

Corporate Governance Report

1. Name of Listed Entity : Ansal Housing Limited

2. Quarter ending : 31st March, 2022

I. Composition of Board of Directors												
Title (Mr. / Ms.)	Name of the Director	PAN & DIN	Category (Chairperson /Executive/ Non- Executive/ independent / Nominee) &	Initial Date of Appointm ent	Date of Re- app ointment	Date of Cessation	Ten ure (in mon ths)	Date of Birth	No. of directorship in listed entities including this listed entity [in reference to Regulation 17A(1)]	No of Independent Directorship in listed entities including this listed entity [in reference to proviso to Regulation 17A(1)]	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulation s)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)
Mr.	Surrinder Lal Kapur	AFVPK6331G 00033312	Non-Executive- Independent Director	15/05/2006	01/04/2019	NA	90	07/03/1937	1	1	4	1
Mr.	Kushagr Ansal	AAJPA4991R 01216563	Whole-time Director (Executive) & CEO	26/08/2006	01/10/2021	NA		03/04/1979	1	0	2	0
Mr.	Ashok Khanna	AANPK7480R 01510677	Non-Executive- Independent Director	31/07/2000	01/04/2019	NA	90	05/11/1947	1	1	1	1
Mr.	Maharaj Kishen Trisal	AABPT3496Q 00059545	Non-Executive – Independent Director	14/02/2013	01/04/2019	NA	90	26/11/1953	1	1	0	0
Mrs.	Neha Ansal	AJVPK5611P 08469989	Non-Executive –Non- Independent Director	02/07/2019	NA	NA		10/04/1983	1	0	1	0
Mrs.	Iqneet Kaur	AJYPG0691E 05272760	Non-Executive – Independent Director	29/07/2020	NA	NA	20	26/08/1975	2	2	1	1
	Whether Regular chairperson appointed: No											
	Whether Chairperson is related to managing director or CEO: Not Applicable											

II. Composition of Committees					
<i>Name of Committee</i>	<i>Whether Regular Chairperson appointed</i>	<i>Name of Committee members</i>	<i>Category (Chairperson/Executive/Non-Executive/independent/Nominee)</i>	<i>Date of Appointment</i>	<i>Date of Cessation</i>
1. Audit Committee	Yes	Mr. Surrinder Lal Kapur	Chairperson – Non-Executive – Independent	09-11-2016	-
		Mr. Ashok Khanna	Member - Non-Executive – Independent Director	30-01-2001	-
		Mr. Kushagr Ansal	Member - Executive Director	28-05-2014	-
2. Nomination & Remuneration Committee	Yes	Mr. Surrinder Lal Kapur	Chairperson – Non-Executive – Independent	28-05-2014	-
		Mr. Ashok Khanna	Member - Non-Executive – Independent Director	28-05-2014	-
		Mr. Maharaj Kishen Trisal	Member - Non-Executive – Independent Director	09-11-2016	-
3. Risk Management Committee	Not Applicable				
4. Stakeholders Relationship Committee	Yes	Mr. Ashok Khanna	Chairperson – Non-Executive – Independent	28-05-2014	-
		Mr. Kushagr Ansal	Member - Executive Director	01-04-2019	-
		Mr. Neha Ansal	Member - Non-Executive Director	20-11-2019	-
5. Corporate Social Responsibility Committee	Yes	Mr. Ashok Khanna	Chairperson – Non-Executive – Independent	28-05-2014	-
		Mr. Surrinder Lal Kapur	Member – Non-Executive – Independent Director	28-05-2014	-
		Mr. Maharaj Kishen Trisal	Member - Non-Executive – Independent Director	28-05-2014	-
		Mr. Kushagr Ansal	Member - Executive Director	28-05-2014	-
6. Committee of Board of Directors	Yes	Mr. Kushagr Ansal	Chairman - Executive Director	29-05-2017	-
		Mr. Maharaj Kishen Trisal	Member - Non-Executive – Independent Director	14-11-2014	-
		Mr. Neha Ansal	Member - Non-Executive Director	20-11-2019	-
III. Meeting of Board of Directors					
<i>Date(s) of Meeting (if any) in the previous quarter</i>	<i>Date(s) of Meeting (if any) in the relevant quarter</i>	<i>Whether requirement of Quorum met</i>	<i>Number of Directors present</i>	<i>Number of independent directors present</i>	<i>Maximum gap between any two consecutive (in number of days)</i>
11.11.2021	11.02.2022	Yes	6	4	91
IV. Meetings of Committees					

Name of the Committee	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)	Number of Directors present	Number of independent directors present	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days
Audit Committee	11.02.2022	Yes	3	2	11.11.2021	91
Stakeholders Relationship Committee	26.03.2022	Yes	3	1	-	-

V. Related Party Transactions

Subject	Compliance status (Yes/No/NA)
Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material RPT	NA
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by the Audit Committee	Yes

Note:

- In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A.. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.
- If status is "No" details of non-compliance may be given here.

VI. Affirmations

- The composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015.- **Yes**
- The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015
 - Audit Committee.- **Yes**
 - Nomination & Remuneration Committee .- **Yes**
 - Stakeholders Relationship Committee.- **Yes**
 - Risk management committee (applicable to the top 100 listed entities)- **NA**
- 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**
- 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**
- This report and/or the report submitted in the previous quarter has been placed before Board of Directors. - **Yes**
 - Any comments/observations/advice of the board of directors may be mentioned here.




Name : Som Nath Grover
Designation : Addl V.P. &Company Secretary

Annexure-I

I. Disclosure on website in terms of Listing Regulations		
Item	Compliance status (Yes/No/NA) refer note below	If Yes provide link to website. If No / NA provide reasons
As per regulation 46(2) of the LODR:		
a) Details of business	Yes	http://www.ansals.com/corporate/investors-overview.asp?links=investors1
b) Terms and conditions of appointment of independent directors	Yes	http://www.ansals.com/pdfs/terms-and-conditions-appointment-5apr19.pdf
c) Composition of various committees of board of directors	Yes	http://www.ansals.com/corporate/statutory-information-composition.asp?links=invst-13
d) Code of conduct of board of directors and senior management personnel	Yes	http://www.ansals.com/corporate/statutory-information-code-conduct.asp?links=invst-1
e) Details of establishment of vigil mechanism/ Whistle Blower policy	Yes	http://www.ansals.com/corporate/statutory-wbp.asp?links=invst-3
f) Criteria of making payments to non-executive directors	Yes	http://www.ansals.com/pdfs/Nomination-and-Remuneration-Policy.pdf
g) Policy on dealing with related party transactions	Yes	http://www.ansals.com/corporate/policy-related-party-transaction.asp?links=invst-11
h) Policy for determining 'material' subsidiaries	Yes	http://www.ansals.com/corporate/material-subsubsidiary-policy.asp?links=invst-6
i) Details of familiarization programmes imparted to independent directors	Yes	http://www.ansals.com/corporate/statutory-board-familiarization.asp?links=invst-10
j) Email address for grievance redressal and other relevant details	Yes	http://www.ansals.com/corporate/investors-contact.asp?links=investors12
k) Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes	http://www.ansals.com/corporate/investors-contact.asp?links=investors12
l) Financial results	Yes	http://www.ansals.com/corporate/investor-useful-data.asp?links=financial
m) Shareholding pattern	Yes	http://www.ansals.com/corporate/investors-shareholding-pattern.asp?links=sebi-1
n) Details of agreements entered into with the media companies and/or their associates	NA	

o) Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or institutional investor simultaneously with submission to stock exchange	NA	
p) New name and the old name of the listed entity	Yes	http://www.ansals.com/pdfs/certificate-of-incorporation-and-approvals-90419.pdf
q) Advertisements as per regulation 47 (1)	Yes	http://www.ansals.com/corporate/compliance-listing.asp?links=investors5
r) Credit rating or revision in credit rating obtained by the entity for all its outstanding instruments	Yes	http://www.ansals.com/corporate/credit-rating.asp?links=investors10
s) Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	Yes	http://www.ansals.com/corporate/investor-useful-data2019.asp?links=financial
As per other regulations of the LODR:		
a) Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes	http://www.ansals.com/corporate/investors-overview.asp?links=investors1
b) Materiality Policy as per Regulation 30	Yes	http://www.ansals.com/pdfs/policy-on-determination-of-materiality-of-information19.pdf
c) Dividend Distribution policy as per Regulation 43A (as applicable)	NA	
<i>It is certified that these contents on the website of the listed entity are correct.</i>		

II Annual Affirmations		
Particulars	Regulation Number	Compliance status (Yes/No/NA) refer note below
<i>Independent director(s) have been appointed in terms of specified criteria of 'independence' and / or 'eligibility'</i>	<i>16(1)(b) & 25(6)</i>	Yes
<i>Board composition</i>	<i>17(1), 17(1A) & 17(1B)</i>	Yes
<i>Meeting of board of directors</i>	<i>17(2)</i>	Yes
<i>Quorum of board meeting</i>	<i>17(2A)</i>	Yes
<i>Review of Compliance Reports</i>	<i>17(3)</i>	Yes
<i>Plans for orderly succession for appointments</i>	<i>17(4)</i>	Yes
<i>Code of Conduct</i>	<i>17(5)</i>	Yes
<i>Fees/compensation</i>	<i>17(6)</i>	Yes
<i>Minimum Information</i>	<i>17(7)</i>	Yes
<i>Compliance Certificate</i>	<i>17(8)</i>	Yes
<i>Risk Assessment & Management</i>	<i>17(9)</i>	Yes

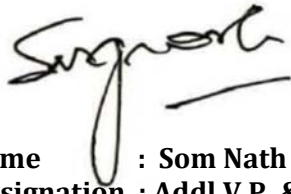
<i>Performance Evaluation of Independent Directors</i>	17(10)	Yes
<i>Recommendation of board</i>	17(11)	Yes
<i>Maximum number of directorship</i>	17A	Yes
<i>Composition of Audit Committee</i>	18(1)	Yes
<i>Meeting of Audit Committee</i>	18(2)	Yes
<i>Composition of Nomination & Remuneration Committee</i>	19(1) & (2)	Yes
<i>Quorum of Nomination and Remuneration Committee meeting</i>	19(2A)	Yes
<i>Meeting of Nomination & Remuneration Committee</i>	19(3A)	Yes
<i>Composition of Stakeholder Relationship Committee</i>	20(1), 20(2) and 20(2A)	Yes
<i>Meeting of Stakeholder Relationship Committee</i>	20 (3A)	Yes
<i>Composition and role of Risk Management Committee</i>	21(1),(2),(3),(4)	NA
<i>Meeting of Risk Management Committee</i>	21(3A)	NA
<i>Vigil Mechanism</i>	22	Yes
<i>Policy for related party Transaction</i>	23(1),(1A),(5),(6),(7) & (8)	Yes
<i>Prior or Omnibus approval of Audit Committee for all related party transactions</i>	23(2), (3)	Yes
<i>Approval for material related party transactions</i>	23(4)	Yes
<i>Disclosure of related party transactions on consolidated basis</i>	23(9)	Yes
<i>Composition of Board of Directors of unlisted material Subsidiary</i>	24(1)	Yes
<i>Other Corporate Governance requirements with respect to subsidiary of listed entity</i>	24(2),(3),(4),(5) & (6)	Yes
<i>Annual Secretarial Compliance Report</i>	24(A)	Yes
<i>Alternate Director to Independent Director</i>	25(1)	Yes
<i>Maximum Tenure</i>	25(2)	Yes
<i>Meeting of independent directors</i>	25(3) & (4)	Yes
<i>Familiarization of independent directors</i>	25(7)	Yes
<i>Declaration from Independent Director</i>	25(8) & (9)	Yes
<i>Directors and Officers insurance</i>	25(10)	Yes
<i>Memberships in Committees</i>	26(1)	Yes
<i>Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel</i>	26(3)	Yes
<i>Disclosure of Shareholding by Non- Executive Directors</i>	26(4)	Yes
<i>Policy with respect to Obligations of directors and senior management</i>	26(2) & 26(5)	Yes

Note

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- 2 If status is "No" details of non-compliance may be given here.
- 3 If the Listed Entity would like to provide any other information the same may be indicated here.

III Affirmations:

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



Name : Som Nath Grover
Designation : Addl V.P. & Company Secretary



Half Year ending - March, 2022**I. Disclosure of Loans / guarantees / comfort letters / securities etc.**

(A) Any loan or any other form of debt advanced by the listed entity directly or indirectly to:

Entity	Aggregate amount advanced during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them	NIL	NIL
Promoter Group or any other entity controlled by them	NIL	NIL
Directors (including relatives) or any other entity controlled by them	NIL	NIL
KMPs or any other entity controlled by them	NIL	NIL

(B) Any guarantee/ comfort letter (by whatever name called) provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by:

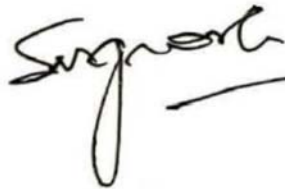
Entity	Type (guarantee, comfort letter etc.)	Aggregate amount of issuance during six months	Balance outstanding at the end of six months (taking into account any invocation)
Promoter or any other entity controlled by them	NIL	NIL	NIL
Promoter Group or any other entity controlled by them	NIL	NIL	NIL
Directors (including relatives) or any other entity controlled by them	NIL	NIL	NIL
KMPs or any other entity controlled by them	NIL	NIL	NIL

(C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by:

Entity	Type of security (cash, shares etc.)	Aggregate value of security provided during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them	NIL	NIL	NIL
Promoter Group or any other entity controlled by them	NIL	NIL	NIL
Directors (including relatives) or any other entity controlled by them	NIL	NIL	NIL
KMPs or any other entity controlled by them	NIL	NIL	NIL

II. Affirmations:

All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to promoter(s), promoter group, director(s) (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them are in the economic interest of the company.




Name : Som Nath Grover
Designation : Addl. V.P. & Company Secretary