

## CORPORATE GOVERNANCE REPORT FOR THE QUARTER ENDED DECEMBER 31, 2025

General information about company	
Scrip code	504973
NSE Symbol	CHOLAHLDNG
MSEI Symbol	NotListed
ISIN	INE149A01033
Name of the entity	CHOLAMANDALAM FINANCIAL HOLDINGS LIMITED
Date of start of financial year	01-04-2025
Date of end of financial year	31-03-2026
Reporting Quarter Type	Quarterly
Date of Quarter Ending	31-12-2025
Type of company	Equity
Whether Annexure I (Part A) of the SEBI Circular dated December 31, 2024 related to Compliance Report on Corporate Governance is applicable to the entity?	Yes
Whether Annexure I (Part B) of the SEBI Circular dated December 31, 2024 related to Investor Grievance Redressal Report is Applicable to the entity?	Yes
Whether Annexure I (Part C) of the SEBI Circular dated December 31, 2024 related to Disclosure of Acquisition of Shares or Voting Rights in Unlisted Companies is Applicable to the entity?	No
Whether Annexure I (Part D) of the SEBI Circular dated December 31, 2024 related to Disclosure of Imposition of Fine or Penalty is Applicable to the entity?	No
Whether Annexure I (Part E) of the SEBI Circular dated December 31, 2024 related to Disclosure of Updates to Ongoing Tax Litigations or Disputes is Applicable to the entity?	No
Whether Annexure I (Part F) of the SEBI Circular dated December 31, 2024 related to Disclosure Of Loans / Guarantees / Comfort Letters / Securities Etc. is Applicable to the entity?	No
Risk management committee	Applicable
Market Capitalisation as per immediate previous Financial Year	Top 500 listed entities
Is SCORE ID Available ?	Yes
SCORE Registration ID	T00185
Type of Submission	Original

For Cholamandalam Financial Holdings Limited



E Krithika

Company Secretary & Compliance Officer

## Annexure I

### Annexure I to be submitted by listed entity on quarterly basis

#### I. Composition of Board of Directors

Whether the listed entity has a Regular Chairperson	Yes
Whether Chairperson is related to MD or CEO	No

Sr	Title (Mr / Ms)	Name of the Director	DIN	Category 1 of directors	Category 2 of directors	Date of Birth	Whether the director is disqualified?	Current status	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)
1	Mr	M M Murugappan	00170478	Non-Executive - Non Independent Director	Chairperson related to Promoter	12-11-1955	No	Active	NA	11-11-2017	09-08-2024	-		4	1	4	2
2	Mr	K Balasubramanian	00137260	Non-Executive - Independent Director	Not Applicable	12-12-1954	No	Active	NA	17-03-2022	17-03-2025	-	45.14	1	1	2	0
3	Mr	Balasubramanyan Ramaratnam	07525213	Non-Executive - Independent Director	Not Applicable	13-02-1955	No	Active	NA	18-03-2019	18-03-2024	-	81.13	2	2	5	3
4	Mrs	Vasudha Sundararaman	06609400	Non-Executive - Independent Director	Not Applicable	10-11-1957	No	Active	NA	12-02-2020	12-02-2025	-	70.19	2	2	2	0
5	Mr	Sridharan Rangarajan	01814413	Non-Executive - Non Independent Director	Not Applicable	16-03-1966	No	Active	NA	30-08-2018	08-08-2025	-		4	0	6	1
6	Mr	Vellayan Subbiah	01138759	Non-Executive - Non Independent Director	Not Applicable	07-08-1969	No	Active	NA	11-11-2020	10-08-2023	-		5	0	2	1

**Annexure 1****II. Composition of Committees****Audit Committee Details**

Whether the Audit Committee has a Regular Chairperson Yes

Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation
1	07525213	Balasubramanyan Ramaratnam	Non-Executive - Independent Director	Chairperson	18-03-2019	
2	00137260	K Balasubramanian	Non-Executive - Independent Director	Member	17-03-2022	
3	06609400	Vasudha Sundararaman	Non-Executive - Independent Director	Member	12-02-2020	
4	01814413	Sridharan Rangarajan	Non-Executive - Non Independent Director	Member	30-08-2018	

**Nomination and remuneration committee**

Whether the Nomination and remuneration committee has a Regular Chairperson Yes

Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation
1	06609400	Vasudha Sundararaman	Non-Executive - Independent Director	Chairperson	12-02-2020	
2	00170478	M M Murugappan	Non-Executive - Non Independent Director	Member	05-02-2018	
3	00137260	K Balasubramanian	Non-Executive - Independent Director	Member	17-03-2022	

Stakeholders Relationship Committee	
Whether the Stakeholders Relationship Committee has a Regular Chairperson	Yes

Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation
1	00170478	M M Murugappan	Non-Executive - Non Independent Director	Chairperson	05-02-2018	
2	07525213	Balasubramanyan Ramaratnam	Non-Executive - Independent Director	Member	18-03-2019	
3	01814413	Sridharan Rangarajan	Non-Executive - Non Independent Director	Member	30-08-2018	

Risk Management Committee	
Whether the Risk Management Committee has a Regular Chairperson	Yes

Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation
1	00170478	M M Murugappan	Non-Executive - Non Independent Director	Chairperson	18-03-2019	
2	07525213	Balasubramanyan Ramaratnam	Non-Executive - Independent Director	Member	18-03-2019	
3	01814413	Sridharan Rangarajan	Non-Executive - Non Independent Director	Member	18-03-2019	
4	99999999	N Ganesh	Manager & CFO	Member	18-03-2019	

<b>Annexure 1</b>
<b>III. Meeting of Board of Directors</b>

Sr	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Number of Directors present* (All directors including Independent Director)	No. of Independent Directors attending the meeting*
1	08-08-2025	-	Yes	6	6	3
2	07-11-2025	90	Yes	6	6	5

<b>Annexure 1</b>
<b>IV. Meeting of Committees</b>

Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
1	Audit Committee	08-08-2025		Yes	4	4	3	0
2	Nomination and remuneration committee	08-08-2025		Yes	3	3	2	0
3	Risk Management Committee	07-11-2025		Yes	4	3	1	1
4	Stakeholders Relationship Committee	07-11-2025		Yes	3	3	1	0
5	Audit Committee	07-11-2025	90	Yes	4	4	3	0

Annexure 1		
V. Affirmations		
Sr	Subject	Compliance status (Yes/No/NA)
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
2	The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015 <b>a. Audit Committee</b>	Yes
3	The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. <b>b. Nomination &amp; remuneration committee</b>	Yes
4	The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. <b>c. Stakeholders relationship committee</b>	Yes
5	The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. <b>d. Risk management committee (applicable to the top 1000 listed entities)</b>	Yes
6	The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
7	The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes
9	<b>Any comments/observations/advice of Board of Directors may be mentioned here:</b>	

Annexure 1		
1	Name of signatory	E KRITHIKA
2	Designation	Company Secretary and Compliance Officer

Details of Cyber security incidence		
1	Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter	No
	Other details of cyber security incidence or breaches or loss of data event	-
	Number of cyber security incidence or breaches or loss of data event occurred during the quarter	-

Signatory Details	
Name of signatory	E Krithika
Designation of person	Company Secretary and Compliance Officer
Place	Chennai
Date	09-01-2026

Investor Grievance Details	
No. of investor complaints pending at the beginning of Quarter	1
No. of investor complaints received during the Quarter	4
No. of investor complaints disposed off during the Quarter	5
No. of investor complaints those remaining unresolved at the end of the Quarter	0