



January 14, 2025

To,
Listing Department
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai - 400 001

Subject: Submission of Compliance Report on Corporate Governance for the quarter ended December 31, 2024

Ref.: Scrip Code – 976138, 975909 and 976013

Dear Sir / Madam,

In compliance with Regulation 27(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) read with SEBI Master Circular No. SEBI/HO/DDHS/DDHSPoD1/P/CIR/2024/48 dated May 21, 2024 (as amended from time to time), we are enclosing the Compliance Report on Corporate Governance as Annexure I in the prescribed format for the quarter ended December 31, 2024.

We request you to take the same on record.

Thanking You,
For Tata Housing Development Company Limited

Mrunal Mahajan
Company Secretary
(ICSI Membership No.: A31734)

Encl.: As above

TATA HOUSING DEVELOPMENT COMPANY LIMITED

E Block Valtas Premises T B Kadam Marg Chinchpokli Mumbai 400 033 India
Tel 022 6661 4444 Fax 022 6661 4452 email thdcsec@tatarealty.in Website www.tatahousing.com
CIN U45300MH1942PLC003573



Compliance Report on Corporate Governance for the quarter ended December 31, 2024

1. Name of Listed Entity: **Tata Housing Development Company Limited**

2. Quarter ending: **December 31, 2024**

Title (Mr./M s./Mrs.)	Name of the Director	PAN & DIN	Category (Chairperson/ Executive/ Non-Executive/ Independent/ Nominee)	Initial Date of Appointment	Date of Re- appointment	Date of Cessatio n	Tenure	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 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)#
Mr.	Banmali Agrawala	DIN: 00120029	Non-Executive - Chairperson	24-03-2018	-	-	-	30-04-1963	0	0	2	2
Mr.	Sanjay Dutt	DIN: 05251670	Executive Director	01-04-2018	01-04-2023	-	-	16-06-1966	0	0	5	0
Mrs.	Sandhya Shailesh Kudtarkar	DIN: 00021947	Non-Executive - Independent Director	24-12-2021	23-12-2024**	-	36 months	09-04-1958	0	0	8	5



Mr.	Kamlesh Mansukhlal Parekh	DIN: 00059140	Non-Executive - Independent Director	24-12-2021	23-12-2024**	-	36 months	08-10-1955	0	0	7	2
Mr.	Sudip Mullick	DIN: 06942241	Non-Executive - Independent Director	31-03-2023	-	-	21 months	08-10-1966	0	0	2	0
Mr.	Ritesh Mandot	DIN: 02090270	Additional Non-Executive Director	13-08-2024	-	-	-	14-02-1982	0	0	0	0
Whether regular chairperson appointed – Yes												
Whether Chairperson is related to managing director or CEO – No												

**Only Directorship in equity listed Company is included*

While calculating committee ship, public companies including companies identified as high-value debt listed entities have been considered.

Clarificatory Note: The provisions relating to Regulations 15-27 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 (as amended) ("Listing Regulations") became applicable to the Company with effect from September 7, 2021 on a 'comply or explain' basis until March 31, 2025 and on a mandatory basis thereafter, pursuant to notification of SEBI (Listing Obligation and Disclosure Requirements) (Fifth Amendment) Regulations, 2021 read with read with SEBI (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2024 dated May 17, 2024. The Company is fully compliant with respect to the composition of Board of Directors and requisite committees pursuant to Regulation 17, 18, 19, 20 and 21 of the Listing Regulations. The Company shall take further steps to comply with the requirements pertaining other regulations of the Listing Regulations.

***Mr. Kamlesh Parekh (DIN: 00059140) and Mrs. Sandhya Kudtarkar (DIN: 00021947) were re-appointed as Non-executive Independent Directors of the Company with effect from December 23, 2024 to March 31, 2025.*



II. Composition of Committees					
Name of Committee	Whether regular chairperson appointment	Name of Committee members	Category (Chairperson/Executive/Non-Executive/independent/Nominee)	Date of Appointment	Date of Cessation
1. Audit Committee	Yes	Mrs. Sandhya Kudtarkar	Chairperson/ Non-Executive - Independent Director	01/04/2022	-
		Mr. Kamlesh Parekh	Member/ Non-Executive - Independent Director	01/04/2022	-
		Mr. Sanjay Dutt	Member/ Executive Director	01/04/2022	-
		Mr. Sudip Mullick	Member/ Non-Executive - Independent Director	06/04/2023	-
2. Nomination & Remuneration Committee	Yes	Mr. Kamlesh Parekh	Chairman/ Non-Executive - Independent Director	01/04/2022	-
		Mrs. Sandhya Kudtarkar	Member/ Non-Executive - Independent Director	01/04/2022	-
		Mr. Banmali Agrawala	Member/ Non-Executive Director	01/04/2022	-
3. Risk Management Committee	Yes	Mr. Sanjay Dutt	Chairman/ Executive Director	01/04/2022	-
		Mrs. Sandhya Kudtarkar	Member/ Non-Executive - Independent Director	01/04/2022	-
		Mr. Sudip Mullick	Member/ Non-Executive - Independent Director	06/04/2023	-
4. Stakeholders Relationship Committee	Yes	Mr. Kamlesh Parekh	Chairperson/ Non-Executive - Independent Director	01/04/2022	-
		Mrs. Sandhya Kudtarkar	Member/ Non-Executive - Independent Director	01/04/2022	-
		Mr. Sanjay Dutt	Member/ Executive Director	01/04/2022	-



III. Meeting of Board of Directors						
Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Whether requirement of Quorum met	Total Number of Directors as on the date of the Meeting	Number of Directors present	Number of Independent Directors present	Maximum gap between any two consecutive (in number of days)
01/08/2024	13/11/2024	Yes	6	6	3	103
	11/12/2024	Yes	6	6	3	27

IV. Meetings of Committees						
Audit Committee						
Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)	Total Number of Directors as on the date of the Meeting	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
13/11/2024	Yes	4	4	3	01/08/2024	103
Nomination and Remuneration Committee						
NA	NA	NA	NA	NA	NA	NA



Risk Management Committee						
NA	NA	NA	NA	NA	NA	NA
Stakeholders Relationship Committee						
NA	NA	NA	NA	NA	NA	NA

Clarificatory Note: The provisions relating to Regulations 15-27 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 (as amended) ("Listing Regulations") became applicable to the Company with effect from September 7, 2021 on a 'comply or explain' basis until March 31, 2025 and on a mandatory basis thereafter, pursuant to notification of SEBI (Listing Obligation and Disclosure Requirements) (Fifth Amendment) Regulations, 2021 read with read with SEBI (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2024 dated May 17, 2024. The Company is fully compliant with respect to the composition of Board of Directors and requisite committees pursuant to Regulation 17, 18, 19, 20 and 21 of the Listing Regulations. The Company shall take further steps to comply with the requirements pertaining other regulations of the Listing Regulations.



V. Related Party Transactions	
Subject	Compliance status (Yes/No/NA) Refer note below
Whether prior approval of Audit Committee obtained	Yes
Whether shareholder approval obtained for material RPT	N.A.
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes

<p>VI. Affirmations</p> <ol style="list-style-type: none"> The composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 <ol style="list-style-type: none"> Audit Committee; Nomination & Remuneration Committee; Stakeholders Relationship Committee; Risk Management Committee The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. 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. This report and/or the report submitted as applicable in the previous quarter has been placed before the Board of Directors. The Board took note of the same and no comments/observations/advice of Board of Directors was mentioned. <p><i>Clarificatory Note: The provisions relating to Regulations 15-27 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 (as amended) ("Listing Regulations") became applicable to the Company with effect from September 7, 2021 on a 'comply or explain' basis until March 31, 2025 and on a mandatory basis thereafter, pursuant to notification of SEBI (Listing Obligation and Disclosure Requirements) (Fifth Amendment) Regulations, 2021 read with read with SEBI (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2024 dated May 17, 2024. The Company is fully compliant with respect to the composition of Board of Directors and requisite committees pursuant to Regulation 17, 18, 19, 20 and 21 of the Listing Regulations. The Company shall take further steps to comply with the requirements pertaining other regulations of the Listing Regulations.</i></p>
--



Details of Cyber Security Incidences

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	Yes/No
Date of the event	Brief details of the event
NA	NA

For Tata Housing Development Company Limited

Mrunal Mahajan

Company Secretary (ICSI Membership No. A31734)

Date: January 14, 2025

Place: Mumbai