

Bajaj Housing Finance Limited

Guidelines on Corporate Governance

(Approved by the Board of Directors at its meeting held on 20 March 2017)

The Board of Directors at its meeting held on 20 March 2017 adopted the Corporate Governance Guidelines as required under the Housing Finance Companies –Corporate Governance (National Housing Bank) Directions, 2016.

As stipulated therein, the Company –

- a) has an Audit Committee, consisting of not less than 3 members of the board; which will, inter alia, ensure that an Information System Audit of the internal systems and processes is conducted at least once in two years to assess operational risks faced by the Company.
- b) has a Nomination Committee to ensure 'Fit & Proper' status of proposed / existing directors;
- c) has a Risk Management Committee to manage the integrated risks;
- d) has put in place a policy, with the approval of the Board of Directors, for ascertaining fit and proper criteria of the Directors at the time of appointment and on a continuing basis and will submit required quarterly statement to National Housing Bank on change of Directors
- e) has a system for disclosure to the Board at regular intervals on the following:
 - (i) progressive risk management system and risk management policy and strategy followed; and
 - (ii) conformity with the prescribed corporate governance standards.
- f) will make the necessary disclosures in the Annual Report as required under the aforesaid Directions, and
- g) will rotate the partner/s of the firm of statutory auditors every three years

FOR BAJAJ HOUSING FINANCE LIMITED

Pune
20 March 2017

RAJEEV JAIN
CHAIRMAN & MANAGING DIRECTOR