised as the services are received.

(iv) Other Income

Other Income represents income earned from the activities incidental to the business and is recognised when the right to receive the income is established as per the terms of the contract.

i. Exceptional Items

When items of income and expense within profit or loss from ordinary activities are of such size, nature or incidence that their disclosure is relevant to explain the performance of the enterprise for the period, the nature and amount of such items is disclosed separately as Exceptional items.

j. Leases

The Company assesses whether a contract contains a lease, at the inception of the contract. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Company considers whether (i) the contract involves the use of identified asset; (ii) the Company has substantially all of the economic benefits from the use of the asset through the period of lease and (iii) the Company has right to direct the use of the asset.

(i) As a lessee

The Company recognises a right-of-use asset and a lease liability at the lease commencement date. The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the site on which it is located, less any lease incentives received.

Certain lease arrangements include the option to extend or terminate the lease before the end of the lease term. The right-of-use assets and lease liabilities include these options when it is reasonably certain that the option will be exercised.

The right-of-use asset is subsequently depreciated using the straight-line method from the commencement date to the earlier of the end of the useful life of the right-of-use asset or the end of the lease term. The estimated useful lives of right-of-use assets are determined on the same basis as those of property, plant and equipment. In addition, the right-of use asset is periodically reduced by impairment losses, if any, and adjusted for certain re-measurements of the lease liability.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot

Notes Forming Part of Financial Statements

for the year ended March 31, 2020

be readily determined, the Company's incremental borrowing rate. Generally, the Company uses its incremental borrowing rate as the discount rate.

Lease payments included in the measurement of the lease liability comprises of fixed payments, including in-substance fixed payments, amounts expected to be payable under a residual value guarantee and the exercise price under a purchase option that the Company is reasonably certain to exercise & lease payments in an optional renewal period, if the Company is reasonably certain to exercise an extension option.

The lease liability is subsequently measured at amortised cost using the effective interest method.

When the lease liability is remeasured in this way, a corresponding adjustment is made to the carrying amount of the right-of-use asset or is recorded in profit or loss if the carrying amount of the right-of-use asset has been reduced to zero.

Lease liability and the right of use asset have been separately presented in the balance sheet and lease payments have been classified as financing activities.

The Company has elected not to recognise right-of use assets and lease liabilities for short term leases that have a lease term of less than or equal to 12 months with no purchase option and assets with low value leases. The Company recognises the lease payments associated with these leases as an expense in statement of profit and loss over the lease term. The related cash flows are classified as operating activities.

(ii) Transition:

Effective April 01, 2019, the Company has adopted Ind AS 116 - Leases, which requires any lease arrangement to be recognised in the balance sheet of the lessee as a 'right-of-use' asset with a corresponding lease liability. Accordingly depreciation has been charged on such assets during the period as against lease rental expenses in the previous year. Similarly interest expense has been recognised on lease liabilities under finance cost. As permitted by the standard, the Company has applied this standard w.e.f. April 01, 2019 and comparatives for the previous period / year have not been restated.

k. Taxes

(i) Current Tax

Current tax is the amount of tax payable on the taxable income for the year as determined in accordance with the applicable tax rates and the provisions of the Income Tax Act, 1961 and other applicable tax laws.

(ii) Deferred Taxes

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are recognised for all taxable temporary differences.

Deferred tax assets are recognised for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary difference can be utilised.

Such deferred tax assets and liabilities are not recognised if the temporary differences arise from the initial recognition of assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit. In addition, deferred tax liabilities are not recognised if the temporary difference arises from the initial recognition of goodwill.

The carrying amount of deferred tax assets is reviewed at the end of each reporting year and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised, or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting year.

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

(iii) Current and Deferred Tax for the year

Current and Deferred tax are recognised in profit or loss, except when they are relating to items that are recognised in the other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognised in other comprehensive income or directly in equity respectively. Deferred tax assets and liabilities are offset when they relate to income taxes levied by the same taxation authority and the relevant entity intends to settle its current tax assets and liabilities on a net basis.

l. Cash and cash equivalents

Cash and cash equivalent in Balance Sheet comprise of cash at bank, cash and cheques on hand and short-term deposits with an original maturity of three months or less which are subject to insignificant risk of changes in value.

m. Statement of Cash Flow

Cash flows are reported using the indirect method, whereby profit / (loss) before tax is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities are segregated based on the activities of the Company.

n. Segment Reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the Chief Operating Decision Maker (CODM).

The Managing Director & CEO is identified as the Chief Operating Decision Maker (CODM) by the management of the Company. CODM has identified only one operating segment of providing loans for purchase, construction, repairs renovation etc. and has its operations entirely within India.

o. Earnings Per Share

Basic earnings per share is calculated by dividing the net profit or loss after tax for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the year. The weighted average numbers of equity shares outstanding during the year are adjusted for events including a bonus issue, bonus element in right issue to existing shareholders, share split, and reverse share split (consolidation of shares).

For the purpose of calculating diluted earnings per share, the net profit or loss after tax as adjusted for dividend, interest and other charges to expense or income (net of any attributable taxes) relating to the dilutive potential equity shares divided by weighted average no of equity shares year which are adjusted for the effects of all dilutive potential equity shares.

p. Dividend

Final dividend on equity shares are recorded as a liability on the date of the approval by the shareholders and interim dividend are recorded as liability on the date of declaration by the Company's Board of Directors.

Notes Forming Part of Financial Statements

for the year ended March 31, 2020

Note 3 : Cash and Cash Equivalents

₹ in Lakh

Particulars	As At March 31, 2020	As At March 31, 2019
Cash on Hand	37	165
Cheques in Hand	362	-
Balance With Bank :		
In Current Account	10,664	4,623
Remittance in transit	-	62
Total	**11,063**	**4,850**

Note 4 : Bank balance other than cash and cash equivalent

₹ in Lakh

Particulars	As At March 31, 2020	As At March 31, 2019
Earmarked balances with banks :		
Unclaimed Dividend Accounts	133	132
In Deposit Accounts (Note 4.1):		
Original Maturity more than 3 months	255	240
Total	**388**	**372**

Note 4.1 : Fixed Deposits with Banks represent deposits created by the company for the specific purpose of paying the borrowers, excess sale proceeds recovered under SARFAESI Act 2002.

Note 5 : Loans

At Amortised Cost

₹ in Lakh

Particulars			As At March 31, 2020	As At March 31, 2019
(A)	(i)	Term Loans		
		Individuals	1,317,878	1,307,737
		Corporates	328	335
		Loans to Staff	801	804
		Total Gross (A)	**1,319,007**	**1,308,876**
		Less: Impairment loss allowance (Expected Credit Loss)	36,820	33,338
		Total Net (A)	**1,282,187**	**1,275,538**

Notes Forming Part of Financial Statements

for the year ended March 31, 2020

₹ in Lakh

Particulars			As At March 31, 2020	As At March 31, 2019
(B)	(i)	Secured by tangible assets	1,318,697	1,308,876
	(ii)	Unsecured	310	-
Total Gross (B)			**1,319,007**	**1,308,876**
Less: Impairment loss allowance (Expected Credit Loss)				
-	On Loans secured by tangible assets		36,510	33,338
-	On Unsecured Loans		310	-
Total Impairment loss allowance (Expected Credit Loss)			36,820	33,338
Total Net (B)			**1,282,187**	**1,275,538**
(C)	(I)	Loans in India		
		Public Sector	-	-
		Others	1,319,007	1,308,876
		Total Gross (C) (I)	**1,319,007**	**1,308,876**
		Less: Impairment loss allowance (Expected Credit Loss)	36,820	33,338
		Total Net (C) (I)	**1,282,187**	**1,275,538**
	(II)	Loans outside India	-	-
		Less: Impairment loss allowance (Expected Credit Loss)	-	-
		Total Net (C) (II)	**-**	**-**
	Total Net (C) (I) and (II)		**1,282,187**	**1,275,538**

Note 5.1

(a) Loans given by the company are secured by one or combination of the following securities:

(i) Equitable mortgage of property and / or;

(ii) Assignment of Life Insurance Policies and/or guarantee of solvent guarantors and/or any other acceptable collateral securities wherever applicable, and,

(iii) Corporate Guarantees, wherever applicable.

(b) Housing Loans include loans amounting to ₹ 24,726 Lakh (Previous Year ₹ 16,574 Lakh) against which the company has taken possession (including symbolic possession) of the property under Securitization and Reconstruction of Financial Assets and Enforcement of Security Interest Act, 2002 and held such properties for disposal.

(c) Loans outstanding are presented net of loan written off aggregating to ₹ 6,459 lakh (Previous Year ₹ Nil). Against which the company has taken possession (including symbolic possession) of the property under Securitization and Reconstruction of Financial Assets and Enforcement of Security Interest Act, 2002 aggregating to ₹ 3,679 lakh (Previous Year ₹ Nil) and held such properties for disposal.

(d) For details of loan to related parties refer note 34.

Notes Forming Part of Financial Statements

for the year ended March 31, 2020

Note 5.2

An analysis of changes in the gross carrying amount of loans is as follows :

₹ in Lakh

Particulars	2019-2020				2018-2019			
	Stage 1	Stage 2	Stage 3	Total	Stage 1	Stage 2	Stage 3	Total
Opening Balance	**1,211,668**	**59,345**	**37,863**	**1,308,876**	**1,053,290**	**43,352**	**27,682**	**1,124,324**
New loans disbursed	160,239	424	208	**160,871**	321,699	2,580	983	**325,262**
Loans repaid in part or full	(133,593)	(7,037)	(3,651)	**(144,281)**	(131,799)	(6,721)	(2,190)	**(140,710)**
Loans derecognised (written off)	-	-	(6,459)	**(6,459)**	-	-	-	**-**
Transfers to Stage 1	14,579	(13,031)	(1,548)	**-**	15,762	(14,437)	(1,325)	**-**
Transfers to Stage 2	(35,022)	36,044	(1,022)	**-**	(40,702)	41,706	(1,004)	**-**
Transfers to Stage 3	(20,983)	(25,220)	46,203	**-**	(6,582)	(7,135)	13,717	**-**
Closing Balance	**1,196,888**	**50,525**	**71,594**	**1,319,007**	**1,211,668**	**59,345**	**37,863**	**1,308,876**

Reconciliation of Expected Credit Loss allowances on loans is given below :

₹ in Lakh

Particulars	2019-2020				2018-2019			
	Stage 1	Stage 2	Stage 3	Total	Stage 1	Stage 2	Stage 3	Total
ECL Opening Balance	**16,252**	**9,505**	**7,581**	**33,338**	**21,678**	**2,818**	**5,542**	**30,038**
New loans disbursed	1,974	21	38	**2,033**	3,533	436	154	**4,123**
Loans repaid in part or full	4,179	(550)	4,279	**7,908**	(19)	(34)	(770)	**(823)**
Loans derecognised (written off)	-	-	(6,459)	**(6,459)**	-	-	-	**-**
Transfers to Stage 1	181	(164)	(17)	**-**	277	(254)	(23)	**-**
Transfers to Stage 2	(1,850)	1,896	(46)	**-**	(7,895)	7,966	(71)	**-**
Transfers to Stage 3	(4,921)	(8,095)	13,016	**-**	(1,322)	(1,427)	2,749	**-**
ECL Closing Balance	**15,815**	**2,613**	**18,392**	**36,820**	**16,252**	**9,505**	**7,581**	**33,338**

Notes Forming Part of Financial Statements

for the year ended March 31, 2020

Note 6 : Investments

₹ in Lakh

Particulars	As At March 31, 2020	As At March 31, 2019
At Fair Value Though Other Comprehensive Income		
Equity instruments (Refer Note 6.1)	1,358	1,350
At Fair Value Though Profit and Loss		
Debt Securities (Refer Note 6.2)	-	-
Total	**1,358**	**1,350**

Note 6.1 :

₹ in Lakh

Investments in Equity Instruments - Unquoted, Fully Paid up	No of Shares/Units as at		Amount as at	
	March 31, 2020	March 31, 2019	March 31, 2020	March 31, 2019
Others				
LIC Mutual Fund Asset Management Ltd. (Face Value ₹ 10,000/- each)	1,287	1,287	1,353	1,346
LIC Mutual Fund Trustee Private Ltd. (Face Value ₹ 10/- each)	1,570	1,570	4	3
The Kalyan Janta Sahakai Bank Limited (Face Value ₹ 25/- each)	2,000	2,000	1	1
The Janakalyan Co-op Bank Ltd (Face value ₹ 10/- each)	5,000	5,000	-	-
Total			**1,358**	**1,350**

Investment in equity instruments of The Janakalyan Co-op Bank Ltd costing ₹ 1 lakh (previous year ₹ 1 lakh) has fair value of ₹ Nil (previous year ₹ Nil) as at March 31, 2020

Note 6.2 :

₹ in Lakh

Investments in Debt Instruments - Unquoted, Fully Paid up	No of Shares/Units as at		Amount as at	
	March 31, 2020	March 31, 2019	March 31, 2020	March 31, 2019
15.5% Nepc Micon Ltd (Face Value ₹ 10/- each)	5,00,000	5,00,000	-	-
14.5% Vitara Chemicals Ltd (Face Value ₹ 100/- each)	2,00,000	2,00,000	-	-
16% Modern Threads Ltd (Face Value ₹ 100/- each)	-	1,00,000	-	-
16% Premier Housing & Industrial Enterprises Ltd (Face Value ₹ 100/- each)	2,00,000	2,00,000	-	-
15% Electrex India Ltd (Face Value ₹ 100/- each)	2,00,000	2,00,000	-	-
16% Ace Laboratories Ltd (Face Value ₹ 100/- each)	2,00,000	2,00,000	-	-
Total			**-**	**-**

Investment in debt instruments costing ₹ 850 lakh (previous year ₹ 950 lakh) has fair value of ₹ Nil (previous year ₹ Nil) as at March 31, 2020

Notes Forming Part of Financial Statements

for the year ended March 31, 2020

Note 7 : Other Financial Assets

₹ in Lakh

Particulars	As At March 31, 2020	As At March 31, 2019
Security Deposit		
- Unsecured; considered good	236	218
- Unsecured; considered doubtful	28	-
Less : Impairment Loss Allowance	(28)	-
	236	**218**
Staff Advance	74	46
Other Receivables	106	179
Total	**416**	**443**

Note 8 : Current Tax Assets (net)

₹ in Lakh

Particulars	As At March 31, 2020	As At March 31, 2019
Advance Tax (Net of Provision)	935	1,617
Total	**935**	**1,617**

Note 9 : Deferred tax assets (net)

₹ in Lakh

Particulars	As At March 31, 2020	As At March 31, 2019
Deferred Tax Assets:		
Provision for Expected Credit Loss	9,068	10,719
Provision for Employee Benefits	247	233
Depreciation and Amortization	-	46
Adjustments pertaining to Income and expense recognition based on Expected Interest Rate	217	279
Fair Valuation of Investments	78	111
Others	478	663
Total (A)	**10,088**	**12,051**
Deferred Tax Liabilities:		
Depreciation and Amortization	(374)	-
Total (B)	**(374)**	**-**
Deferred Tax Asset/ (Liability) (net) (A-B)	**9,714**	**12,051**

Notes Forming Part of Financial Statements

for the year ended March 31, 2020

Movement in Deferred Tax Assets

₹ in Lakh

Particulars	As At April 1, 2019	Recognised in Profit and Loss	Recognised in Other Comprehensive Income	As At March 31, 2020
Deferred Tax Assets:				
Provision for Expected Credit Loss	10,719	(1,651)	-	9,068
Provision for Employee Benefits	233	14	-	247
Depreciation and Amortization	46	(420)	-	(374)
Adjustments pertaining to Income and expense recognition based on Expected Interest Rate	279	(91)	29	217
Fair Valuation of Investments	111	(31)	(2)	78
Others	663	(185)	-	478
Total	**12,051**	**(2,364)**	**27**	**9,714**

Tax expenses for the year ended March 31, 2020 reflect changes made vide Taxations Laws (Amendment) Ordinance 2019 as applicable to the Company, resulting in a reversal of Deferred Tax Assets aggregating to ₹ 3,883 Lakh for the year ended March 31, 2020. Consequently, Deferred Tax Assets have been reduced with a corresponding charge to Profit and Loss Account.

₹ in Lakh

Particulars	As At April 1, 2018	Recognised in Profit and Loss	Recognised in Other Comprehensive Income	As At March 31, 2019
Deferred Tax Assets:				
Provision for Expected Credit Loss	10,496	223	-	10,719
Provision for Employee Benefits	255	(22)	-	233
Depreciation and Amortization	47	(1)	-	46
Adjustments pertaining to Income and expense recognition based on Expected Interest Rate	404	(125)	-	279
Fair Valuation of Investments	128	-	(17)	111
Others	424	239	-	663
Total	**11,754**	**315**	**(17)**	**12,051**

Notes Forming Part of Financial Statements

for the year ended March 31, 2020

Note 10 : Property, Plant and Equipment

₹ in Lakh

Particulars	Buildings	Furniture and Fittings	Office Equipment	Computers	Vehicles	Total
Gross carrying value as at April 1, 2019	**84**	**35**	**46**	**138**	**114**	**417**
Additions	-	21	13	21	8	63
Deductions/Adjustments	-	-	(4)	(2)	(18)	(24)
Gross carrying value as at March 31, 2020	**84**	**56**	**55**	**157**	**104**	**456**
Accumulated Depreciation as at April 1, 2019	**8**	**15**	**20**	**50**	**40**	**133**
Depreciation for the year	4	12	12	50	22	100
Deductions/Adjustments	-	-	(4)	(2)	(11)	(17)
Accumulated Depreciation as at March 31, 2020	**12**	**27**	**28**	**98**	**51**	**216**
Carrying Value as at March 31, 2020	**72**	**29**	**27**	**59**	**53**	**240**

₹ in Lakh

Particulars	Buildings	Furniture and Fittings	Office Equipment	Computers	Vehicles	Total
Gross carrying value as at April 1, 2018	**84**	**23**	**32**	**70**	**60**	**269**
Additions	-	12	14	69	58	153
Deductions/Adjustments	-	-	-	(1)	(4)	(5)
Gross carrying value as at March 31, 2019	**84**	**35**	**46**	**138**	**114**	**417**
Accumulated Depreciation as at April 1, 2018	**4**	**6**	**11**	**24**	**17**	**62**
Depreciation for the year	4	9	9	26	24	72
Deductions/Adjustments	-	-	-	-	(1)	(1)
Accumulated Depreciation as at March 31, 2019	**8**	**15**	**20**	**50**	**40**	**133**
Carrying Value as at March 31, 2019	**76**	**20**	**26**	**88**	**74**	**284**

Notes Forming Part of Financial Statements

for the year ended March 31, 2020

Note 11 : Right of Use Assets

₹ in Lakh

Particulars	Premises (Note 29.3)
Gross carrying value as at April 1, 2019	**1,512**
Additions	638
Deductions/Adjustments	-
Gross carrying value as at March 31, 2020	**2,150**
Accumulated Depreciation As at April 1, 2019	**-**
Depreciation for the year	513
Deductions/Adjustments	-
Accumulated Depreciation As at March 31, 2020	**513**
Carrying Value as at March 31, 2020	**1,637**

Note 12 : Intangible Assets under development

₹ in Lakh

Particulars	As at March 31, 2020	As at March 31, 2019
Opening balance	**-**	**-**
Additions	1,344	-
Deductions/Adjustments	-	-
Closing balance	**1,344**	**-**

Note 13 : Other Non-Financial Assets

₹ in Lakh

Particulars	As at March 31, 2020	As at March 31, 2019
Unsecured ; Considered Good		
Prepaid Expenses	555	406
Capital Advance	26	14
Others	25	23
Total	**606**	**443**

Notes Forming Part of Financial Statements

for the year ended March 31, 2020

Note 14 : Payables

₹ in Lakh

Particulars	As At March 31, 2020	As At March 31, 2019
Trade Payables		
Total Outstanding dues of micro enterprises and small enterprises	4	4
Total Outstanding dues of creditors other than micro enterprise and small enterprises	1,711	1,153
Total	**1,715**	**1,157**

Note 14.1 The Company had requested its suppliers to confirm the status as to whether they are covered under the Micro, Small and Medium Enterprises Development Act, 2006 and is in the continuous process of obtaining such confirmation from its suppliers. The disclosure relating to unpaid amount as at the year-end together with interest paid/payable as required under the said Act have been given to the extent such parties could be identified on the basis of the information available with the company regarding the status of suppliers under MSMED Act, 2006.

₹ in Lakh

Particulars	As At March 31, 2020	As At March 31, 2019
a) The principal amount and the interest due thereon remaining unpaid to any supplier as at the end of each accounting year;	4	4
b) The amount of interest paid by the Company along with the amounts of the payment made to the supplier beyond the appointed day during the year;	-	-
c) The amount of interest due and payable for the year of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under this Act;	-	-
d) The amount of interest accrued and remaining unpaid at the end of the year.	-	-
e) The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise.	-	-
Total	**4**	**4**

Notes Forming Part of Financial Statements

for the year ended March 31, 2020

Note 15 : Debt Securities - At Amortised Cost

₹ in Lakh

Particulars	As At March 31, 2020	As At March 31, 2019
Unsecured		
Commercial Paper (Note 15.1)	74,753	124,076
Total (A)	**74,753**	**124,076**
Debt Securities in India	74,753	124,076
Debt Securities outside India	-	-
Total (B)	**74,753**	**124,076**

Note 15.1 Terms of repayment & rate of interest in case of Debt Securities.

Commercial paper at face value repayable at par :

₹ in Lakh

Particulars	Maturity Date	Rate of Interest	As At March 31, 2020
4000 Units of ₹ 500000 each	9-Apr-20	5.97%	20,000
3000 Units of ₹ 500000 each	17-Apr-20	5.95%	15,000
4000 Units of ₹ 500000 each	6-May-20	5.74%	20,000
4000 Units of ₹ 500000 each	24-Apr-20	5.95%	20,000
Total			**75,000**

₹ in Lakh

Particulars	Maturity Date	Rate of Interest	As At March 31, 2019
4000 Units of ₹ 500000 each	5-Apr-19	7.90%	20,000
3000 Units of ₹ 500000 each	10-May-19	7.70%	15,000
2000 Units of ₹ 500000 each	12-Apr-19	7.65%	10,000
4000 Units of ₹ 500000 each	26-Apr-19	7.65%	20,000
4000 Units of ₹ 500000 each	17-May-19	7.79%	20,000
4000 Units of ₹ 500000 each	24-May-19	7.76%	20,000
4000 Units of ₹ 500000 each	30-May-19	7.64%	20,000
Total			**125,000**

Notes Forming Part of Financial Statements

for the year ended March 31, 2020

Note 16 : Borrowings (Other than Debt Securities) - At Amortised Cost

₹ in Lakh

Particulars	As At March 31, 2020	As At March 31, 2019
Secured		
Term Loans (Note 16.2)		
- From Banks	887,778	797,995
- From National Housing Bank	206,438	235,792
- From Insurance Companies	6,125	8,000
Total (A)	**1,100,341**	**1,041,787**
Borrowings in India	1,100,341	1,041,787
Borrowings Outside India	-	-
Total (B)	**1,100,341**	**1,041,787**

Note 16.1: The above term loans are secured by way of first/specific charge on book-debts equivalent to loan outstanding.

Note 16.2: Maturity Profile and Rate of Interest in case of Borrowings (Other than Debt Securities)

₹ in Lakh

Particulars	As at March 31, 2020			
	Banks (7.70% - 8.75%)	Insurance Companies (7.90%)	National Housing Bank (4.61% - 9.50%)	Total
Upto 1 Years	159,899	875	25,403	186,177
Over 1 year to 3 years	376,177	1,750	67,742	445,669
Over 3 to 5 years	228,233	1,750	65,647	295,630
Over 5 to 7 years	78,478	1,750	34,934	115,162
Over 7 Years	44,991	-	12,712	57,703
Total	**887,778**	**6,125**	**206,438**	**1,100,341**

₹ in Lakh

Particulars	As at March 31, 2019			
	Banks (8.19% - 9.25%)	Insurance Companies (8.45%)	National Housing Bank (4.61% - 9.70%)	Total
Upto 1 Years	137,684	1,875	27,931	167,490
Over 1 year to 3 years	330,381	1,750	64,376	396,507
Over 3 to 5 years	239,728	1,750	64,110	305,588
Over 5 to 7 years	71,457	2,625	54,050	128,132
Over 7 Years	18,745	-	25,325	44,070
Total	**797,995**	**8,000**	**235,792**	**1,041,787**

Notes Forming Part of Financial Statements

for the year ended March 31, 2020

Note 17 : Other Financial Liabilities

₹ in Lakh

Particulars	As At March 31, 2020	As At March 31, 2019
Unpaid Dividends (Note 17.1)	133	132
Others		
Trade Liabilities	3,433	3,323
Staff Dues	48	24
Statutory Dues	237	178
Total	**3,851**	**3,657**

Note 17.1 : As Required under Section 125 of the Companies Act 2013,The Company has transferred ₹ 16.87 Lakh (Previous Year ₹ 17.69 Lakh) to Investor Education and Protection Fund (IEPF) during the year. As of March 31, 2020, no amount was due for transfer to the IEPF.

Note 18 : Current Tax Liabilities (net)

₹ in Lakh

Particulars	As At March 31, 2020	As At March 31, 2019
Provision for Tax (Net of Advance Tax)	206	203
Total	**206**	**203**

Note 19: Provisions

₹ in Lakh

Particulars	As At March 31, 2020	As At March 31, 2019
Provision for Employee Benefits		
- Leave Encashment	591	397
- Gratuity	387	271
Total	**978**	**668**

Notes Forming Part of Financial Statements

for the year ended March 31, 2020

Note 20 : Equity Share Capital

₹ in Lakh

Particulars	As at March 31, 2020	As at March 31, 2019
AUTHORISED CAPITAL :		
15,00,00,000 Equity shares of ₹ 10 each	15,000	15,000
(PY 2018-19: 15,00,00,000 Equity shares of ₹ 10 each)		
	15,000	**15,000**
ISSUED,SUBSCRIBED & PAID UP:		
5,38,51,066 Equity shares of ₹ 10 each	5,385	5,385
(PY 2018-19: 5,38,51,066 Equity Shares of ₹ 10 each)		
Add: Forfeited Shares (Refer Note 20.4)	3	3
Total	**5,388**	**5,388**

Note 20.1 : Reconciliation of the number of shares outstanding

Particulars	As at March 31, 2020		As at March 31, 2019	
	No of Shares	Amount (₹ in Lakh)	No of Shares	Amount (₹ in Lakh)
Shares outstanding at the beginning of the year	53,851,066	5,385	53,851,066	5,385
Shares Issued during the year	-	-	-	-
Shares bought back during the year	-	-	-	-
Shares outstanding at the end of the year	**53,851,066**	**5,385**	**53,851,066**	**5,385**

Note 20.2: Terms/ Rights attached to equity shares

The company has only one class of Equity shares having par value of ₹ 10 each. Each holder of equity shares is entitled to one vote per share.

The holders of equity shares are entitled to dividends, if any, proposed by the Board of Directors and approved by Shareholders at the Annual General Meeting.

In the event of Liquidation of the company, the holders of equity shares will be entitled to receive any of the remaining assets of the company, after distribution of all preferential amounts.

However, no such preferential amounts exist currently. The distribution will be in proportion to the number of equity shares held by the shareholders.

Notes Forming Part of Financial Statements

for the year ended March 31, 2020

Note 20.3 : Details of Shareholders holding more than 5% shares in Company

Name of Shareholder	As at March 31, 2020		As at March 31, 2019	
	No. of Shares held	% of Holding	No. of Shares held	% of Holding
General Insurance Corporation of India	8,218,802	15.26	8,218,802	15.26
The New India Assurance Company Limited	4,656,913	8.65	4,656,913	8.65
United India Insurance Company Limited	3,956,000	7.35	3,956,000	7.35
Life Insurance Corporation of India	3,050,250	5.66	3,050,250	5.66
The Oriental Insurance Company Limited	2,975,024	5.52	2,975,024	5.52
National Insurance Company Limited	3,030,100	5.63	3,030,100	5.63

Note 20.4: The Company has forfeited 53,800 Equity Shares on which amount originally paid up is ₹ 2,69,000

Note 20.5: During the period of five years immediately preceding the Balance Sheet date, the Company has not issued any equity shares without payment being received in cash or by way of bonus shares or shares bought back.

Note 21 : Other Equity

₹ in Lakh

Particulars	As at March 31, 2020	As at March 31, 2019
(i) Special Reserve		
a. In terms of Section 29C(1) of the National Housing Bank Act,1987	456	456
b. In terms of Section 36(1)(viii) of the Income tax Act, 1961	47,293	44,168
	47,749	**44,624**
(ii) Securities Premium	11,699	11,699
(iii) General Reserve	60,313	60,043
(iv) Retained earnings	1,232	3,636
(v) Remeasurement of net defined benefit plans	(148)	(60)
(vi) Equity instrument through Other Comprehensive Income	76	70
Total	**120,921**	**120,012**

Note 22 : Interest Income

On Financial Assets measured at Amortised Cost

₹ in Lakh

Particulars	For the year ended March 31, 2020	For the year ended March 31, 2019
Interest on Loans	124,436	122,038
Total	**124,436**	**122,038**

Notes Forming Part of Financial Statements

for the year ended March 31, 2020

Note 23 : Fee and Commission

₹ in Lakh

Particulars	For the year ended March 31, 2020	For the year ended March 31, 2019
Fees and Other Charges	240	440
Commission	69	-
Total	**309**	**440**

Note 24 : Other Income

₹ in Lakh

Particulars	For the year ended March 31, 2020	For the year ended March 31, 2019
Profit on sale of investments	366	261
Dividend Income	7	13
Credit Balance Written Back	260	-
Interest on Fixed Deposit	102	-
Others	11	13
Total	**746**	**287**

Note 25 : Finance Cost

On Financial liabilities measured at Amortised Cost

₹ in Lakh

Particulars	For the year ended March 31, 2020	For the year ended March 31, 2019
Interest on Borrowings	86,628	78,019
Interest on Debt Securities	7,773	8,509
Interest on Lease Liabilities	137	-
Total	**94,538**	**86,528**

Notes Forming Part of Financial Statements

for the year ended March 31, 2020

Note 26 : Impairment on Financial Instruments, including write-off

₹ in Lakh

Particulars	For the year ended March 31, 2020	For the year ended March 31, 2019
Impairment on Financial Instruments		
(On Financial instruments carried at amortised cost)		
- Loans	3,483	3,300
- Others	28	-
Bad debts written off	6,459	-
Total	**9,970**	**3,300**

26.1 The details relating to movement in Impairment on Loans (Expected credit loss) is disclosed in note 5.2

Note 27 : Employee Benefit Expenses

₹ in Lakh

Particulars	For the year ended March 31, 2020	For the year ended March 31, 2019
Salaries and Allowances	3,026	2,489
Contribution to Provident and Other Funds	303	248
Contribution to Defined Benefit Plan	392	189
Staff Welfare Expenses	532	364
Total	**4,253**	**3,290**

Note 28 : Depreciation and Amortisation

₹ in Lakh

Particulars	For the year ended March 31, 2020	For the year ended March 31, 2019
Depreciation on Property , Plant and Equipment	100	72
Depreciation on Right of use Assets	513	-
Total	**613**	**72**

Notes Forming Part of Financial Statements

for the year ended March 31, 2020

Note 29 : Other Expenses

₹ in Lakh

Particulars	For the year ended March 31, 2020	For the year ended March 31, 2019
Rent (Note 29.3)	201	660
Rates and Taxes	11	11
Repairs and Maintenance	468	424
Communications Costs	59	97
Bank Charges	38	28
Electricity expenses	81	79
Insurance Expenses	290	244
Travelling and Conveyance	147	147
Printing and Stationery	76	91
Advertisement & Publicity Expenses	185	140
Legal and Professional Fees	2,746	1,820
Directors Sitting Fees	35	28
Corporate Social Responsibility (CSR) Expenses (Note 29.2)	192	601
Miscellaneous Expenses	256	332
Auditor's Remuneration (Note 29.1) :		
Audit Fees	12	13
Fees for limited review	3	4
Tax Audit Fees	2	4
Fees for other services	6	7
Total	**4,808**	**4,730**

Note 29.1 : Includes GST of ₹ 3 lakh (Previous year ₹ 4 lakh).

Notes Forming Part of Financial Statements

for the year ended March 31, 2020

Note 29.2

Expenditure incurred for Corporate Social Responsibility are ₹ 192 Lakh (Previous Year ₹ 601 Lakh)

Disclosure on Corporate Social Responsibility (CSR) activities u/s 135 of the Companies Act, 2013 is as under :

₹ in Lakh

Particulars			For the year ended March 31, 2020	For the year ended March 31, 2019
(a)	Gross amount required to be spent by the Company during the year		497	460
(b)	Amount spent, utilised and charged during the year on :			
	(i)	Construction / acquisition of any Asset	-	-
	(ii)	On purposes other than (i) above :		
		- Contribution to various Funds / Trusts / NGOs / Societies / Agencies and utilisation thereon	192	601
		- Expenditure on Administrative Overheads for CSR	-	-
Total			**192**	**601**

Note 29.3 : Lease

In accordance with the Indian Accounting Standard (Ind AS) 116 on 'Leases', the following disclosures in respect of Lease are made:

The Company has entered into agreements for taking on lease basis certain office premises.

Effective April 01, 2019, the Company has adopted IND AS 116 - Leases, which requires any lease arrangement to be recognised in the balance sheet of the lessee as a 'right-of-use' asset with a corresponding lease liability. Accordingly depreciation has been charged on such assets during the period as against lease rental expenses in the previous year. Similarly interest expense has been recognised on lease liabilities under finance cost. As permitted by the standard, the Company has applied this standard w.e.f. April 01, 2019 and comparatives for the previous period / year have not been restated. The Impact on transition is summarised below:

Impact of Transition on April, 2019

₹ in Lakh

Particulars	Amount
Right-of-use assets	1,512
Lease Liability under Ind AS 116	1,512

Notes Forming Part of Financial Statements

for the year ended March 31, 2020

Right of use assets

Statement showing carrying value of right of use assets

₹ in Lakh

Particulars	Amount
Balances as at April 1, 2019	**1,512**
Additions for the year	638
Deletion during the year	-
Depreciation Charge for the year	(513)
Balances as at March 31, 2020	**1,637**

Lease Liabilities

Statement showing movement in lease liabilities

₹ in Lakh

Particulars	Amount
Balances as at April 1, 2019	**1,512**
Additions for the year	638
Deductions/Adjustments during the year	-
Finance cost accrued during the period	137
Payment of lease liabilities	(552)
Translation Difference	-
Balances as at March 31, 2020	**1,735**

Statement showing break up value of the Current and Non - Current Lease Liabilities

₹ in Lakh

Particulars	As at March 31, 2020	As at March 31, 2019
Current lease liabilities	332	-
Non- Current lease liabilities	1,403	-

Notes Forming Part of Financial Statements

for the year ended March 31, 2020

The following table sets out a maturity analysis of lease payments, showing the undiscounted lease payments after the reporting period.

₹ in Lakh

Particulars	As At March 31, 2020 Ind AS 116	As At March 31, 2019 Ind AS 17
Not later than one year	451	480
Later than one year and not later than three years	828	570
Later than three year and not later than five years	524	452
Later than five years	319	360
Total	**2,122**	**1,862**

Impact of Ind AS 116 on Statement of Profit and Loss is as under

₹ in Lakh

Particulars	For the year ended March 31, 2020	For the year ended March 31, 2019
Interest on Lease Liabilities	137	-
Depreciation on Right of use Assets	513	-
Total	**650**	**-**

Statement showing amount recognised in Statement of Cash Flows:

₹ in Lakh

Particulars	As at March 31, 2020	As at March 31, 2019
Total cash outflow for leases	552	-

The lease liabilities as at April 01, 2019 can be reconciled to the operating lease commitments as of March 31, 2019, as follows:

₹ in Lakh

Particulars	Amount
Operating Lease Commitment as at April 1, 2019 (gross without discounting)	1,862
Effect from discounting at the incremental borrowing rate as at April 1, 2019	(350)
Discounted operating lease commitments as at April 1, 2019	1,512
Commitments relating to leases previously classified as finance leases	-
Lease liabilities as at April 1, 2019	**1,512**

Notes Forming Part of Financial Statements

for the year ended March 31, 2020

Note 30 : Income Taxes

Income Tax Expense in statement of profit and loss ₹ in Lakh

Particulars	For the year ended March 31, 2020	For the year ended March 31, 2019
Current tax expenses:		
In respect of the current year	3,800	7,840
In respect of prior years (Net)	502	-
Total Current Tax	**4,302**	**7,840**
Deferred tax (Refer note 9)	2,364	(315)
Total	**6,666**	**7,525**

Reconciliation of Income Tax Expense of the year can be reconcilied to the accounting Profit as follows :

₹ in Lakh

Particulars	For the year ended March 31, 2020	For the year ended March 31, 2019
Profit before tax	11,227	24,706
Statutory income tax rate	25.17%	34.944%
Tax at statutory income tax rate	2,826	8,633
Adjustment in respect current tax of earlier year (Net)	502	-
Tax effect of:		
Non-deductible expenses	1,966	1,321
Income not subject to tax	(2)	(4)
Deductions under Income tax Act,1961		
- u/s 36(i)(vii)(d) and 36(i)(viii)	(982)	(2,042)
- u/s 80G	-	(67)
Others	(8)	(1)
Income tax expense recognised in the statement of profit and loss	**4,302**	**7,840**

Notes Forming Part of Financial Statements

for the year ended March 31, 2020

Note 31 : Current and non Current classification - Statement of Assets and liabilities

The table below shows an analysis of assets and liabilities analysed according to when they are expected to be recovered or settled.

₹ in Lakh

Particulars	As At March 31, 2020			As At March 31, 2019		
	Within 12 Months	After 12 Months	Total	Within 12 Months	After 12 Months	Total
ASSETS						
Financial Assets						
Cash and Cash Equivalents	11,063	-	11,063	4,850	-	4,850
Bank Balance other than Cash and Cash Equivalent	388	-	388	372	-	372
Loans	56,196	1,225,991	1,282,187	57,312	1,218,226	1,275,538
Investments	-	1,358	1,358	-	1,350	1,350
Other Financial Assets	78	338	416	216	227	443
Total Financial Assets	**67,725**	**1,227,687**	**1,295,412**	**62,750**	**1,219,803**	**1,282,553**
Non-Financial Assets						
Current Tax Assets (net)	-	935	935	-	1,617	1,617
Deferred Tax Assets (net)	-	9,714	9,714	-	12,051	12,051
Property, Plant and Equipment	-	240	240	-	284	284
Right Of Use Assets	-	1,637	1,637	-	-	-
Intangible Assets under development	-	1,344	1,344	-	-	-
Other Non-Financial Assets	-	606	606	115	328	443
Total Non-Financial Assets	**-**	**14,476**	**14,476**	**115**	**14,280**	**14,395**
TOTAL ASSETS	**67,725**	**1,242,163**	**1,309,888**	**62,865**	**1,234,083**	**1,296,948**
LIABILITIES & EQUITY						
LIABILITIES						
Financial liabilities						
Lease Liabilities	332	1,403	1,735	-	-	-
Payables						
Trade Payable						
(i) Total outstanding dues of micro enterprises and small enterprises	4	-	4	4	-	4
(ii) Total outstanding dues of creditors other than micro enterprises and small enterprises	1,711	-	1,711	1,153	-	1,153
Debt securities	74,753	-	74,753	124,076	-	124,076
Borrowings (other than debt securities)	186,177	914,164	1,100,341	167,490	874,297	1,041,787
Other Financial Liabilities	3,851	-	3,851	3,657	-	3,657
Total Financial liabilities	**266,828**	**915,567**	**1,182,395**	**296,380**	**874,297**	**1,170,677**

Notes Forming Part of Financial Statements

for the year ended March 31, 2020

₹ in Lakh

Particulars	As At March 31, 2020			As At March 31, 2019		
	Within 12 Months	After 12 Months	Total	Within 12 Months	After 12 Months	Total
Non-Financial Liabilities						
Current tax liabilities (Net)	206	-	206	203	-	203
Provisions	277	701	978	212	456	668
Total Non-Financial Liabilities	**483**	**701**	**1,184**	**415**	**456**	**871**
Total Liabilities	**267,311**	**916,268**	**1,183,579**	**296,795**	**874,753**	**1,171,548**
EQUITY						
Equity Share Capital	-	5,388	5,388	-	5,388	5,388
Other Equity	-	120,921	120,921	-	120,012	120,012
Total Equity	**-**	**126,309**	**126,309**	**-**	**125,400**	**125,400**
TOTAL LIABILITIES & EQUITY	**267,311**	**1,042,577**	**1,309,888**	**296,795**	**1,000,153**	**1,296,948**

Note 32 : Financial Instruments

Note 32.1 : Capital Management

The Company's objective, when managing Capital, is to safeguard the ability of the Company to continue as a going concern, maintain strong credit ratings and healthy capital ratios in order to support its business and to maximise shareholder's value. The capital of the Company comprises of Equity Share Capital, Share Premium, other equity reserves, a mix of debt securities and borrowings (other than debt securities). No changes have been made to the objectives, policies and processes from the previous year. However, they are under constant review by the Board. The Management of the Company monitors the Regulatory capital by overviewing Debt Equity Ratio and makes use of the same for framing the business strategies.

The Debt Equity Ratio of the Company is calculated as below:

₹ in Lakh

Particulars	As At March 31, 2020	As At March 31, 2019
Debt securities (a)	74,753	124,076
Borrowings (other than debt securities) (b)	1,100,341	1,041,787
Total Debt (c=a+b)	1,175,094	1,165,863
Cash and Cash Equivalents (d)	11,063	4,850
Net Debt (e=c-d)	1,164,031	1,161,013
Total Equity (f)	**126,309**	**125,400**
Net Debt to Equity Ratio (in times) (g=e/f)	**9.22**	**9.26**

Notes Forming Part of Financial Statements

for the year ended March 31, 2020

Note 32.2 : Financial Instruments by Category

₹ in Lakh

Particulars	As At March 31, 2020			As At March 31, 2019		
	FVTPL	FVTOCI	Amortised Cost	FVTPL	FVTOCI	Amortised Cost
Financial Assets						
Cash and Cash Equivalents	-	-	11,063	-	-	4,850
Bank Balance other than Cash and Cash Equivalent	-	-	388	-	-	372
Loans	-	-	1,282,187	-	-	1,275,538
Investments	-	1,358	-	-	1,350	-
Other Financial Assets	-	-	416	-	-	443
Total Financial Assets	**-**	**1,358**	**1,294,054**	**-**	**1,350**	**1,281,203**
Financial Liabilities						
Lease Liabilities	-	-	1,735	-	-	-
Trade Payable	-	-	1,715	-	-	1,157
Debt securities	-	-	74,753	-	-	124,076
Borrowings (other than debt securities)	-	-	1,100,341	-	-	1,041,787
Other Financial Liabilities	-	-	3,851	-	-	3,657
Total Financial Liabilities	**-**	**-**	**1,182,395**	**-**	**-**	**1,170,677**

Note 32.3 : Fair Value Measurement

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction in the principal market at the measurement date under current market conditions (i.e., an exit price), regardless of whether that price is directly observable or estimated using a valuation technique.

The Company evaluates the significance of financial instruments and material accuracy of the valuations incorporated in the financial statements as they involve a high degree of judgement and estimation uncertainty in determining the carrying values of financial assets and liabilities at the balance sheet date. Fair value of financial instruments is determined using valuation techniques and estimates which, to the extent possible, use market observable inputs, but in some cases use non-market observable inputs. Changes in the observability of significant valuation inputs can materially affect the fair values of financial instruments. In determining the valuation of financial instruments, the Company makes judgements on the amounts reserved to cater for model and valuation risks, which cover both Level 2 and Level 3 instruments, and the significant valuation judgements in respect of Level 3 instruments.

Fair Value Hierarchy

In order to show how fair values have been derived, financial instruments are classified based on a hierarchy of valuation techniques, as explained below.

Assets and liabilities carried at fair value or for which fair values are disclosed have been classified into three levels according to the observability of the significant inputs used to determine the fair values. Changes in the observability of significant valuation inputs during the reporting period may result in a transfer of assets and liabilities within the fair value hierarchy. The Company recognises transfers between levels of the fair value hierarchy when there is a significant change in either its principal market or the level of observability of the inputs to the valuation techniques as at the end of the reporting period.

Notes Forming Part of Financial Statements

for the year ended March 31, 2020

Level 1 : inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date;

Level 2 : inputs are inputs, other than quoted prices included within level 1, that are observable for the asset or liability, either directly or indirectly; and

Level 3 : inputs are unobservable inputs for the asset or liability.

The following table analyses financial instruments measured at fair value at the reporting date, by the level in the fair value hierarchy into which the fair value measurement is categorised. The amounts are based on the values recognised in the statement of financial position.

₹ in Lakh

Particulars	As At March 31, 2020			As At March 31, 2019		
	Level 1	Level 2	Level 3	Level 1	Level 2	Level 3
Financial Assets						
Investments - FVTOCI	-	-	**1,358**	-	-	**1,350**

There were no transfers between Level 1, Level 2 and Level 3 during the year

Valuation technique used to determine fair value

Equity instruments

Equity instruments in non-listed entities are initially recognised at transaction price and re-measured (to the extent information is available) and valued on a case-by-case basis and classified as Level 3.

Valuation adjustments and other inputs and considerations

A one percentage point change in the unobservable inputs used in fair valuation of Level 3 financial assets does not have a significant impact in its value.

No valuation adjustments have been made to the prices/yields provided for valuation.

Other Financial Assets and Liabilities

With respect to Bank Balances and Cash and Cash Equivalents, Loans, Other Financial Assets, Trade Payables and Other Financial Liabilities, the carrying value approximates the fair value.

Note 33 : Financial Risk Management

Introduction

The Company's financial risk management is an integral part of how to plan and execute its business strategies. The Company's financial risk management policy is set by the Board. While the Company is exposed to various types of risks, the most important among them are liquidity risk, interest rate risk, credit risk, regulatory risk and operational risk. The measurement, monitoring and management of risks remain a key focus area for the Company.

Risk Management Framework

In order to mitigate/transfer the risks, the Company has adopted a Risk Management Policy which provides a framework for identification, assessment, mitigation and reporting of risks.

Board level Risk Management Committee of the Company identifies, reviews and controls key risk areas, across the entire organization.

The role of the Risk Management Committee shall be:

1. review the risk management policies and system periodically and report to the Board.
2. ensure that the risk management system is established, implemented and maintained in accordance with this Policy.
3. assign the responsibilities to Chief Risk Officer of the Company in relation to risk identification and its management.

Notes Forming Part of Financial Statements

for the year ended March 31, 2020

The Board shall be the ultimate Authority to approve the strategic plans and objectives for Risk Management and Risk Philosophy.

The Company has exposure to following risks arising from the financial instruments:

Note 33.1 Credit Risk

Credit risk refers to risk that a counterparty will default on its contractual obligations resulting in financial loss to the Company. Credit risk arises primarily from financial assets such as loans, investments, balances with banks and other financials assets.

The Company manages and controls credit risk by setting limits on the amount of risk it is willing to accept for individual counterparties. The Company ensures effective monitoring of credit facilities through a portfolio quality review framework.

The Company monitors and manages credit risk on loans at an individual borrower level. The credit risk for individual borrowers is being managed at portfolio level for Housing Loans. The Company has a structured and standardized credit approval process, which includes a well-established procedure of comprehensive credit appraisal. The Risk Management Policy addresses the recognition, monitoring and reporting of the Credit risk.

Company's customers for housing loans are primarily salaried and self-employed individuals. All retail loans are also subjected to risk based pricing wherein the individual cases are graded on a credit score linked to multiple parameters of appraisal.

The Company's credit officers evaluate credit proposals, basis factors such as the borrower's income & obligations, the loan-to-value ratio, Fixed obligation to income ratio and demographic parameters subject to regulatory guidelines.

Various process controls such as KYC Check, CERSAI database scrubbing, Credit Bureau Report analysis are undertaken prior to approval of a loan. In addition External agencies such as field investigation agencies facilitate a comprehensive due diligence process including visits to offices and homes, Panel Advocates confirmed that the title to the property to be mortgaged with GICHF are clear and marketable and free from all encumbrances, charges etc and Panel valuers are entrusted with the job of ascertaining the genuineness of market value of property as it is an important factor in determining the loan amount.

The loans are fully secured and have full recourse against the borrower. The Company has a equitable mortgage over the borrowers property. Wherever the state laws provide, the memorandum of deposit of title deeds are also registered.

Concentrations of credit risk

Concentrations arise when a number of counterparties are engaged in similar business activities, or activities in the same geographical region, or have similar economic features that would cause their ability to meet contractual obligations to be similarly affected by changes in economic, political or other conditions.

72% (Previous year 73%) of the Company's loan outstanding is from borrower's residing across 5 various states of India. The Company has taken a special contingency insurance policy to insured Borrower's collateral security.

Credit Risk Grading of loans and loss allowances

For effective risk Management, the company monitors its portfolio, based on product, underlying security and credit risk characteristics. The credit quality review process aims to allow the Company to assess the potential loss as a result of the risks to which it is exposed and take corrective actions.

The Company applies general approach to provide for credit losses prescribed by Ind AS 109, which provides to recognise 12-months expected credit losses where credit risk has not increased significantly since initial recognition and to recognise lifetime expected credit losses for financial instruments for which there has been significant increase in credit risk since initial recognition, considering all reasonable present and forward looking information, including that of forward looking.

Additionally, the Company evaluates risk based on staging as defined below:

The company categorises loan assets into stages based on the Days Past Due status:

- Stage 1: [0-31 days Past Due] It represents exposures where there has not been a significant increase in credit risk since initial recognition and that were not credit impaired upon origination.

Notes Forming Part of Financial Statements

for the year ended March 31, 2020

- Stage 2: [32-90 days Past Due] The Company collectively assesses ECL on exposures where there has been a significant increase in credit risk since initial recognition but are not credit impaired. For these exposures, the Company recognises as a collective provision, a lifetime ECL (i.e. reflecting the remaining lifetime of the financial asset)
- Stage 3: [More than 90 days Past Due] The Company identifies, both collectively and individually, ECL on those exposures that are assessed as credit impaired based on whether one or more events, that have a detrimental impact on the estimated future cash flows of that asset have occurred.

Stage wise Categorisation of Loan Assets:

₹ in Lakh

Particulars	As At March 31,2020	As At March 31,2019
Stage 1	1,196,888	1,211,668
Stage 2	50,525	59,345
Stage 3	71,594	37,863
Total	**1,319,007**	**1,308,876**

For reconciliations from opening to closing balance of loans and expected credit loss allowance for loans refer Note 5.2.

Loan Moratorium as prescribed by RBI

In determining default of loan assets as at the end of the reporting period, the special dispensations granted to identified loan assets in accordance with COVID19 Regulatory Package notified by the Reserve Bank of India (RBI) have been applied by the Company. Company has provided moratorium based on its Board approved policy from 1st March 2020 to identified customers in line with circular issued by RBI.

Accordingly, the repayment schedule of such identified customers has been revised with an impact on the balance tenor or EMI of the loan as assessed by Company. Interest accrual is continued on outstanding loan amount basis original contracted rate during the moratorium period and to be incorporated in the subsequent repayments.

Ageing of loan accounts, which were Standard as on February 29, 2020 and have been considered for moratorium, have been excluded for the purpose calculation of number of 'days past due' as on March 31, 2020. Owing to the prevailing situation, additional ECL provisions has been considered for impairment under IND AS 109.

The extent to which the Covid-19 pandemic will impact the Company's business and financial performance in the future periods is uncertain. The company will continue to closely monitor any further changes to the business processes, the financial impact due to Covid-19 and other business related events. The definitive assessment of the impact would be dependent upon circumstances as they evolve in the subsequent period.

Financial Assets measured at Simplified Approach

The Company follows 'simplified approach' for recognition of impairment loss allowance on Cash and Cash Equivalents, Bank Balances, Trade Receivables, and Other Financial Assets. The application of simplified approach does not require the Company to track changes in credit risk. Rather, it recognises impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition.

The Management of the Company expects no defaults in the above mentioned financial assets and insignificant history of defaults has been observed by the Management in the previous years on such Financial Assets. Hence no ECL has been recognised on the above mentioned Financial assets as at the reporting date except other financials assets.

Collateral and other credit enhancements

The Company is in the business of extending secured loans backed by mortgage of property (residential or commercial). The Company assesses and monitors value of the collaterals periodically on the basis of the internal policy. In case required, the Company also requests for additional collateral(s).

Notes Forming Part of Financial Statements

for the year ended March 31, 2020

The Company after exploring all the possible measures, initiates action under Securitisation and Reconstruction of Financial Assets and Enforcement of Security Interest Act, 2002 (SARFAESI) against the mortgaged properties as a last resort to recover.

Housing Loans include loans amounting to ₹ 24,726 Lakh (Previous Year ₹ 16,574 Lakh) against which the company has taken possession (including symbolic possession) of the property under Securitization and Reconstruction of Financial Assets and Enforcement of Security Interest Act, 2002 and held such properties for disposal.

Note 33.2 Liquidity Risk

Liquidity risk is the risk resulting from an Organization's inability to meet its obligations as they become due, because of difficulty in liquidating assets (market liquidity risk) or in obtaining adequate funding. The assessment includes analysis of sources and uses of funds, an understanding of the funding markets in which the entity operates and an assessment of the efficacy of a contingency funding plan for events that could arise. Measuring and managing liquidity needs are vital for effective operations of Housing Finance Company. The Company has also constituted Board Level Asset Liability Management (ALM) Committee which measures not only the liquidity positions of Company on on-going basis but also examines how liquidity requirements are likely to revive under different scenarios.

Maturities of Financial Liabilities

The Company's financial liabilities into relevant maturity groupings based on their contractual maturities for essential for an understanding of the timing of the cash flows.

₹ in Lakh

Contractual maturities of financial liabilities As at March 31, 2020	Up to 3 Months	Over 3 months to 6 months	Over 6 months to 1 year	Over 1 year to 3 years	Over 3 years to 5 years	Over 5 years	Total
Lease Liabilities (Refer Note (a) below)	117	113	221	828	524	319	2,122
Trade Payable	1,715	-	-	-	-	-	1,715
Debt securities	74,753	-	-	-	-	-	74,753
Borrowings (other than debt securities)	9,494	88,057	88,626	445,669	295,630	172,865	1,100,341
Other financial liabilities	3,851	-	-	-	-	-	3,851

₹ in Lakh

Contractual maturities of financial liabilities As at March 31, 2019	Up to 3 Months	Over 3 months to 6 months	Over 6 months to 1 year	Over 1 year to 3 years	Over 3 years to 5 years	Over 5 years	Total
Lease Liabilities	-	-	-	-	-	-	-
Trade Payable	1,157	-	-	-	-	-	1,157
Debt securities	124,076	-	-	-	-	-	124,076
Borrowings (other than debt securities)	9,494	76,645	81,351	396,508	305,588	172,201	1,041,787
Other financial liabilities	3,657	-	-	-	-	-	3,657

Note:

(a) Contractual maturities of lease liabilities are on undiscounted basis.

Notes Forming Part of Financial Statements

for the year ended March 31, 2020

Market risk

(i) Interest Rate Risk

Interest rate risk is the risk where changes in market interest rates might adversely affect the entitys financial condition. The immediate impact of changes in interest rate is on the Net Interest Income (NII) i.e. Net Spread, which would be based on rising interest rate of borrowings and falling interest rate of loans.

The Company is also exposed to interest rate risk as it is into funding of Home Loans which are based on floating interest rates. The Company has Board Level Asset Liability Management (ALM) Committee which meets periodically to review the interest rate risk, asset profile and to identify short term liquidity gaps, if any and to take immediate corrective actions to bridge the same.

(a) Interest rate risk exposure

Total Borrowings (including debt securities) of the Company are as follows:

₹ in Lakh

Particulars	As At March 31, 2020	As At March 31, 2019
Floating Rate Borrowings	1,031,090	967,165
Fixed Rate Borrowings	69,251	74,622
Fixed Rate debt securities	74,753	124,076
Total Borrowings (including debt securities)	**1,175,094**	**1,165,863**

(b) Sensitivity

Impact on the Companys profit before tax if interest rates had been 10 basis points higher / lower of borrowings is given below:

₹ in Lakh

Particulars	Impact on Profit Before Tax	
	For the year ended March 31, 2020	For the year ended March 31, 2019
Interest rates – increase by 10 basis points (10 bps)	(1,031)	(967)
Interest rates – decrease by 10 basis points (10 bps)	1,031	967

Competitions Risk

Competition Risk is the risk to the market share and profitability arising due to competition. It is present across all the businesses and across all the economic cycle with the intensity of competition risk varying due to several factors, like, barriers to entry, industry growth potential, degree of competition, etc.

The Companys business environment is characterized by increased youth population, growing economy, increased urbanization, Government incentives, acceptability of credit in society and rise in nuclear families. Due to all these reasons, the Housing Finance industry has seen a higher growth rate than overall economy and several other industries since past several years. This has led to increase in competition and in turn increased pressure on the existing Companies to maintain/grow market share and profitability. In order to mitigate the risk arising due to competition, the Company has customer centric approach coupled with state of art infrastructure including IT interface.

Notes Forming Part of Financial Statements

for the year ended March 31, 2020

Note 34 : Related Party Disclosures

As per the Indian Accounting Standard on 'Related Party Disclosures' (Ind AS 24), details of related parties, nature of the relationship, with whom company has entered transactions. All these transactions with related parties were carried out in ordinary course of business and on arm's length basis.

i) Related Party Policy:

Related Party Policy is uploaded on the website of the Company and annexed to the Director Report.

ii) Details of Related Parties:

A. Key Management Personnel

Sr no	Key Management Personnel	For the year ended March 31, 2020	For the year ended March 31, 2019
a)	Managing Director & Chief Executive Officer (MD & CEO)	Smt. Neera Saxena	Shri. S. Gopakumar (Upto 02-08-2018)
			Smt. Neera Saxena (From 03-08-2018)
b)	Chief Financial Officer (CFO)	Shri. S. Sridharan (Upto 31-12-2019)	Shri. S. Sridharan
		Smt. Radhika B. Iyer (From 11-02-2020)	
c)	Company Secretary (CS)	Shri. S. Sridharan (Upto 31-12-2019)	Shri. S. Sridharan
		Smt. Nutan Singh (From 11-02-2020)	

B. Directors (Executive or Otherwise)

Sr no	Directors (Executive or Otherwise)		Remarks
a)	Shri. Devesh Srivastava	Non-executive Chairman	From 01-01-2020
b)	Smt. Alice G Vaidyan	Non-executive Chairperson	Up to 13-08-2019
c)	Shri. A. V. Girija Kumar	Non-executive Director	-
d)	Shri. Girish Radhakrishnan	Non-executive Director	-
e)	Smt. Tajinder Mukherjee	Non-executive Director	-
f)	Shri. Atul Sahai	Non-executive Director	-
g)	Smt. Suchita Gupta	Non-executive Director	From 12-02-2020
h)	Smt. S. Muralidharan	Non-executive Director	Up to 02-12-2019
i)	Shri. V.Ramasamy	Independent Director	-
j)	Shri. Kamlesh Shivji Vikamsey	Independent Director	-
k)	Smt. Mona Mukund Bhide	Independent Director	-
l)	Shri. N S R Chandra Prasad	Independent Director	-
m)	Shri. A K Saxena	Independent Director	From 01-11-2019
n)	Smt. Vijayalakshmi R. Iyer	Independent Director	From 01-11-2019
o)	Shri. G. Srinivasan	Independent Director Non-executive Director	From 19-12-2019 Up to 31-07-2018
p)	Shri. B. Chakrabarti	Independent Director	Up to 19-09-2019
q)	Shri. M.K. Garg	Independent Director	Up to 19-09-2019
r)	Shri. A.V. Muralidharan	Independent Director	Up to 19-09-2019
s)	Shri. K.Sanath Kumar	Non-executive Director	Up to 01-05-2018
t)	Shri. M N Sarma	Non-executive Director	Up to 01-06-2018
u)	Shri. Y Ramulu	Non-executive Director	Up to 01-06-2018

Notes Forming Part of Financial Statements

for the year ended March 31, 2020

C. Other Related Parties with whom transactions have taken place during the year

Sr no	Enterprises in which Key Managerial Personnel/Directors have Control/Significant Influence
a)	Dave & Girish & Co.

iii) Details of transactions during the year

A. Managing Director & CEO ₹ in Lakh

Particulars	For the year ended March 31, 2020	For the year ended March 31, 2019		Total
	Smt. Neera Saxena	Smt. Neera Saxena	Shri. S. Gopakumar	
Managerial Remuneration				
Short Term Employee Benefits	40	24	18	42
Post-Employment Benefits*	-	-	-	-
Total	**40**	**24**	**18**	**42**

B. Chief Financial Officer and Company Secretary ₹ in Lakh

Particulars	For the year ended March 31, 2020				For the year ended March 31, 2019
	Shri. S. Sridharan	Smt. Radhika B. Iyer	Smt. Nutan Singh	Total	Shri. S. Sridharan
Managerial Remuneration					
Short Term Employee Benefits	26	4	2	32	33
Post-Employment Benefits*	-	-	-	-	-
Total	**26**	**4**	**2**	**32**	**33**

*The Post-Employment Benefits namely provision for gratuity and leave encashment cannot be determined employee wise since the provision is based on the actuarial valuation of the company as a whole.

Notes Forming Part of Financial Statements

for the year ended March 31, 2020

C. Sitting Fees paid ₹ in Lakh

Name of the Directors	For the year ended March 31, 2020	For the year ended March 31, 2019
Shri. V. Ramasamy	4.20	4.80
Shri. Kamlesh S. Vikamsey	6.00	3.30
Smt. Mona Bhide	3.60	3.90
Shri. B. Chakrabarti	4.50	3.90
Shri. A. V. Muralidharan	5.70	5.10
Shri. M. K. Garg	5.40	3.00
Shri. NSR Chandra Prasad	3.30	3.60
Smt. Vijayalakshmi Iyer	1.20	-
Shri A K Saxena	0.60	-
Shri G. Srinivasan	0.90	-
Total	**35.40**	**27.60**

D. Loan Granted ₹ in Lakh

Name of the Directors	For the year ended March 31, 2020	For the year ended March 31, 2019
Shri. Atul Sahai	53	-

E. Professional Fee Paid ₹ in Lakh

Name of the Enterprise	For the year ended March 31, 2020	For the year ended March 31, 2019
Dave & Girish & Co.	4	-

F. Interest Income ₹ in Lakh

Name of the Directors and KMP	For the year ended March 31, 2020	For the year ended March 31, 2019
Shri. Devesh Srivastava	-	-
Shri. Atul Sahai	1	-
Smt. Suchita Gupta	1	-
Shri. S. Sridharan	1	2
Smt. Radhika B. Iyer	-	-
Smt. Nutan Singh	-	-

Notes Forming Part of Financial Statements

for the year ended March 31, 2020

iv) Details of balance at the year end with related parties:

A. Outstanding Amount of Loan taken from the Company ₹ in Lakh

Name of the Directors and KMP	As At March 31,2020	As At March 31,2019
Shri. Devesh Srivastava	8	-
Shri. Atul Sahai	52	-
Smt. Suchita Gupta	102	-
Shri. S. Sridharan	14	17
Smt. Radhika B. Iyer	3	-
Smt. Nutan Singh	32	-

Note 35 : Employee Benefits :-

In compliance with the Indian Accounting Standard on 'Employee Benefits' (Ind AS 19), following disclosures have been made :

Defined Contribution Plan:

(i) Pension Scheme

The Company makes contribution to Employees' Pension Scheme, 1995 for all employees and Employee State Insurance Scheme for all eligible employees. The Company has recognized ₹ 30 Lakh (Previous year ₹ 30 Lakh) for Employees' Pension Scheme in the Statement of Profit and Loss. The contributions payable by the Company are at rates specified in the rules of the schemes.

(ii) Provident Fund

An amount of ₹ 270 Lakh (Previous year ₹ 213 Lakh) has been charged to Statement of Profit and Loss on account of this defined benefit scheme.

Defined Benefit Plans:

(i) Gratuity Plan

Gratuity is payable to all the members at the rate of 15 days salary for each completed year of Service.

Disclosures for defined benefit plans based on actuarial valuation reports as on March 31, 2020

A. Change in Projected Benefit Obligation

₹ in Lakh

Particulars	For the year ended March 31, 2020	For the year ended March 31, 2019
Present Value of Benefit Obligation as at beginning of the period	963	762
Interest Cost	74	60
Current Service Cost	83	69
(Benefit Paid From the Fund)	(27)	(7)
Actuarial (Gains)/Losses on Obligations - Due to Change in Demographic Assumptions	-	22
Actuarial (Gains)/Losses on Obligations - Due to Change in Financial Assumptions	90	30
Actuarial (Gains)/Losses on Obligations - Due to Experience	27	27
Present Value of Defined Benefit Obligation as at the end of the year	**1,210**	**963**

Notes Forming Part of Financial Statements

for the year ended March 31, 2020

B. Fair Value of Plan Assets

₹ in Lakh

Particulars	For the year ended March 31, 2020	For the year ended March 31, 2019
Fair Value of Plan Assets at the beginning of the period	692	393
Interest income*	60	45
Contributions by the employer	97	260
(Benefit paid from the fund)	(26)	(7)
Return on plan assets, excluding interest income	-	1
Fair Value of Plan Assets at the end of the period	**822**	**692**

*Contribution done in April 2019 (Previous year in July 2018), so interest income calculated accordingly.

C. Amount recognised in the Balance Sheet

₹ in Lakh

Particulars	For the year ended March 31, 2020	For the year ended March 31, 2019
(Present Value of Benefit Obligation at the end of the Period)	(1,210)	(963)
Fair Value of Plan Assets at the end of the Period	823	692
Funded Status (Surplus/ (Deficit))	(387)	(271)
Net (Liability)/Asset Recognized in the Balance Sheet	**(387)**	**(271)**

D. Net interest cost for current year

₹ in Lakh

Particulars	For the year ended March 31, 2020	For the year ended March 31, 2019
Present Value of Benefit Obligation at the Beginning of the Period	963	762
(Fair Value of Plan Assets at the Beginning of the Period)	(692)	(393)
Net Liability/(Asset) at the Beginning	271	369
Interest Cost	74	60
(Interest Income*)	(60)	(45)
Net Interest Cost for Current Period	14	15

Notes Forming Part of Financial Statements

for the year ended March 31, 2020

E. Expenses recognised in Statement of Profit and Loss

₹ in Lakh

Particulars	For the year ended March 31, 2020	For the year ended March 31, 2019
Current Service Cost	83	69
Net Interest Cost	14	15
Expenses Recognized	**97**	**84**

F. Expenses Recognized in the Other Comprehensive Income (OCI) for current year

₹ in Lakh

Particulars	For the year ended March 31, 2020	For the year ended March 31, 2019
Actuarial (Gains)/Losses on Obligation For the Period	117	79
Return on Plan Assets, Excluding Interest Income	-	(2)
Net (Income)/Expense For the Period Recognized in OCI	**117**	**77**

G. Total amount recognized in Other Comprehensive Income consists of:

₹ in Lakh

Particulars	For the year ended March 31, 2020	For the year ended March 31, 2019
Remeasurement (Gains)/Losses	117	77

H. Principal actuarial assumptions used:

Particulars	For the year ended March 31, 2020	For the year ended March 31, 2019
Expected Return on Plan Assets	6.83%	7.69%
Rate of Discounting	6.83%	7.69%
Rate of Salary Increase	9.00%	9.00%
Rate of Employee Turnover	5.60%	5.60%
Mortality Rate During Employment	Indian Assured Lives Mortality (2006-08)	Indian Assured Lives Mortality (2006-08)
Mortality Rate After Employment	N.A.	N.A.

Notes Forming Part of Financial Statements

for the year ended March 31, 2020

I. Balance Sheet Reconciliation

₹ in Lakh

Particulars	For the year ended March 31, 2020	For the year ended March 31, 2019
Opening Net Liability	271	369
Expenses Recognized in Statement of Profit or Loss	97	85
Expenses Recognized in OCI	117	77
(Employer's Contribution)	(98)	(260)
Net Liability/(Asset) Recognized in the Balance Sheet	**387**	**271**

J. Maturity Analysis of the Benefit Payments: From the Fund

₹ in Lakh

Projected Benefits Payable in Future Years From the Date of Reporting	For the year ended March 31, 2020	For the year ended March 31, 2019
1st Following Year	67	76
2nd Following Year	87	58
3rd Following Year	87	76
4th Following Year	101	75
5th Following Year	108	88
Sum of Years 6 To 10	459	416
Sum of Years 11 and above	1,791	1,542

K. Sensitivity Analysis

₹ in Lakh

Projected Benefits Payable in Future Years From the Date of Reporting	For the year ended March 31, 2020	For the year ended March 31, 2019
Projected Benefit Obligation on Current Assumptions	1,210	963
Delta Effect of +1% Change in Rate of Discounting	(103)	(78)
Delta Effect of -1% Change in Rate of Discounting	121	91
Delta Effect of +1% Change in Rate of Salary Increase	56	46
Delta Effect of -1% Change in Rate of Salary Increase	(59)	(49)
Delta Effect of +1% Change in Rate of Employee Turnover	(0)	4
Delta Effect of -1% Change in Rate of Employee Turnover	(0)	(4)

Notes Forming Part of Financial Statements

for the year ended March 31, 2020

(ii) Leave Encashment

An amount of ₹ 293 Lakh (Previous year ₹ 99 Lakh) has been charged to Statement of Profit and Loss for this benefit scheme during the year.

A. Change in Projected Benefit Obligation

₹ in Lakh

Particulars	For the year ended March 31, 2020	For the year ended March 31, 2019
Present Value of Benefit Obligation as at beginning of the period	397	362
Interest Cost	30	28
Current Service Cost	41	44
(Benefit Paid Directly by the Employer)	(99)	(64)
Actuarial (Gains)/Losses on Obligations - Due to Change in Demographic Assumptions	-	(103)
Actuarial (Gains)/Losses on Obligations - Due to Change in Financial Assumptions	30	48
Actuarial (Gains)/Losses on Obligations - Due to Experience	192	82
Present Value of Defined Benefit Obligation as at the end of the year	**591**	**397**

B. Amount recognised in the Balance Sheet

₹ in Lakh

Particulars	For the year ended March 31, 2020	For the year ended March 31, 2019
Present Value of Benefit Obligation at the end of the Period	(591)	(397)
Fair Value of Plan Assets at the end of the Period	-	-
Net (Liability)/Asset Recognized in the Balance Sheet	**(591)**	**(397)**

C. Expenses recognised in Statement of Profit and Loss

₹ in Lakh

Particulars	For the year ended March 31, 2020	For the year ended March 31, 2019
Current Service Cost	41	44
Net Interest Cost	30	28
Expected Return on Plan Assets	-	-
Net Actuarial (Gain) / Loss to be recognised	222	27
Expenses Recognized	**293**	**99**

Notes Forming Part of Financial Statements

for the year ended March 31, 2020

D. Balance Sheet Reconciliation

₹ in Lakh

Particulars	For the year ended March 31, 2020	For the year ended March 31, 2019
Opening Net Liability	397	362
Expenses Recognized in Statement of Profit or Loss	293	99
(Benefit Paid Directly by the Employer)	(99)	(64)
Net Liability/(Asset) Recognized in the Balance Sheet	**591**	**397**

E. Principal actuarial assumptions used:

Particulars	For the year ended March 31, 2020	For the year ended March 31, 2019
Rate of Discounting	6.83%	7.69%
Rate of Salary Increase	9.00%	9.00%
Rate of Employee Turnover	5.60%	5.60%

Note 36 Commitments and Contingent Liabilities :

a) Commitments :

i) Estimated amount of contracts remaining to be executed on capital account and not provided for (net of advances) is ₹ 1,283 lakh (Previous year - Nil)

ii) As at the balance sheet date there were undrawn credit commitments of ₹ 19,732 lakh (Previous Year ₹ 37,835 lakh) representing the loan amounts sanctioned but not disbursed.

iii) Other Commitments on account contractual commitments apart from capital commitments is ₹ 880 lakh (Previous year ₹ 650 lakh)

b) Contingent Liabilities :

i) Contingent Liabilities : With respect to pending Income Tax disputes of ₹ 195 lakh (Previous Year ₹ 165 lakh). The Company has preferred appeal/s against the same and has made payments under protest.

ii) Bank Guarantees:

- ₹ 150 lakh given in favor of Kotak Mahindra Life Insurance Company Ltd. in lieu of premium deposit for "Kotak Term Group Plan" Policy contract to avail Term Group Plan cover for borrowers. (Previous Year – ₹ 150 lakh).
- ₹ 100 lakh given in favor of Future Generali India Life Insurance Company Ltd. in lieu of premium deposit for "Future Generali Loan Suraksha Plan" policy contract to avail Credit Life Group Plan Cover for borrowers (Previous Year - ₹ 100 lakh).
- ₹ 50 lakh given in favor of Aditya Birla Sun Life Insurance Company Ltd. in lieu of premium deposit for "Aditya Birla Sun Life Insurance Group Asset Assure Plan" policy contract to avail Credit Life Group Plan Cover for borrowers (Previous Year - ₹ 50 lakh)

Notes Forming Part of Financial Statements

for the year ended March 31, 2020

Note 37 Proposed Dividend

₹ in Lakh

Particulars	For the year ended March 31, 2020	For the year ended March 31, 2019
Dividends not recognised at the end of reporting period		
The Board of Directors, have recommended final dividend of ₹ 2/- per equity share for March 31, 2020 (₹ 5.5/- for March 31, 2019). This dividend will be paid after the approval of the members at the AGM.	1,077	2,961
Tax on Proposed Dividend	-	609

Pursuant to Finance Act 2020, dividend income will be taxable in the hands of shareholders w.e.f. April 1, 2020 and the Company is required to deduct tax at source under section 194K from dividend paid to shareholders at the prescribed rates. For the prescribed rates for various categories, the shareholders are requested to refer to the Finance Act, 2020 and amendments thereof.

Note 38 Segment Reporting:

The Company's main business is to provide loans for the purchase or construction of residential units. All other activities revolve around the main business. Hence, there are no separate reportable segments, as per Ind AS 108 dealing with Operating Segments as specified under Sec.133 of the Companies Act, 2013. Secondary segmentation based on geography has not been presented as the Company operates primarily in India and the Company perceives that there is no significant difference in its risk and returns in operating from different geographic areas within India.

Note 39 Earnings Per Share:

Particulars	For the year ended March 31, 2020	For the year ended March 31, 2019
Profit attributable to Equity Shareholders (₹ in lakh)	4,561	17,181
No. of Weighted Average Equity Shares Outstanding During the year (Basic & Diluted)	53,851,066	53,851,066
Nominal Value of Equity Shares (₹)	10	10
Basic Earnings per Share (₹) (Basic & Diluted)	8.47	31.90

Note 40 COVID Regulatory Package and Moratorium

Novel coronavirus (COVID-19) as a pandemic is causing disruptions in several social and economic structures. Government of India has announced a lockdown starting from March 23, 2020, and due to which various State Government in several parts of the country had imposed restrictions and there continues to be significant restrictions placed on activities which has impacted businesses across all sectors.

With respect to business operations, our Branch offices were unable to operate due to lock down. The Company was able to open few branch offices in North, South and East zone and few Branch offices in West zone with minimal strength, subsequently when the restrictions were relaxed to carry out Businesses.

In accordance with RBI guidelines relating to COVID-19 regulatory package dated March 27, 2020, April 17, 2020, and May 23, 2020, the Company has offered a moratorium on the payment of installments falling due between March 01, 2020 to August 31, 2020 (moratorium period) to the customers who have opted for the same.

Notes Forming Part of Financial Statements

for the year ended March 31, 2020

The lockdown restricted disbursements during April 2020 and May 2020. The Company has considered the possible effects that may result from the pandemic relating to COVID-19 on the carrying amounts of loan & other assets and investments. In assessing the recoverability of aforesaid assets, the Company has considered internal and external information up to the date of approval of these financial statements including credit reports and economic forecasts. A definitive assessment of impact is not possible due to economic uncertainty. The company is not expecting any significant change in estimates. Adjustments to recoverable amounts that the company has felt necessary due to the pandemic have been made in the Financial Statements and the company's ECL model has been modified to reflect conditions of COVID as well as forecast of future economic conditions. Other than these adjustments, the company believes that there is no significant impact on the Financial statements for the year ended March 31, 2020. Based on current estimates, the Company expects the carrying amount of these assets will be recovered. The impact of the global health pandemic may be different from that estimated as at the date of approval of these financial statements and the Company will continue to closely monitor any material changes to future economic conditions. Actual results could differ from those estimates and may impact future estimates including, but not limited to, allowance for loan losses, asset impairment charges, actuarial assumptions on our retirement benefit plans and discount rate assumptions. Management will continue to monitor the situation closely and will assess the need for additional measures in case the period of disruption becomes prolonged.

Note 41 Disclosures as per "Housing Finance Companies – Corporate Governance (National Housing Bank) Directions, 2016":

The following additional disclosures have been given in terms of the Notification No.NHB.HFC.CG-DIR.1/MD&CEO/2016 dated February 9, 2017 issued by the National Housing Bank:

The below mentioned notes have been prepared based on the unaudited financial statements under Previous GAAP, which have been derived from the audited books of accounts as per Indian Accounting standards (Ind AS) notified under section 133 of the Companies Act, 2013 ("the Act") read with Companies (Indian Accounting standards) Rule, 2015 (Ind AS) after reversing the GAAP adjustment entries arising out of difference between the Ind AS and the books of accounts as per Accounting Standards notified under section 133 of the Act read with Companies (Accounting standards) Rule, 2006 ("Indian GAAP/erstwhile GAAP") as at March 31, 2020 (the "Unaudited derived Indian GAAP financial statements").

I Capital to Risk Assets Ratio (CRAR):

Sr. No.	Particulars	As At March 31, 2020	As At March 31, 2019
i)	CRAR (%)	17.11	16.55
ii)	CRAR - Tier I capital (%)	17.11	16.55
iii)	CRAR - Tier II Capital (%)	-	-
iv)	Amount of subordinated debt raised as Tier- II Capital	-	-
v)	Amount raised by issue of Perpetual Debt Instruments	-	-

Notes Forming Part of Financial Statements

for the year ended March 31, 2020

II Reserve fund u/s 29C of NHB Act, 1987:

₹ in Lakh

Sr. No.	Particulars	For the year ended March 31, 2020	For the year ended March 31, 2019
Balance at the beginning of the year			
a)	Statutory Reserve u/s 29C of the National Housing Bank Act, 1987	456	456
b)	Amount of special reserve u/s 36(1)(viii) of Income Tax Act, 1961 taken into account for the purposes of Statutory Reserve under Section 29C of the NHB Act, 1987	44,168	39,498
	Total (a + b)	**44,624**	**39,954**
Addition / Appropriation / Withdrawal during the year			
Add:			
a)	Amount transferred u/s 29C of the NHB Act, 1987	-	-
b)	Amount of special reserve u/s 36(1)(viii) of Income Tax Act, 1961 taken into account for the purposes of Statutory Reserve under Section 29C of the NHB Act, 1987	3,125	4,670
Less:			
a)	Amount appropriated from the Statutory Reserve u/s 29C of the NHB Act, 1987	-	-
b)	Amount withdrawn from special reserve u/s 36(1)(viii) of Income Tax Act, 1961 which has been taken into account for the purposes of provision u/s 29C of the NHB Act, 1987	-	-
Balance at the end of the year			
a)	Statutory Reserve u/s 29C of the National Housing Bank Act, 1987	456	456
b)	Amount of special reserve u/s 36(1)(viii) of Income Tax Act, 1961 taken into account for the purposes of Statutory Reserve under Section 29C of the NHB Act, 1987	47,293	44,168
	Total (a + b)	**47,749**	**44,624**

III Investments:

₹ in Lakh

Sr. No.	Particulars	For the year ended March 31, 2020	For the year ended March 31, 2019
Value of Investments			
i)	Gross Value of Investments		
	a) In India	2,519	2,647
	b) Outside India	-	-
ii)	Provisions for Depreciation		
	a) In India	851	979
	b) Outside India	-	-
iii)	Net Value of Investments		
	a) In India	1,668	1,668
	b) Outside India	-	-

Notes Forming Part of Financial Statements

for the year ended March 31, 2020

Movement of Provisions held towards depreciation on investments

₹ in Lakh

Sr. No.	Particulars	For the year ended March 31, 2020	For the year ended March 31, 2019
Value of Investments			
i)	Opening balance	979	979
ii)	Add: Provisions made during the year	-	-
iii)	Less: Write-off/Written-back of excess provisions during the year	128	-
iv)	Closing Balance	851	979

IV Derivatives:

a Forward Rate Agreement (FRA) / Interest Rate Swap (IRS)

₹ in Lakh

Sr. No.	Particulars	For the year ended March 31, 2020	For the year ended March 31, 2019
i)	The notional principal of swap agreements	Nil	Nil
ii)	Losses which would be incurred if counterparties failed to fulfill their obligations under the agreements		
iii)	Collateral required by the HFC upon entering into swaps		
iv)	Concentration of credit risk arising from the swaps $		
v)	The fair value of the swap book @		

b Exchange Traded Interest Rate (IR) Derivative

₹ in Lakh

Sr. No.	Particulars	For the year ended March 31, 2020	For the year ended March 31, 2019
i)	Notional principal amount of exchange traded IR derivatives undertaken during the year (instrument wise)	Nil	Nil
ii)	Notional principal amount of exchange traded IR derivatives outstanding as on 31st March (instrument-wise)		
iii)	Notional principal amount of exchange traded IR derivatives outstanding and not “highly effective” (instrument-wise)		
iv)	Mark-to-market value of exchange traded IR derivatives outstanding and not “highly effective” (instrument-wise)		

Notes Forming Part of Financial Statements

for the year ended March 31, 2020

c Disclosures on Risk Exposure in Derivatives

A Qualitative Disclosure

Since the Company has not involved in derivatives transactions, risk management policy of the Company does not include this kind of disclosure.

B Quantitative Disclosure

₹ in Lakh

Sr. No.	Particulars	For the year ended March 31, 2020		For the year ended March 31, 2019	
		Currency Derivatives	Interest Rate Derivatives	Currency Derivatives	Interest Rate Derivatives
i)	Derivatives (Notional Principal Amount)	Nil		Nil	
ii)	Marked to Market Positions [1]				
	(a) Assets (+)				
	(b) Liability (-)				
iii)	Credit Exposure [2]				
iv)	Unhedged Exposures				

V Securitisation:

a Securitisation transactions under SPV Structure sponsored by HFC

₹ in Lakh

Sr. No.	Particulars	For the year ended March 31, 2020	For the year ended March 31, 2019
i)	No of SPVs sponsored by the HFC for securitisation transactions	Nil	Nil
ii)	Total amount of securitised assets as per books of the SPVs sponsored		
iii)	Total amount of exposures retained by the HFC towards the MRR as on the date of balance sheet		
	a. Off-Balance Sheet exposures towards Credit Enhancements		
	b. On-Balance Sheet exposures towards Credit Enhancements		
iv)	Amount of exposures to securitisation transactions other than MRR		
	a. Off-Balance Sheet exposures towards Credit Enhancements		
	A. Exposure to own securitizations		
	B. Exposure to third party securitisations		
	b. On-Balance Sheet exposures towards Credit Enhancements		
	A. Exposure to own securitizations		
	B. Exposure to third party securitisations		

Notes Forming Part of Financial Statements

for the year ended March 31, 2020

b Details of Financial Assets sold to Securitisation/Reconstruction Company for Asset Reconstruction

₹ in Lakh

Sr. No.	Particulars	For the year ended March 31, 2020	For the year ended March 31, 2019
i)	No. of accounts	Nil	Nil
ii)	Aggregate value (net of provisions) of accounts sold to SC / RC		
iii)	Aggregate consideration		
iv)	Additional consideration realized in respect of accounts transferred in earlier years		
v)	Aggregate gain / loss over net book value		

c Details of Assignment transactions undertaken :

₹ in Lakh

Sr. No.	Particulars	For the year ended March 31, 2020	For the year ended March 31, 2019
i)	No. of accounts	Nil	Nil
ii)	Aggregate value (net of provisions) of accounts assigned		
iii)	Aggregate consideration		
iv)	Additional consideration realized in respect of accounts transferred in earlier years		
v)	Aggregate gain / loss over net book value		

d Details of non-performing financial assets purchased / sold

A Details of non-performing financial assets purchased

₹ in Lakh

Sr. No.	Particulars	For the year ended March 31, 2020	For the year ended March 31, 2019
i)	a. No. of accounts purchased during the year	Nil	Nil
	b. Aggregate outstanding		
ii)	a. Of these, number of accounts restructured during the year		
	b. Aggregate outstanding		

Notes Forming Part of Financial Statements

for the year ended March 31, 2020

B Details of non-performing financial assets purchased

₹ in Lakh

Sr. No.	Particulars	For the year ended March 31, 2020	For the year ended March 31, 2019
i)	No. of accounts sold	Nil	Nil
ii)	Aggregate outstanding		
iii)	Aggregate consideration received		

VI Assets Liability Management

Maturity pattern of certain items of assets and liabilities as at March 31, 2020

₹ in Lakh

Particulars	Liabilities				Assets		
	Deposits	Borrowings from banks	Market Borrowings	Foreign currency Liabilities	Advances*	Investments*	Foreign currency Assets
1 day to 30 days (one month)	-	2,500	54,753	-	4,924	-	-
Over one month to 2 months	-	-	20,000	-	4,946	-	-
Over 2 months to 3 months	-	6,994	-	-	4,967	-	-
Over 3 months to 6 months	-	88,057	-	-	15,032	-	-
Over 6 months to 1 year	-	88,626	-	-	30,684	-	-
Over 1 year to 3 years	-	445,669	-	-	129,849	-	-
Over 3 years to 5 years	-	295,630	-	-	143,069	-	-
Over 5 years to 7 years	-	115,162	-	-	145,626	-	-
Over 7 years to 10 years	-	54,360	-	-	217,539	-	-
Over 10 years	-	3,346	-	-	588,252	1,668	-
Total	**-**	**1,100,344**	**74,753**	**-**	**1,284,888**	**1,668**	**-**

* Advances and Investments are shown net of Non-performing Asset Provision/ Provision for Depreciation.

Maturity pattern of certain items of assets and liabilities as at March 31, 2019

₹ in Lakh

Particulars	Liabilities				Assets		
	Deposits	Borrowings from banks	Market Borrowings	Foreign currency Liabilities	Advances*	Investments*	Foreign currency Assets
1 day to 30 days (one month)	-	2,500	50,000	-	4,648	-	-
Over one month to 2 months	-	-	74,076	-	4,633	-	-
Over 2 months to 3 months	-	6,994	-	-	4,641	-	-
Over 3 months to 6 months	-	76,645	-	-	14,031	-	-
Over 6 months to 1 year	-	81,351	-	-	28,620	-	-
Over 1 year to 3 years	-	396,508	-	-	121,304	-	-
Over 3 years to 5 years	-	305,588	-	-	131,508	-	-
Over 5 years to 7 years	-	128,132	-	-	68,481	-	-

Notes Forming Part of Financial Statements

for the year ended March 31, 2020

₹ in Lakh

Particulars	Liabilities				Assets		
	Deposits	Borrowings from banks	Market Borrowings	Foreign currency Liabilities	Advances*	Investments*	Foreign currency Assets
Over 7 years to 10 years	-	38,775	-	-	279,121	-	-
Over 10 years	-	5,297	-	-	622,655	1,668	-
Total	**-**	**1,041,790**	**124,076**	**-**	**1,279,642**	**1,668**	**-**

* Advances and Investments are shown net of Non-performing Asset Provision/ Provision for Depreciation.

VII Exposure

a Exposure to Real Estate Market

₹ in Lakh

Sr. No.	Category	For the year ended March 31, 2020	For the year ended March 31, 2019
i)	**Direct Exposure**		
	a) Residential Mortgages		
	Lending fully secured by mortgages on residential property that is or will be occupied by the borrower or that is rented;		
	- Individual Housing Loans up to ₹ 15 Lakh	489,565	527,584
	- Individual Housing Loans above ₹ 15 Lakh	866,325	824,733
	- Housing Loans to Corporate Bodies	328	335
	b) Commercial Real Estate		
	Lending secured by mortgages on commercial real estates (office buildings, retail space, multipurpose commercial premises, multi-family residential buildings, multi-tenanted commercial premises, industrial or warehouse space, hotels, land acquisition, development and construction, etc.). Exposure would also include non-fund based (NFB) limits;		
	- Commercial Loans	273	361
	- Housing Loans to Others	-	-
	c) Investments in Mortgage Backed Securities (MBS) and other Securitised Exposures		
	- Residential	-	-
	- Commercial Real Estate	-	-
ii)	**Indirect Exposure**		
	Fund based and non-fund based exposures on National Housing Bank (NHB) and Housing Finance Companies (HFCs)	-	-

Exposure includes amount outstanding including principal, interest overdue, interest accrued but not due and sanctioned but undisbursed. In computing the above information, certain estimates and assumptions have been made by the Management and relied upon by the auditors.

Notes Forming Part of Financial Statements

for the year ended March 31, 2020

b Exposure to Capital Market

₹ in Lakh

Sr. No.	Category	For the year ended March 31, 2020	For the year ended March 31, 2019
i)	Direct investment in equity shares, convertible bonds, convertible debentures and units of equity-oriented mutual funds the corpus of which is not exclusively invested in corporate debt;	1,668	1,668
ii)	Advances against shares / bonds / debentures or other securities or on clean basis to individuals for investment in shares (including IPOs / ESOPs), convertible bonds, convertible debentures, and units of equity-oriented mutual funds;	-	-
iii)	Advances for any other purposes where shares or convertible bonds or convertible debentures or units of equity oriented mutual funds are taken as primary security;	-	-
iv)	Advances for any other purposes to the extent secured by the collateral security of shares or convertible bonds or convertible debentures or units of equity oriented mutual funds i.e. where the primary security other than shares / convertible bonds / convertible debentures / units of equity oriented mutual funds does not fully cover the advances;	-	-
v)	Secured and unsecured advances to stockbrokers and guarantees issued on behalf of stockbrokers and market makers;	-	-
vi)	Loans sanctioned to corporates against the security of shares / bonds / debentures or other securities or on clean basis for meeting promoter's contribution to the equity of new companies in anticipation of raising resources;	-	-
vii)	Bridge loans to companies against expected equity flows / issues;	-	-
viii)	All exposures to Venture Capital Funds (both registered and unregistered)	-	-
	Total Exposure to Capital Market	**1,668**	**1,668**

c **Details of financing of parent company products:** The Company does not have any exposure in financing of parent company products.

d **Details of Single Borrower Limit (SGL) / Group Borrower Limit (GBL) exceeded by the HFC:** As per the NHB Direction Housing Finance Company shall not lend more than 15% of its owned fund to Single borrower and 25% of its owned fund to any single group of borrowers. The Company has not exceeded prudential exposure limits during the year.

e **Unsecured Advances:** The Company has not given any unsecured advances against intangible securities such as rights, licenses, authority etc. as collateral security. Unsecured advances reflecting in Note 5 represent amounts where the property against which advances have been granted are subject to property fraud by the borrowers, which was detected post disbursement of such advances.

VIII **Details of registration obtained from other financial sector regulators:** The Company was incorporated under the Companies Act, 1956 on December 12, 1989 and is governed by Companies Act, 2013. It is regulated by NHB and registered under section 29A of the NHB Act, 1987. During 2019-2020 Company obtained registration (Corporate Agency License) from Insurance Regulatory and Development Authority of India. Renewal of registration of the Company as LEI (Legal Entity Identifier) as required by RBI.

Notes Forming Part of Financial Statements

for the year ended March 31, 2020

IX Disclosure of Penalties imposed by NHB and other regulators:

a The company had received show cause notice from National Housing Bank (NHB) in connection with the inspection carried out for Financial Year 2017-18. Based on inspection and reply submitted by Company, NHB has directed the company to pay a penalty of ₹ 15,000/- (plus GST) which has been paid by the company.

b NHB directed company to pay penalty of ₹ 30,000/- (plus GST) on accounts of non-compliance with respect to provisions of policy circular no. 41 issued by NHB during the FY 2017-18 which has been paid by the company.

c The company had received show cause notice from National Housing Bank (NHB) in connection with Delay in submission of half yearly return. Based on inspection and reply submitted by Company, NHB has directed the company to pay a penalty of ₹ 1,000/- (plus GST) which has been paid by the company.

X Related Party Transactions: Related party transaction details have been disclosed under Note 34.

XI Rating assigned by Credit Rating Agencies and migration of rating during the year:

a Ratings Assigned by Credit Rating Agencies as at March 31, 2020

Instrument	Name of the Rating Agency	Rating Assigned	Outlook
Total Loan Facilities Rated	ICRA Limited	[ICRA]AA+	Negative
Non-Convertible Debentures	ICRA Limited	[ICRA]AA+	Negative
Commercial Paper	ICRA Limited	[ICRA]A1+	-
Short Term Bank Lines	ICRA Limited	[ICRA]A1+	-
Total Bank Loan Facilities Rated	CRISIL Limited	CRISIL AA+	Stable
Non-Convertible Debentures	CRISIL Limited	CRISIL AA+	Stable
Commercial Paper	CRISIL Limited	CRISIL A1+	-

b Details of Migration of Ratings for the FY 2019-20

Instrument	Name of the Rating Agency	Rating in 2019-2020	Rating in 2018-2019
Total Loan Facilities Rated	ICRA Limited	[ICRA]AA+/ Negative	[ICRA]AA+/Stable
Non-Convertible Debentures	ICRA Limited	[ICRA]AA+/ Negative	[ICRA]AA+/Stable

a Ratings Assigned by Credit Rating Agencies as at March 31, 2019

Instrument	Name of the Rating Agency	Rating Assigned	Outlook
Total Loan Facilities Rated	ICRA Limited	[ICRA]AA+	Stable
Non-Convertible Debentures	ICRA Limited	[ICRA]AA+	Stable
Commercial Paper	ICRA Limited	[ICRA]A1+	-
Short Term Bank Lines	ICRA Limited	[ICRA]A1+	-
Total Bank Loan Facilities Rated	CRISIL Limited	CRISIL AA+	Stable
Non-Convertible Debentures	CRISIL Limited	CRISIL AA+	Stable
Commercial Paper	CRISIL Limited	CRISIL A1+	-

b Details of Migration of Ratings for the FY 2018-19

Instrument	Name of the Rating Agency	Rating in 2018-2019	Rating in 2017-2018
-	-	-	-

Notes Forming Part of Financial Statements

for the year ended March 31, 2020

XII Net Profit or Loss for the period, prior period items and changes in accounting policies:

a Amount aggregating to ₹ 14 lakh (Previous year ₹ Nil) has been debited to statement of profit and loss accounts which pertains to prior periods.

b There is no change in the accounting policies except as required by the applicable statute.

XIII Revenue Recognition : Revenue recognition is as per the Accounting Policy mentioned under Significant Accounting Policies. Refer Note 2.2(h).

XIV Applicability of Consolidation of Financial Statements: The Company has no subsidiary/associates/joint venture hence; requirement of consolidated financial statement is not applicable to the Company.

XV Provisions and Contingencies

a Break up of 'Provisions and Contingencies'

₹ in Lakh

Sr. No.	Particulars	For the year ended March 31, 2020	For the year ended March 31, 2019
i)	Provisions for Depreciation on Investments	(128)	-
ii)	Provision made towards Income tax	3,800	7,840
iii)	Provision towards NPA	3,345	3,016
iv)	Provision for Standard Assets (With details like teaser loan, CRE, RE-RH etc.)	137	284
v)	Others (Provision for employee benefits)	392	189

b Break up of Loans and Advances and Provisions thereon

₹ in Lakh

Sr. No	Particulars	Housing		Non Housing	
		As at March 31, 2020	As at March 31, 2019	As at March 31, 2020	As at March 31, 2019
Standard Asset					
a)	(i) Total outstanding Amount	1,091,838	1,098,376	154,326	174,829
	(ii) Accrued Interest	1,950	1,095	817	271
b)	Provisions made	3,912	3,729	1,584	1,630
Sub - Standard Asset					
a)	Total outstanding Amount	38,942	9,668	7,917	2,833
b)	Provisions made	5,926	3,963	1,205	1,161
Doubtful Assets- I					
a)	Total outstanding Amount	7,031	4,884	1,670	1,902
b)	Provisions made	7,031	4,884	1,670	1,902
Doubtful Asset - II					
a)	Total outstanding Amount	7,823	5,964	2,712	1,857
b)	Provisions made	7,823	5,964	2,712	1,857

Notes Forming Part of Financial Statements

for the year ended March 31, 2020

₹ in Lakh

Sr. No	Particulars	Housing		Non Housing	
		As at March 31, 2020	As at March 31, 2019	As at March 31, 2020	As at March 31, 2019
Doubtful Asset - III					
a)	Total outstanding Amount	2,245	7,184	538	240
b)	Provisions made	2,245	7,184	538	240
Loss Assets					
a)	Total outstanding Amount	2,124	770	50	54
b)	Provisions made	2,124	770	50	54
Total					
a)	**(i) Total outstanding Amount**	**1,150,003**	**1,126,846**	**167,213**	**181,715**
	(ii) Accrued Interest	**1,950**	**1,095**	**817**	**271**
b)	**Provisions made**	**29,061**	**26,494**	**7,759**	**6,844**

XVI Details on drawn down from reserves: ₹ Nil

XVII Concentration of Public Deposits (for Public Deposit taking/holding HFCs)

₹ in Lakh

Sr. No.	Particulars	As at March 31, 2020	As at March 31, 2019
i)	Total Deposits of twenty largest depositors	Nil	Nil
ii)	Percentage of Deposits of twenty largest depositors to Total Deposits of the HFC		

XVIII Concentration of Loans & Advances:

₹ in Lakh

Sr. No.	Particulars	As at March 31, 2020	As at March 31, 2019
i)	Total Loans & Advances to twenty largest borrowers	3,646	3,831
ii)	Percentage of Loans & Advances to twenty largest borrowers to Total Advances of the HFC.	0.28%	0.29%

XIX Concentration of all Exposure (including off-balance sheet exposure):

₹ in Lakh

Sr. No.	Particulars	As at March 31, 2020	As at March 31, 2019
i)	Total Exposure to twenty largest borrowers	3,835	4,078
ii)	Percentage of Exposure to twenty largest borrowers/customers to Total Exposure of the HFC on borrower/ customers	0.28%	0.30%

Note: Exposure includes amount outstanding including principal, interest overdue and sanctioned but undisbursed.

Notes Forming Part of Financial Statements

for the year ended March 31, 2020

XX Concentration of NPA

₹ in Lakh

Sr. No.	Particulars	As at March 31, 2020	As at March 31, 2019
i)	Total Exposure to top ten NPA accounts	1,412	1,337

XXI Sector-wise NPAs:

₹ in Lakh

Sr. No.	Sector	Percentage of NPAs to Total Advances in that sector	
		As at March 31, 2020	As at March 31, 2019
i)	**Housing Loans**		
a	Individuals	5.03%	2.50%
b	Builders/Project Loans	-	-
c	Corporates	0.03%	0.03%
d	Others (specify)	-	-
ii)	**Non - Housing Loans**		
a	Individuals (Mortgage/Commercial)	7.71%	3.79%
b	Builders/Project Loans	-	-
c	Corporates	-	-
d	Others (specify)	-	-

XXII Movement of NPAs:

₹ in Lakh

Sr. No.	Particulars	As at March 31, 2020	As at March 31, 2019
i)	**Net NPAs to Net Advances (%)**	3.10%	0.58%
ii)	**Movement of NPAs (Gross)**		
	a) Opening balance	35,357	27,327
	b) Additions during the year	65,410	30,125
	c) Reductions during the year	(29,714)	(22,095)
	d) Closing balance	71,053	35,357
iii)	**Movement of Net NPAs**		
	a) Opening balance	7,378	2,364
	b) Additions during the year	52,369	24,930
	c) Reductions during the year	(20,018)	(19,916)
	d) Closing balance	39,729	7,378
iv)	**Movement of provisions for NPAs (excluding provisions on standard assets)**		
	a) Opening balance	27,979	24,963
	b) Provisions made during the year	13,041	5,195

Notes Forming Part of Financial Statements

for the year ended March 31, 2020

Sr. No.	Particulars	As at March 31, 2020	As at March 31, 2019
	c) Write-off/write-back of excess provisions	(9,696)	(2,179)
	d) Closing balance	31,324	27,979

Pursuant to the communication received from National Housing Bank (NHB), the additional provision made by the Company in the previous financial years towards the Standard assets and Non-Performing Assets are reclassified to provisions for Non-Performing Assets.

XXIII Overseas Assets

₹ in Lakh

Sr. No.	Particulars	For the year ended March 31, 2020	For the year ended March 31, 2019
i)	Overseas Assets	Nil	Nil

XXIV Off-balance Sheet SPVs sponsored which are required to be consolidated as per accounting Norms

₹ in Lakh

Sr. No.	Particulars	For the year ended March 31, 2020	For the year ended March 31, 2019
i)	Off-balance Sheet SPVs sponsored	Nil	Nil

XXV Details on Customer Complaints

₹ in Lakh

Sr. No.	Particulars	For the year ended March 31, 2020	For the year ended March 31, 2019
i)	No. of complaints pending at the beginning of the year	13	36
ii)	No. of complaints received during the year	140	70
iii)	No. of complaints redressed during the year	118	93
iv)	No. of complaints pending at the end of the year (iv = i+ii-iii)	35	13

Disclosure made above is only for the complaints filed by customers directly on "Grievance Registration and information Database system (GRIDS)" NHB online website having the following URL: http://grids.nhbonline.org.in

Customer complaints details as given above are as identified by the Company and relied upon by the auditors.

XXVI The Company has not given any Loan & Advances against the collateral security of gold jewellery.

Notes Forming Part of Financial Statements

for the year ended March 31, 2020

Note 42 Disclosures Required by the Reserve Bank of India

The following disclosures have been given in terms of Notification no. RBI/2019-20-220 DOR.NO.BP. BC63/21.04.048/2019-20 dated April 17, 2020 issued by the Reserve Bank of India ('circular').

₹ in Lakh

Sr. No.	Particulars	Amount
i)	Respective amounts in SMA/overdue categories, where the moratorium/deferment was extended, in terms of paragraph 2 and 3 of the above circular.	463,191
ii)	Respective amount where asset classification benefits is extended.	9,451
iii)	Provisions made during the quarter ended March 31, 2020 in terms of paragraph 5 of the above circular.	500
iv)	Provisions adjusted during the respective accounting periods against slippages and the residual provisions in terms of paragraph 6.	-
v)	Total Provision on such loans as at March 31, 2020 as per the circular.	473
vi)	Total Provision on such loans as at March 31, 2020 as per books of accounts (ECL)	511

For the purpose of disclosure in point (i) in above table, the Company has considered the accounts, where moratorium/deferment was extended in terms of the circular and which would have moved to Substandard assets based on days past due status as on March 31, 2020.

Note 43

The previous year figures have been reclassified / regrouped / restated to conform to current year's classification. Amounts of current/previous year have been rounded off to nearest Rupees in lakh, wherever required

As per our report attached of even date
For M .P. Chitale & Co.
Chartered Accountants

Murtuza Vajihi
Partner

Place : Mumbai
Date : June 29, 2020

For and on behalf of the Board of Director

Devesh Srivastava
Chairman
DIN: 08646006

Neera Saxena
Managing Director & CEO
DIN: 08189646

B. Radhika
AVP & Chief Financial Officer

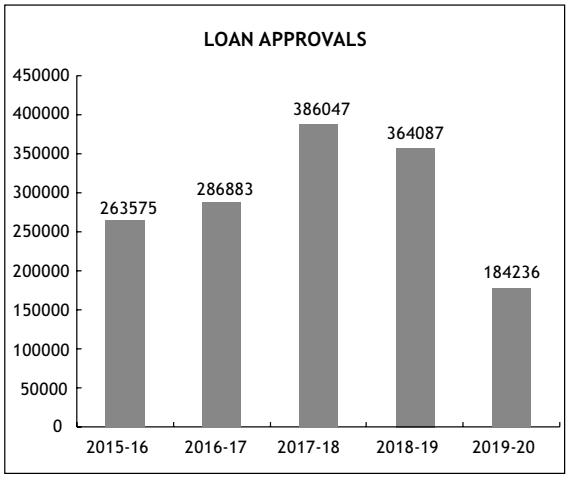
Nutan Singh
Company Secretary
ACS No. : 27436
Date : June 29, 2020

FINANCIAL ANALYSIS AND PERFORMANCE MEASURES
Achievements in 2019-20

Loan approvals during the year

During the year, the Company Sanctioned ₹ 1,84,236 Lakh under "Apna Ghar Yojana" (Loan to individuals)

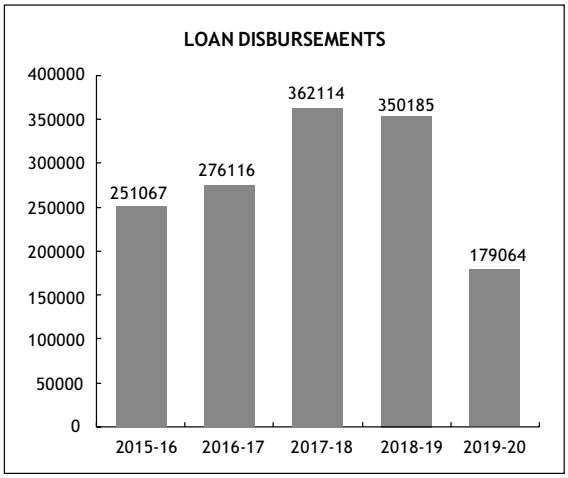
(₹ in Lakh)



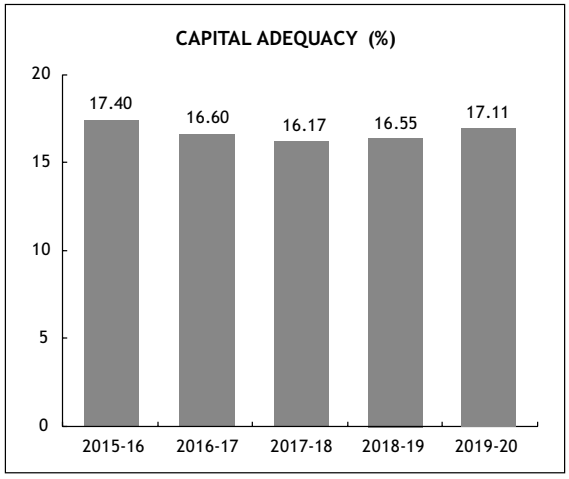
Loan disbursements during the year

During the year, the Company disbursed ₹ 1,79,064 Lakh under "Apna Ghar Yojana" (Loan to individuals)

(₹ in Lakh)

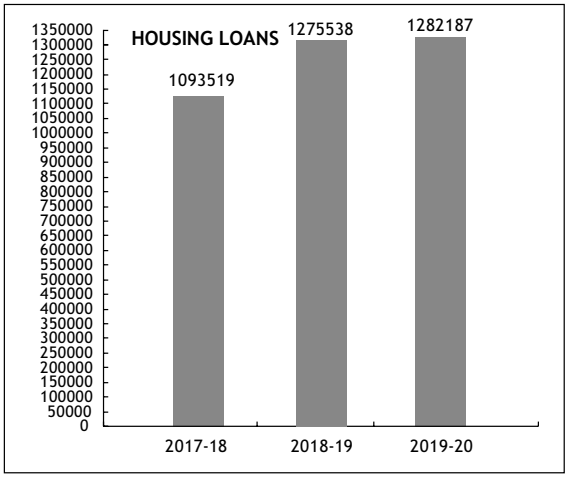


Capital Adequacy
(* as per IGAAP)



Housing Loans
(* as per IND AS)

(₹ in Lakh)

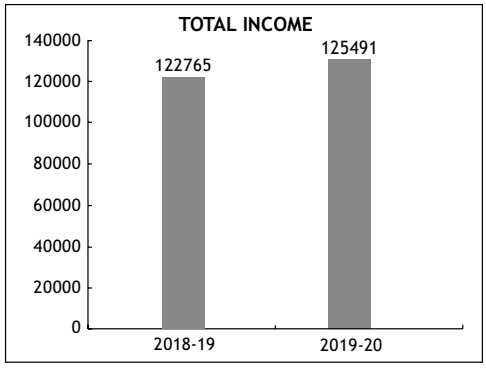


Comparative Statement

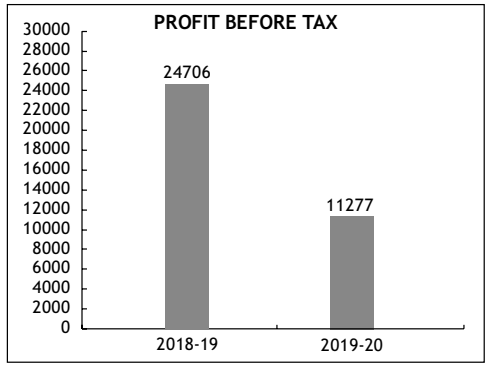
(₹ in Lakh)

Particulars	31.03.2020	31.03.2019
Total Income	1,25,491	1,22,765
Profit Before Tax	11,277	24,706
Profit After Tax	4,561	17,181
Earning per Share (₹)	8.47	31.90
Dividend (%)	20	55
Book Value per Share (₹)	234.55	210.49

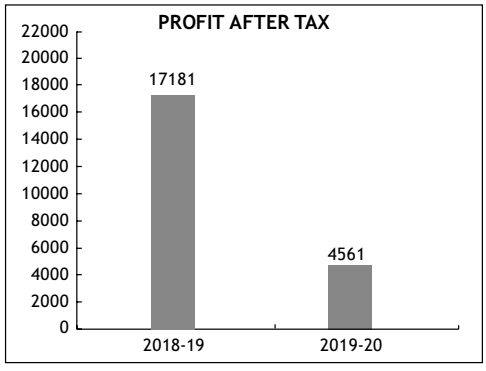
(₹ in Lakh)

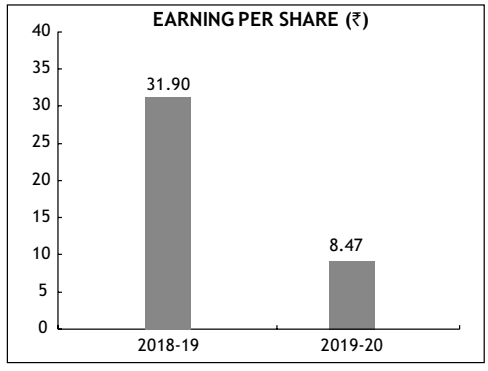


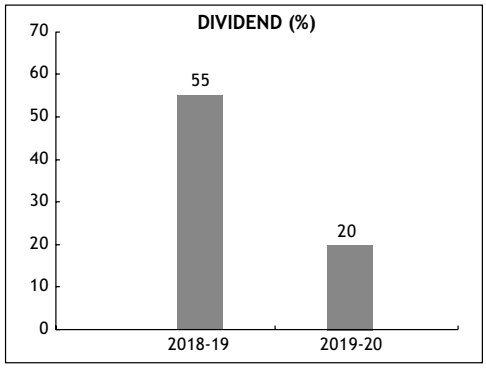
(₹ in Lakh)

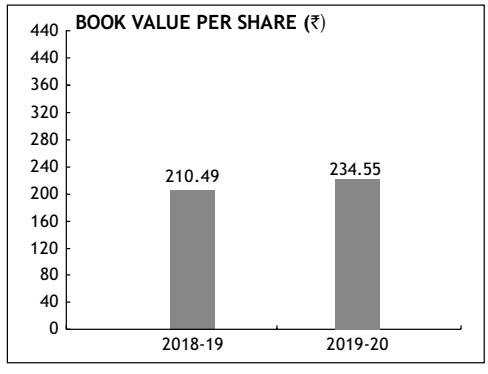


(₹ in Lakh)











Lighting the Lamp - DEED (CSR Support)



Women's Day Celebration

गृहे सौख्यम् विराजते

GIC HOUSING FINANCE LTD.

YOUR ROAD TO DREAM HOME

30 Years of Excellence

1989-2019

12th December 2019

Foundation Day

Your smile lights the way to our humble success.

Thank you for your trust and support



Design & Printed by: Printone Solutions