



Sammaan Capital Limited
(formerly known as Indiabulls Housing Finance Limited)
Internal Guidelines on Corporate Governance

(Reviewed and Approved by the Board in its meeting held on 13/08/2024)

The Board of Directors of Sammaan Capital Limited (Formerly known as Indiabulls Housing Finance Limited, hereinafter referred to as “**the Company**”) has adopted and approved the Internal Guidelines on Corporate Governance, in its meeting held on Aug 13, 2024, as required under the Master Direction – Reserve Bank of India (Non-Banking Financial Company – Scale Based Regulation) Directions, 2023 (hereinafter referred to as “RBI Directions”).

In terms of the requirements, as stipulated in the RBI Directions –

- a) The Company has an Audit Committee, consisting of not less than three directors. The Committee shall *inter alia* ensure that an Information System audit of the internal systems and processes is conducted at least once annually to assess operational risks faced by the Company.
- b) The Company has a Nomination and Remuneration Committee (“N&R Committee”) which shall inter-alia ensure fit & proper status of proposed/ existing directors.
- c) To manage the integrated risks, the Company has a Risk Management Committee and an Asset Liability Management Committee.
- d) The Company has put in place a policy, on the lines of Guidelines issued under RBI Directions, for ascertaining fit and proper criteria of the directors at the time of appointment and on a continuing basis.
- e) The Company shall furnish to the Reserve Bank of India (RBI) a quarterly statement on change of directors and a certificate from the Vice Chairman & Managing Director of the Company that fit and proper criteria in selection of the directors has been followed, within 15 days of the close of the respective quarter. The aforesaid statement, for the quarter ending March 31, would be certified by the auditors of the Company.
- f) The Company has a system for disclosure to the Board at regular intervals on the following:
 - (i) Risk Management Framework and Risk Management policy and strategy followed; and
 - (ii) Conformity with the prescribed corporate governance standards viz., in composition of various committees, their role and functions, periodicity of the meetings and compliance with coverage and review functions, etc.
- g) The Company will make the necessary disclosures in the Annual Report as required under RBI Directions.

h) The Company will rotate the partner/s of the statutory auditors' firm every three years.

The above guidelines shall be periodically reviewed and brought in conformity with statutory and regulatory requirements.

The above guidelines are in addition and not in derogation of the Corporate Governance Practices adopted by the Company under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the provisions of any other laws, rules, regulations or directions, for the time being in force.