



Ref: PNBHFL/SE/EQ/FY2025-26/55
July 28, 2025

The BSE Limited,
Listing Department,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400001
Scrip Code: 540173

The National Stock Exchange of India Limited,
Listing Department
“Exchange Plaza”
Bandra Kurla Complex,
Bandra (E), Mumbai – 400051
Symbol: PNBHOUSING

Dear Sir(s),

Sub: Annual Report 2024-25 and Notice convening the 37th Annual General Meeting

1. 37th Annual General Meeting and Annual Report

We are enclosing a copy of Annual Report for the Financial Year 2024-25 and the Notice convening the 37th Annual General Meeting of PNB Housing Finance Limited (Company) scheduled to be held on Thursday, August 21, 2025 at 03.00 P.M. (IST) through Video Conferencing (VC)/ Other Audio-Visual Means (OAVM) facility in accordance with the relevant Circulars issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India.

The Notice of AGM and the Annual Report 2024-25 are also uploaded on the website of the Company viz., www.pnbhousing.com.

2. E- Voting

The Company has engaged the services of National Securities Depository Limited (NSDL) for the purpose of providing remote e-voting facility and facility of e-voting during the AGM (e-voting) to its members. The remote e-voting period shall commence at 09:00 A.M.(IST) on Sunday, August 17, 2025 and will end at 05:00 P.M. (IST) on Wednesday, August 20, 2025. During this period, Members holding shares as on the cut-off date of Thursday, August 14, 2025 may cast their vote either through remote e-voting or during the AGM.

This intimation is pursuant to Regulation 30, 34 and 53 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Kindly take the above documents on record.

Thanking you

Yours faithfully

For PNB Housing Finance Limited

Veena G
Kamath

Veena G Kamath
Company Secretary

Encl: As above



Registered Office: 9th Floor, Antriksh Bhawan, 22 K G Marg, New Delhi-110001
Tel. No.: 011 - 66030500, **E-mail:** investor.services@pnbhousing.com
CIN: L65922DL1988PLC033856, **Website:** www.pnbhousing.com

NOTICE OF THE ANNUAL GENERAL MEETING

NOTICE is hereby given that the THIRTY SEVENTH (37th) ANNUAL GENERAL MEETING ("Meeting") of the member(s) of PNB Housing Finance Limited ("Company") will be held **on Thursday, August 21, 2025, at 03:00 PM (IST) through Video Conferencing (VC)/ Other Audio Visual Means (OAVM)**, to transact the following business(es):

ORDINARY BUSINESS(ES):

1. Adoption of financial statements:

To receive, consider and adopt the;

- a) Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2025, together with the Reports of the Board of Directors and Auditors thereon; and
- b) Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2025, together with the Report of the Auditors thereon.

2. Declaration of Dividend

To declare a dividend of INR 5/- per equity share of face value of Rs. 10/- each for the financial year ended March 31, 2025.

3. Re-appointment of Mr. Dilip Kumar Jain as a Director

To re-appoint Mr. Dilip Kumar Jain (DIN: 06822012) as a Non-Executive Nominee Director, who retires by rotation at the ensuing meeting and being eligible, offers himself for re-appointment, in terms of Section 152(6) of the Companies Act, 2013.

SPECIAL BUSINESS(ES):

4. Appointment of M/s. Vinod Kothari & Company, Company Secretaries as Secretarial Auditors of the Company

To consider and if thought fit, to pass the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Section 204 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Regulation 24A and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), and based on the recommendations of the Audit Committee and the Board of Directors, the approval of the members be and is hereby accorded for the appointment of M/s. Vinod Kothari & Company, Practicing Company Secretaries (Firm registration no: P1996WB042300), as Secretarial Auditors of the Company for a term of five consecutive years, commencing from Financial Year 2025-26 till Financial Year 2029-30 at such remuneration, out of pocket expenses and applicable taxes as may be determined by the Board of Directors of the Company (including Audit Committee of the Board or any other Committee) ("Board") and at such terms and conditions as detailed in the explanatory statement annexed hereto, with power to the Board to alter and vary the terms and conditions of appointment, due to necessity on account of conditions as may be stipulated by the statutory or regulatory authorities from time to time.

RESOLVED FURTHER THAT the Board be and is hereby authorised to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary or expedient for such purpose and with the power to settle all questions, difficulties or doubts that may arise regarding implementation of the resolution(s) including but not limited to determination of roles and responsibilities/ scope of work of the Secretarial Auditors, negotiating, finalising, amending, signing, delivering, executing, the terms of appointment including any contracts or documents in this regard, without being required to seek any further consent or approval of the Members of the Company.”

5. Approval for material related party transactions with Punjab National Bank

To consider and if thought fit, to pass the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to Regulation 2(1)(zc), 23(4) and other applicable Regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), the applicable provisions of Companies Act, 2013 its rules read with the Companies (Meetings of Board and its Powers) Rules, 2014, Master Direction – Non Banking Financial Company – Housing Finance Company (Reserve Bank) Directions, 2021 and Master Direction – Reserve Bank of India (Non-Banking Financial Company –Scale Based Regulation) Directions, 2023 and any other applicable provisions, including any amendment, modification(s), variation or re-enactment(s) thereof, if any, and the Company's Policy on Related Party Transactions, each as amended and on the recommendations of the Audit Committee and the Board of Directors, approval of the members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the “Board” which term shall be deemed to include the Audit Committee of the Board), for entering into and/or carrying out and/or continuing with arrangements and transactions (whether by way of an individual transaction or transactions taken together or series of transactions or otherwise during the financial year), from the conclusion of this Annual General Meeting until the conclusion of the 38th Annual General Meeting of the Company, with Punjab National Bank (“PNB”), being a related party, whether by way of renewal(s) or extension(s) or modification(s) of earlier contract/ arrangements/ transactions or otherwise, with respect to (i) Banking Transactions/ loan transactions/ credit facility(ies)/term deposits /External Commercial Borrowings/ investment in securities issued by the Company (ii) Acceptance/ Placing of Fixed Deposits (iii) Payment of Royalty fee (iv) repayment of principal and interest on assignment of loans (v) any other transactions including those more specifically set out in the statement pursuant to Section 102(1) of the Companies Act, 2013, annexed to this Notice for the relevant period on an ongoing basis, whether individually and/or in the aggregate, notwithstanding that all the above transactions individually or in aggregate, may exceed the limits prescribed under Section 188 of the Companies Act, 2013 and/or any other statutes or regulations including the materiality threshold prescribed under Regulation 23 of the Listing Regulations, as may be applicable from time to time;

RESOLVED FURTHER THAT the Board be and is hereby authorized to sign and execute all such documents, agreements and writings and to do all such acts, deeds, matters and things as may be deemed necessary, expedient and incidental thereto and to delegate all or any of its powers herein conferred to any Committee of Directors and/or director(s) and/or officer(s) of the Company, to give effect to these resolution(s).”

6. Approval for material related party transactions with PNB Gilts Limited

To consider and if thought fit, to pass the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to Regulation 2(1)(zc), 23(4) and other applicable Regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), the applicable provisions of Companies Act, 2013 and its rules read with the Companies (Meetings of Board and its Powers) Rules, 2014, Master Direction – Non Banking Financial Company – Housing Finance Company (Reserve Bank) Directions, 2021 and Master Direction – Reserve Bank of India (Non-Banking Financial Company –Scale Based Regulation) Directions, 2023 and any other applicable provisions, including any amendment, modification, variation or re-enactment thereof, and on the recommendations of the Audit Committee and the Board of Directors, approval of the members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the “Board” which term shall be deemed to include the Audit Committee of the Board), for entering into and/or carrying out and/or continuing with arrangements and transactions (whether by way of an individual transaction or transactions taken together or series of transactions or otherwise), from the conclusion of

this Annual General Meeting until the conclusion of the 38th Annual General Meeting of the Company, with PNB Gilts Limited, being a related party, whether by way of renewal(s) or extension(s) or modification(s) of earlier contract/ arrangements/ transactions or otherwise, with respect to sale/purchase of securities and maintenance of Subsidiary General Ledger (SGL) account, service rendered as an arranger for borrowings and investments by the Company and for remittance of fee/ charges/ commission/brokerage, by whatever name called, for such services availed by the Company or any other transactions including those more specifically set out in the statement pursuant to Section 102(1) of the Companies Act, 2013, annexed to this Notice, for the relevant period on an ongoing basis, whether individually and/or in the aggregate, notwithstanding that all the above transactions individually or in aggregate, may exceed the limits prescribed under Section 188 of the Companies Act, 2013 and/or any other statutes or regulations including the materiality threshold prescribed under Regulation 23 of the Listing Regulations, as may be applicable from time to time.

RESOLVED FURTHER THAT the Board be and is hereby authorized to sign and execute all such documents, agreements and writings and to do all such acts, deeds, matters and things as may be deemed necessary, expedient and incidental thereto and to delegate all or any of its powers herein conferred to any Committee of Directors and/or director(s) and/or officer(s) of the Company, to give effect to these resolution(s)."

7. Offer or invitation for subscription of Non-Convertible Debentures (NCDs) or bonds, secured or unsecured, of any nature up to an amount not exceeding Rs.10,000 Crore, on private placement

To consider and if thought fit, to pass, the following resolution(s) as a Special Resolution:

"RESOLVED THAT pursuant to the provisions of Section 42, 71 and other applicable provisions of the Companies Act, 2013, Rule 14 of the Companies (Prospectus and Allotment of Securities) Rules, 2014, SEBI (Issue and Listing of Non-Convertible Securities) Regulations, 2021, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Master Direction–Non-Banking Financial Company–Housing Finance Company (Reserve Bank) Directions, 2021 ('RBI-HFC Directions'), the Master Direction –Reserve Bank of India (Non- Banking Financial Company (Scale Based Regulation) Directions, 2023 ('RBI-Scale Based Regulations'), Foreign Exchange Management Act, 1999, Directions/ Guidelines/Circulars issued by Securities and Exchange Board of India (SEBI), National Housing Bank (NHB) or Reserve Bank of India (RBI) or any other statutory/regulatory authorities from time to time, including any amendment(s), modification(s), variation(s) or re-enactment(s) thereof, and in accordance with the provisions contained in the Memorandum & Articles of Association of the Company, the approval of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as 'the Board' which term shall be deemed to include any Committee(s) thereof) for issuance of Redeemable, Secured or Unsecured Non-Convertible Debentures (NCDs)/bonds, including green bonds, social bonds, sustainability bonds or such other bonds with whatever name, and/or any other hybrid instruments (not in the nature of equity shares) which may or may not be classified as being Tier II capital under the provisions of the RBI-HFC Directions and RBI-Scale Based Regulations, subordinated debt in the nature of Tier II NCDs/bonds, or such other debt instruments or bonds by whatever name called, introduced by the regulators from time to time, onshore and/or offshore, denominated in Indian Rupees and/or any Foreign Currency, for cash, either at par or premium or at a discount to the face value, upto an amount not exceeding INR 10,000 Crore (Indian Rupees Ten Thousand Crore only) under one or more information memorandum/ shelf disclosure document(s), on private placement basis, in one or more series/ tranches, during a period of one year commencing from the date of this Annual General Meeting until the conclusion of the next Annual General Meeting and on such terms and conditions as the Board may deem fit and appropriate for each series, as the case may be; provided however that the borrowings including by way of issue of NCDs and/or any other hybrid instruments shall be within the overall limit of borrowings as approved by the Members of the Company from time to time, under Section 180 of the Act.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to take decision(s) about the timing of the issue(s) of such securities including the above said Non-Convertible Debentures/bonds, number of securities, number of tranche(s)/ series, to be issued under each such tranche/series, tenure, purpose, face value, issue size, method of issuance, security/charge creation, if any, coupon/interest rate(s), yield, listing, allotment, pricing of the issue, date(s) of opening and closing of the offers/ invitations for subscription of such securities, deemed date(s) of allotment, exercise 'PUT' and 'CALL' option, utilization of the issue proceeds, redemption, to select, appoint and finalize the

remuneration of various agencies and all matters connected with or incidental thereto and all other terms and conditions relating to the issue of the said securities on private placement basis.

RESOLVED FURTHER THAT for the purpose of giving effect to the aforesaid resolution(s), the Board is hereby authorised to do all such acts, deeds, matters and things and execute all such deeds, documents, agreements, instruments and writings as it may in its sole and absolute discretion deem necessary, in relation thereto.

RESOLVED FURTHER THAT the Board is hereby authorised to delegate all or any of the powers herein conferred to any Director(s)/ Committees and/or Officers(s) of the Company, to give effect to the aforesaid resolution(s)."

8. Approval of Commission to Independent Directors and Non-Executive non-Nominee Director

To consider and if thought fit, to pass the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Section 197, 198 and other applicable provisions, if any, of the Companies Act, 2013 and the rules framed thereunder from time to time, Regulation 17 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any amendment, modification, variation or re-enactment(s) thereof for the time being in force) and any other applicable provisions of law, circulars, directions, regulations, notifications issued by the regulatory authorities from time to time and the Articles of Association of the Company, approval of the members be and is hereby accorded for payment to the Independent Directors and Non-executive non-Nominee Directors of the Company, individually, a profit related commission of an amount as may be determined by the Board of Directors of the Company, from time to time, subject to an overall limit of 0.25% of the net profits of the Company for that financial year (computed in the manner referred to in Section 198 of the Companies Act, 2013), every year for a period of 5 (Five) years with effect from April 1, 2026, in such manner as may be determined by the Board from time to time, in addition to sitting fees and reimbursement of expenses being paid/payable to them for attending the meetings of the Board of Directors of the Company and/or any committee(s).

RESOLVED FURTHER THAT the Board be and is hereby authorised to do all such acts, deeds, matters and things as it may in its absolute discretion consider necessary, proper or desirable, including delegate all or any of its powers herein conferred to any person, to give effect to the above resolution and to settle any question, difficulty or doubt that may arise in this regard."

9. Alteration of the Object Clause of the Memorandum of Association of the Company

To consider and if thought fit, to pass the following resolution as a Special Resolution:

"RESOLVED THAT pursuant to the provisions of section 4, 13 and 15 and other applicable provisions, if any, of the Companies Act, 2013 ("The Act") read with the Companies (Incorporation) Rules, 2014 and other applicable rules and regulations made thereunder, including any statutory modification(s) or re-enactment(s) thereof for the time being in force, and any amendment thereto or re-enactment thereof, subject to necessary registrations, approvals, consents, permissions and sanctions required, if any, by the jurisdictional Registrar of Companies, and / or any other appropriate authority and subject to such terms, conditions, amendments or modifications as may be required or suggested by any such appropriate authorities, consent of the members of the Company be and is hereby accorded for effecting alterations in the existing Object Clause i.e., Clause III (A) of the Memorandum of Association ("the MOA") of the Company in the following manner:

- (i) Existing clause (1) be re-numbered as Clause (1A):
- (ii) New Clause (1B) be inserted after Clause (1A) as follows:

"1B. To lend money to any person or persons, company or corporation, society or association of persons or to any entity, with or without security, for any purpose other than that stated in clause (1) above, within the purview of the regulations applicable to the Company from time to time."

(iii) The Note No. IV to Clause III (A) be substituted with the following:

“IV. Any reference to the Companies Act, 1956 shall mean and include the Companies Act, 2013 to the extent applicable and as amended from time to time. Any reference to NHB Act, 1987 shall mean and include any modifications thereto from time to time. Any reference to NHB Directions shall mean applicable Regulatory Directions and any modifications thereto from time to time. Any reference to Banking Regulation Act, 1949 includes any modifications to it from time to time.”

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to undertake and perform all such acts, deeds, matters and things as may be deemed necessary, proper, desirable and expedient in its absolute discretion, for the purpose of giving effect to these resolution(s) or to settle any question, difficulty or doubt that may arise in this regard or incidental thereto, take any other steps which may be incidental, consequential, relevant or ancillary in this regard, as it may in its absolute discretion deem fit in the interest of the Company, without being required to seek any further consent or approval of the Members and the decision of the Board of Directors shall be final and conclusive.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to delegate all or any of the powers conferred herein, to a committee or any such person(s) as the Board of Directors may deem fit in its absolute discretion, with the power to take such steps and to do all such acts, deeds, matters and things as may be deemed fit and proper for the purposes of giving effect to the aforesaid resolution(s) including without limitation to settle any question, difficulty or doubt that may arise in this regard.”

By Order of the Board of Directors
For **PNB Housing Finance Limited**

Place: New Delhi
Date: July 02, 2025

Sd/-
Veena G Kamath
Company Secretary

NOTES:

1. The Explanatory Statement, pursuant to Section 102 of the Companies Act, 2013 (the “**Act**”), in respect of the Special Business(es) as set out in the Notice of the Annual General Meeting (“**AGM**” or the “**Meeting**”), forms part of this Notice.
2. In terms of Secretarial Standards on General Meetings issued by the Institute of Company Secretaries of India and Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, brief profiles and other information of Directors and Secretarial auditors proposed to be appointed/ re-appointed forms part of this explanatory statement.
3. In view of the general circulars issued by the Ministry of Corporate Affairs (MCA) vide Circular No. 14/2020 dated April 8, 2020, Circular No.17/2020 dated April 13, 2020, Circular No. 20/2020 dated May 05, 2020 read with various subsequent Circulars, latest being Circular No.09/2024 dated September 19, 2024 (collectively the “MCA Circulars”) and SEBI circulars No. SEBI/HO/CFD/ CMD1/ CIR/P/ 2020/79 dated May, 12, 2020 read with various subsequent Circulars, latest being SEBI circular no. SEBI/HO/CFD/CFD-PoD2/P/CIR/2024/133 dated October 03, 2024 (referred as “SEBI circulars”), companies are allowed to hold the Annual General Meeting through VC or OAVM without the physical presence of the Shareholders at a common venue. Therefore, the forthcoming 37th AGM of the Company is scheduled to be held through Video Conferencing (VC) or Other Audio-Visual Means (OAVM) in compliance with MCA circulars and SEBI circulars. Hence, Shareholders can attend and participate in the ensuing AGM through VC/ OAVM. The deemed venue of the meeting shall be considered as the Registered Office of the Company. In compliance with the general Circular No. 20/2020 issued by the MCA, item mentioned in this AGM Notice are considered unavoidable and forms part of this Notice. The AGM has been scheduled through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circulars.
4. Pursuant to MCA circulars and SEBI circulars, physical presence of the members has been dispensed with for attending the meeting through VC/OAVM, accordingly, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM and hence the attendance slips and route map are not annexed to this Notice. However, in pursuance of Section(s) 112 and 113 of the Companies Act, 2013, the body corporates are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate thereat and cast their votes through e-voting.

Institutional/Corporate members intending to authorize their representatives to attend and vote at the Meeting are requested to send certified copy of the Board Resolution or Authorisation Letter (JPG / PDF Format), authorising their representative(s) to attend and vote on their behalf at the Meeting, at secretarial.cso@pnbhousing.com before e-voting/ attending AGM from their registered email ID.

5. The Members can join the AGM in the VC/OAVM mode 30 minutes before the scheduled time of the commencement of the Meeting i.e. 2:30 P.M. (IST) (Meeting will start at 3:00 P.M. IST) and shall participate throughout the AGM. The facility of participation at the AGM through VC/OAVM will be made available to upto 1,000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc., who are allowed to attend the AGM without restriction on account of first come first served basis.
6. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.
7. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended) and MCA Circulars, the Company is providing facility of remote e-voting and e-voting during the AGM (collectively referred as “**electronic voting**”) to its Members to cast their votes in respect of the resolutions listed in this Notice. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (“**NSDL**”) for facilitating VC and electronic voting, as the authorized e-voting agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by NSDL.

8. In line with the MCA circulars and SEBI circular, the Notice calling the AGM has been uploaded on the website of the Company at www.pnbhousing.com and the websites of the stock exchanges, where the securities of the Company are listed i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com, respectively. The AGM Notice is also disseminated on the website of NSDL (agency for providing the electronic voting system during the AGM) i.e., www.evoting.nsdl.com.
9. In case of any queries, you may refer the Frequently Asked Questions (FAQs) and e-voting User Manual for shareholders available at the download section of www.evoting.nsdl.com or send a request at evoting@nsdl.co.in or contact Ms. Pallavi Mhatre, Senior Manager, National Securities Depository Limited, Trade World, 'A' Wing, 4th Floor, Kamala Mills Compound, Senapati Bapat Marg, Lower Parel, Mumbai – 400013, at the designated email id– evoting@nsdl.co.in or at telephone nos.:- +91 022 - 4886 7000, who will also address the grievances connected with the voting by electronic means.
10. The voting rights of Members for electronic voting at AGM shall be in proportion to the paid-up value of their shares in the equity share capital of the Company as on cut-off date i.e. closing of business hours of **Thursday, August 14, 2025**.
11. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013 and the Register of Contracts or Arrangements in which the Directors are interested maintained under Section 189 of the Act, and all documents referred to in the Notice and Secretarial Auditors certificate on implementation of ESOP Scheme(s) of the Company in compliance with applicable SEBI regulations and all related approvals and Memorandum and Articles of Association of the Company are available for inspection by the Members electronically, without any fee by the members, from the date of circulation of this Notice up to the date of the 37th AGM. Members seeking to inspect such documents are requested to send an email to secretarial.cso@pnbhousing.com.
12. In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company, will be entitled to vote at the AGM.
13. The Members desirous of obtaining information, if any, with regard to the audited annual accounts of the Company for the financial year 2024-25 or on any other related subject may write to the Company at e-mail ID secretarial.cso@pnbhousing.com at least 15 days before the date fixed for the AGM, so that the information required could be kept ready.
14. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a 'speaker', may send their request mentioning their name, DEMAT account number, email id, mobile number to secretarial.cso@pnbhousing.com on or before Friday, August 08, 2025.

Those shareholders who have registered themselves as a 'speaker' will only be allowed to express their views/ ask questions during the meeting. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM.
15. Any person who acquires shares of the Company and becomes a Member of the Company after sending of the Notice of the AGM and holding shares as of the cut-off date, may obtain the login ID and password by sending a request at evoting@nsdl.com. However, if he/she is already registered with NSDL for remote e-Voting then he/she can use his/her existing user ID and password for casting the vote.
16. The Board has appointed Mr. Kapil Dev Taneja (Membership No.: F4019, CP No. 22944), failing him Mr. Sujeet Kumar (Membership No.: F12562, CP No. 22684), partners of Sanjay Grover & Associates, Company Secretaries, New Delhi, who have given their consent as the Scrutinizer for conducting the electronic voting process in a fair and transparent manner. The Scrutinizer will submit his report in the votes cast through remote e-Voting and votes cast during the AGM, to the Chairman of the Company or to any other person authorized by the Chairman, within two working days from the conclusion of the AGM. The results declared along with the Scrutinizer's report shall be communicated to the Stock Exchanges, NSDL and RTA and will also be displayed on the Company's website www.pnbhousing.com and on the Notice Board of the Company.
17. The Company has availed the services of National Securities Depository Limited (NSDL) for arrangement of the AGM on VC to enable the Members to participate in the meeting in terms of the Circulars cited above. Also, the Company has provided facility to the members to exercise their rights to vote electronically through electronic voting service facility made available by NSDL.

GENERAL INSTRUCTIONS:

18. The Board of Directors of the Company ('Board') at its meeting held on July 02, 2025, recommended a dividend of ₹5/- per equity share of ₹10/- each. Further, the Board has fixed **Friday, August 01, 2025**, as the Record Date for determining the Members entitled to receive dividend for the Financial Year ended March 31, 2025, subject to approval of the shareholders at this AGM. The dividend, if approved by the Members at the AGM, will be paid subject to deduction of income tax at source ('TDS').
19. TDS on Dividend Pursuant to the Finance Act, 2020, dividend income is taxable in the hands of shareholders effective April 01, 2020, and the Company is required to deduct tax at source from dividend paid to the Members at the rates prescribed in the Income Tax Act, 1961 (IT Act). In general, to enable compliance with the TDS requirements, Members holding shares in demat form are requested to complete and/or update their Residential status, PAN, Category as per the IT Act with their Depository Participants ('DPs').
20. Members willing to claim unclaimed dividends are requested to correspond with the Registrar and Share Transfer Agents of the Company, or with the Company Secretary, at the Company's Registered Office. Members are requested to note that dividends which are not claimed within seven years from the date of transfer to the Company's Unpaid Dividend Account, will, as per Section 124 of the Act, be transferred to the Investor Education and Protection Fund ('IEPF').
21. Change of Address or Other Particulars. Members are requested to intimate change, if any, in their address (with PIN Code), E-mail ID, Nominations, bank details, mandate instructions, National Electronic Clearing Service ('NECS') mandates, etc. under the signature of the registered holder(s) to the Depository Participants in respect of their shares held in electronic form.
22. The Securities and Exchange Board of India ('SEBI') has mandated the submission of Permanent Account Number ('PAN') by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participants with whom they are maintaining their demat accounts.
23. The Company has a dedicated e-mail address investor.services@pnbhousing.com for members to mail their queries or lodge complaints, if any. We will endeavour to reply to your queries at the earliest. The Company's website www.pnbhousing.com has a dedicated section for members at 'Investors' Page.
24. All shares and dividend-related correspondence may be sent to RTA at the following address:
MUFG Intime India Private Limited
(Formerly Link Intime India Private Limited)
C 101, 247 Park,
L B S Marg, Vikhroli West, Mumbai 400 083
Phone: +91 22 49186000
Fax : +91 22 49186060
E-mail: enotices@in.mpms.mufg.com
25. **Green Initiative** – Members who are yet to register/ update their email addresses with the Company/ RTA or with the Depository Participants are once again requested to register/ update the same for receiving the notices, annual reports and other documents through electronic mode.
26. **Online Dispute Resolution** - SEBI vide Circular Nos. SEBI/HO/OIAE/OIAE_IAD-1/P/ CIR/2023/131 dated July 31, 2023, and SEBI/HO/OIAE/ OIAE_IAD-1/P/CIR/2023/135 dated August 04, 2023, read with Master Circular No. SEBI/HO/ OIAE/OIAE_ IAD-1/P/CIR/2023/145 dated July 31, 2023 (updated as on August 11, 2023), has established a common Online Dispute Resolution Portal ("ODR Portal") for resolution of disputes arising in the Indian Securities Market. Pursuant to the above-mentioned circulars, post exhausting the option to resolve their grievances with the RTA/ Company directly and through existing SCORES platform, the investors can initiate dispute resolution through the ODR Portal (<https://smartodr.in/login>) and the same can also be accessed through the Company's website <https://www.pnbhousing.com/investors/contact>

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER:-

The remote e-voting period begins on **Sunday, August 17, 2025 at 09:00 A.M.** and ends on **Wednesday, August 20, 2025 at 05:00 P.M.** The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. **Thursday, August 14, 2025**, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date.

How do I vote electronically using NSDL e-Voting system?

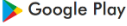
The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode: In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

B) Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period. Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS Portal" or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

	Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience. NSDL Mobile App is available on  App Store  Google Play  
Individual Shareholders holding securities in demat mode with CDSL	Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com or call at 022 - 4886 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800-21-09911

B) Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.
Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.
4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****.
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 134766 then user ID is 134766001***

5. Password details for shareholders other than Individual shareholders are given below:
 - If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - If you are using NSDL e-Voting system for the first time, you will need to retrieve the ‘initial password’ which was communicated to you. Once you retrieve your ‘initial password’, you need to enter the ‘initial password’ and the system will force you to change your password.
 - How to retrieve your ‘initial password’?
If your email ID is registered in your demat account or with the company, your ‘initial password’ is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your ‘User ID’ and your ‘initial password’.
6. If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**

7. If you are unable to retrieve or have not received the “Initial password” or have forgotten your password:
 - a) Click on “[Forgot User Details/Password?](#)”(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - b) [Physical User Reset Password?](#)” (If you are holding shares in physical mode) option available on www.evoting.nsdl.com
 - c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
 - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
8. After entering your password, tick on Agree to “Terms and Conditions” by selecting on the check box.
9. Now, you will have to click on “Login” button.
10. After you click on the “Login” button, Home page of e-Voting will open.

Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.

How to cast your vote electronically and join General Meeting on NSDL e-Voting system

1. After successful login at Step 1, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select “EVEN” of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on “VC/OAVM” link placed under “Join Meeting”.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.
5. Upon confirmation, the message “Vote cast successfully” will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to sanjaygrover7@gmail.com with a copy marked to evoting@nsdl.com Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “Forgot User Details/Password?” or “Physical User Reset Password?” option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on: 022 - 4886 7000 or send a request to Ms. Pallavi Mhatre, Senior Manager, NSDL at evoting@nsdl.com

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to secretarial.cso@pnbhousing.com
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to secretarial.cso@pnbhousing.com. If you are an Individual shareholder holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e. Login method for e-Voting and joining virtual meetings for Individual shareholders holding securities in demat mode.
3. Alternatively, shareholder/members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020, on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE EGM/AGM ARE AS UNDER:

1. The procedure for e-Voting on the day of the EGM/AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the EGM/AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the EGM/AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the EGM/AGM. However, they will not be eligible to vote at the EGM/AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the EGM/AGM shall be the same person mentioned for Remote e-voting.

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE EGM/AGM THROUGH VC/OAVM ARE AS UNDER:

1. Members will be provided with a facility to attend the EGM/AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of "VC/OAVM" placed under **"Join meeting"** menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at investor.services@pnbhousing.com. The same will be replied by the company suitably.
6. For Registration as a Speaker, please refer Notes to Notice.

EXPLANATORY STATEMENT

[Pursuant to Section 102(1) of the Companies Act, 2013, Regulation 17(11) of the SEBI (LODR) Regulations, 2015 and additional information on appointment/re-appointment of directors and secretarial auditor as required under Regulation 36 of the said regulations and secretarial standards to the extent applicable]

The following explanatory statement sets out all material facts relating to the business mentioned under Items Nos. 4 to 9 of this Notice.

Item No. 4: Appointment of M/s Vinod Kothari & Company, Company Secretaries as Secretarial Auditors of the Company

Pursuant to provisions of Section 204 of the Act, and relevant rules thereunder, read with Regulation 24A of the SEBI Listing Regulations, every listed Company is required to annex with its Board's Report, a secretarial audit report, issued by a Practising Company Secretary. For this purpose, the Board of Directors of the Company had appointed M/s. Vinod Kothari & Company, Company Secretaries (Firm registration no: P1996WB042300), a peer reviewed firm of Practising Company Secretaries, as Secretarial Auditors of the Company for the FY 2024-25 and they have issued their report which is annexed to the report of the Board of Directors of the Company as a part of the Annual Report.

SEBI vide its notification dated December 12, 2024, has amended the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'). As per the amended Regulation 24A, on the basis of recommendation of the Board of Directors, a listed entity shall appoint an individual as Secretarial Auditor for not more than one term of five consecutive years; or a Secretarial Audit firm as Secretarial Auditor for not more than two terms of five consecutive years, with the approval of its shareholders in its Annual General Meeting. Further, such a Secretarial Auditor must be a peer-reviewed company secretary and should not have incurred any of the disqualifications as specified by SEBI.

In light of the aforesaid, the Board of Directors at their meeting held on July 02, 2025, based on recommendation of the Audit Committee, after evaluating and considering various factors such as eligibility, qualifications, industry experience and competency of the audit team, efficiency in conduct of audit, independence, etc., has approved the appointment of M/s. Vinod Kothari & Company, Practising Company Secretaries (Firm registration no: P1996WB042300), a peer reviewed firm, as Secretarial Auditors of the Company for a term of five consecutive years commencing from FY 2025-26 till FY 2029-30, subject to approval of the Members.

Brief Profile: M/s. Vinod Kothari & Company, Practising Company Secretaries ('Firm') established in 1988, having peer review number 4123/2023. With more than 36 years of vintage and 7 partners (average association of 10+ years), the Firm is one of the most reputed PCS firms having headquarters in Kolkata and offices in Mumbai, Delhi, and Bengaluru. The Firm is renowned for its commitment to quality and precision, ensuring the highest standards in the professional practices. The Firm has bagged 'Best PCS Firm' award conferred by Institute of Company Secretaries of India ('ICSI') in 2024 and is a two times awardee of "Best Secretarial Audit Award" to Ms. Vinita Nair, Joint Managing Partner in 2019 and Ms. Nitu Poddar, Partner in 2024. The Firm specialises in providing comprehensive professional services in corporate law advisory, assurance including secretarial audit, specific compliance assessments, developing SoPs for routine corporate tasks, conducting familiarisation programmes for senior management personnel among other services.

The Firm has a dynamic group of highly motivated professionals. Through its research intensive team, the Firm also actively engages in academic research writing. It has published 25 books authored by partners, associates and other team members.

Furthermore, in terms of the amended regulations, M/s. Vinod Kothari & Company has provided consent to be appointed as a Secretarial Auditor of the Company and a confirmation that they have subjected themselves to the peer review process of the Institute of Company Secretaries of India and hold a valid peer review certificate. M/s. Vinod Kothari & Company has confirmed that they are not disqualified from being appointed as Secretarial Auditors and that they have no conflict of interest. M/s. Vinod Kothari &

Company has further furnished a declaration that they have not taken up any prohibited non-secretarial audit assignments for the Company, its holding and subsidiary companies.

The proposed professional fee/remuneration payable to M/s. Vinod Kothari & Company for FY 2025-26 is INR 6,00,000 for Secretarial Audit, INR 1,00,000 for Annual Secretarial Compliance Report and INR 1,00,000 for Compliance certificate under Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021, plus applicable taxes and out of pocket expenses at actuals, which will be subject to an upward revision at such periodicity, as may be mutually agreed.

Besides the audit services, the Company would also obtain certifications which are to be mandatorily received from the Secretarial Auditors as per the requirements under various statutes and regulations from time to time.

The Board of Directors (including the Audit Committee) has sought authorisations to alter or vary the terms and conditions of appointment including but not limited to determination of roles and responsibilities/ scope of work of the Secretarial Auditors, negotiating, finalising, amending, signing, delivering, executing, the terms of appointment including any contracts or documents in this regard, in terms of statutory and regulatory requirements from time to time, including remuneration, as may be determined by the Board of Directors of the Company.

None of the Directors and Key Managerial Personnel of the Company and their relatives, are, in any way, concerned or interested, financially or otherwise, in this resolution set out in Item No. 4 of the Notice.

The Board of Directors has recommended to the members for approval of appointment of M/s. Vinod Kothari & Company as the Secretarial Auditors of the Company by passing an Ordinary resolution as set out in Item No. 4 of the Notice.

Item No. 5: Approval of material related party transactions with Punjab National Bank

The provisions of Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as 'SEBI Listing Regulations') requires shareholders' approval by means of an ordinary resolution for all material related party transactions, even if such transactions are in the ordinary course of business of the concerned company and at an arm's length basis.

A transaction with a related party shall be considered material under the SEBI Listing Regulations, if the transaction(s) to be entered into individually or taken together with previous transactions during a financial year, exceeds INR 1000 crore or 10% of the annual consolidated turnover of the listed entity as per the last audited financial statements of the listed entity, whichever is lower.

Further, a transaction pertaining to payments made to a related party with respect to brand usage or royalty shall be considered material if the transaction(s) to be entered into individually or taken together with previous transactions during a financial year, exceed 5% of the annual consolidated turnover of the listed entity as per the last audited financial statements of the listed entity as stipulated under Regulation 23 of the SEBI Listing Regulations.

Punjab National Bank (PNB) is the promoter and a related party of the Company. The Company enters into various types of banking transactions with PNB which are disclosed in the notes forming part of the financial statements. The transactions are expected to exceed the prescribed threshold limits under the SEBI Listing Regulations so as to qualify as material related party transactions. Going forward, the Company intends to continue such transactions.

As per Regulation 23 of the SEBI Listing Regulations, approval of the shareholders is also sought for ratification of the arrangements/ transactions undertaken whether by way of continuation/ extension/ renewal/ modification of earlier arrangements/ transactions. As per the clarifications given by SEBI vide its Master Circular bearing reference no. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 on applicability of Regulation 23(4) read with Regulation 23(3)(e) of SEBI (LODR) Regulations, 2015, the omnibus approvals of material RPTs given by the members at the Annual General Meeting shall be valid upto the date of the next Annual General Meeting, for a period not exceeding fifteen (15) months.

Accordingly, the Company proposes to obtain approval of its shareholders for giving further authorisation to the Board for carrying out and/or continuing with the following arrangements and transactions with PNB:

- i. Borrowing through Term Loan/ OD/ STL/ WCDL (sanctioned limit irrespective of the number of rollovers within the limit, since roll-over is an inherent feature of the CC/WCDL loans/sanctions)
- ii. Investment in Fixed deposit/ Certificate of deposit.
- iii. Borrowing through External Commercial Borrowings.
- iv. Assignment of loans.
- v. All other related transactions and any other transactions, including transactions as may be disclosed in the notes forming part of the financial statements for the relevant period.

These transactions amount to related party transactions falling within the purview of the SEBI Listing Regulations and all these transactions in aggregate are material related party transactions under the SEBI Listing Regulations. The above transactions are in the ordinary course of business and on an arm's length basis. The shareholders' approval is being sought from the conclusion of the ensuing AGM till the conclusion of the 38th AGM of the Company for a period of fifteen (15) months as clarified by SEBI in the circular dated November 11, 2024 referred above.

SEBI vide its circular dated June 26, 2025 has extended the effective date for compliance of Industry Standards on 'Minimum information to be provided to the Audit Committee and Shareholders for approval of Related Party Transactions' to September 01, 2025.

The Audit Committee and the Board of Directors recommend these resolutions for the approval of shareholders as an ordinary resolution. Except Nominee Directors of Punjab National Bank, no other Directors or Key Managerial Personnel of the Company or their relatives, other than to the extent of their shareholding in the Company, if any, are in any way concerned or interested, financially or otherwise, in the resolution as set out at Item No. 5 of this Notice.

The Members may note that as per the provisions of the SEBI Listing Regulations, all related parties (whether such related party is a party to the above-mentioned transaction or not), shall not vote to approve the resolution set out at Item No. 5.

The Board recommends passing of the ordinary resolution as set out at Item No. 5 of this Notice, for approval of the Members.

*(Please refer **Annexure II** to the Notice for more details as per Regulation 23 of SEBI Listing Regulations and SEBI Circular referred above)*

Item No. 6: Approval of material related party transactions with PNB Gilts Limited

The provisions of Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as 'SEBI Listing Regulations') requires shareholders' approval by means of an ordinary resolution for all material related party transactions, even if such transactions are in the ordinary course of business of the concerned company and at an arm's length basis.

A transaction with a related party shall be considered material under the SEBI Listing Regulations, if the transaction(s) to be entered into individually or taken together with previous transactions during a financial year, exceeds INR 1000 crore or 10% of the annual consolidated turnover of the listed entity as per the last audited financial statements of the listed entity, whichever is lower.

However, a transaction pertaining to payments made to a related party with respect to brand usage or royalty shall be considered material if the transaction(s) to be entered into individually or taken together with previous transactions during a financial year, exceed 5% of the annual consolidated turnover of the listed entity as per the last audited financial statements of the listed entity as stipulated under Regulation 23 of the SEBI Listing Regulations.

Punjab National Bank (PNB) is promoter of PNB Gilts Limited and also the Company. Hence, PNB Gilts Limited is related party of the Company. The Company enters into transactions of sale and purchase of

securities and maintain SGL Accounts with PNB Gilts Limited. Details of transactions are disclosed in the notes forming part of the financial statements. The transactions are expected to exceed the prescribed threshold limits under the SEBI Listing Regulations to qualify as material related party transactions. Going forward, the Company intends to continue such transactions.

As per Regulation 23 of the SEBI Listing Regulations, approval of the shareholders is also sought for ratification of the arrangements/ transactions undertaken whether by way of continuation/ extension/ renewal/ modification of earlier arrangements/ transactions.

As per the clarifications given by SEBI vide its Master Circular bearing reference no. SEBI/HO/CFD/PoD2/CIR/ P/0155 dated November 11, 2024 on applicability of Regulation 23(4) read with Regulation 23(3)(e) of SEBI (LODR) Regulations, 2015, the omnibus approvals of material RPTs given by the members at the Annual General Meeting shall be valid upto the date of the next Annual General Meeting, for a period not exceeding fifteen (15) months.

Accordingly, the Company proposes to obtain approval of its shareholders for giving further authorisation to the Board for carrying out and/or continuing with the following arrangements and transactions with PNB Gilts Limited:

- i. Sale/purchase of securities;
- ii. Maintenance of SGL account;
- iii. Service rendered as an arranger for borrowings and investments by the Company;
- iv. For remittance of fee/ charges/ commission/brokerage, by whatever name called, for such services availed by the Company and/ or;
- v. All related transactions and/or any other transactions as may be disclosed in the Notes forming part of financial statements for the relevant period.

These transactions amount to related party transactions falling within the purview of the SEBI Listing Regulations and all these transactions in aggregate are material related party transactions under the Listing Regulations. The above transactions are in the ordinary course of business and on an arm's length basis. The shareholders' approval is being sought from the conclusion of the ensuing AGM till the conclusion of the 38th AGM of the Company.

SEBI vide its circular dated June 26, 2025 has extended the effective date for compliance of Industry Standards on 'Minimum information to be provided to the Audit Committee and Shareholders for approval of Related Party Transactions' to September 01, 2025.

The Audit Committee and the Board of Directors recommend these resolutions for the approval of shareholders as an ordinary resolution. Dr. T. M. Bhasin, Independent Director, is also on the Board of PNB Gilts Limited as an Independent Director. Except Nominee Directors of Punjab National Bank, no other Directors or Key Managerial Personnel of the Company or their relatives, other than to the extent of their shareholding in the Company, if any, are in any way, concerned or interested, financially or otherwise, in the resolution as set out at Item No.6 of this Notice.

The Members may note that as per the provisions of the SEBI Listing Regulations, all related parties (whether such related party is a party to the above-mentioned transaction or not), shall not vote to approve the resolution set out at Item No. 6.

The Board recommends passing of the ordinary resolution as set out at Item No. 6 of this Notice, for approval of the Members.

*(Please refer **Annexure II** to the Notice for more details as per Regulation 23 of SEBI Listing Regulations and SEBI Circular referred above).*

Item No. 7: Offer or invitation for subscription of Non-Convertible Debentures (NCDs) or bonds, secured or unsecured, of any nature up to an amount not exceeding Rs.10,000 Crore, on private placement.

The Company is engaged in the business of providing housing and non-housing loans. One of the constituents of the Company's borrowings is in the form of Non-Convertible Debentures. For the purpose of

enhancing lending, to grow the asset book, for refinancing existing debt and other general purposes of the Company, it is proposed to raise funds by issue of securities namely, onshore and/or offshore, denominated in Indian Rupees and/or any foreign currency, for cash either at par or discount or premium to face value, issuance of Redeemable Non-Convertible Debentures (NCDs), bonds, including green bonds, social bonds, sustainability bonds or such other bonds with whatever name, and/or any other hybrid instruments (not in the nature of equity shares), sub-ordinated debts or any other debt security, secured or unsecured, on private placement.

In terms of Section 42, 71 and all other applicable provisions of the Companies Act, 2013, a Company may make an offer or invitation for subscription of securities including NCDs by way of private placement. Further, in terms of Rule 14(2) of the Companies (Prospectus and Allotment of Securities) Rules, 2014 and all other applicable provisions of the said Act, Directions/Guidelines by the Regulators or any other statutory authorities issued from time to time, a Company shall not make a private placement of its securities unless the proposed offer of securities or invitation to subscribe securities has been previously approved by the shareholders of the Company by a Special Resolution, for each of the offers or invitations. In case of an offer or invitation for subscription to the NCDs, it shall be sufficient if the Company passes a previous Special Resolution only once in a year for all the offers or invitation for such debentures during the year.

At the 36th AGM of the Company held on August 12, 2024 (vide Agenda No. 6 of the Notice dated June 18, 2024), approval of the members of the Company was obtained for authorising the Board of Directors of the Company to Offer or Invite for subscription NCDs upto an amount of ₹10,000 Crore only, on private placement basis, in one or more tranches, during the period of one year commencing from the said AGM until the conclusion of the next AGM, to be held during 2025.

The members had also authorized the Board of Directors to do all such acts, deeds, things etc. as may be deemed necessary in respect of issue of NCDs including but not limited to determining number of issues/tranches, face value, offer document, issue price, issue size, premium/discount, timing, amount, any security document, coupon/interest rate(s), yield, listing, allotment and other terms and conditions of issue of NCDs as they may, in their absolute discretion, deem necessary.

Subsequent to the above, approval of the Board of Directors of the Company was obtained for Issue of NCDs within the limits approved by the Shareholders and the resolutions were revalidated as required under the Master Direction– Non-Banking Financial Company– Housing Finance Company (Reserve Bank) Directions, 2021. Further RBI circular RBI/2024-25/107 dated January 29, 2025, has removed Chapter XI of the Master Direction– Non-Banking Financial Company–Housing Finance Company (Reserve Bank) Directions, 2021 viz., Guideline on private placement of NCDs. Under this chapter there was a requirement that the Board Resolution authorizing the issue should be within a maximum period of 6 (Six) months, which stands deleted now.

The Company falls under the category of Large Corporate (LC) and as per SEBI Circular No.SEBI/ HO/ DDHS/ DDHS-RACPOD1/P/CIR/2023/172 dated October 19, 2023, which is effective from April 01, 2024, the framework for funds raising by issuance of debt securities by Large Corporates has been revised from FY25 onwards. As per the new framework, the requirement of mandatory qualified borrowing by an LC in a FY (not less than 25% of the qualified borrowings) shall be met over a contiguous block of three years i.e., by March 31, 2027.

During FY25, the Company borrowed INR 2,230 crore through NCDs as per the long-term funds requirement of the Company. The Company holds Credit Rating of AA+/Stable rating from India's premier rating agencies: CARE Ratings, CRISIL Ratings, ICRA Ratings and India Ratings. The Company shall raise long term funds through debt securities viz., NCDs in the current year and meet the business and mandatory requirement of raising funds through debt securities.

It is therefore proposed that the shareholders authorize the Board to borrow money through NCDs up to INR 10,000 crore (Indian Rupees Ten Thousand crore) on incremental basis for a period of one year from the conclusion of the 37th AGM until the conclusion of the next AGM, through private placement offer letter(s) from time to time within the overall borrowing limit as approved by the shareholders of the Company.

None of the Promoters, Directors and Key Managerial Persons (KMPs) of the Company or any relatives of such Promoters, Directors or KMPs, are in any way concerned or interested, financially or otherwise, in the resolution set out at Item No. 7 of this Notice.

The Board accordingly recommends passing of the Special Resolution, as set out at Item No. 7 of this Notice, for approval of the Members of Company.

Item No. 8. Approval of Commission to Independent Directors and Non-Executive non-Nominee Directors

The Shareholders of the Company through Postal Ballot dated December 13, 2017 had approved and authorized the Board of Directors of the Company for payment commission to non-executive directors, including Independent Directors and Non-Executive non-Nominee Directors at 0.25% of the profits as computed under section 198 of the Companies Act, 2013 for a period of five (5) years. The Shareholders of the Company had approved and authorized the Board of Directors in its Annual General Meeting held on September 03, 2021 for payment of commission to Independent Directors and Non-executive Non-nominee Directors of the Company for a period of five (5) years commencing from April 01, 2021, which shall not exceed 0.25% of the net profits of the Company for that financial year, calculated as per Section 198 of the Companies Act, 2013. The authorization was valid upto to the FY25.

The Non-Executive non-Nominee Directors and Independent Directors are also paid sitting fee for attending the meetings of Board of Directors/Committees, as decided by the Board of Directors from time to time, within the limits prescribed under the Companies Act, 2013.

Section 197 of the Companies Act, 2013 provides for payment of remuneration to the directors who are neither Managing Directors nor Whole-Time Directors (i.e. non-executive directors) up to 1% of the net profits of the Company computed in accordance with the provisions of Section 198 of the Act (overall limits).

In terms of Regulation 17(6)(a) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board of Directors shall recommend all fees or compensation, if any, paid to non-executive directors, including independent directors and shall require approval of shareholders in general meeting.

The Directors bring relevant knowledge, rich and vintage expertise across a wide spectrum of functional areas such as banking, finance, mortgages, credit, information technology, corporate strategy, information systems, etc. and provide required diversity in Board's decision-making process. The role played by the Directors in Company's governance and performance is very important for sustainable growth of the Company.

Considering the competitive business environment, stringent accounting standards and corporate governance norms which require considerably enhanced levels of involvement of the non-executive directors and independent directors in the decision making process, the Board of Directors of the Company had been recommending for payment of commission to non-executive directors, including Independent Directors and Non-Executive non-Nominee Directors, since 2017, to retain and attract the pool of talent for the growth and prosperity of the Company and hereby recommends to the members for approval of remuneration by way of commission on similar lines with that of the earlier approvals of the members of the Company.

The said remuneration to non-executive non-nominee Directors and Independent Directors, shall be in addition to the sitting fee payable to them for attending meetings of Board and Committees thereof. All non-executive non-nominee Directors and Independent Directors of the Company are deemed to be interested in the resolution. The details of commission and sitting fee paid/payable to the non-executive non-nominee Directors and Independent Directors for the financial year 2024-25 forms part of Director's Report.

None of the other Directors, Key Managerial Personnel of the Company / their relatives are, in any way concerned or interested, financially or otherwise, in the proposed resolution.

Accordingly, the ordinary resolution as set out at Item No. 8 of this Notice is an enabling authority to the Board of Directors of the Company to decide on the commission payable to the non-executive directors, including independent directors for a period of five (5) years, with effect from April 1, 2025.

The Board recommends passing of the ordinary resolution as set out at Item No. 8 of this Notice, for approval of the Members.

Item No. 9. Alteration of the Object Clause of the Memorandum of Association of the Company

The Main Objects clause of the Memorandum of Association of the Company ('MOA') presently enables the Company to provide secured loans for the purpose of purchase/ construction/ renovation of houses, flats, commercial premises, etc., or for purchase of plots.

The Company has an opportunity to offer unsecured loans within the regulatory framework, which can be considered only with the specific authorization by the members in the Objects clause, with authorisations to the Board of Directors to specifically guide and provide approval to the management to introduce new unsecured loan products and monitor through policies.

At present, the Company would offer unsecured loans, particularly for the purposes of financing for premium for life insurance and general insurance policies for its borrowers, to secure their life and property, through its corporate agency business authorized by the members.

Mortgage insurance is increasingly becoming popular in the Indian mortgage industry. Considering home as a big investment and home loan as the single largest borrowing during a person's lifetime, insurance cover comes as a tool to mitigate the damage/loss to the property due to unforeseen events, repossession risk for the customer having failed to repay the loan and default risk for the financier.

Owing to considerable ticket size of mortgage loan with longer tenure, it becomes imperative to have sufficient insurance cover in place. Hence, like many other financial institutions, the Company has registered with IRDAI as a corporate agent and has also tied up with various life insurance and non-life insurance companies for offering insurance products of customers' choice, which are suitable to them along with the mortgage loan, to ensure that customers are adequately covered. In view of the above, the Company at present intends to provide loan for financing insurance premium, within the regulatory framework.

The existing Main Objects Clause III (A) of the Memorandum of Association of the Company and the proposed changes are provided herein for clarity and easy understanding:

"Clause III – The object for which the Company is established are:

Object Clause	Existing Clause	Proposed Clause
A.	1. To carry on the business of providing long term finance to any person or persons, company or corporation, society or association of persons with or without interest and with or without any security for the purpose of enabling such borrower to construct/purchase any house or any part or portions thereof in India for residential purposes on such terms and conditions as the Company may deem fit.	1A. To carry on the business of providing long term finance to any person or persons, company or corporation, society or association of persons with or without interest and with or without any security for the purpose of enabling such borrower to construct/purchase any house or any part or portions thereof in India for residential purposes on such terms and conditions as the Company may deem fit. "1B. To lend money to any person or persons, company or corporation, society or association of persons or to any entity, with or without security, for any purpose other than that stated in clause (1) above, within the purview of the regulations applicable to the Company from time to time."
Notes: IV	IV. Any reference to Companies Act, 1956 shall mean any modification to it from time to time including the Companies Act, 2013	"IV. Any reference to the Companies Act, 1956 shall mean and include the Companies Act, 2013 to the extent applicable and as

	to the extent it is applicable. Any reference to NHB Act, 1987 shall mean any modification to it from time to time. Any reference to NHB Directions shall mean NHB Directions, 2010 and any modifications to it. Any reference to Banking Regulation Act, 1949 means any modifications to it from time to time.	amended from time to time. Any reference to NHB Act, 1987 shall mean and include any modifications thereto from time to time. Any reference to NHB Directions shall mean applicable Regulatory Directions and any modifications thereto from time to time. Any reference to Banking Regulation Act, 1949 includes any modifications to it from time to time.”

Accordingly, the following alteration are covered in the proposed resolutions:

(i) Existing Clause (1) be re-numbered as Clause (1A):

(ii) New Clause (1B) be inserted after Clause (1A) as follows:

“1B. To lend money to any person or persons, company or corporation, society or association of persons or to any entity, with or without security, for any purpose other than that stated in clause (1) above, within the purview of the regulations applicable to the Company from time to time.”

(iii) The Notes to Clause III (A) be substituted with the following:

“IV. Any reference to the Companies Act, 1956 shall mean and include the Companies Act, 2013 to the extent applicable and as amended from time to time. Any reference to NHB Act, 1987 shall mean and include any modifications thereto from time to time. Any reference to NHB Directions shall mean applicable Regulatory Directions and any modifications thereto from time to time. Any reference to Banking Regulation Act, 1949 includes any modifications to it from time to time.”

The members are requested to authorize the Board of Directors to do all such acts deeds and things necessary to give effect to the proposed alteration of objects clause, which will enable the Board to strategize, provide approvals and monitor to ensure that the Company operates within the regulatory thresholds in this regard.

The draft copy of the Memorandum of Association of the Company with the proposed alteration is available for inspection at the registered office of the Company on any working day during Business Hours till the date of AGM.

The proposed change of object clause requires the approval of shareholders through Special Resolution pursuant to the provisions of Section 13 of the Companies Act, 2013. After approval by the members, the Company shall submit necessary forms and documents with the Registrar of the Companies. The Amendment shall be effective upon the registration of the resolution with the Registrar of the Companies.

None of the Directors, Key Managerial Person(s) of the Company including their relatives are in any way concerned or deemed to be interested in the proposed resolution(s).

The Board of Directors recommend to the members for passing of the Special Resolution set forth in Item No. 9 of the Notice and for approval of the Members.

By Order of the Board of Directors
For **PNB Housing Finance Limited**

Place: New Delhi
Date: July 02, 2025

Sd/-
Veena G Kamath
Company Secretary

Details of Directors seeking re-appointment at the Annual General Meeting of the Company (Pursuant to Reg. 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards-2 on General Meetings) – Item Nos. (3)

Name of the Director & DIN	Mr. Dilip Kumar Jain (DIN: 06822012)
Age (in yrs)	59
Nationality	Indian
Date of Appointment	November 04, 2022
Qualification	He holds a bachelor's degree in commerce from Rajasthan University. He is also a member of the Institute of Chartered Accountants of India since 1989.
Nature of directorship	Non-Executive Nominee Director
Expertise in Specific functional areas/ brief profile	He has over 29 years of experience in the banking sector. He carries with him several years of banking experience in various senior positions at Punjab National Bank. He is currently the Chief Financial Officer of Punjab National Bank in the rank of Chief General Manager. He is a member of the Institute of Chartered Accountants of India since 1989.
Equity Shares held in the Company including shareholding as beneficial ownership	Nil
Terms & conditions of reappointment	Non-Executive Nominee Director (Director liable to retire by rotation)
Details of Remuneration sought to be paid (Per annum)	Not applicable.
Remuneration last drawn during FY 2024-25	Nil
Date of first appointment on the Board and number of board meetings attended	November 04, 2022. He had attended 26 Board meetings since the date of his appointment.
No. of meetings of Board attended during FY 2024-25	11 (out of 12 meetings)
Directorships, Trusteeship, Partnerships, etc. held in other companies, firms, trusts, entities, etc.	PNB Housing Finance Limited
Relationship with any other Director inter-se and KMPs of the Company	He is not related to any Director and KMPs of the Company.
Memberships/ Chairmanships of the committees of the Board of Directors of the Company /other Companies	i. Nomination and Remuneration Committee ii. Corporate Social Responsibility Committee iii. Credit Committee of the Board iv. Risk Management Committee v. Stakeholders Relationship Committee vi. IT Strategy Committee vii. Special Committee of the Board for Monitoring and Follow-up of cases of Frauds viii. Consumer Protection Committee
Equity Listed Companies from which director has resigned in the past three years	Not applicable.

Skills and capabilities required for the role and the manner in which the proposed person meets such requirements	His skills and capabilities include wide range of functions, such as banking, credit-underwriting, project financing, finance and accounting funds, raising via equity and secretarial work of board.
Justification for choosing the appointee for appointment-Skills and capability required for the role and the Director meets such requirement (in case of Independent Directors) & Performance evaluation report or Summary	In the opinion of the Board and based on its evaluation, Mr. D K Jain possesses appropriate skills, qualification, experience & knowledge and fulfils the conditions specified in the Act, Rules made thereunder and SEBI Listing Regulations for his re- appointment as Nominee Director. As per the performance evaluation reports, Mr. D.K. Jain's performance has been outstanding during his tenure in the Company.

Mr. D.K. Jain has given his consent as required under the provisions of the Companies Act, 2013 for his re-appointment as Non-Executive Nominee Director on the Board of the Company. He has been nominated by Punjab National Bank ('The Bank') in terms of Articles of Association of the Company and the tenure of the nominee Directors will be as per the discretion of the Bank.

The details required in connection with the Material Related Party Transactions under Item Nos (5) and (6) of the Notice, are given below: (Pursuant to Reg. 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 read with SEBI Master Circular dated November 11, 2024)

Name of the Related Party	Punjab National Bank (PNB) and PNB Gilts Limited
I. Value and Type of Transaction: Aggregate value of fresh transactions with PNB and PNB Gilts is as per details mentioned herein below:	
Borrowing through Term Loan/ OD/ STL/ WCDL	Upto 10,000 Crore (Punjab National Bank) (sanctioned limit irrespective of the number of roll-overs within the limit)
Investment in Fixed deposit/ Certificate of deposit	Upto 2,000 Crore (Punjab National Bank)
Borrowing through ECB	Upto USD 200 million (Punjab National Bank)
Assignment of loans	Upto 1,000 Crore (Punjab National Bank)
Investment in Government securities	Upto 1,000 Crore (PNB Gilts Limited)
Other day to day banking Transactions	On regular basis, limits cannot be quantified
Any other transactions including transactions may be disclosed in the notes forming part of the financial statements for the relevant period.	Not Applicable

II. Type, Tenure, Rate of Interest, repayment, security and other covenants of the Transactions:				
Type of transaction	Tenure	Interest Rate	Security	Repayment
Rupee Term Loan / Foreign Currency Term Loan	1 to 7 year	Bank's MCLR / Repo rate / any other benchmark as per market practice + spread + hedging cost (if applicable) through PNB	Secured vide exclusive charge on specific book debts with security cover of not less than 1.0 times of outstanding loan	Quarterly / Half yearly/ annual/ Bullet on maturity
Investment by way of Fixed Deposit	7 days to 365 days	Rates provided by banks Treasury	Unsecured	On maturity
External Commercial Borrowing (ECB)	Upto 10 years	SOFR/ any other benchmark as per market practice + spread+ hedging cost (if applicable) through PNB	Secured vide exclusive charge on specific book debts with security cover of not less than 1.0 times of outstanding loan	Quarterly / Half yearly/ annual/ Bullet on maturity
Overdraft/ Cash Credit Facility (CC) / Working Capital Demand Loan (WCDL)/ Short Term Loan (STL) / as part of line of credit	Upto one year	Bank's MCLR / Repo rate/ any other benchmark as per market practice + spread	Secured vide exclusive charge on specific book debts with security cover of not less than 1.0 times of sanctioned amount	Overdraft and CC – utilization minimum 1 day to 365 days WCDL / STL – Bullet repayment on maturity
Foreign Currency Term Loan (FCTL) as part of line of credit	-	Bank's MCLR / Repo rate / any other benchmark as per market practice + spread + hedging cost through PNB	Secured vide exclusive charge on specific book debts with security cover of not less than 1.0 times of sanctioned amount	FCTL – on maturity
Assignment of loan receivables	Contractual maturity of the pool which may be Assigned	Bank's MCLR / Repo rate /any other benchmark as per market practice + spread	Not applicable	Not applicable
Service Fee for assignment of loan receivables	As long as pool receivables are Outstanding	Not exceeding 2.5% pa of the outstanding receivables to be billed on monthly basis	Not applicable	Not applicable
Purchase and Sale of securities from/ through PNB Gilts Limited	Upto 10 year Central Govt. Securities(G-Sec)/ State Development Loan (SDL)/TREPS upto 1 Treasury Bills (T-Bill)	As per then prevailing market rates for G-Sec / SDL/ TREPS as per then prevailing market rates for T-Bill	Not applicable	Not applicable
Servicing Fee/Arranger fees / other charges	Borrowing through TREPs against govt. securities (G-Sec)/State Development Loan	As per then prevailing market rates.	Not applicable	Not applicable

- Act as an arranger for borrowing and investments	As per term sheet	Not applicable	Not applicable

III. Material terms and Justification as to why the related party transaction is in the interest of the listed entity, material terms and tenure/ purpose of the transactions	<u>Fund Based/Non-Fund Based Facility</u> The Company borrows money from various banks to meet the funding requirements and/or for general corporate purposes. The interest payment and fee payment are consequential to the transactions originating out of principal transactions in the form of loan, guarantees, cash credit etc. Therefore, the quantum of such consequential transactions depends on the value of the principal transaction. <u>Assignment of Loans</u> Repayment of interest and principal on assignment of loan. <u>Fixed Deposits</u> To place fixed deposits with PNB at competitive rates. <u>Maintaining the current account/banking transactions</u> The Company maintains current account with PNB for regular business activities of the Company. Banking charges are levied in relation to the account maintained and banking services availed, basis standard terms and conditions as offered by PNB to its customers. <u>Sale and Purchase of securities</u> These transactions will be carried out as per the prevailing market price/fair value of securities from time to time as per competitive prices. These transactions are regular business transactions of Company. PNB is one of the largest PSU banks in India and it is in the interest of the Company to have PNB as one of the lenders to ensure availability of resources. The aforesaid transactions are in furtherance of the business activities, ordinary course of business and at arm's length and are in accordance with the applicable laws, therefore, in the interest of the Company.
IV. Nature of concern or interest of the related party (financial or otherwise)	Financial
V. Percentage of value of transaction/Company's annual consolidated financial year turnover for immediately preceding (based on consolidated turnover of FY24)	i. Banking Transactions, is not determinable ii. Loan transactions [Commercial paper Nil, Term loans/ credit facility/ ECB 174%] iii. Investment in NCDs issued by the Company: Nil iv. Assignment/ Securitisation/ Sale of loan assets 10% v. Acceptance/Placing of Fixed deposits Nil vi. Sale/Purchase of securities 67% The percentages are based on consolidated annual turnover of FY24.
VI. For a related party transaction involving a subsidiary, percentage calculated on the basis of the subsidiary's annual turnover on a standalone basis (based on turnover of FY 2025)	Not applicable
VII. Details of indebtedness incurred for subscription of Securities/Intercompany deposits Details of source of funds	Not applicable The Company ensures that the further investment of surplus funds is being made out of the free float of available funds.
VIII. Valuation or other external party report	Not applicable as the transactions are carried out at competitive and prevailing market prices.

By Order of the Board of Directors
For **PNB Housing Finance Limited**

Place: New Delhi
Date: July 02, 2025

Sd/-
Veena G Kamath
Company Secretary

Powering ahead with purpose

37th Annual Report
2024-25

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With over 37 years of experience, PNB Housing Finance is India's third-largest housing finance company by loan asset, committed to making homeownership accessible nationwide. Our portfolio spans across retail housing and non-housing loans, delivered through three focused verticals Prime, Emerging Markets and Affordable Segment (Roshni).

Scrip code
BSE: 540173
NSE: PNBHOUSING

Market capitalisation

₹22,912 crore
(As on 31st March 2025)

Where performance
meets purpose

₹80,397 crore AUM 13% ▲	₹74,802 crore Retail Loan Asset 18.2% ▲	₹2,750 crore Net interest income 9.3% ▲
2.55% Return on assets 35% bps ▲	29.38% Capital adequacy ratio 12 bps ▲	₹2,327 crore Operating profit 9.5% ▲
₹17,642 crore Deposits 0.88% ▼	₹1,936 crore Net profit 28.4% ▲	₹21,972 crore Disbursements 25% ▲
3.70 _x Gearing	1.08% GNPA 42 bps ▼	0.69% NNPA 26 bps ▼

▲ yoy growth ▼ yoy decline



Powering ahead with purpose

At PNB Housing Finance, growth is not just a trajectory—it is a mission guided by purpose. In a dynamic and shifting environment, our purpose is the North Star, aligning every decision, innovation, and outcome with clarity and conviction.

We are building a future where housing finance is more inclusive, accessible, and empowering. Our strategy is centred on deepening financial inclusion, fostering digital transformation, and upholding the highest standards of governance and trust. With a strong foundation and clear strategic vision, we are expanding our presence across diverse customer segments and geographies—unlocking opportunities for individuals and families across the socio-economic spectrum.

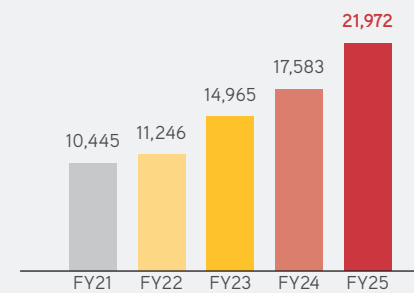
Technology continues to be a powerful enabler on this journey, enhancing the way we serve our customers, manage risk, and deliver value. At the same time, our commitment to responsible lending and stakeholder stewardship ensures that our growth is both sustainable and meaningful.

As we move ahead with renewed momentum, we remain firmly anchored in our purposes—to be a catalyst in the nation's progress, transforming lives through homeownership, and creating lasting value for all. With every step forward, we are not just financing homes—we are building futures.

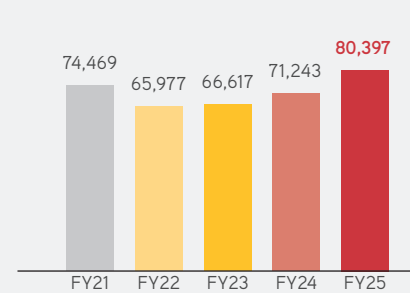
KEY PERFORMANCE INDICATORS

Pushing limits, setting benchmarks

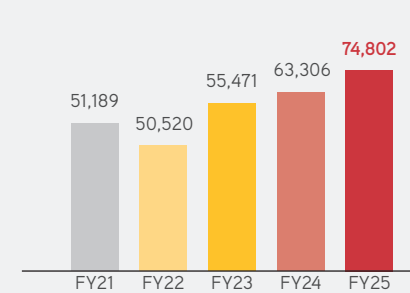
Loan disbursement*
(₹ in crore)



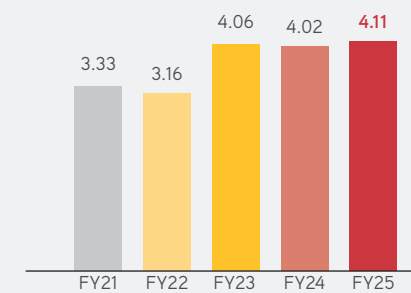
Assets under management
(₹ in crore)



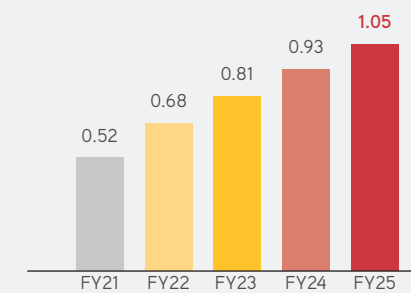
Retail loan asset
(₹ in crore)



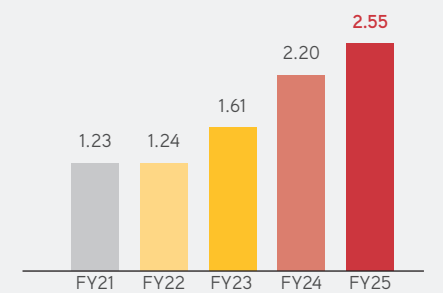
Gross interest margin
(%)



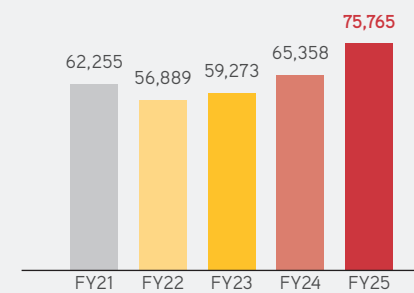
OPEX to ATA
(%)



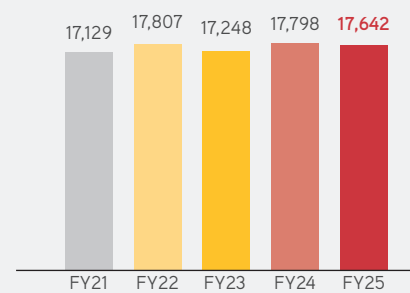
Return on asset
(%)



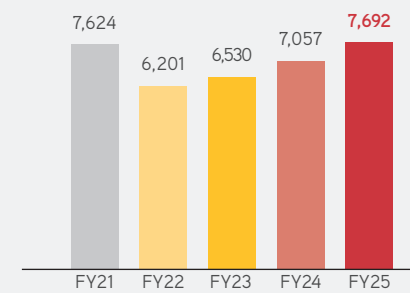
Loan asset**
(₹ in crore)



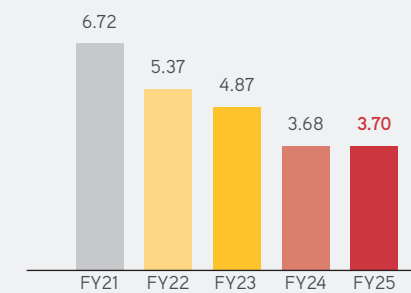
Deposit outstanding
(₹ in crore)



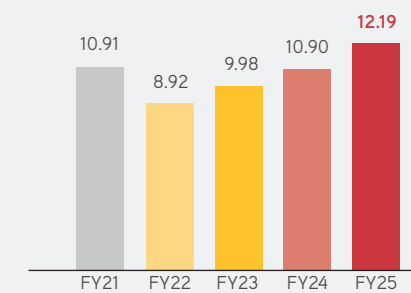
Total revenue
(₹ in crore)



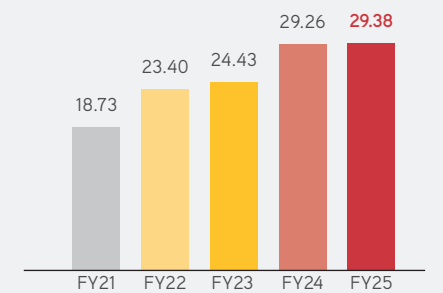
Gearing^
(%)



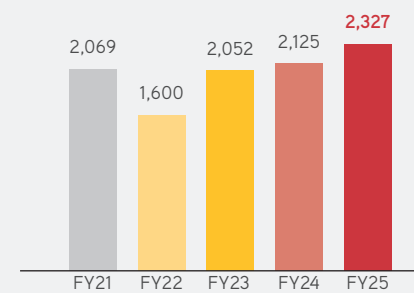
Return on equity
(%)



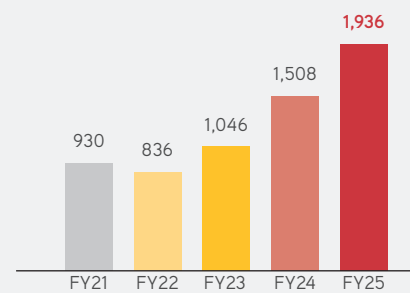
CRAR^
(%)



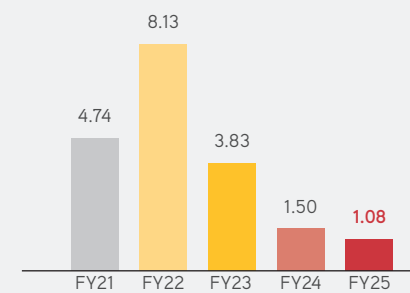
Pre-provision operating profit
(₹ in crore)



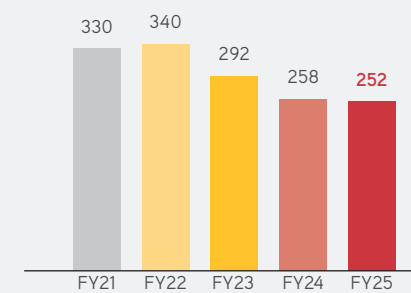
Profit after tax
(₹ in crore)



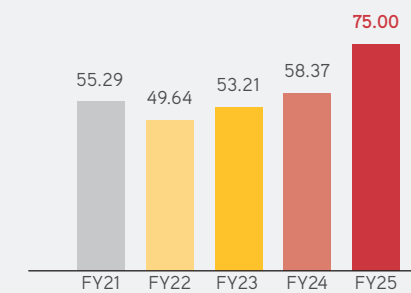
Gross non-performing assets#^
(%)



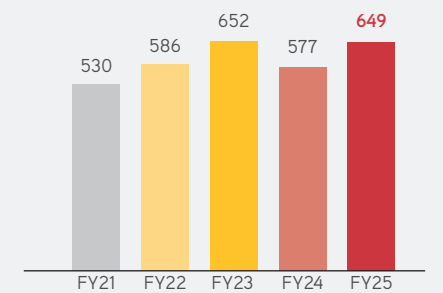
Number of loan and deposit accounts per employee^
(average)



Earnings per share
(₹)



Book value
(₹)



*Retail segment contributed to 99.84% of the total loan disbursement in FY25, whereas corporate segment contributed to 0.16%.

**Retail segment contributed to 98.73% of the total Loan asset in FY25, whereas corporate segment contributed to 1.27%.

#Principal outstanding, including principle overdue

^Indicates dates as on 31st March

Lift-off with purpose

Much like a rocket crafted with precision for a high-stakes mission, PNB Housing Finance has launched into a new orbit—powered by sound fundamentals, a clear strategic vision, and committed leadership. This lift-off is not just about momentum—it is about mission-driven progress with purpose.

Segment-led growth. Inclusive impact.

At the heart of our strategy is a three-pronged, customer-centric approach designed to expand access to housing finance across diverse geographies and income groups:

Prime: Catering to urban salaried and self-employed professionals with established credit history.

Emerging Markets: Empowering aspiring borrowers in semi-urban and emerging areas with flexible, need-based financial solutions.

Affordable Segment (Roshni): Enabling homeownership for low and middle-income households in India's Tier 2 and Tier 3 towns.

Each vertical is supported by customised underwriting frameworks, dedicated teams, and tech-led tools to enable sharp, scalable, and responsible lending.

Our Affordable business, branded as Roshni, crossed a landmark ₹5,000 crore in loan asset in just 27 months, a testament to the immense demand and our execution capabilities. Likewise, the Emerging Markets vertical, introduced in FY25, has scaled swiftly delivering high-yield, low-ticket loans, unlocking growth opportunities in Bharat's heartland.

ABOUT THE COMPANY

Empowering aspirations across India

Empowering dreams, brick by brick — PNB Housing Finance blends innovation, trust, and financial expertise to make homeownership a reality, driving inclusive growth and transforming lives across India’s dynamic housing ecosystem.

Our loan portfolio spans across Prime, Emerging Markets, and Affordable segments offering housing loans, and non-housing loans. Our wholly-owned subsidiary, PHFL Home Loans and Services Ltd., strengthens last-mile connectivity across urban and

semi-urban India, advancing inclusive growth and financial access. Promoted by Punjab National Bank and registered with the National Housing Bank, PNB Housing Finance combines strong institutional backing with deep market expertise.

We remain a catalyst in nation-building driven by innovation, robust governance and customer-centric solutions that empower millions to realise their homeownership aspirations.

Our strengths

Strong capitalisation metrics

Our financial metrics have strengthened over the past few years. As a result, our net worth rose to ₹16,863 crore as of 31st March 2025, from ₹14,974 crore a year earlier. Our Tier-I and overall capital adequacy ratios stood at 28.39% and 29.38%, respectively, as on 31st March 2025 (compared to 27.90% and 29.26% as on 31st March 2024), providing sufficient headroom to support our planned growth trajectory.

Leverage levels improved to 3.70x as of 31st March 2025, from 3.68x as on 31st March 2024. On a steady state basis we expect gearing to be in a range of 5-6x, reflecting our disciplined capital allocation and prudent balance sheet management.

Established market position

PNB Housing Finance, India’s third-largest housing finance company, has regained growth momentum with rising disbursements and an expanding retail portfolio. After a strategic consolidation phase marked by a reduction in corporate book, we have shifted focus to building a robust retail franchise. Retail now constitutes an overwhelming majority of our loan asset, with growing emphasis on Prime, Emerging Markets and Affordable segments.

Improving earnings profile

PNB Housing Finance’s profitability has strengthened, supported by stable margins, lower credit costs, and a shift towards high-yield segments like Affordable and Emerging

Markets segments. While operating expenses have inched up due to expansion, overall returns have improved. Continued focus on high yielding segments while maintain the asset quality will be key to sustain this momentum.

Investment in digitalisation

Digitalisation is a key strength for PNB Housing Finance, enabling seamless customer onboarding, faster loan processing, efficient collections, and data-driven decision-making, enhancing customer experience, operational agility, and risk management while supporting scalable, technology-led growth across diverse market segments.

The Company at a glance

37+

Years of operating history

₹75,765 crore

Loan Asset

₹80,397 crore

Total AUM

3.3 lakh+

Live loan accounts

356

Branches (pan-India)

14,000+

Channel partners
(loans + deposits)

PNB

Promoter with 28.1% holding

6,500+

Employees (PNBHFL + PHFL)



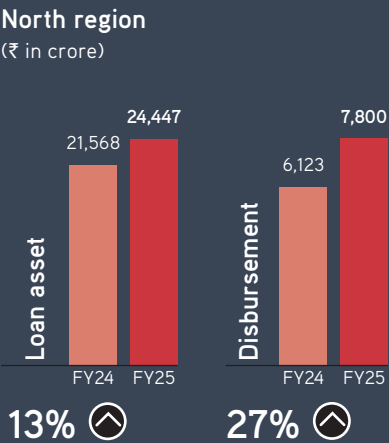
PRESENCE

Extending our reach, deepening our impact

In FY25, we expanded our physical footprint to bring housing finance closer to the underserved and aspirational segments of India. Guided by our purpose of financial inclusion, we intensified our presence across Tier 2, 3, and 4 towns targeting locations where access to formal credit remains limited but demand is rising.

Today, we serve customers across 20 states, enabled by a regionally balanced branch network, a strong channel partner ecosystem, and a decentralised credit and collection model. Our outreach is strengthened by real-time data insights, local underwriting capabilities, and a hub-and-spoke structure tailored for speed and precision.

Regional performance snapshot



MESSAGE FROM THE MANAGING DIRECTOR & CEO

From resilience to growth

●●

We began FY25 with a clear and ambitious goal - to grow our retail Loan asset by 17%. I am pleased to share that we surpassed this target, achieving robust 18.2% growth, with the retail Loan asset rising to ₹74,802 crore.

Girish Kousgi
Managing Director & CEO

Dear Stakeholders,

The financial year 2024–25 marks a pivotal chapter in the journey of PNB Housing Finance—one that reflects resilience, transformation, and renewed momentum. Over the past few years, we have laid a solid foundation by diversifying our product portfolio, expanding into high-potential markets, reducing NPAs, and consciously de-risking our book. I am pleased to share that these focused efforts are yielding visible results. During the year under review, we achieved several key milestones across businesses, asset quality, and service excellence, reinforcing our progress with purpose.

Sectoral tailwinds

The housing finance industry in India has demonstrated remarkable resilience and sustained growth, even in the face of macroeconomic challenges and regional disparities. As urbanisation accelerates and aspirations rise across Bharat, the demand for housing continues to deepen, particularly in underserved and semi-urban regions. This presents a significant opportunity for housing finance companies to widen their reach and tap into a vast, underpenetrated market.

Government support has played a catalytic role in energising this sector. Schemes such as Pradhan Mantri Awas Yojana (PMAY) 2.0 have been instrumental in driving the Affordable Housing agenda, enabling access to home ownership for millions. Further, the announcement of SWAMIH 2 fund in Budget 2025 is expected to accelerate the construction of delayed projects.

In response, housing finance companies have been agile and proactive—adapting product portfolios, embracing digital tools, expanding their presence across the country, forging meaningful partnerships with entities to enable access, and offering

customised, flexible financial solutions tailored to diverse customer needs.

According to ICRA, the industry is poised to maintain strong momentum as it continues to play a vital role in India's economic and social development. With one of the lowest mortgage penetration rates globally, the growth rates of Indian housing finance companies (HFCs) are expected to remain stable as they cater to a wider spectrum of consumers in both urban and semi-urban areas, across diverse customer profiles such as cash and non-cash and informal segments, thus boosting economic development.

Remarkable performance

We began FY25 with a clear and ambitious goal - to grow our retail Loan asset by 17%. I am pleased to share that we surpassed this target, achieving robust 18.2% growth, with the retail Loan asset rising to ₹74,802 crore. Our total Loan asset crossed the ₹75,000 crore milestone, closing the year at ₹75,765 crore as of 31st March 2025. This performance reflects the strength of our strategic intent, execution excellence and focus on sustainable expansion.

A key highlight has been the consistent growth in the Affordable and Emerging Markets segments quarter on quarter. These segments now contribute 26% to our retail Loan asset, up from 21% in the previous fiscal year. The Affordable segment, in particular, delivered exceptional performance. Having launched this business only 27 months ago, we are proud to report that it has already crossed ₹5,000 crore in March 2025. This remarkable milestone, achieved in such a short time, reinforces our belief in the segment's potential and our commitment to expanding financial inclusion across India.

Our dedicated Affordable vertical Roshni, continues to scale up its reach and operations. The number

of Roshni branches increased from 160 at the end of FY24 to 200 branches by the end of FY25. Demonstrating our commitment to nation-building, we extended our presence to the Northeast by inaugurating a new Affordable branch in Guwahati, and plan to open nine more over the period of time. With a strong national footprint, we are well-positioned to capture emerging opportunities across Tier 2, 3, and 4 towns and cities.

The strategic decision to carve out a focused 'Emerging Markets' segment has paid rich dividends. With dedicated teams across sales, credit, and operations, the Emerging Markets vertical is 19% of the retail Loan Asset and is expected to reach 25% by March 2027. This segment contributes significantly to total retail disbursements, validating our foresight and execution capability.

The NHL share in overall retail disbursements rose from 25.8% in FY24 to 30.2% in FY25. Reflecting this momentum and in alignment with our goal of margin-accretive profitable growth, we launched a dedicated Non-Home Loan (NHL) vertical at the start of FY26. This team currently operates in 10 key clusters across top cities and is focused on sourcing NHL business exclusively. In a pioneering move, we introduced a full-tenure fixed-rate NHL product, providing customers with long-term rate stability and predictability. We believe this innovation will act as a catalyst to further strengthen our NHL portfolio.

On the asset quality front, we maintained a sharp focus throughout the year, bringing gross NPAs down to 1.08% as on 31st March 2025. We emphasised on cash collection, legal initiatives and recovery. This also helped in enhancing the asset quality as recovery from written-off accounts surged more than two-fold, from ₹100 crore to ₹336 crore.

With a clear strategy of increasing retail book and de-growing corporate book, the Company posted a robust financial performance with net interest income growing by 9.3% to ₹2,750 crore. Profit

MESSAGE FROM MANAGING DIRECTOR & CEO

After Tax (PAT) rose by 28.4% to ₹1,936 crore, reflecting the strength of our underlying business model. Net Interest Margin (NIM) was at 3.70% during FY25 compared to 3.74% in FY24. The Gross Margin, net of acquisition cost, was at 4.11% for FY25.

The Company continues to maintain a well-diversified and cost-efficient long-term funding base, contributing to a year-on-year decline in the cost of borrowing by 15 basis points, bringing it down to 7.86% in FY25. During the year, the Company availed ₹5,000 crore funding from the National Housing Bank (NHB) and raised USD 350 million through External Commercial Borrowings (ECB), further strengthening its financial flexibility and long-term liquidity position. With market liquidity improving and the potential for rate cuts on the horizon, we anticipate a reduction in borrowing costs in the forthcoming quarters. We also received consistent credit rating upgrades to 'AA+' from 'AA' with 'Stable' outlook, from the country's leading credit rating agencies, CARE, CRISIL, ICRA and India Ratings.

Return on Assets (RoA) stood at 2.55%, and Return on Equity (RoE) at 12.19%. We continue to maintain a strong capital position, with a capital adequacy ratio of 29.38% and Tier 1 capital at 28.39% as of 31st March, 2025.

Continuing our growth journey

The Union Budget 2025 resolution underscores the government's resolve to drive inclusive economic progress through prudent fiscal management and forward-looking reforms. The housing sector remains a cornerstone of national development, and we welcome the thoughtful measures aimed at making home ownership more accessible and affordable for millions. The upward revision of the income tax exemption limit to ₹12 lakh is expected to



significantly increase disposable incomes, thereby stimulating housing demand across segments. This, coupled with robust infrastructure investments and a pro-growth policy environment, bodes well for the long-term expansion of the housing and real estate sectors. Further, the policy rate cuts initiated by the RBI are expected to propel credit demand in the current year. We remain confident that these initiatives will catalyse sectoral growth, aligned with India's broader vision of building a sustainable, empowered, and inclusive economy.

At PNB Housing Finance, our strategic focus remains clear and future-oriented. Guided by our core objectives, we are advancing on all fronts—from growing our retail and affordable loan portfolios, especially in underserved markets, to maintaining best-in-class asset quality through strong underwriting and collection practices. We continue to build

a diversified and cost-effective borrowing profile. Strong corporate governance underpins every step we take, reinforcing our commitment to transparency and scalability. These initiatives, combined with our focus on profitability, are driving sustainable growth and delivering long-term value to all stakeholders. We have also relaunched the corporate segment with a focused approach.

We are advancing our digital transformation journey with a clear vision to become a leading tech-driven housing finance company. Our technology revamp, initiated in Q4 FY24, is nearing completion, with visible improvements across parameters. We have piloted a new Loan Origination System and strengthened cybersecurity with 24/7 monitoring and AI-based tools. These initiatives ensure scalability, resilience, and seamless customer experiences across our growing digital ecosystem.

We are advancing our digital transformation journey with a clear vision to become a leading tech-driven housing finance company. Our technology revamp, initiated in Q4 FY24, is nearing completion, with visible improvements across parameters.

During the year, we also launched 'Roshni' a vibrant mascot symbolising hope, positivity, and empowerment. The mascot's name meaning 'light' in Hindi, reflects the Company's promise to illuminate the path to affordable for aspiring home owners.

Growing with our human capital

I take this opportunity to extend my heartfelt gratitude to our team of 6,500+ dedicated professionals (including PNB Housing Finance and PHFL) whose commitment and resilience have powered our journey of continued success. At PNB Housing Finance, we are deeply invested in fostering a culture where every individual—irrespective of role or background—can flourish. Our people strategy is built on the pillars of inclusivity, continuous learning, and holistic development. We strive to provide an empowering work environment that enables our employees to adapt, innovate, and lead. By nurturing talent at every level, we are not just building a future-ready organisation—we are creating a workplace where potential is unlocked, aspirations are fulfilled, and every contribution advances our collective mission of delivering value to customers and stakeholders

alike. This is further validated by PNB Housing Finance's recognition as a Great Place to Work twice in a row, indicating a strong commitment to employee well-being and a positive work environment.

Pursuing growth and profitability with sustainability

We operate in a VUCA world—volatile, uncertain, complex, and ambiguous, where sustainability has become essential to business continuity and risk mitigation. We firmly believe that embracing sustainability and transparently disclosing progress on ESG parameters help enhance stakeholder trust, and position businesses to be future-ready and resilient.

At its core, sustainability is about creating long-term value, building a healthier, more equitable future for our people, our organisation and our planet. At PNB Housing Finance, we integrate a sustainability lens into every facet of our business, from supporting low and middle-income households through our 'Roshni' loans, to fostering climate literacy, building a carbon-conscious culture, and sharpening our focus on diversity, equity, and inclusion (DEI). Our efforts are further strengthened by strong governance, cybersecurity protocols and impactful community programmes under our CSR framework.

As we move forward with strength and conviction, guided by our Board and Committees, we remain committed to transparent ESG disclosures and purposeful action. Our journey echoes our promise: 'Ghar ki Baat Pakki, Jab Support ho Pakka'. This reinforces our mission to fulfil home ownership aspirations of Indians, coming from diverse social and economic backgrounds.

Looking forward

As we look to the future, we have set an ambitious goal: to scale our retail Loan asset to ₹1 trillion by FY27—a vision rooted in strategic clarity and disciplined execution. Over the past three years, we have made significant investments in digitalisation to enhance customer experience, strengthen risk management, streamline credit underwriting, and expand our business reach. These initiatives, coupled with efforts to boost employee productivity and optimise operational efficiency, have laid a strong foundation for sustainable, high-quality growth.

I extend my sincere gratitude to all our stakeholders – investors, customers, valued partners, and employees – for their continued trust and belief in our journey. Your support inspires us to reach greater heights. I would also like to thank our Board members for their strategic vision and guidance.

I must take this opportunity to thank our promoters, regulators, rating agencies, lenders, and bankers for their support in shaping our growth journey. Together, as we align with the growth aspirations of our country, I am confident that we are entering a dynamic new chapter, full of promise, purpose and progress.

Warm regards,

Girish Kousgi
Managing Director & CEO

Orbit of opportunity

With a solid foundation and accelerating momentum, PNB Housing Finance has entered a high-growth orbit—firmly centered on customer needs, digital innovation, and inclusive, responsible lending. Our trajectory is aligned with India's development agenda, and we are committed to making homeownership more accessible, efficient, and secure.

Expanding access through responsible lending

As a proud partner in the national vision of Housing for All, we are actively participating in the revamped PMAY subsidy scheme in collaboration with MoHUA and NHB. By March 2025, we mobilised over 5,500 eligible beneficiaries worth ₹750+ crore—helping first-time homeowners realise their dreams.

Digitally driven. Customer first.

We continue to modernise our digital backbone through Salesforce CRM, analytics-led decision-making, and cloud-based infrastructure. These enhancements have enabled automation of over 16% of service requests, while improving our collection efficiency and strengthening risk controls.

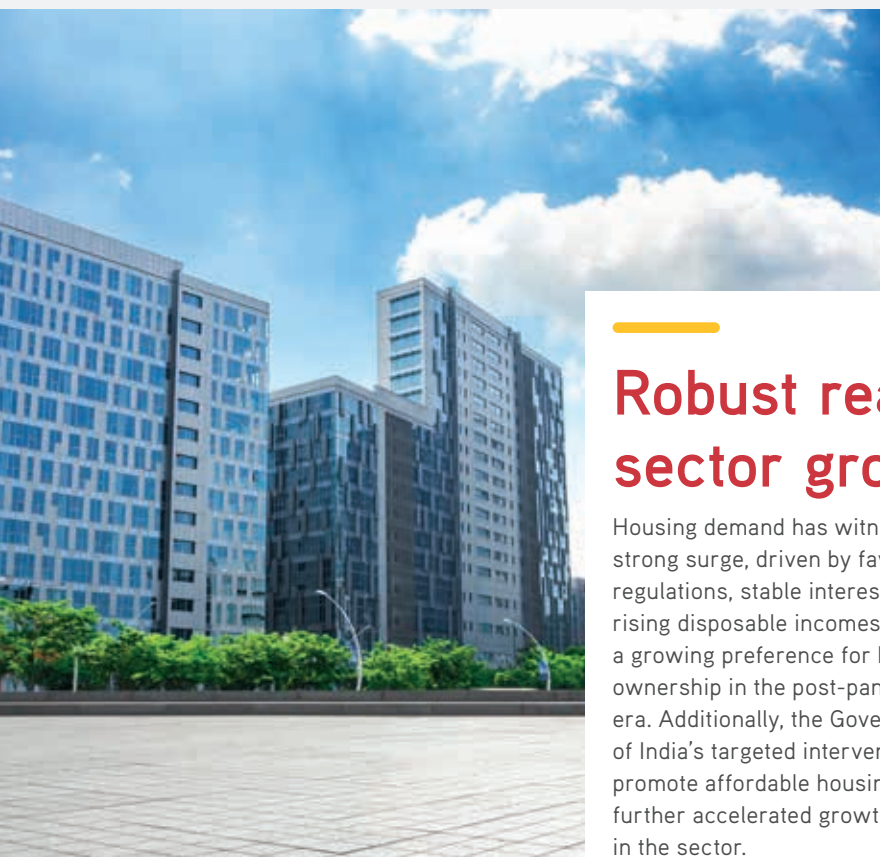
Our technology stack has also been fortified with AI/ML-enabled cybersecurity protocols, ensuring resilience, scalability, and data security.

From seamless digital onboarding and centralised processing to faster documentation and customised service delivery, we are empowering a wider spectrum of customers, including those beyond the salaried class to own a home with confidence and ease.

OPERATING CONTEXT

Favourable growth environment

In recent years, the Indian housing finance sector has experienced robust growth, propelled by a combination of factors sustained government initiatives to promote affordable housing and homeownership, a supportive interest rate environment, rising urban migration, and technology-driven improvements that have made financing more accessible than ever before.



Robust real estate sector growth

Housing demand has witnessed a strong surge, driven by favourable regulations, stable interest rates, rising disposable incomes, and a growing preference for home ownership in the post-pandemic era. Additionally, the Government of India's targeted interventions to promote affordable housing have further accelerated growth in the sector.

Key growth drivers

- » Driven by growing population, there will be 7 crore additional housing demand by 2030¹
- » India's population is expected to reach 1.51 billion by 2030 with more than 40% of Indians living in the urban regions^{2,3}
- » From USD 2,600 in FY25, India's per capita income is expected to reach USD 5,140 by 2031, driving affordability⁴
- » With a median age of 28.2 years, India is the youngest country in the world⁵

¹ CREDAI

² Weforum

³ NAREDCO

⁴ Morgan Stanley

⁵ World Population Prospects

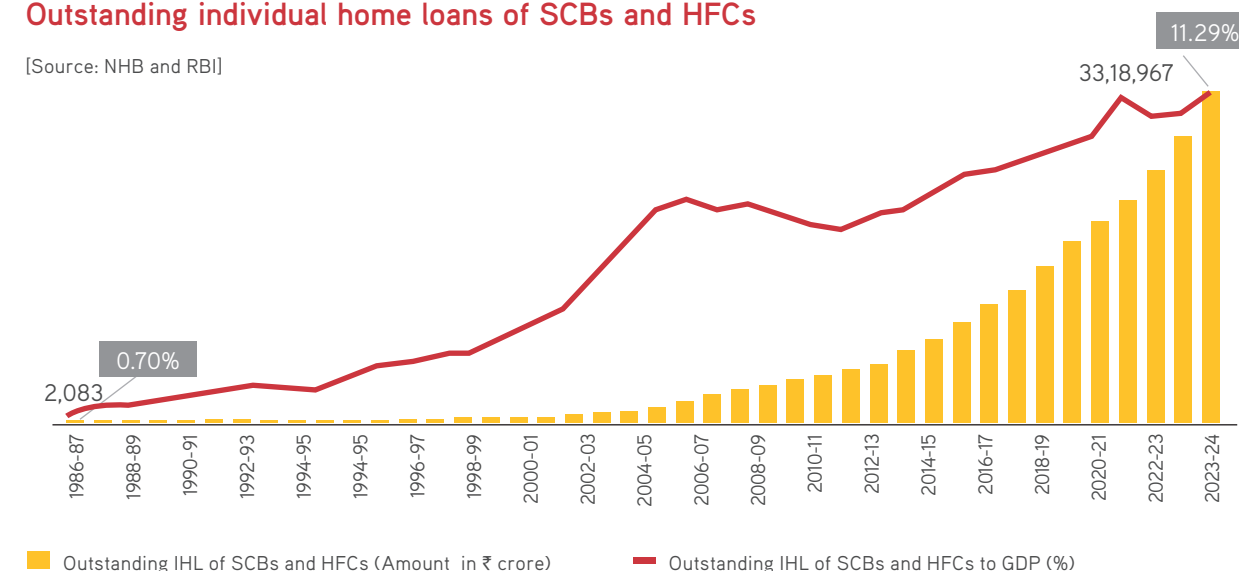
Growing importance of housing loan



Home loans are vital in India, fulfilling aspirations of homeownership, fostering financial security, and stimulating economic growth through the crucial real estate sector. Availability and affordability of housing finance has been a key driver for India's housing demand. Housing loans as a percentage of GDP increased from 3.20% in FY02 to 6.60% in FY12 and further to 11.29% in FY24.

Outstanding individual home loans of SCBs and HFCs

[Source: NHB and RBI]



■ Outstanding IHL of SCBs and HFCs (Amount in ₹ crore)

— Outstanding IHL of SCBs and HFCs to GDP (%)

Technology as a catalyst



Technology has emerged as a powerful enabler across the housing finance value chain—from loan origination and customer onboarding to underwriting, disbursal, and collections. Housing finance companies are increasingly adopting digital tools, including artificial intelligence (AI) and machine learning (ML), to enhance credit assessment and improve customer targeting. Government-led initiatives such as the Account Aggregator framework have further simplified and accelerated documentation, making the entire process more seamless, secure and efficient.

Government focus



The Indian real estate sector has benefitted from a series of transformative policy interventions from the government, designed to promote growth and ensure sustainable development. Landmark initiatives such as the Real Estate (Regulation and Development) Act (RERA), Pradhan Mantri Awas Yojana (PMAY), and the Smart Cities Mission, along with broader efforts to encourage green and resilient infrastructure, have provided strong momentum to the sector, fostering greater transparency, inclusivity and long-term viability.

STRATEGY

Moving ahead with purpose

We have clear strategic priorities for the future—focused on scaling our retail presence, deepening inclusion, protecting asset quality and unlocking operating leverage through technology. With strong governance, disciplined execution, and purpose-led growth, we are building a resilient, future-ready housing finance institution.



Growing our retail loan asset, with a focus on emerging markets

We continued to scale our retail franchise by strategically focusing on the Emerging Markets segments. Our retail loan asset portfolio reached ₹74,802 crore as of 31st March 2025, reflecting an 18% year-over-year (yoy) growth. This performance was supported by targeted disbursements, deeper geographic penetration, and improved internal productivity.

Our Emerging Markets segment, which caters to customers in outskirts of Tier 1 and Tier 2 cities, grew by 21% yoy and reached ₹14,125 crore. What makes this segment particularly strategic is its incremental yield—on average, 41 bps higher than our Prime segment. We also expanded our footprint from 50 to 60 branches during the year to deepen our presence in these markets.

Retail loan asset performance

Prime

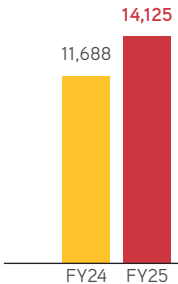
(₹ in crore)



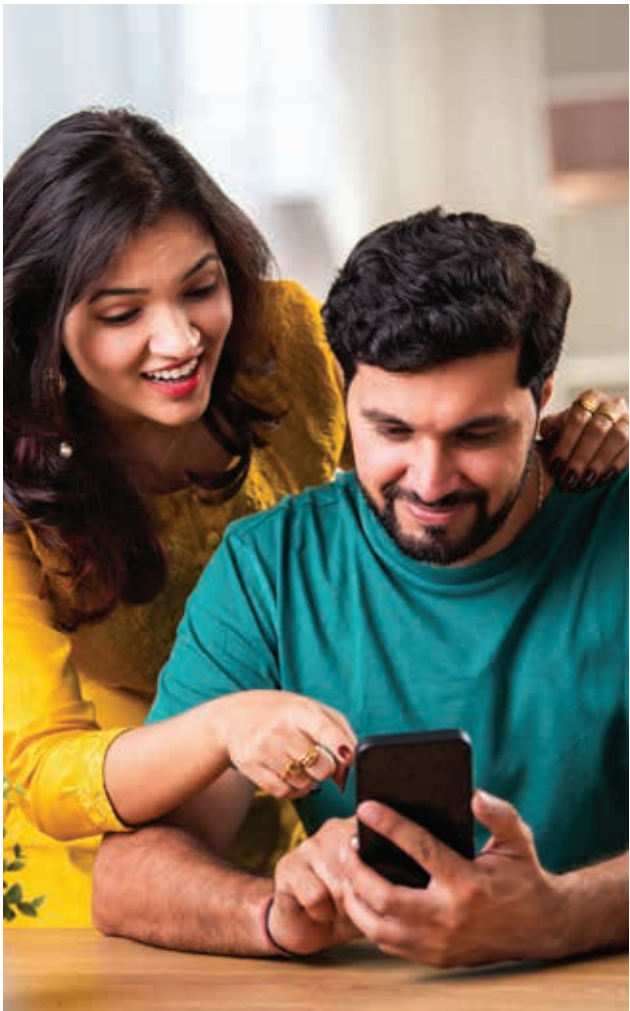
12%

Emerging Markets

(₹ in crore)

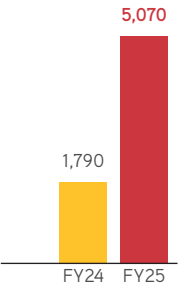


21%



Affordable

(₹ in crore)



183%

Total Retail

(₹ in crore)



18%

By focusing on these growth markets, we have expanded our Loan asset, improved portfolio yields, reinforced customer engagement, and built stronger regional ecosystems for our sales and servicing teams.

yoy



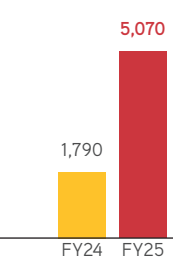
Expanding our affordable loan portfolio in Tier 2 and 3 cities

Our Affordable business, 'Roshni', delivered outstanding results this year. We crossed a significant milestone by scaling the affordable Loan asset from ₹1,790 crore in March 2024 to ₹5,070 crore by March 2025, marking a 183% yoy growth. This was made possible through disciplined execution, localised customer engagement, and rapid geographic expansion.

We increased our Roshni branches from 160 to 200, now covering over 130 high-potential districts across 15 states. We entered new markets like Punjab and the Northeast, with a branch launched in Guwahati. These additions increased our physical reach, and helped us engage with underserved and first-time borrowers.

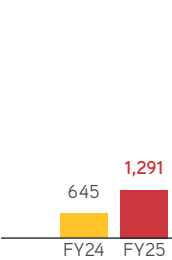
Affordable Segment performance

Loan asset



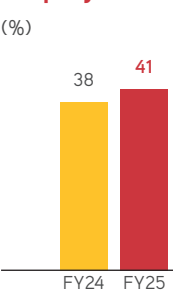
183%

Q4 disbursements



100%

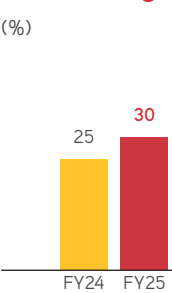
Share of self-employed customer



+3 percentage points

yoy

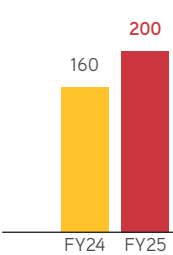
Share of informal income segment



+5 percentage points



Branch count



+40 branches

We are especially proud of the fact that nearly 41% of the portfolio now comprises self-employed borrowers and around 30% falls under the informal income category. These customers, historically underserved by traditional lenders, are a key focus area in our financial inclusion journey.



Strengthening asset quality through robust underwriting and collections

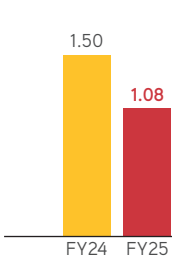
One of our biggest achievements this year was the significant improvement in asset quality. Through proactive risk management, digitised collections, and legal enforcement under SARFAESI, we were able to bring our gross NPA down to 1.08% as of 31st March 2025, from 1.50% the year prior.

We recovered ₹336 crore from our written-off pool in FY25 – more than double the ₹100 crore recovered in FY24 – thanks to aggressive possession and resolution actions. Our SMA-2 resolution rate stood at 99.6% and X-Bucket resolution at 97%.

We have one of the best asset quality metrics among housing finance companies, and we aim to sustain this through continued investment in credit risk analytics, early resolution mechanisms and disciplined field collection.

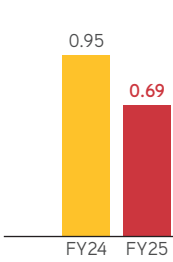
Asset quality and recovery

Gross NPA



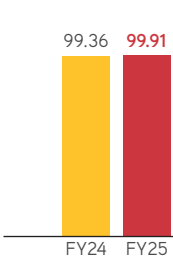
37 bps

Net NPA



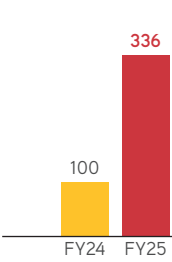
26 bps

Collection efficiency



55 bps

Recovery from written-off pool



89%



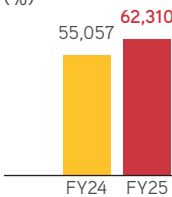
Maintaining a well-diversified borrowing mix and adequate capitalisation

Despite tight liquidity conditions in the market, we successfully diversified our borrowings and maintained a strong capital position. Our total borrowings increased to ₹62,310 crore, while our capital adequacy ratio improved slightly to 29.38%, with Tier I capital at 28.39%.

We raised ₹5,000 crore from NHB and secured USD 350 million in ECB sanctions during the year. Our cost of borrowing improved by 15 bps yoy to 7.86%, supported by better market rates and proactive liability management.

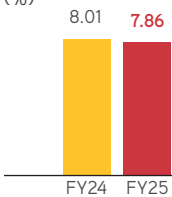
Borrowing and capital metrics

Total borrowings



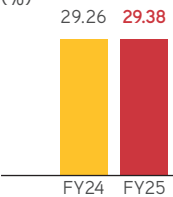
₹7,253 Cr

Cost of borrowing



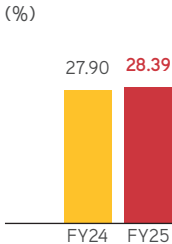
15 bps

CRAR



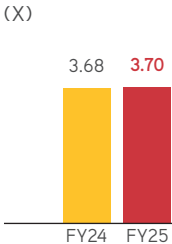
12 bps

Tier I capital ratio



Stable

Gearing ratio



Slight increase

These numbers reflect our strength in financial planning and our ability to access stable, long-term funds across instruments—banks, deposits, NCDs, NHB and foreign currency lines.

STRATEGY



Improving return on assets (RoA) and return on equity (RoE)

This year, we made significant headway in improving our profitability ratios. Our RoA improved to 2.55%, while RoE rose to 12.2%, reflecting enhanced efficiency, higher margin business, and lower credit costs.

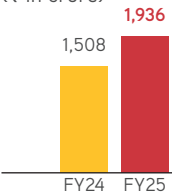
Our net interest margin (NIM) remained stable at 3.70%, while spreads stood at 2.19%. The shift toward Affordable and Emerging Markets segments played a crucial role in margin resilience. Pre-provision operating profits grew 9.5% yoy, and credit costs turned negative due to recoveries.

We believe that as we further scale our Affordable and Emerging Markets portfolios, profitability will continue to strengthen.

Profitability metrics

PAT

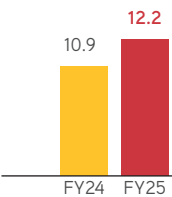
(₹ in crore)



28.4 %

RoE

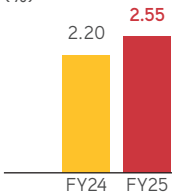
(%)



129 bps

RoA

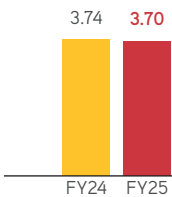
(%)



35 bps

Net Interest Margin

(%)



Stable



Strengthening corporate governance to build a scalable institution

At PNB Housing Finance, we believe that strong governance is fundamental to long-term value creation. In FY25, we took consistent steps to institutionalise best practices in governance, compliance, and risk oversight—ensuring we are not only growing but growing responsibly.

We continued to strengthen our board structure, enhanced our ESG disclosures, and reinforced risk management systems across verticals. The Risk Management Committee and Audit Committee remained deeply engaged throughout the year in monitoring credit, liquidity, cyber, and operational risks. We also realigned our internal audit systems in line with the evolving regulatory expectations for Housing Finance Companies (HFCs).

Our alignment with RBI's revised HFC guidelines included implementing tighter control over asset classification, provisioning norms, and risk-based pricing. Additionally, we progressed on the digitisation of compliance and audit trails, improving transparency and reporting accuracy.

Key governance priorities we acted on this year include:

- » **Independent board oversight:** Diverse, experienced board with dedicated focus committees.
- » **Internal audit upgrades:** Comprehensive process audits and implementation of digitised reporting workflows.
- » **Regulatory compliance:** Full alignment with NHB and RBI guidelines; prompt adoption of PMAY subsidy scheme via NHB partnership.
- » **ESG strengthening:** Progress on disclosures, data quality and social performance metrics in Affordable segment.

These efforts reflect our aspiration to be a leading, trusted, and well-governed financial institution. Our governance framework supports financial strength and compliance, reinforces stakeholder confidence in our long-term journey.



Accelerating operational efficiency through digitalisation

Technology continues to be a key enabler across our value chain—from customer acquisition to collections. We fully implemented Salesforce CRM in the affordable segment and enhanced analytics across field collections and delinquency management.

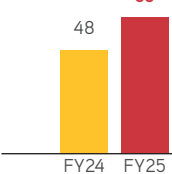
This year, each agent handled an average of 63 service calls per day, and 16% of customer service requests were addressed through automation.

As we look ahead, we will continue to invest in digital onboarding, straight-through processing, and AI-powered credit decisioning to improve speed, accuracy and customer satisfaction.

Digital performance metrics

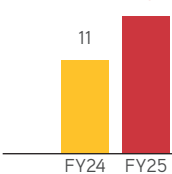
Avg. calls per agent per day

(Nos)



Automated service requests

(%)



CRM deployment

FY24 Partial

FY25 Full Rollout

Guided by the North Star

In the dynamic universe of financial services, purpose remains our North Star—illuminating our path with clarity, conviction, and a long-term view. At PNB Housing Finance, every decision is anchored in our commitment to trust, governance and value creation.

Strengthening trust through governance and ratings

We continued to fortify our governance through a transparent, compliance-first approach, anchored in ethical conduct and proactive risk management. Our robust risk framework includes predictive analytics, early warning systems and field-level resolution mechanisms—enabling effective asset recovery, reduced delinquencies and strong collection efficiencies.

We earned AA+ (Stable) credit rating upgrades from CARE, CRISIL, ICRA and India Ratings. These upgrades reflect our improved asset quality, strengthened balance sheet and disciplined governance framework.

Culture that reflects purpose

Our recognition as a Great Place to Work® twice in a row is a proud milestone—testament to our empowering work culture and deep investments in our 6,500+ employees (PNBHF+PHFL) who drive our mission forward.

Prudent financial stewardship

Our cost of borrowing improved by 15 bps yoy to 7.86%, driven by a healthier credit profile and a strategically diversified funding base. We continued to tap into a broad spectrum of sources including NHB refinance, NCDs, CPs and ECBs—ensuring financial agility and resilience.

Together, these initiatives reinforce our commitment to building a purpose-led, performance-driven institution grounded in trust, resilience and long-term value.

ESG FOCUS

Sustainability for people, planet and prosperity

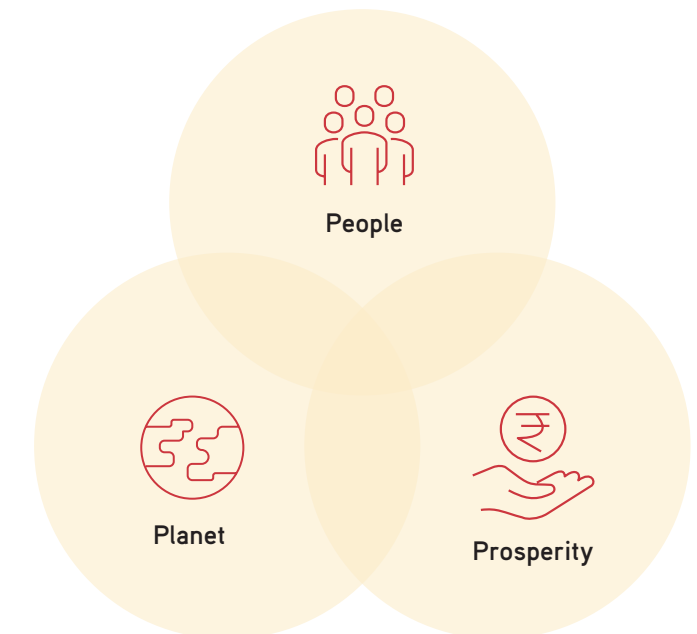
India's robust macroeconomic fundamentals and the growth trajectory of the housing sector align with our commitment to the vision of Viksit Bharat. As sustainability and ESG gain increasing importance amid evolving regulations and stakeholder expectations, we have reinvigorated our ESG approach with a sharper, more comprehensive focus. We continue to align with emerging national and global standards to drive responsible growth and long-term value creation.

"We are in the decisive decade. It is indubitable that sustainability makes sense for the planet, for the people, for the communities and for the bottom line. Sustainability is the catalyst for growth in today's changing landscape.

We see 'Sustainability' as a value center for us. It presents opportunities for differentiation and brings the most effective, inclusive, people-centric business strategy into action.

In our journey, we shall continue to demonstrate the brighter side of sustainability and strive to create a positive influence of sustainable practices within and beyond our business."

Leadership Team,
PNB Housing Finance



Our journey so far

FY23

Fundamentals

Delved deeper into the fundamentals of ESG & Sustainability

FY 24

Policy and framework around ESG

Formulated the ESG Policy to have dedicated focus

Governance around ESG

Created ESG vertical within the Company

FY25 and beyond

Benchmarking and stakeholder engagement

Conducted stakeholder discovery for engagement and materiality exercise

Materiality matrix development

Consolidated the material issues in a materiality matrix post detailed surveys

Going the next level

Further aligning with regulatory guidelines and global sustainability platforms - GRI, TCFD, S&P Global CSA, GHG Protocol and exploring PCAF

Structured disclosures around ESG

Commenced disclosure on the progress in ESG through BRSR on all essential and leadership indicators

Built on our core values



People First



Customer-Centric

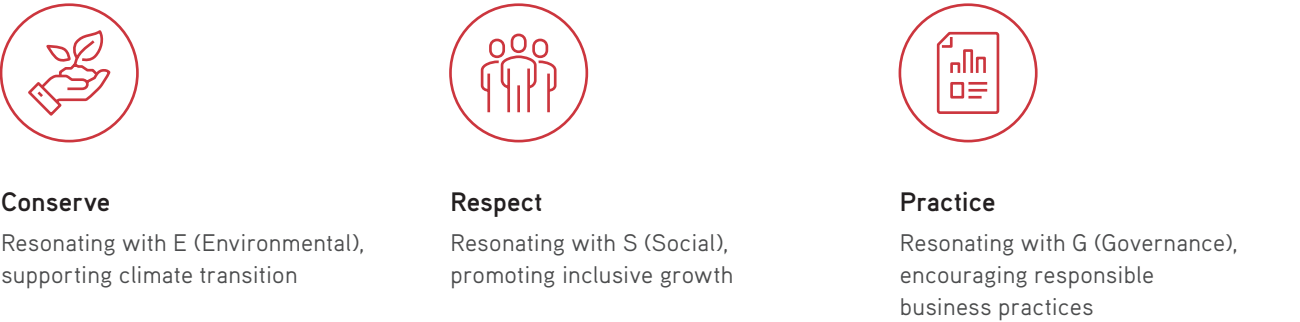


Ethical Standards

House of ESG

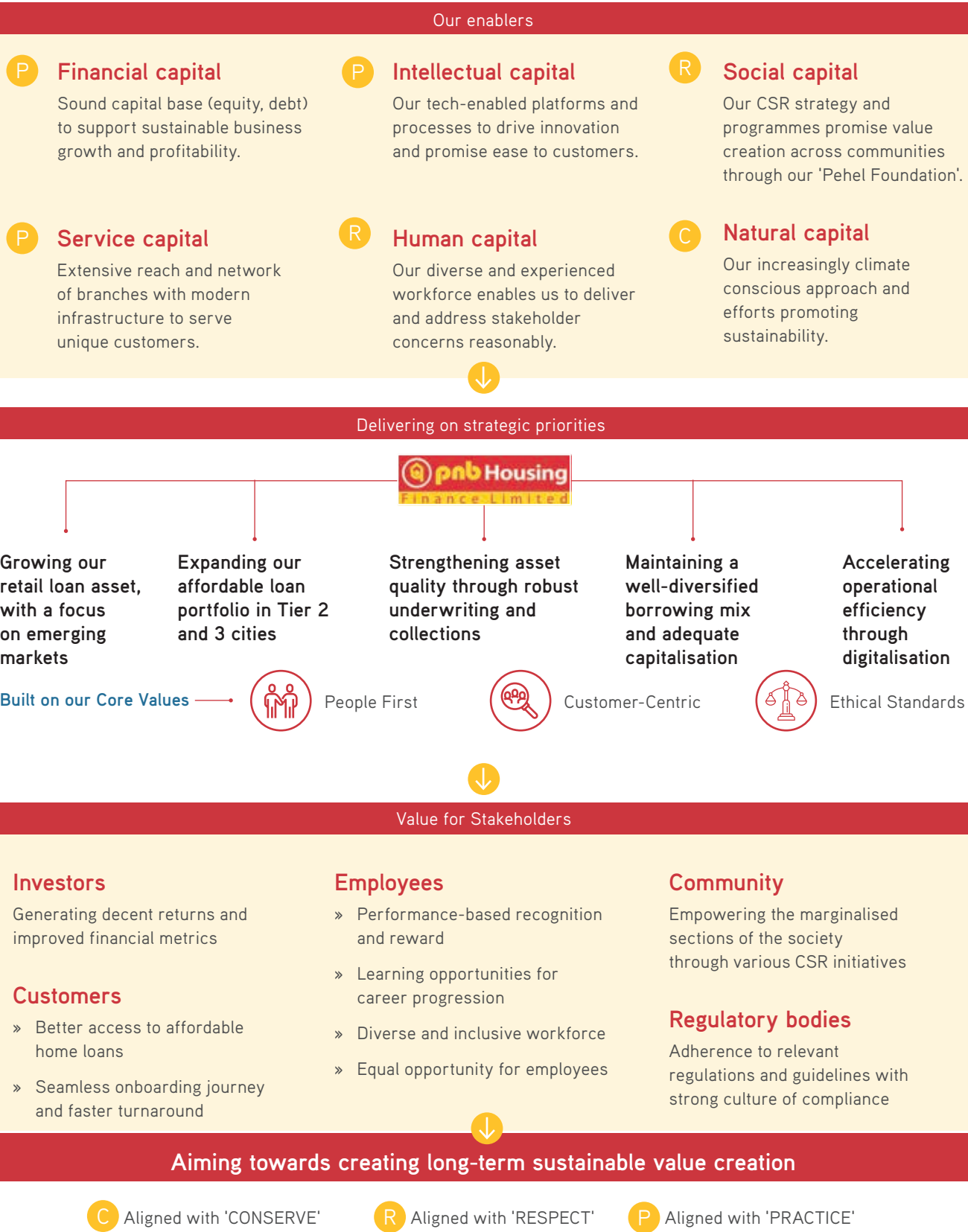


The House of ESG is an overarching framework that represents how our journey is structured and directed toward sustainable transformation. This framework enables us to translate our ESG attributes into action under three pillars:



Sustainable value creation model

We have also developed our Sustainable Value Creation Model, drawing inspiration from the Integrated Reporting (IR) framework—now consolidated under the IFRS framework—to ensure proper alignment of our sustainability journey with our business.

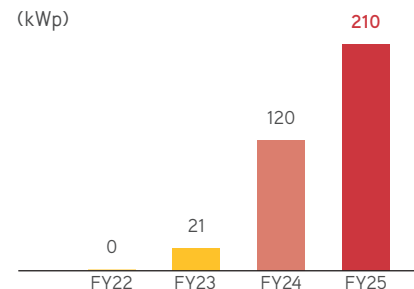


ESG FOCUS

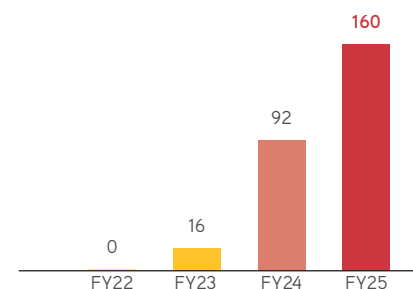
Growing responsibly – Addressing our triple bottom line

Non-fossil based cumulative capacity

(kWp)

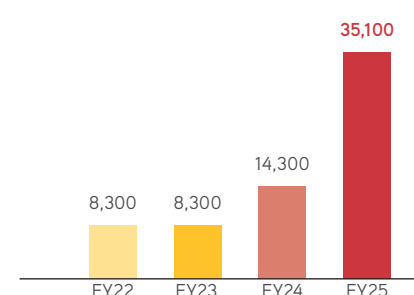


Carbon reduction potential

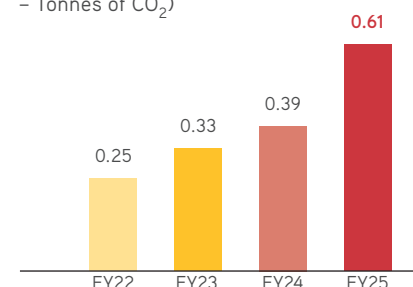
(in Tonnes of CO₂)

Tree plantation

(No. of trees – cumulative)

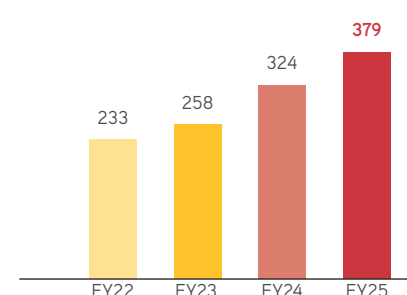


Carbon intensity per crore income

(Scope 1 & 2 emissions – Tonnes of CO₂)

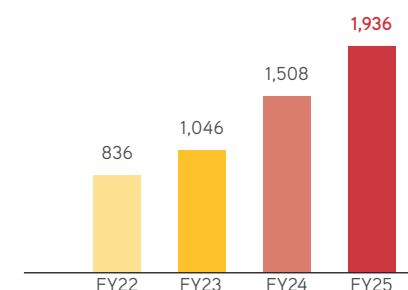
Female employees

(nos.)



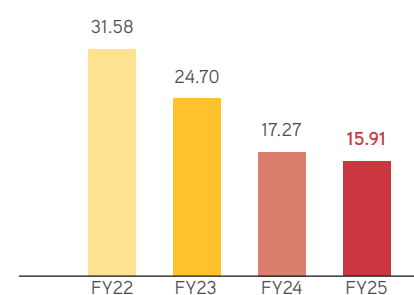
Economic value retained

(₹ in crore)

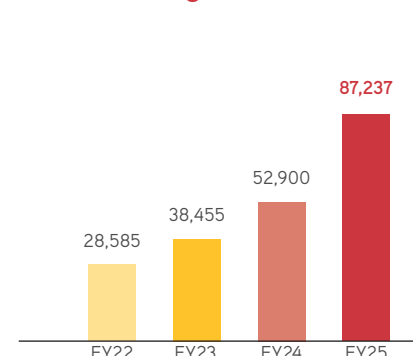


Turnover rate

(%)

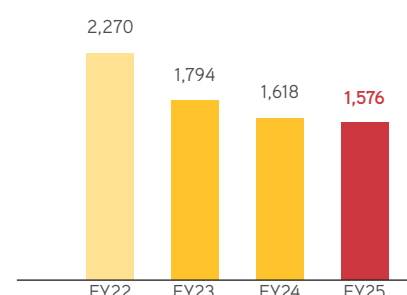


Total learning hours



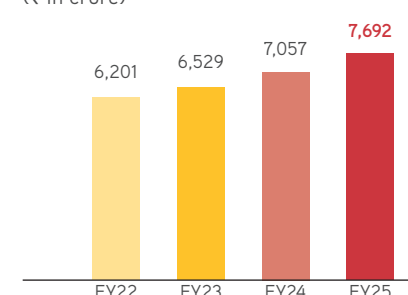
Customer grievances

(nos.)



Direct economic value generated

(₹ in crore)



Our ESG performance

As of 28th February 2025, PNB Housing Finance performed in the **top third** of the Diversified Financial Services and Capital Markets industry in the S&P Global Corporate Sustainability Assessment (S&P Global CSA).

In February 2025, PNB Housing Finance was assessed by Morningstar Sustainalytics to be at **'Medium'** risk of experiencing material financial impacts from ESG factors.



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Sketching the way forward

We intend to leverage the GRI frameworks to further enhance our sustainability journey and disclose relevant ESG metrics and sustainability aspects. Participation in relevant rating platforms such as the S&P Global Corporate Sustainability Assessment, in addition to the Business Responsibility and Sustainability Reporting (BRSR) framework of SEBI, remains in our strategic focus.

PNB Housing Finance reserves the right to update and modify its future outlook in accordance with evolving regulations and changing business dynamics.

PEOPLE

People first, always

Guided by our core value of 'People First', we believe that nurturing talent, building trust, and promoting an inclusive and empowering culture are fundamental to building a sustainable and high-performing organisation. In FY25, we continued to strengthen our people-centric approach, making PNB Housing Finance a workplace where employees feel valued, inspired, and equipped to thrive in a dynamic business environment.



"You take care of your people and they will take care of your business."

Mr. Girish Kousgi
MD & CEO

2,149

Employees

36.1 years

Average employee age

35.9 months

Average employee tenure



Creating a culture of trust and belonging

Our organisational ethos, captured by our brand philosophy 'Ghar ki Baat', reflects our deep commitment to building an environment of trust and care. Just as a home is a place of security and connection, we extend this sense of belonging to our employees.

Every action and initiative—right from recruitment to engagement, development, and recognition—embodies this spirit.

The Trust Framework at PNB Housing Finance ensures that our people practices are aligned with the highest standards of transparency, ethics, and

accountability. Our senior leadership plays a pivotal role in championing this culture, embodying values such as integrity, humility, meritocracy, and empowerment, which shape the behaviours and decisions across the organisation.

Expanding our collective potential

In FY25, we continued to scale our campus hiring programme, building on the momentum of its relaunch the previous year. A total of 43 management trainees were onboarded from 13 leading campuses across India, selected from 267 applicants.

These high-potential postgraduates have been placed across key functions, including Sales, Credit, Legal, Audit and Human Resources.

This programme is a strategic investment in shaping a pipeline of future-ready leaders, deeply aligned with the values and culture of PNB Housing Finance.

640

New hires in FY25

20%

Share of women in new hires in FY25

PEOPLE

Prarambh: A thoughtfully curated onboarding experience

- To ensure our employees begin their journey on a strong foundation, we have institutionalised ‘Prarambh’, an award-winning 90-day onboarding programme. The initiative goes beyond orientation and includes:
- » Pre-joining engagement through personalised family welcomes and tree plantations symbolising long-term growth.
 - » Structured milestones like workspace setup, buddy allocations, role orientation and policy familiarisation.
 - » Continuous support via HR check-ins, performance goal setting using SMART KPIs and quarterly feedback reviews.

Highlights of the initiative



Living our core values

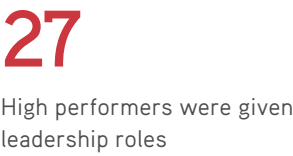
Our values—People First, Customer Centricity, and Ethical Standards—serve as the bedrock of our identity.

- People first**

We nurture and grow talent from within. In FY25, we promoted 134 internal employees to higher roles.
- Meritocracy and recognition**

We revamped our performance management system to a 5-point scale, promoting objective, merit-based evaluations.
- Ethical culture**

We uphold fairness, transparency, and accountability through strict compliance, whistleblower policies and regular certifications.



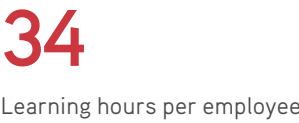
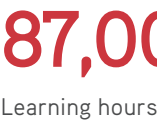
Our ‘Retention Gem’ initiative celebrates customer service employees who go above and beyond, reinforcing our values in daily practice.

Building capability

Learning and development framework

Our comprehensive Learning & Development (L&D) strategy is designed to foster a future-ready workforce:

- » **Organisation-led Interventions:** Large-scale programmes such as leadership development, regulatory training, and functional deep-dives.
- » **Functional training:** Customised for roles across sales, credit, operations and risk, delivered by internal SMEs and measured by pre-post assessments.
- » **Behavioural training:** Soft skills, customer centricity, and emotional intelligence training tailored for frontline and leadership roles.



Digital learning ecosystem

Our e-Guru LMS and LinkedIn Learning platforms offer curated, self-paced, and accessible learning opportunities. Employees receive certifications for completing courses in business, technology, and personal development. Trainers regularly recommend content based on individual training needs, enabling personalised and impactful upskilling.

Leadership Development Programme

A five-day intensive classroom workshop was conducted in collaboration with the Indian School of Business (ISB) for selected members of the Talent Pool. The programme was strategically designed to foster and strengthen organisational culture, equipping participants with advanced insights and practical tools.

Parivartan Sales Leadership Programme

A targeted development programme was conducted for nominated Area Sales Managers and Branch Business Heads to strengthen leadership and sales capabilities. The programme focused on enhancing adaptability, action orientation, customer centricity and collaboration for ASMs, while BBHs were equipped to build high-performing teams and drive cross-functional collaboration.

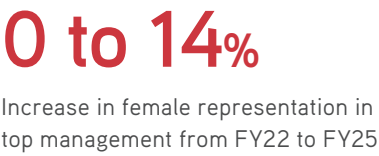
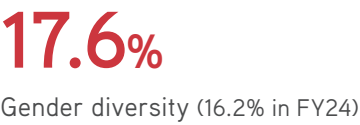
Diversity, Equity and Inclusion (DEI): The Aikyam framework



True to our belief that diversity drives innovation, we implemented the Aikyam framework to institutionalise inclusivity and empowerment across the organisation. ‘Aikyam,’ meaning unity, is centred on three pillars.

SheReturns, our women-returnee programme, offers career opportunities for women resuming work after a break, reinforcing our commitment to gender parity.

Pillar	→	Focus area	→	Impact
Diversity		Gender, ability and underrepresented talent		Broadened perspectives, better innovation and deeper customer empathy
Inclusion		Equal access, respect and growth opportunities		Higher employee morale, lower attrition, enhanced collaboration
Empowerment		Mentorship, flexible work, and leadership programmes		Future-ready workforce, increased engagement, stronger retention



PEOPLE

Innovation by all: A culture of ideas and ownership

Innovation is embedded in our DNA. At PNB Housing Finance, every employee, regardless of role, is encouraged to contribute ideas that drive progress. This philosophy is institutionalised through:

Mera Sujhaav:
The ideation platform

Our flagship platform, Mera Sujhaav, is a powerful channel for employees to share actionable suggestions. Managed by the Idea Council, chaired by the CFO and reviewed by the MD & CEO, it ensures transparency and recognition. This platform has:

- » Democratised innovation across functions and levels
- » Encouraged ownership and problem-solving
- » Rewarded impactful ideas, enhancing morale and engagement



Case study



From idea to impact: How employee feedback transformed customer engagement

One of the most impactful examples of innovation through employee input is the implementation of Salesforce CRM, replacing our legacy customer systems.

Key results

- » **Customer interaction:** Enquiry volumes doubled, repeat customer emails reduced from 2.5 to 1.6
- » **Sales performance:** Lead-to-login ratios improved 50–60%
- » **Operational efficiency:** API query closures rose from 1,574 to 2,983/month; customer email closures rose from 83% to 91%
- » **Collaboration:** Enabled real-time decision-making across 300+ branches
- » **Employee productivity:** Sales and service teams reported substantial time savings and better collaboration

Complemented by LMS upgrade

The successful upgrade of our Loan Management System, based on employee feedback, resulted in faster processing, improved compliance, and a better customer experience.

These initiatives underscore how frontline feedback can power enterprise-level change—an enduring example of innovation by all.

Future-focused talent strategy

As we look ahead, our people agenda is aligned with long-term business priorities:

- » **Succession planning:** Robust pipelines are being built through data-backed talent reviews and mobility programmes
- » **Leadership development:** Targeted grooming of high-potential talent at mid- and senior levels

- » Agile and digital capabilities: Ongoing reskilling to match evolving business models and digital-first initiatives

Strengthening retention

At PNB Housing Finance, we focus on retaining high-performing, values-driven professionals who form the backbone of our organisation. In FY25, our sustained efforts in enabling performance, providing growth opportunities, and creating a supportive work environment resulted in a marked reduction in attrition—among the best in the industry.

23.1%

Overall attrition in FY25

15.9%

Regretted attrition in FY25

Driving recognition, reward and growth

Our revamped performance management framework ensures fair and transparent assessments aligned to business impact and leadership behavior. Key elements include:

- » Role-aligned competencies that balance functional expertise and leadership behaviour
- » 360-degree feedback, promoting a culture of openness and growth
- » Merit-based rewards to recognise standout performers across geographies and functions

Anchors Club: Celebrating enduring contributions

Loyalty and legacy matter. Our Anchors Club honours long-serving

employees who have shaped our journey. Recognition is given across tenure milestones—starting from 3 years and going up to 25 years.

These individuals are our culture carriers, setting the benchmark for integrity, dedication and excellence.

184

Employees recognised as Anchors in FY25

MD's Toppers Club and Star Circle

To honour those who consistently go above and beyond, we have institutionalised two premier recognition platforms:

MD's Toppers Club – Recognises top-performing employees each quarter

MD's Star Circle – Celebrates individuals who create exceptional business impact

Winners are personally felicitated by the MD & CEO, followed by a dedicated lunch session—a forum to share experiences, ideas, and insights directly with leadership.

270

Awardees in FY25



Creating connections: Engagement that unites

We believe engaged teams drive performance—and culture is built through shared experiences. Our monthly engagement series,

'Happy Hour', brings employees together across locations for interactive, fun-filled sessions that foster bonding beyond the day-to-day. We also celebrate the extended PNB Housing Finance family.

Through 'Taiyari Udaan Ki', we recognise the academic achievements of employees' children, reinforcing our culture of inclusion and belonging.

CORPORATE SOCIAL RESPONSIBILITY

Together for tomorrow

At PNB Housing Finance, our Corporate Social Responsibility (CSR) philosophy is deeply aligned with our identity as a housing finance institution. We believe that sustainable development is vital for building resilient communities, and our CSR initiatives are designed to address critical socio-economic challenges through focused, high-impact interventions.

Our CSR strategy is built on three key pillars



Flagship initiatives

These initiatives focus on the holistic welfare of construction workers, migrant communities, and the unorganised sector, along with their families.

They offer integrated support through healthcare access, education, and skill development, improving the quality of life for underserved groups.



Strategic thematic programmes

We have defined five core thematic areas to ensure structured and outcome-driven engagement:

- » **Women empowerment:** Promoting financial independence and dignity through education, entrepreneurship and skills training.
- » **Education:** Enhancing learning outcomes via access to quality education, digital tools and infrastructure support.

- » **Healthcare:** Improving public health through preventive care, infrastructure upgrades, and tailored support for the elderly and differently-abled.
- » **Environment:** Fostering sustainability through afforestation, renewable energy adoption, waste management and conservation efforts.
- » **Sports:** Encouraging grassroots sports, including rural, Paralympic, and Olympic disciplines, to nurture talent and promote inclusivity.



Contingency pillar

Recognising the unpredictability of disasters, our contingency framework enables swift responses to crises through relief and rehabilitation efforts. We also extend support to the Indian Armed Forces and their families in areas such as healthcare, education, and need-based services.

Through these pillars, we aim to create enduring social value by fostering empowerment, inclusivity, and resilience. By collaborating with stakeholders and local communities, we remain committed to driving sustainable progress and contributing meaningfully to nation-building.

Presence

Our CSR programmes are strategically designed to be implemented across India, with a focused approach on areas proximate to PNB Housing Finance branches. By aligning our efforts with local needs, we ensure that our interventions directly contribute to the well-being and development of the communities surrounding our operations, fostering meaningful and sustainable impact.

- » No. of States covered: **16**
- » No. of Districts reached: **38**
- » Total number of beneficiaries impacted: **8 lakh+**



Flagship intervention

Welfare of construction workers community

Objective

This is dedicated to enhancing the well-being of construction worker community through comprehensive support initiatives. By fostering a safe, inclusive, and empowering environment, we aim to uplift their quality of life, promote dignity in labour, and strengthen their social and economic resilience. Our commitment lies in building a sustainable future for the workforce that forms the backbone of the industry.

This intervention has transformed lives, directly uplifted approximately 2.8 lakh construction workers while creating a ripple effect that has positively impacted 5.7 lakh dependents. A step towards dignity, resilience and a better tomorrow!

The impact was driven by healthcare, education, skilling and livelihood interventions as detailed:

HEALTHCARE

Mobile Medical Unit (MMU)

Through the Mobile Medical Unit (MMU) project, Pehe Foundation delivers essential healthcare services directly to construction sites, promoting awareness and timely medical intervention. Daily health camps offer consultations, screenings, and medicines, reaching over 2.85 lakh individuals across 12 major cities.

Vision Care through 'PNBHFL Vision First'

This initiative enhanced access to quality eye care for construction workers and underprivileged communities in Hyderabad, Visakhapatnam, and nearby districts. Eye screening camps led to 1,800 cataract surgeries and treatment of 50 corneal conditions, significantly improving vision health.

WOMEN EMPOWERMENT

Skill development of women dependents of construction workers in Gurugram

421 women beneficiaries from construction worker communities in Gurugram were equipped with tailoring and fashion designing skills, resulting in 98% employment. The NSDC-certified course offers initial salaries ranging from ₹10,000 - ₹12,000.

EDUCATIONAL SUPPORT

Education for out-of-school children

We provide education support to children of construction worker families at two construction sites in Gurugram, benefitting 238 children during the year. Various sports and extracurricular activities were organised for overall development of children. Children were also mainstreamed into age-appropriate classes in the government schools.

Strategic interventions

Objective

Our Strategic CSR efforts are anchored in five key thematic programmes—Women Empowerment, Education, Healthcare, Environment and Sports—each designed to

drive sustainable and meaningful impact. Through these initiatives, we strive to uplift communities, foster inclusivity, enhance well-being, and create opportunities for growth

and resilience. By championing empowerment, education, health, sustainability, and the spirit of sportsmanship, we aim to build a stronger, more equitable future for all.

Pehel Shakti - Women empowerment interventions

Objective

Our Women Empowerment interventions are committed to fostering equality, opportunity, and independence for women across communities. Through skill development, micro enterprises, education, health and leadership initiatives, we strive to break barriers, amplify voices, and create a strong foundation for sustainable growth. By empowering women, we pave the way for a more inclusive and resilient society.

186 girl students of Miranda House, University of Delhi, coming from economically weaker sections of society from different streams such as science and humanities were awarded scholarships to support their higher education. This scholarship is aimed at covering the student’s annual tuition fees and will be extended for a period of three years, supporting them through the completion of their undergraduate degree courses.



Pehel Shiksha – Education interventions

Objective

We are committed to advancing education by providing inclusive learning opportunities that empower individuals and communities. Through strategic initiatives like scholarships, school digitisation, skill development, school upgradation, PM Internships and infrastructure enhancement, we strive to create an environment where knowledge becomes a catalyst for transformation. By enhancing access to quality education, modern learning technologies, and safe learning environments, we empower communities to drive sustainable socio-economic progress and lifelong learning.

Pehel Shiksha has directly impacted the educational journeys of 12,372 students, equipping them with essential knowledge and skills. Its broader influence has touched 24,048 individuals, fostering a culture of learning, empowerment, and long-term socio-economic progress.

Modern science lab upgrade – Dadri, Greater Noida

Three state-of-the-art science labs (Physics, Chemistry, Biology) were set up at Bhartiya Aadarsh Inter College, benefitting 1,380 students and teachers. Equipped with modern tools, furniture, and safe electrical systems, the labs promote hands-on learning in a secure environment.

Anganwadi Renovation – Rajpura, Punjab

7 Anganwadi Centres in Rajpura were upgraded with room refurbishments, BALA painting, new toilets, kitchens, RO drinking water, handwashing units, furniture, toys, and books. The initiative supports 234 children, 100+ pregnant women, and 20 Anganwadi workers, turning these centres into nurturing community spaces.



Empower Her – Girls’ school transformation in Jodhpur, Rajasthan

Two government girls’ schools were revitalised with smart classrooms, STEM labs, solar power, rainwater harvesting, hygienic washrooms, a shaded meal area, and a new playground. Designed to remove barriers to education, the project has benefited 677 students and teachers.

PM Internship Scheme

As part of the Prime Minister’s initiative, PNB Housing Finance provided hands-on industry training to six young interns, helping prepare them for meaningful employment.

Project Parivartan – Ghaziabad, Uttar Pradesh

Classrooms from Grades 6 to 8 at Nagar Nigam Balika Inter College were renovated, along with sanitation facilities and benches, benefiting 211 students. Employee volunteers contributed through a tree plantation drive and social awareness wall painting.

School renovation – Mumbai, Maharashtra

Renovation of 16 classrooms and 6 toilets at Shree Ram Welfare Society’s High School improved the learning environment for 1,860 students, enhancing hygiene and classroom infrastructure.

Establishment of PEHEL computer labs at two Government Nursing Colleges in Gujarat

We established Computer Labs in the Government Nursing College Ahmedabad and Surat, helping 982 students and faculties across both the colleges with online study material, references, assignments, and projects to promote nursing education and research. The labs are equipped with latest technology and devices like computers, printers and high-speed internet connections, along with modern infrastructure, to offer a conducive learning environment and significantly promote nursing education and research.

Pehel Swasthya –
Healthcare interventions

Objective

Our Healthcare Interventions are committed to ensuring equitable access to quality medical care and holistic well-being for all. Through initiatives focusing on preventive healthcare, maternal and child health, medical support, awareness programmes, and infrastructural enhancements, we strive to bridge healthcare gaps and foster healthier communities. Additionally, we prioritise specialised support for the elderly and specially abled individuals, ensuring dignity, accessibility, and care tailored to their unique needs. By empowering individuals and families with healthcare solutions, we aim to build a resilient and inclusive society.

Pehel Swasthya has directly impacted 16,546 individuals, providing vital healthcare services and support. An additional 1,614 dependents have also benefitted, strengthening families and communities through improved health outcomes.

Blood collection and transport
vehicle – Hubli

A specially equipped vehicle has been provided to support the blood collection and transportation needs of patients with Thalassaemia, HIV and other critical conditions.



Cochlear implants for hearing-
impaired children – Hyderabad

10 underprivileged children with hearing loss received cochlear implant surgeries, improving their auditory and communication abilities for a better future.

Dialysis machine support – Indore

10 dialysis machines donated to M.Y. Government Hospital have enabled 2–3 additional dialysis cycles daily, benefitting 25–30 extra patients every day.

Wheelchair distribution –
75 old-age homes

300 wheelchairs distributed across old-age homes in Chennai, Mumbai, Pune, Junagadh, Mehsana, and Anand, impacting 3,469 elderly residents. 19 PNBHFL employees participated in the distribution drive.

Smart vision glasses – Chennai

45 visually impaired individuals received AI-enabled Smart Vision glasses, enhancing their independence and quality of life.

Childcare centre – Delhi

8 new family units established to provide safe, hygienic accommodation for families of paediatric cancer patients, supporting recovery and emotional well-being.



Ultrasound machine for cancer
diagnosis – Navsari

An advanced USG machine was donated to Lilaben Chimantal Parikh Cancer Centre, aiding in faster and more accurate cancer screening and diagnosis.

Burn surgery facility
upgrade – Meerut

The Burn Surgery Department at LLRM Medical College is now fully operational with modern operating tables, providing specialised care to 30 patients monthly.

OT complex renovation –
J.J. Hospital, Mumbai

Upgraded operation theatre complex, including post-op, scrub, and sterilisation rooms, now benefits around 500 women monthly through safer, state-of-the-art medical facilities.



Pehel Paryavaran –
Environment interventions

Objective

Our Environment Interventions are dedicated to fostering sustainability, conservation, and ecological resilience. Through initiatives focused on afforestation, waste management, water conservation, renewable energy

adoption, and climate awareness, we strive to protect natural resources and promote responsible environmental practices. By empowering communities to embrace eco-friendly solutions, we aim to create a greener, healthier, and more sustainable future for generations to come.

We planted 14,800 trees in Hyderabad and Chennai, supporting biodiversity,

cleaner air, and ecosystem restoration. Additionally, a solar power plant at Rajasthan Mahila Vidyalaya, Udaipur, is promoting sustainable energy while benefiting 325 students. These initiatives reflect our commitment to environmental stewardship and a greener, healthier future for all.

Pehel Khelo India –
Sports intervention

Objective

Our Sports Interventions aim to foster inclusivity, talent development, and excellence in athletics. By supporting training programmes for rural sports, nationally recognised disciplines, Paralympic and Olympic sports, we empower individuals with opportunities to hone their skills and achieve their potential.

Pehel Foundation is supporting OGG programme for 65-75 athletes preparing for Olympics, Paralympics and other events across India. Athletes are supported for training and tournaments, Sport Science (Physiotherapy, nutrition, strength and conditioning, injury rehabilitation, psychology, medical supplies, medicines and nutritional supplements), Equipment & Sports Kit, Athlete Management & Performance monitoring, etc.



Integrated village
development intervention

Objective

Our Integrated Village Development Project is dedicated to fostering holistic and sustainable growth in rural communities. Through interventions in infrastructure, healthcare, education, livelihoods, women empowerment, environmental sustainability, and digital inclusion, we aim to create self-reliant villages equipped with essential resources and opportunities. By addressing socio-economic challenges and strengthening local ecosystems, we strive to transform villages into thriving hubs of prosperity, resilience, and well-being, ensuring inclusive development for all.

The Integrated Village Development Project in Bantari, Varanasi, has impacted 1,153 villagers through school upgrades, a new Anganwadi, women-led enterprises, modern farming tools, health camps, nutrition kits, pond rejuvenation, and solar streetlights—driving inclusive, sustainable rural progress and significantly improving quality of life across the community.

Support to the armed forces
of India

Objective

Our CSR initiatives are dedicated to supporting armed forces veterans, war widows, and their dependents by providing financial assistance, education, healthcare programmes etc. Through structured interventions, we aim to foster resilience, empowerment, and long-term well-being for these brave individuals and their families.

7 Advance Life Support
ambulances (ALS) support to
Indian Army

Seven advanced life support (ALS) ambulances, equipped for hilly terrains, were supported for the Indian Army's Northern Command, covering Jammu & Kashmir, Leh, Ladakh, and Siachen. These state-of-the-art vehicles ensure timely evacuation and critical care for injured soldiers and civilians. The initiative is expected to benefit approximately 30,000 individuals across these sensitive regions.

Education grant support

Education grant of ₹12,000 each provided to 417 children of ex-servicemen, martyrs and their widows, pan-India honouring their contribution in the service of the nation.

Rooted in responsibility

We remain steadfast in upholding the highest standards of transparency, integrity, and accountability. By constant strengthening of governance framework and consistent compliance, we safeguard stakeholders' interest and foster enduring trust across every level of the organisation.

A Board committed to purposeful oversight

Our Board of Directors bring a wealth of experience from diverse sectors including housing finance, banking, investment, economics, risk management, and fintech regulation. Their deep knowledge of financial markets and credit cycles positions the Company to navigate complexity and capitalise on growth opportunities. The Board committed to purposeful oversight plays a crucial role in guiding and governing the organisation and provides strategic direction.



The Board is structured to ensure independence, diversity, transparency, accountability and a balance of perspectives. Members actively contribute to strategy formulation, risk oversight, compliance and ESG integration.

63.6 years

Average age of Board members

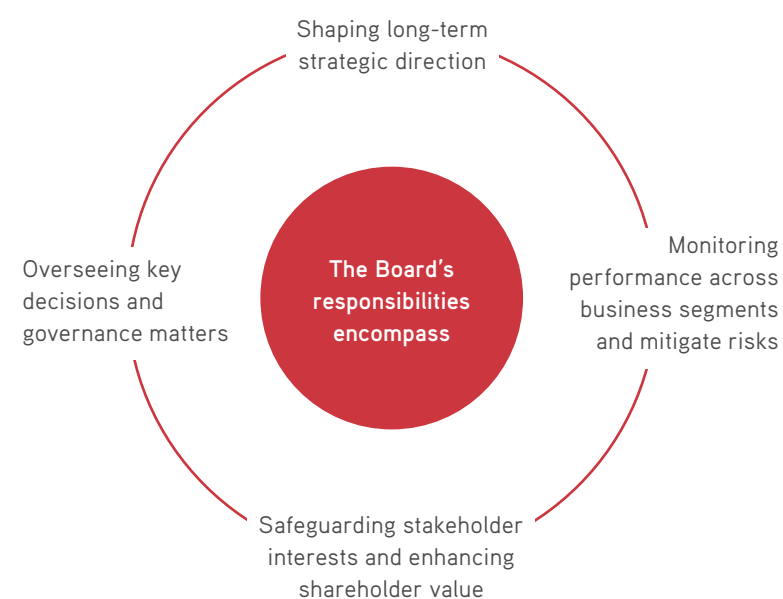
35 years

Average experience of Board members

5.6 years

Average tenure in the Company

Guiding the Company's strategic direction



All significant decisions are taken based on a formal schedule and in alignment with statutory and regulatory mandates. The Board operates through multiple committees including the Audit Committee (AC), Risk Management Committee (RMC), Nomination & Remuneration Committee (NRC), and the Corporate Social Responsibility Committee (CSR), among others.

Board composition and Committees of the Board

Board structure

→ Managing Director & CEO (1)

→ Non-Executive Nominee Director (1)

→ Independent Directors (7)

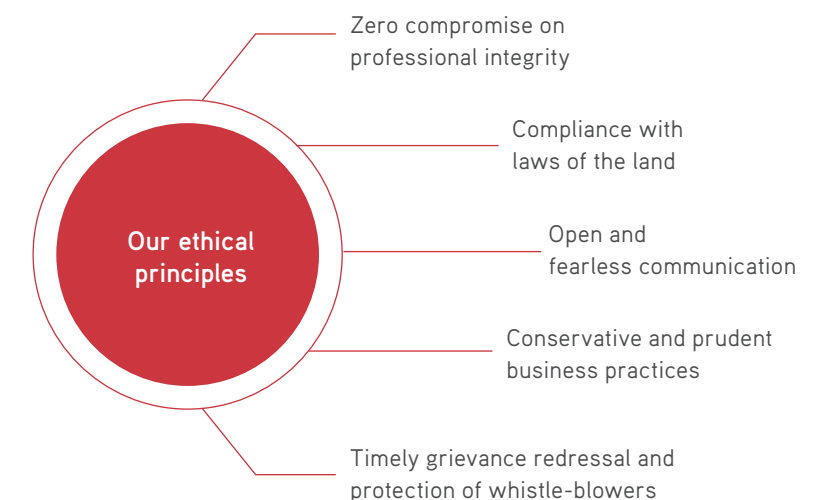
- » Audit Committee
- » Risk Management Committee
- » Credit Committee
- » Nomination and Remuneration Committee
- » Stakeholders Relationship Committee
- » Corporate Social Responsibility Committee
- » IT Strategy Committee
- » Special Committee for Monitoring and Follow-up of Frauds
- » Consumer Protection Committee

Ethics at the core

At PNB Housing Finance, ethics are non-negotiable. We believe in doing the right things and aim at enhanced reputation, increased trust and positive work culture. We have adopted comprehensive Codes of Conduct applicable to our Non-Executive Directors (including Independent Directors), Executive Directors, and senior management. These codes articulate professional and ethical conduct and are in alignment with regulatory guidelines.

Our ethical principles

The Whistle-blower Policy provides direct access to the Audit Committee Chairperson and safeguards whistleblowers from retaliation, protects their identity and ensures confidentiality.



Retention GEM initiative

This initiative reflects our core values—People First, Customer-Centricity, and Ethical Standards. It empowers employees to proactively retain customers by offering responsible solutions while adhering to ethical boundaries. Every customer interaction under this programme is subject to a clear set of internal approvals and oversight, ensuring ethical alignment and compliance.

Leadership that drives accountability

Leadership at PNB Housing Finance is not defined by hierarchy but by accountability, inclusion, and purpose. Our Annual Operating Plan (AOP) process includes cross-functional leadership engagement to align goals and numbers with the Company's broader mission.

These are further cascaded through events like the Annual Sales Kick-off and regular Town Halls.

Our flattened structure enables open dialogue and decentralised decision-making—promoting a culture where policies and strategy are communicated clearly and consistently.

Robust risk management

In a dynamic housing finance landscape, risk governance is essential to institutional resilience. Our multi-layered Risk Management Framework is overseen by:



Board-level Risk Management Committee (RMC) – Approves and governs the risk appetite and framework



Executive RMC – Reviews key risk indicators across business functions

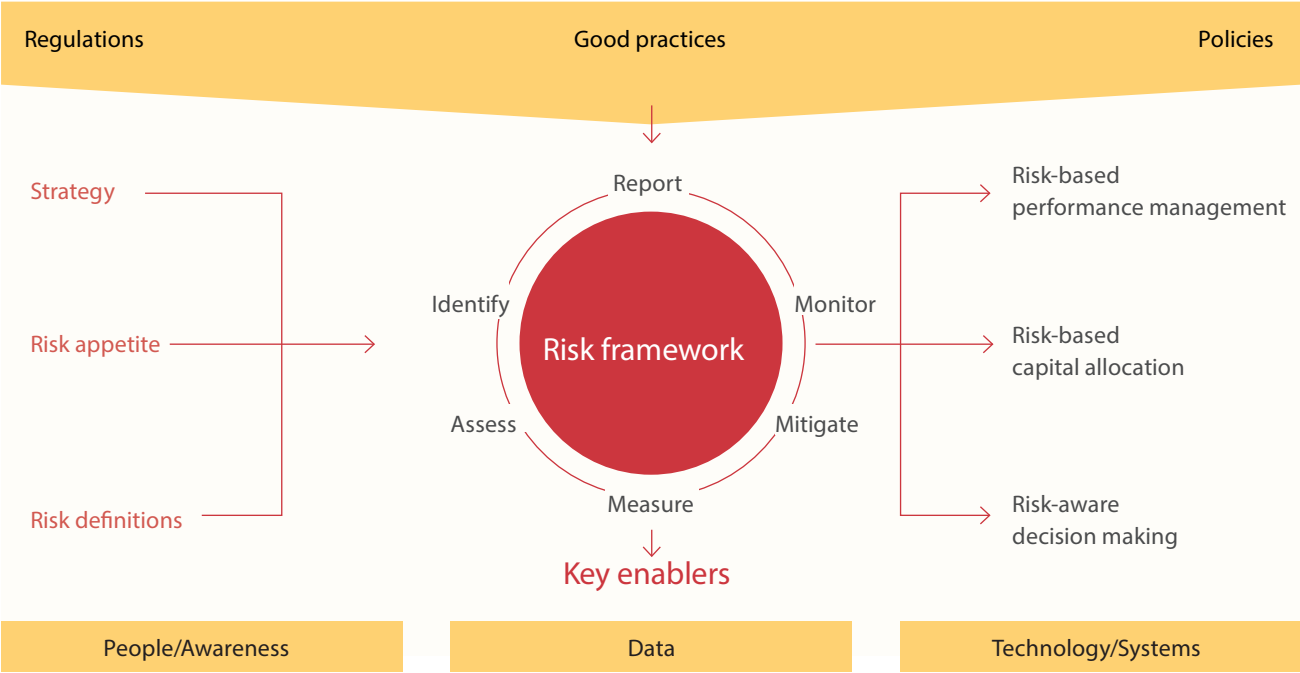


Internal Audit – Independently assesses risk controls and governance effectiveness



Compliance Function – Monitors adherence to statutory and regulatory requirements

Each business unit has its respective risks, with clear accountability across verticals. In FY25, we continued to strengthen data-backed risk evaluation mechanisms and early warning systems to stay ahead of potential vulnerabilities.



Regulatory compliance and transparency

PNB Housing Finance complies with applicable laws and regulatory requirements from RBI, NHB, SEBI, MCA, IRDAI and other authorities. In FY25, we maintained high standards in compliance with regulations covering:



Deposit mobilisation, SLR and KYC/AML



LCR, capital adequacy and credit rating



Fraud monitoring and SARFAESI procedures



Related-party transactions and corporate governance disclosures

We maintained Liquidity Coverage Ratio (LCR) well above the minimum requirement, throughout FY25.

Strengthening AML and risk controls

Our Anti-Money Laundering (AML) and Know Your Customer (KYC) framework is aligned with RBI regulations and the Prevention of Money Laundering Act, 2002. Key features include:

Risk-based customer due diligence	Customer acceptance and identification policies	Real-time transaction monitoring	Periodic employee training on AML practices

The Company conducts regular risk assessments to identify and mitigate potential exposure to money laundering and terrorism financing.

Policy framework and governance architecture

A suite of policies that strengthen our governance structure, are approved by the Board and periodically reviewed. Such policies include:

Code of Conduct for Directors and Employees	Whistle-blower Policy	Prevention of Sexual Harassment (PoSH)
Fair Practices Code	Customer Grievance Redressal Framework	Succession Planning Policy
Anti-Bribery and Anti-Corruption Policy	Outsourcing and Vendor Risk Management Policy	Information Security & Cyber Risk Management Policy

These policies are accessible to employees and stakeholders, with regular training and updates to ensure understanding and compliance.

Diversity and inclusion at the Board level

We recognise diversity as a critical enabler of robust governance and better decision-making. Our Board Diversity Policy supports inclusivity across gender, experience, expertise, age, and background. In FY25, the Board comprised individuals with varied academic credentials and professional experience across banking, housing finance, risk management, technology, and governance.

This breadth of insight helps us stay agile in the face of complex challenges and ensures we continue delivering value in a fast-evolving business environment.

Tech-driven governance practices

PNB Housing Finance continued to invest in digital governance systems during FY25. We implemented:

- Enhanced Board and Committee reporting dashboards
- Data-driven compliance tracking
- AI-enabled internal audit tools
- Automated monitoring of regulatory alerts

These tools increase accuracy and timeliness, provide the Board with greater visibility into operational and compliance metrics.

Case study

Inbound contact centre performance dashboard

In FY25, we operationalised a real-time dashboard to track key parameters such as call drop ratio, TAT, repeat queries, and resolution speed. It promotes accountability and reinforces our value of customer centricity. Employees exceeding performance thresholds are recognised, and training gaps are addressed immediately creating a responsive service culture underpinned by data.

BOARD OF DIRECTORS

Guiding the vision,
governing with purpose



Mr. Nilesh Shivji Vikamsey
Independent Director

DIN: 00031213
Date of joining: 22nd April 2016

Mr. Nilesh Vikamsey is a Chartered Accountant with over 38 years of experience in auditing and consultancy. He holds a Bachelor's degree in Commerce from the University of Bombay and is a member of the Institute of Chartered Accountants of India since 1985. Additionally, he has completed specialised courses in Information Systems Audit and Business Consultancy Studies. Mr. Vikamsey is a partner at KKC & Associates LLP and serves on the boards of Allcargo Gati Limited, Thomas Cook (India) Limited, SOTC Travel Limited, Nippon Life India Trustee Limited, Thejo Engineering Limited, Tablespace Technologies Limited, BlackSoil Capital Private Limited, and Gati Express & Supply Chain Private Limited. He is also Member of Tirupati Devasthanam and PL Capital Performing Credit Fund and President of Indo American Chamber of Commerce.



Mr. Sudarshan Sen
Independent Director

DIN: 03570051
Date of joining: 1st October 2020

A seasoned banking professional with over 38 years of experience, Mr. Sudarshan Sen is a distinguished professional with Master's degrees in Science (Mathematics) from the University of Delhi and in Business Administration from the University of Birmingham. He has served as Executive Director at the Reserve Bank of India and holds directorships at The Federal Bank Limited and Cashpor Micro Credit and Asset Reconstruction Company (India) Limited.



Dr. Tejendra Mohan Bhasin
Independent Director

DIN: 03091429
Date of joining: 2nd April 2020

A seasoned banking professional with over 38 years of experience, Dr. Tejendra Mohan Bhasin holds a Bachelor's degree in Law from the University of Delhi, a Master's degree in Science from Meerut University, an MBA from the University of Delhi, and a Ph.D. from the University of Madras. He is a Certified Associate of the Indian Institute of Bankers and was honoured with fellowship by the Indian Institute of Banking and Finance in 2010. Dr. Bhasin has served as Chairman and Managing Director of Indian Bank and was a Vigilance Commissioner at the Central Vigilance Commission. He currently chairs the Advisory Board for Banking and Financial Frauds constituted by the Central Vigilance Commission. He also holds directorships at Patanjali Foods Limited, PNB Gilts Limited and SBI Life Insurance Company Limited.

BOARD OF DIRECTORS



Mr. Chandrasekaran Ramakrishnan
Independent Director

DIN: 00580842
Date of joining: 7th October 2015

Mr. Chandrasekaran Ramakrishnan brings over 38 years of rich experience in the information technology sector. He holds a Bachelor’s degree in Mechanical Engineering from the University of Madras and a Post-Graduate Diploma in Management from the Indian Institute of Management, Bangalore. Mr. Chandrasekaran’s distinguished career includes leadership roles at Cognizant Technology Solutions India Private Limited and Tata Consultancy Services Limited. He currently serves on the boards of LTI Mindtree Limited, L&T Technology Services Limited, KSL Digital Ventures Limited, and Newgen Digitalworks Private Limited.



Ms. Gita Nayyar
Independent Director

DIN: 07128438
Date of joining: 29th May 2021

Ms. Gita Nayyar holds a Master’s degree in Business Administration from the Amos Tuck School of Business Administration, Dartmouth College, USA and brings 33 years of leadership experience. She currently serves on the boards of Oriental Hotels Limited, Transport Corporation of India Limited, Taj Sats Air Catering Limited, and Ask Investment Managers Limited. She is also a member of the Board of Governors of the Indian Institute of Management Udaipur and the Governing Body of HelpAge India. She is also recognised for her expertise in angel investing/ mentoring.



Mr. Pavan Kaushal
Independent Director

DIN: 07117387
Date of joining: 27th October 2022

Mr. Pavan Kaushal is a Chartered Accountant with over 35 years of experience in the financial services sector. He holds a Bachelor’s degree in Commerce from the University of Calcutta and a Master’s degree in Financial Management from Jamnalal Bajaj Institute of Management Studies, University of Mumbai. Mr. Kaushal has held senior leadership roles at Fullerton India Credit Company Limited and IDFC First Bank Limited. He currently serves on the boards of Innoven Capital India Private Limited, Asset Reconstruction Company (India) Limited, Lendingkart Finance Limited, and Lendingkart Technologies Private Limited. He is also a Senior Advisor for IREP Capital and Vision Edge One.



Mr. Neeraj Vyas
Independent Director

DIN: 07053788
Date of joining: 15th April 2019

Mr. Neeraj Vyas holds both Bachelor’s and Master’s degrees in Science from Vikram University, Ujjain, and brings 38 years of experience in the banking sector. Prior to joining us, he was associated with the State Bank of India. Mr. Vyas was initially appointed as an Independent Director on 15th April 2019, served as Managing Director and Chief Executive Officer, in the interim for a brief period from 28th April 2020 to 10th August 2020, and currently serves as an Independent Director since 12th August 2024.



Mr. Dilip Kumar Jain
Non-Executive Nominee Director

DIN: 06822012
Date of joining: 4th November 2022

Mr. Dilip Kumar Jain brings over 29 years of experience in the banking sector. He holds a Bachelor’s degree in Commerce from Rajasthan University and is a Chartered Accountant since 1989. Currently, he serves as Chief General Manager and the Chief Financial Officer of Punjab National Bank.



Mr. Girish Kousgi
Managing Director and Chief Executive Officer

DIN: 08524205
Date of joining: 21st October 2022

Mr. Girish Kousgi, our Managing Director and CEO, holds an Executive Master’s Diploma in Business Administration from the Indian Institute of Commerce and Trade. He has over 27 years of experience in the financial services industry, having served in leadership roles at Can Fin Homes Limited, Tata Capital Financial Services Limited, IDFC Bank Limited, and ICICI Bank Limited. In addition to his leadership at PNB Housing Finance, Mr. Kousgi serves on the Boards of the subsidiaries, PHFL Home Loans and Services Limited, and PEHEL Foundation.

LEADERSHIP TEAM



Girish Kousgi
Managing Director
and CEO



Ajay Kumar Mohanty
Head – Internal Audit and
Chief of Internal Vigilance



Jatul Anand
Chief Credit & Collections
Officer



Vinay Gupta
Chief Financial Officer



Satish Singh
Chief People Officer



Dilip Vaitheeswaran
Chief Sales Officer –
Retail



Valli Sekar
Chief Sales & Collection
Officer – Affordable



Veena G Kamath
Company Secretary



Krishna Kant
Chief Compliance
Officer



Anshul Dalela
Head – Customer Service
& Operations



Anubhav Rajput
Chief Information Officer



Vikas Rana
Head of Construction
Finance Business



Bhavya Taneja
Chief Marketing Officer



Neeraj Manchanda
Chief Risk Officer

AWARDS AND RECOGNITIONS





Standing (L-R): Anubhav Rajput, Neeraj Manchanda, Anshul Dalela, Vikas Rana, Dilip Vaitheeswaran, Satish Singh and Krishna Kant

Sitting (L-R): Bhavya Taneja, Valli Sekar, Girish Kousgi, Jatul Anand, Vinay Gupta, Ajay Kumar Mohanty and Veena G Kamath

Driving executive excellence





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Management Discussion and Analysis



INDIAN ECONOMY: STEADY GROWTH AMID GLOBAL HEADWINDS

In 2024, the global economy remained resilient despite varying regional performances. While the US and emerging markets like India posted robust growth, the Eurozone lagged and China faced a slowdown due to domestic challenges. The IMF estimates global GDP growth at 3.3%, below the historical (2000–19) average of 3.7%.¹

India's economy demonstrated remarkable stability amid global disruptions, supported by strong domestic consumption, increased government spending—particularly in infrastructure—and accommodative monetary policy. Retail inflation eased to 4.6% in FY25, its lowest level since 2018-19.² This decline enabled the RBI to reduce the repo rate by 25 bps in February 2025, marking its first rate cut in five years. This was followed by another 25 bps cut in April 2025 and a further 50 bps cut in June 2025. The move underscores the effectiveness of the RBI's pro-growth stance, successfully balancing economic momentum with price stability.

The financial sector exhibited relative stability in FY25, underpinned by adequate capital buffers, strong asset quality, and a sound regulatory architecture. Policy initiatives under 'Make in India' continued to gain traction, reflected in a gradual uptick in domestic manufacturing output.

Despite persistent global headwinds, India remained a key destination for foreign direct investment, particularly in manufacturing and technology.

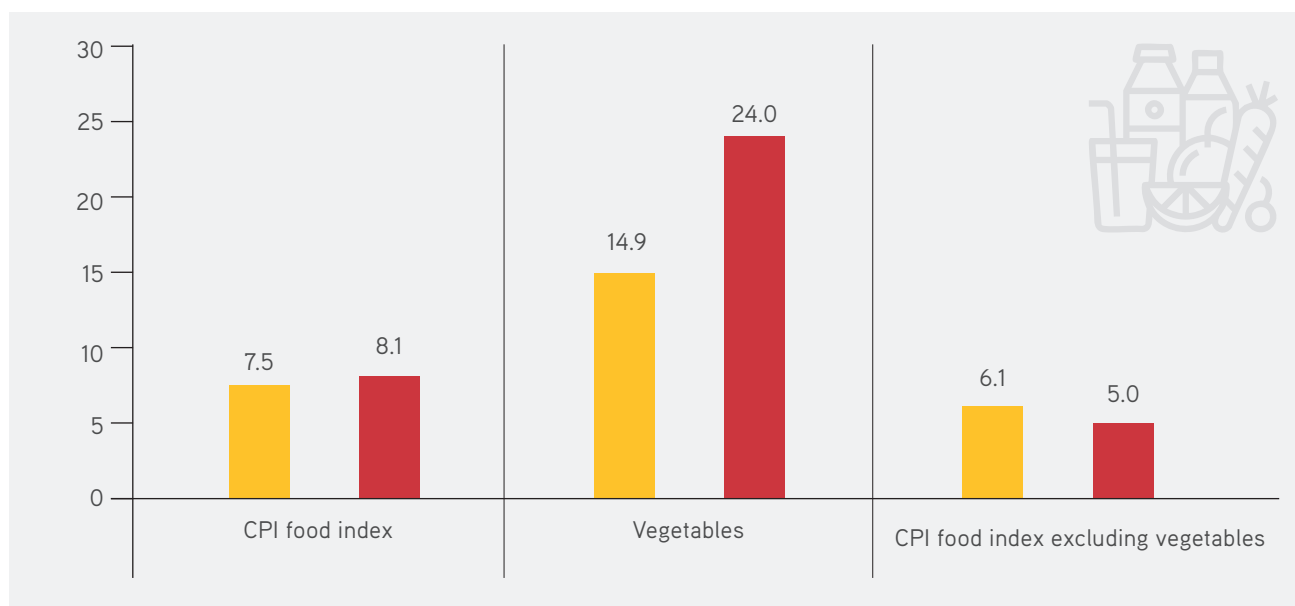
The digital economy, driven by the proliferation of e-commerce platforms and the accelerated adoption of digital payments, contributed meaningfully to economic resilience and formalisation.

Credit growth, which remained buoyant over the past few years, experienced a calibrated moderation during the year. This was due to tighter liquidity conditions, constraints in deposit mobilisation, and regulatory interventions aimed at curbing excessive credit flow to segments such as consumer credit and NBFCs. Non-food bank credit is estimated to have grown at ~11% yoy.³

According to NSO's Second Advanced Estimates, the Indian economy is projected to report 6.5% GDP growth in FY25, marking it one of the fastest-growing major economies in the world.⁴ GVA growth was broad-based across sectors with the agriculture, livestock, forestry and fishing reporting better performance than FY24.

The outlook for the Indian economy remains optimistic. With a growing population, substantial infrastructure investments, and a decade of progress in digital transformation, India's GDP is poised to accelerate in the coming years. Despite global tariff pressures and ongoing geopolitical tensions, the IMF projects a robust 6.2% GDP growth for CY25.⁵

Vegetables lifted food inflation in fiscal 2025



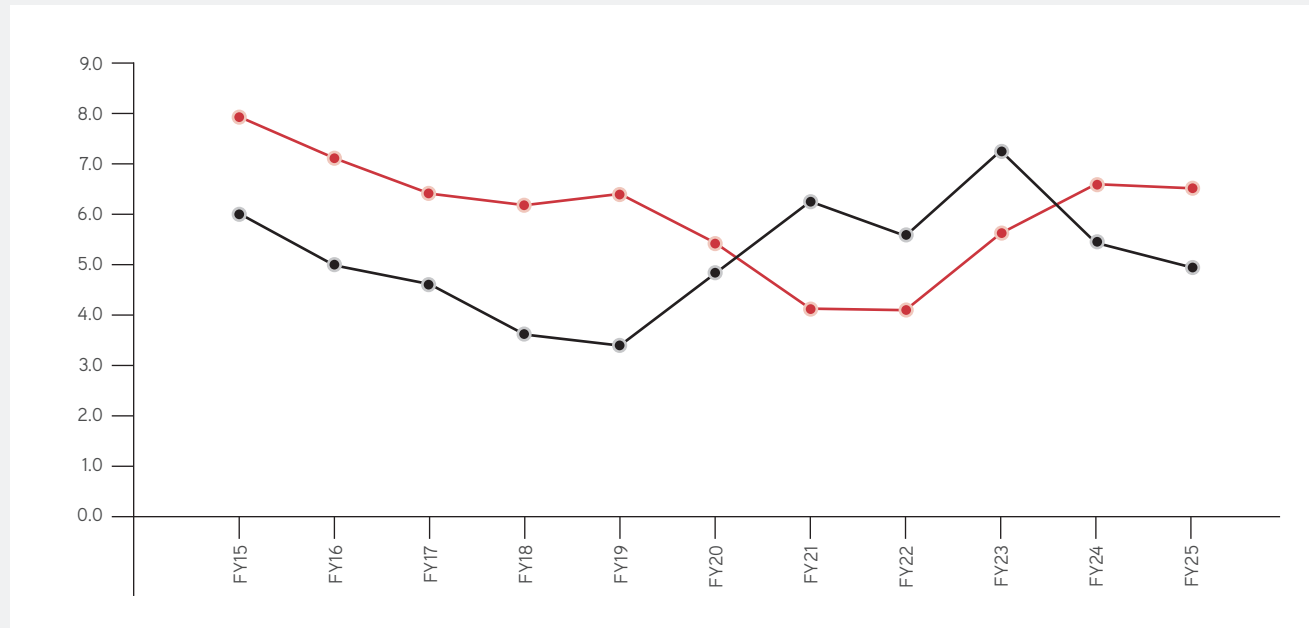
Source: NSO, CEIC, CRISIL

FY24

FY25 (Apr-Jan)

¹IMF ²PIB ³Business Standard ⁴NSO

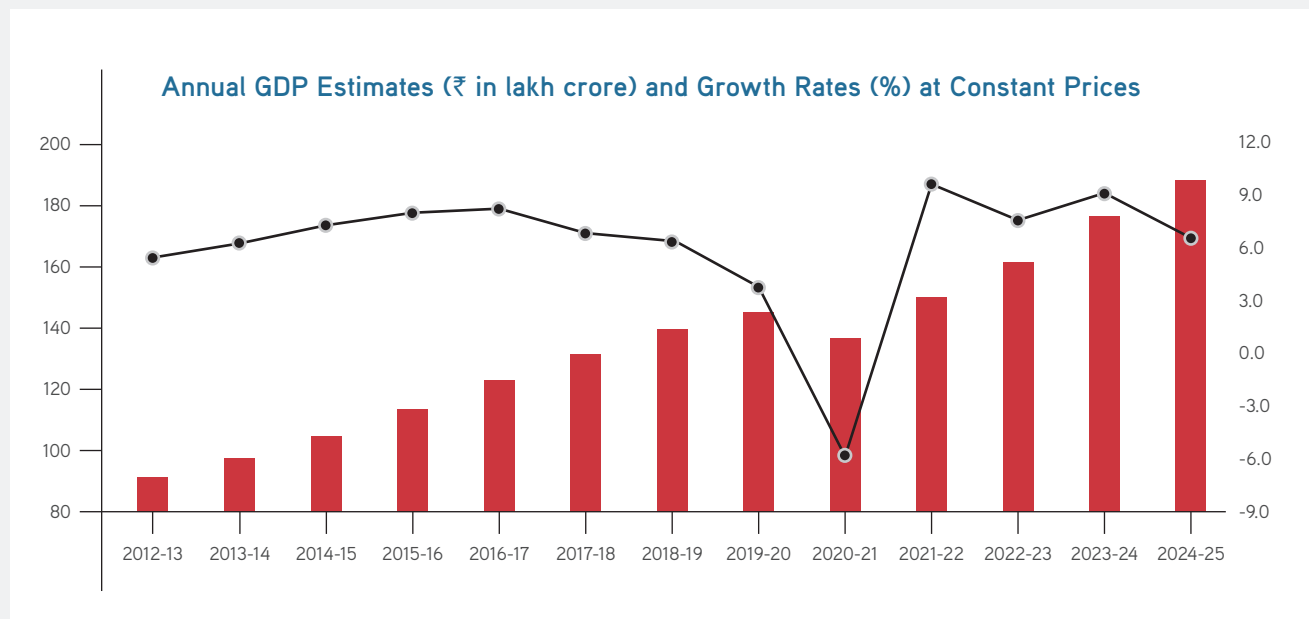
Repo rate cuts expected ahead with easing inflation



Source: RBI, NSO, CEIC, CRISIL

—●— Repo rate —●— CPI inflation

Annual GDP and growth rates at constant prices



Source: RBI, NSO, CEIC, CRISIL

■ GDP Levels —●— GDP Growth

INDUSTRY STRUCTURE AND DEVELOPMENTS

India continues to shine as a beacon of growth and economic resilience amid ongoing global volatility. In 2024, housing sales across the top seven cities reached approximately 4.59 lakh units—a robust 76% increase over 2019, despite a modest 4% dip from 2023 levels.¹ Metropolitan regions such as MMR, Pune, Bengaluru, Hyderabad and NCR collectively accounted for 92% of total sales, underscoring the continued preference for urban living. This sustained performance is driven by rising household incomes, evolving consumer aspirations, improved infrastructure, and expanding economic opportunities in key cities. Further, the housing demand beyond Tier 2 and Tier 3 cities is driven by infrastructure development, talent availability and affordability. Further, government policies with easing of regulations and provision of incentives are propelling the demand as well as supply of residential housing.

As of September 2024, the individual housing loan portfolio for the industry, including both banks and Housing Finance Companies (HFCs), reached ₹34 trillion, reflecting a steady

CAGR of approximately 13% over the past six years.² Housing loans accounted for 14% of the total systemic credit in the country as of the same period.³ This growth is supported by long-term structural factors such as improved affordability, rising urbanisation, the increase in nuclear families, a shift toward premium housing, and government initiatives like 'Housing for All.'

Looking ahead, CareEdge Ratings projects the housing finance market to grow at a CAGR of 15-16% from FY25 to FY30, driven by these favorable growth drivers. As of March 2025, public sector banks held the largest share of the housing loan market at 53.8%, followed by private sector banks with a 41.2% share.⁴ Between FY19 and FY24, the housing loan portfolio of banks (including HDFC Ltd.'s merger with HDFC Bank) grew at a CAGR of 17%, while the growth rate for HFCs stood at 12%.⁵ The higher growth rate of banks can be partly attributed to their cost of funds advantage over HFCs, as well as the rising ticket sizes of loan disbursements driven by increasing property prices in metro and urban cities.



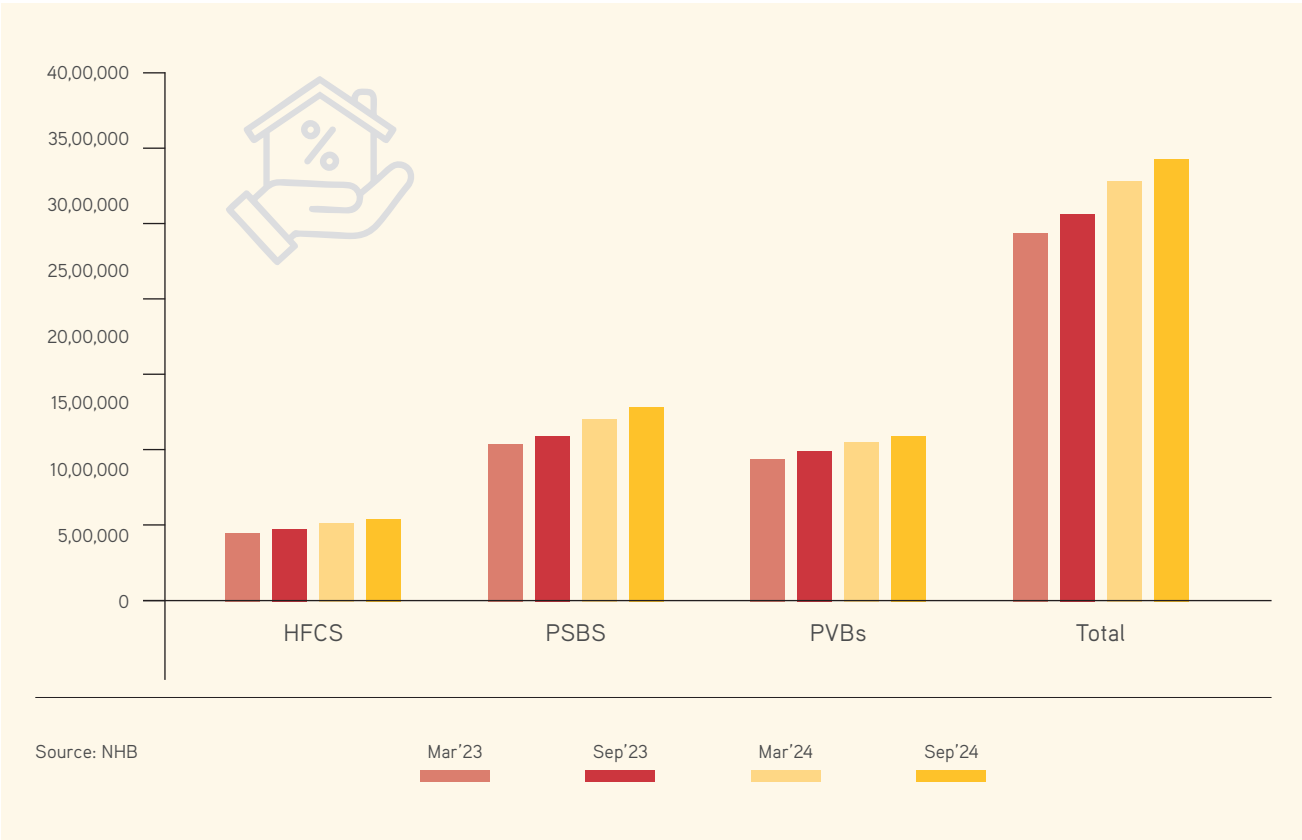
¹Anarock ^{2,5}NHB ^{3,4}CareEdge

Retail loans drive HFC growth

Retail loans remained the primary growth engine for Housing Finance Companies (HFCs) in 2024.¹ As of September 2024, the total outstanding individual housing loan portfolio stood at ₹34 lakh crore, with HFCs accounting for 19% and banks—including public, private, and regional rural banks—holding the remaining 81%. Asset quality indicators for HFCs remained stable, supported by consistent performance across Stage 2 and Stage 3 asset pools.² This reflects prudent underwriting practices and effective risk management, enabling HFCs to maintain a resilient credit profile amid evolving market conditions and strong demand for housing finance across income segments and geographies.



Outstanding individual housing loan portfolio of primary lending institutions (₹ in crore)



¹ NHB ² CARE Ratings

AFFORDABLE HOUSING FINANCE SECTOR SHOWING CONSISTENT GROWTH

Affordable Housing Finance Companies (AHFCs) continued their growth, driven by favourable government policies and easing regulations. AHFCs demonstrated robust growth in 9M FY25, driven by strong demand and continued focus on the underpenetrated affordable housing segment. According to ICRA estimates, the on-book portfolio of AHFCs grew by 14% during this period, surpassing ₹1,27,000 crore as on 31st December 2024.¹ This growth trajectory is expected to continue, supported by the government's sustained push for 'Housing for All' and the latent demand in the affordable housing space. ICRA projects portfolio growth of 20–22% for both FY25 and FY26.²

AHFCs accounted for a meaningful 16% share of the total housing finance loan book (excluding HDFC Limited, Piramal, and Sammaan) as of 31st December 2024.³ Notably, prior to the HDFC Limited merger and the inclusion of larger players, their share stood at 6–7%, underscoring their growing relevance in the ecosystem.⁴

Asset quality indicators weakened slightly in 9M FY25 due to portfolio seasoning, though they remain manageable. However, AHFCs have shown resilience, maintaining overall credit quality within acceptable limits.

From a funding perspective, bank borrowings and National Housing Bank (NHB) refinance comprised 76% of the borrowing mix.⁵ Capital market access remained limited, with only a few highly rated entities tapping this route. Despite recent declines in systemic interest rates, the overall cost of funds for AHFCs is expected to remain elevated in the near term, as the benefit from lower rates will accrue gradually when borrowings are reset.

On the profitability front, AHFCs were supported by lower operating expenses (3.3%) in 9M FY25, which helped offset the impact of narrower net interest margins (6.3%) and marginally higher credit costs (0.5%).⁶ While NIMs are expected to remain under pressure, overall profitability remains stable. ICRA anticipates Return on Managed Assets (RoMA) in the range of 2.5–2.7% for FY25 and FY26, consistent with the 2.6% reported in 9M FY25 and slightly below the 2.8% reported for FY24.

As AHFCs continue to expand their branch network and distribution footprint, their operating ratios are expected to remain higher than those of traditional housing finance companies. However, these ratios are likely to stay within a manageable range, supported by improving scale efficiencies and a sharper focus on asset quality and prudent underwriting.

Affordable housing getting a fillip in Budget 2025

In the Union Budget 2025, the Government provided a significant boost to the Pradhan Mantri Awas Yojana (PMAY). The allocation for PMAY-U was increased to ₹19,794 crore, up from the Revised Estimate (RE) of ₹13,670 crore for FY25. In addition, PMAY-U 2.0, a related sub-scheme, received a proposed outlay of ₹3,500 crore—more than double the FY25 RE of ₹1,500 crore.

The Budget also announced the launch of SWAMIH Fund 2 (Special Window for Affordable and Mid-Income Housing) to further strengthen access to low-cost housing. Structured as a blended finance facility with contributions from the Government, banks, and private investors, the fund is expected to have an outlay of ₹15,000 crore and aims to facilitate the completion of 1,00,000 housing units. These measures underscore the Government's continued focus on affordable urban housing and its commitment to addressing the nation's housing needs through increased public and private sector collaboration.



^{1,2,3,4,6}ICRA ⁵CARE Ratings

OPPORTUNITIES

Growth drivers of the Indian housing sector

- » **Digitalisation:** Nearly 95% of banking services are now conducted digitally, with digital platforms growing over 11.3% across the economy.¹ In housing finance, greater adoption of digitalisation and AI is essential to boost productivity, streamline operations, and enhance customer experience.
- » **Urbanisation:** India is experiencing a steady shift in population from rural to urban areas, largely driven by the search for better employment opportunities and improved quality of life. This has resulted in an annual urban population growth of approximately 2.18% to 2.19%.
- » **Affordable housing:** There has been a significant surge in demand for affordable housing, particularly in Tier 2 to Tier 4 cities. This growth has been driven by easier access to low-cost loans, along with improved availability of housing and growing self-construction activities. As a result, the sector has experienced a growth rate of 20-23%.
- » **Government schemes:** Various schemes, such as the Pradhan Mantri Awas Yojana (PMAY) 2.0, have enhanced access to banking services and encouraged increased borrowing.
- » **MSMEs and self-employment:** Semi-urban areas have experienced strong growth in small businesses and self-employment. During FY24, employment in small businesses rose by 10.1%, while self-employed individuals accounted for 58.4% of the total workforce.¹
- » **Repo rate:** The current repo rate stands at 5.5%, down by 100 bps from the previous year. The lower rate cycle will encourage more people especially millennials to consider investing in housing.
- » **Mortgage:** India's GDP continues to grow at a stable pace, while mortgage penetration remains relatively low. In FY24, housing loans accounted for 11.2% of GDP, with projections indicating a rise to 13% in FY25. This is significantly lower than countries like China (28%) and the US (60%).² This suggests significant headroom for growth in the mortgage sector, presenting opportunities for deeper financial inclusion and expansion in housing finance over the medium to long term.
- » **Income tax cut:** The proposed income tax reduction by the Government is expected to increase disposable income of the population. Under the revised tax regime, individuals earning ₹12 lakh annually may save around ₹80,000, while those earning ₹25 lakh could save approximately ₹1,14,000.³ This additional disposable income presents a timely opportunity for the housing sector.

THREATS AND CONCERNS FOR HOUSING FINANCE INDUSTRY

The housing finance industry in India faces several significant threats that could impact its growth and profitability. Here are some key challenges:

- » **Economic instability:** Fluctuations in economic conditions, such as recession or inflation, can affect borrowers' ability to repay loans, leading to increased default rates and impacting the financial health of housing finance companies.
 - » **Regulatory changes:** Rapid changes in regulatory policies, including interest rate regulations or lending norms, can disrupt business operations and profitability, requiring companies to adapt quickly to remain compliant.
 - » **Market saturation:** Saturation in key urban markets may limit expansion opportunities, prompting companies to explore untapped rural or semi-urban areas where demand might be lower.
 - » **Delinquencies :** While high level of non-performing assets (NPAs) or delinquencies pose threat of stability to HFCs, they can overcome these by stringent risk management practices.
 - » **Technological disruption:** Failure to embrace technological advancements, such as digitalisation and automation, may result in companies falling behind competitors in service quality and operational efficiency.
 - » **External shocks:** External factors like natural disasters, geopolitical tensions, or global economic downturns can significantly impact the housing market, leading to reduced demand and revenue loss for housing finance firms.
- Additionally, the affordable housing finance segment faces unique challenges, including:
- » **Higher cost of funds:** Affordable housing finance companies rely heavily on term loans from banks, which typically have higher interest rates, impacting their profitability.
 - » **Asset quality risk:** AHFCs face significant variation in asset quality, with small HFCs having a higher Gross Non-Performing Assets (GNPA) ratio, indicating a greater risk of defaults.
- To mitigate these threats, and other concerns, housing finance companies in India must focus on robust risk management practices, technological innovation, and adaptability to changing market conditions. Such concerns and their mitigation by PNB Housing Finance have been discussed in detail in the Risk Management section of this report.

BUSINESS REVIEW



About the Company

With a legacy spanning close to four decades, PNB Housing Finance stands as one of India's most trusted and respected housing finance companies, dedicated to empowering countless Indians on their journey to homeownership. Backed by the strong legacy of Punjab National Bank—India's first Swadeshi bank—the Company offers an extensive range of financial solutions, including home loans for purchase, construction, renovation, and improvement of residential properties. We also provide loans for commercial real estate, residential plots, and loans against property, catering to the evolving financial needs of individuals and businesses alike.

Registered with the National Housing Bank (NHB), PNB Housing Finance made its landmark debut in the capital markets with a successful IPO in November 2016. Our equity shares have since been listed on both the National Stock Exchange (NSE) and the Bombay Stock Exchange (BSE).

We operate through a strong nationwide network of over 356 branches, including 200 dedicated to Roshni, our flagship affordable segment offering. Our team of 2,149 employees is committed to delivering exceptional customer service. Complementing our physical presence, we have built intuitive digital platforms—web and mobile app-based—for seamless access to our products and services. Advanced business intelligence and data analytics enhance operational efficiency, while a zero-trust security framework and round-the-clock monitoring safeguard customer data and ensure robust protection against potential breaches.

Over the two financial years preceding FY25, PNB Housing Finance undertook a comprehensive transformation to evolve into a future-ready organisation built on strong fundamentals and sustainable profitability. We launched a dedicated vertical, Roshni, to address the affordable housing segment and carved out the Emerging markets segment within our prime lending category to cater to rising demand in Tier 2 and Tier 3 cities. Parallely, we focused on strengthening asset quality and recoveries while optimising client acquisition, underwriting, and onboarding processes to build a high-quality, efficient lending engine.

Significant investments were made in enhancing our technology backbone to support scalable growth, improve customer experience, and enable sharper data-led decision-making. FY25 marked the beginning of a new chapter—one in which we started reaping the rewards of our transformation journey. In just two years, Roshni scaled to an impressive book size of ₹5,000 crore—one of the fastest-growing in its segment. Our overall loan book crossed ₹75,000 crore.

To further expand market reach, we added branches across key regions, including Rajasthan, Tamil Nadu and Andhra Pradesh. Our sharp focus on asset quality resulted in a GNPA of 1.08%, down from 1.50% in FY24. With improved credit ratings to AA+, we were able to raise funds from debt capital market, ECB along with bank borrowing, NHB and Deposit at competitive rates, supporting future growth.

STRATEGIC FOCUS AREAS AND PROGRESS



Key highlights of FY25

Disbursements ₹21,972 crore ⬆ 25%	GNPA 1.08% ⬇ 42 bps	NNPA 0.69% ⬇ 26 bps
Loan asset ₹75,765 crore ⬆ 16%	Return on assets 2.55% ⬆ 35 bps	Return on equity 12.19% ⬆ 29 bps
Branches 356 ⬆ 18.67%	Roshni branches 200 ⬆ 25%	

⬆ yoy growth ⬇ yoy decline

Financial performance

(₹ in crore)

Particulars	FY25	FY24	Change
Net Interest Income	2,749.63	2,516.07	9.3%
Fee and Commission Income (Net of Fees and Commission Expense)	350.50	260.55	34.5%
Other Income	26.28	7.01	275.2%
Gross Income	3,126.41	2,783.62	12.3%
Operating Expenditure	798.88	658.61	21.3%
Impairment on assets held for sale			
Operating Profit	2,327.53	2,125.01	9.5%
Impairment of Financial Instruments and Write Offs	-158.24	171.12	
Profit Before Tax	2,485.77	1,953.89	27.2%
Profit After Tax	1,936.14	1508	28.4%
Other Comprehensive Income (Net of Taxes)	-69.66	-16.25	
Total Comprehensive Income	1,866.48	1,491.76	25.1%
Basic Earnings Per Share (₹)	74.52	58.37	13%

In the preparation of financial statements, relevant Accounting Standards have been followed to represent true and fair view of the underlying business transaction.

The net interest income growth of 9% is driven by declining corporate book share vs last year. Net interest income for Retail business grew by 15% yoy driven by 18% growth in retail loan book. Increase in Fee & commission income is driven by 25% disbursement growth yoy. This resulted in the increase in the gross income. Operating expense grew by 21.3% yoy primarily due to investment in expansion of affordable business, strengthening employee base and technological upgradation. During the year, we added 56 branches strengthening our presence to 356 branches as against 300 branches/outreach

as on 31st March 2024. In FY25, Provision reversal on account of improved asset quality and recovery in the written off accounts resulted in negative credit cost of 21 bps. The recovery is on account of improved collection efficiency and recovery efforts with focus on one time settlements, ARC sale, property sale amongst others. Profit Before Tax (PBT) & Profit After Tax (PAT) - PBT improved by 27.2% yoy and PAT improved by 28.4% yoy on account of business growth and negative credit cost.

Key financial ratio

Particulars	FY25	FY24	Change
Average Yield	10.05%	10.35%	-30 bps
Average Cost of Borrowing	7.86%	8.01%	-15 bps
Spread	2.19%	2.34%	-15 bps
NIM	3.70%	3.74%	-4 bps
Gross Margin	4.11%	4.02%	9 bps
Cost-to-Income	24.58%	22.83%	175 bps
Return on Asset	2.55%	2.20%	35 bps
Return on Equity	12.19%	10.90%	129 bps
Total Provision/Total Asset Ratio	1.48%	1.91%	-43 bps
Gearing (x)	3.70	3.68	2 bps
Book Value Per Share	649	577	
CRAR	29.62%	29.26%	36 bps
Tier I Capital	28.63%	27.90%	73 bps
Tier II Capital	0.99%	1.36%	-37 bps
Risk-Weighted Asset (₹ in crore)	54,859	48,508	13 bps
Networth (₹ in crore)	16,863	14,974	13%

Financial performance

In FY25, PNB Housing Finance delivered a robust and resilient performance, reflecting the strength of our focused growth strategy, customer-centric approach, and disciplined execution. During the year, we sanctioned 96,435 loan applications, marking an impressive 15% increase over the previous year. Our strategic initiatives and enhanced reach translated into record disbursements of ₹21,972 crore—a 25% yoy growth, compared to ₹17,583 crore in FY24.

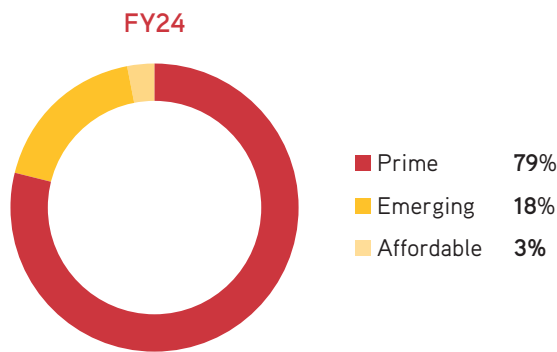
Our total loan asset, as per IndAS, stood at ₹75,765 crore as on 31st March 2025, registering a 16% growth from ₹65,358 crore a year ago. Backed by a retail-driven strategy, our retail loan book expanded 18% year-on-year to ₹74,802 crore, contributing 98.7% to our overall loan asset. Roshni, the dedicated vertical for the affordable housing segment, showed stellar growth, with the loan book increasing to ₹5,070 crore from ₹1,790 crore as on 31st March 2024. Within retail, we sharpened our focus on the non-home loan (NHL) segment, which recorded a disbursement growth of 47%.

We also made substantial progress on asset quality, with Gross NPA declining by 42 bps to 1.08% as on 31st March 2025, down from 1.50%. Net NPA reduced to 0.69% from 0.95% a year earlier. Recoveries from the written-off pool stood at ₹336 crore, leading to a reduction in credit costs to -21 bps in FY25 from 25 bps previously.

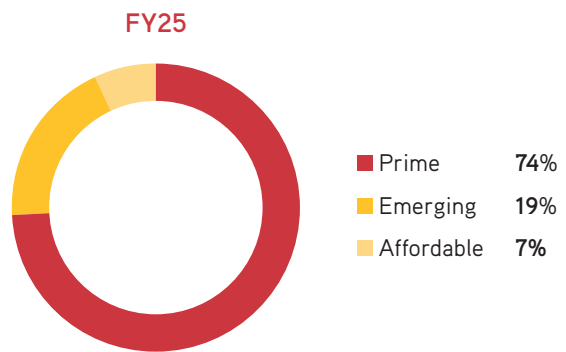
Our incremental cost of funds stood at 7.81% for the year. Return on Equity (RoE) was healthy at 12.19%, while Capital Adequacy Ratio (CAR) remained strong at 29.38% as on 31st March 2025. We secured sanctions of ₹5,000 crore from the National Housing Bank and an ECB sanction of USD 350 million.

Amidst tight liquidity conditions, we prudently maintained an on-book liquidity of ₹6,846 crore, with additional sanctions of ₹7,391 crore. Our continued focus on cost optimisation, operational efficiency, and risk management drove improvements in both margins and Return on Assets (RoA), positioning us well for sustainable growth in the years ahead.

Our retail book composition



Backed by a seasoned retail leadership team, we strengthened our future-ready retail franchise with a sharp focus on high-yielding Affordable and Emerging Markets segments, leveraging advanced data analytics to accelerate growth. The housing finance industry recorded approximately 14% yoy growth in outstanding loans as of September 2024, while Housing Finance Companies (HFCs) grew at 13.2% in FY24. Affordable Housing Finance Companies (AHFCs) reported 29% growth in FY24. In this context, we delivered 18.2% growth in our retail loan asset, outperforming both the overall market and HFC



averages. Non-Banking Financial Company (NBFC) retail credit expanded by approximately 20% in FY25, outpacing banks' growth of around 12%. Retail NBFC assets grew at a 23% compound annual growth rate in FY23 and FY24, with projections of 16 to 18% in FY25 and FY26. Operational efficiency improved significantly, supported by a robust digital foundation, including the full-scale implementation of Salesforce in the affordable segment. Of our total disbursements, 61% came from salaried customers, with the remainder from self-employed and other non-salaried categories.

SEGMENT-WISE PERFORMANCE



Retail prime loans

Our retail prime loan book stood at ₹55,607 crore as on 31st March 2025, a growth of 12% over ₹49,828 crore as on 31st March 2024.

Prime individual housing loans

The Prime individual housing loan book stood at ₹40,652 crore registering a growth of 12%, driven by better customer engagement initiatives. With ₹10,290 crore disbursement during the year, the average ticket size in the segment stood at ₹33 lakh, with 59% of our new customers coming from the salaried segment.

₹33 lakh

Average ticket size

Non-housing loans: Prime

With a strategic focus on enhancing margins, we intensified efforts to strengthen our non-housing loan (NHL) portfolio. The average ticket size for non-housing loans stood at ₹32 lakh, with a healthy weighted average loan-to-value (LTV) ratio of 48%, reflecting prudent underwriting practices. Notably, the self-employed category accounted for 66% of the retail NHL portfolio, underscoring our success in tapping into this high-potential customer base.

Emerging Markets individual housing loans

At the start of the year, we strategically carved out the 'Emerging Markets' segment with a clear focus on

expanding into Tier 2 and Tier 3 cities—markets that offer the potential for better pricing and healthier margins. To effectively serve this segment, we established dedicated branches equipped with specialised sales, credit, and underwriting teams. Our approach targets both salaried and non-salaried customers, with a deliberate push to include self-employed non-professionals, thereby broadening our reach and deepening market penetration.

During the year, we disbursed ₹2,803 crore of individual housing loan in the Emerging Markets segment through 60 dedicated branches. The average ticket size stood at ₹24 lakh, with an average loan-to-value (LTV) ratio of 67%, reflecting our balanced and prudent lending approach.

9.73%

Emerging market incremental yield

Emerging non-housing loans

We disbursed ₹1,600 crore in non-housing loans under the Emerging Markets segment. The average ticket size stood at ₹23 lakh, supported by a healthy weighted average loan-to-value (LTV) ratio of around 50%, reflecting strong portfolio quality and prudent lending.

All-round growth in Affordable segment

FY25 marked a milestone year for our Affordable segment, with significant strides made in scaling up operations and deepening our market presence. We launched 39 new Roshni branches, expanding our total footprint to 200 branches across 15 states. Notably, we entered Punjab, Chandigarh and Northeast for the first time under the Roshni banner, further strengthening our pan-India presence in the affordable housing space.

We have developed a customised underwriting framework that leverages Credit Bureau insights, National Housing Bank data, and our internal intelligence to better assess and serve our target customer base. A major highlight for the year was surpassing ₹5,000 crore in loan asset under Roshni— an achievement that underscores our strong momentum and focused execution.

This year also saw an increasing share of customers with informal incomes, reflecting our ability to reach underserved borrower segments. Roshni continues to champion a customer-first philosophy through tailor-made financial products, digital enablement, and intuitive processes that cater to the unique needs of affordable housing aspirants.

The recent extension of the PMAY-U 2.0 further supports our mission. We signed an MoU with the National Housing Bank to facilitate subsidies under this interest subvention scheme. Effective from 1st September 2024, this initiative is a significant opportunity for institutions like ours with dedicated infrastructure and strategic focus in the affordable segment. In just six months, we mobilised over 5,500 eligible beneficiaries amounting to disbursements of nearly ₹750 crore, showcasing our swift and effective on-ground execution.

₹3,427 crore

Disbursements in FY25

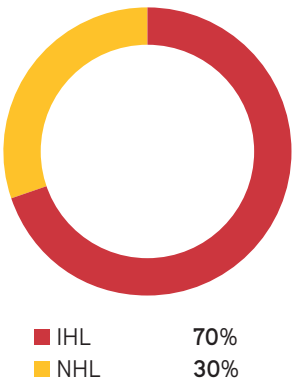
11.94%

Average yield in FY25

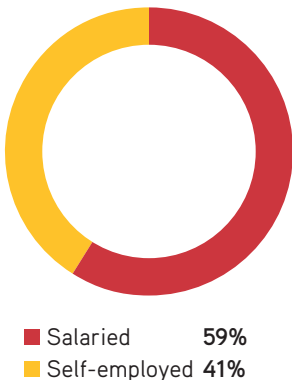
42%

Share of self-employed in sourcing volume in FY25

IHL:NHL mix



Salaried:SE mix



Corporate loans

Construction finance loans

In line with our strategic focus on building a retail-centric portfolio, we continued to consciously reduce our construction finance loan asset. As on 31st March 2025, the corporate finance book stood at ₹963 crore, down from ₹2,052 crore a year earlier. This reduction was driven by sell down, book run-downs and selective write-offs. The construction finance portfolio now accounts for just 1.3% of our total loan asset.

Our sustained efforts in resolution and recovery also led to a significant improvement in asset quality, with nil Gross NPAs in the corporate book as on 31st March 2025 as compared to ₹68 crore last year.

Looking ahead, we plan to selectively re-enter the corporate finance space with a calibrated approach. The focus will be on deals with an average ticket size of ₹100-200 crore. Importantly, the corporate loan book will continue to remain under 10% of the overall portfolio.

Driving growth with disciplined underwriting

Credit underwriting is a cornerstone of PNB Housing Finance's strategy to drive sustainable business growth and maintain a high-quality portfolio. Operating as an independent function, the underwriting team rigorously evaluate both financial capability and collateral strength, supported by dedicated legal and technical units. This disciplined approach has enabled us to manage a well-seasoned and resilient portfolio of approximately ₹75,765 crore, with consistent year-on-year growth.

Our credit process—from login to disbursement—is fully integrated with digital tools, ensuring thorough appraisal and efficient delivery. From e-verification to automated CAMs and bank statement analysis, every stage is streamlined to minimise risk, enhance repayment profitability, and deliver a faster, seamless experience to the customer.

Leveraging a deep understanding of the mortgage lifecycle and the domain expertise of our teams, we make informed and calibrated onboarding decisions. This has resulted in a well-diversified portfolio, with a healthy mix of salaried and self-employed customers, a focus on low-to-mid ticket size loans, and balanced exposure across sectors.

Our decentralised underwriting model, which places credit teams at branches and integrates technology-led

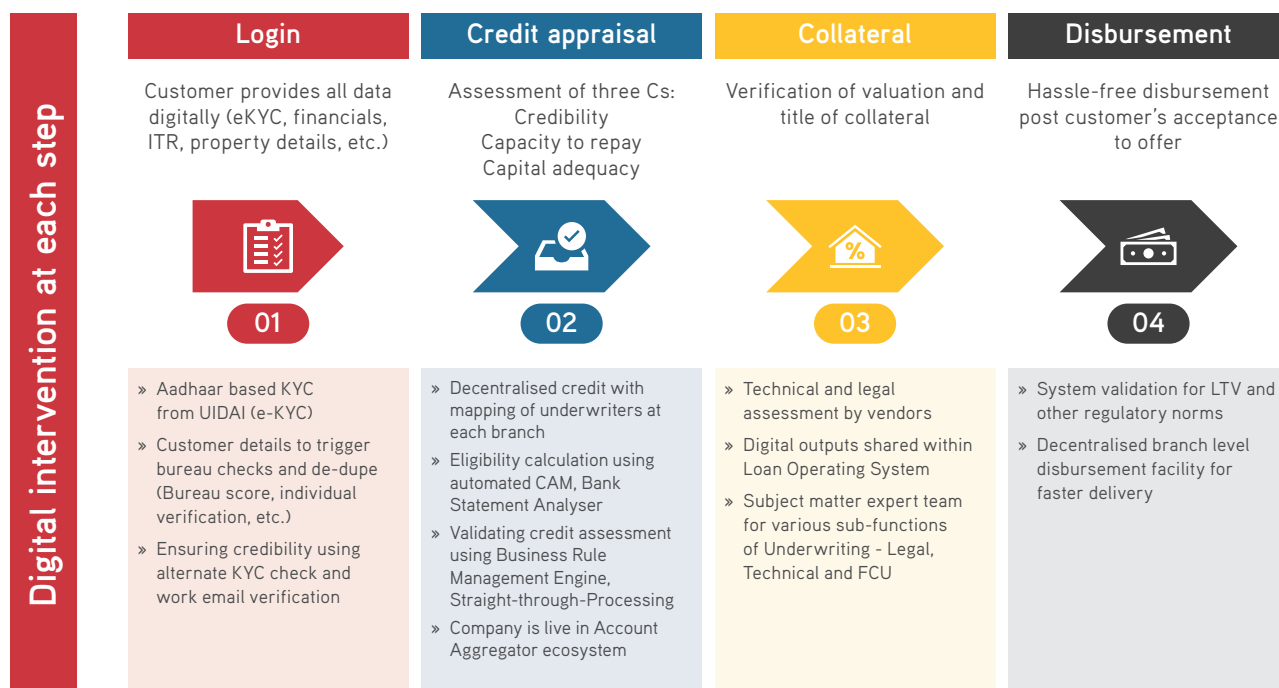
decisioning—such as Straight Through Processing (STP) for salaried segments—has significantly enhanced efficiency. The model ensures adherence to stringent service level agreements (SLAs) for turnaround time and quality metrics, while also creating stronger synergies with our sales teams.

During the year, we witnessed robust business growth, with ~96% of fresh sanctions having ticket size below ₹1 crore. Notably, 84% of incremental business came from customers with bureau scores above 700, reflecting our prudent credit standards.

We also serve diverse customer profiles, both salaried and non-salaried, including those with formal and informal income documentation. Tailored underwriting approaches are applied to each segment, balancing risk with opportunity, and reinforcing our commitment to building a stable and inclusive loan portfolio.

We have made significant strides in improving Turn Around Time (TAT), underscoring our commitment to operational excellence and delivering faster, more efficient service to our customers.

Credit underwriting process flow



Collection and recovery

Retail segment

From an asset quality perspective, we have maintained a sharp focus on proactive portfolio monitoring by leveraging data-driven insights, peer benchmarking, and real-time intelligence from credit bureaus and industry partners. This holistic view enables us to make informed decisions and stay ahead of emerging risks.

Our collections and recovery performance reflects consistent and measurable progress. Through focused strategies—such as deploying pre-delinquency models, enhancing call centre productivity, and bolstering field resolution teams—we have ensured sequential reduction in NPAs quarter after quarter. Early bucket recoveries have significantly improved with enhanced curtailment in the first week of delinquency. Our tech-enabled collections app allows for real-time tracking of field teams and digital payment capture, supporting a data-led approach to resolution.

Recovery from the technically written-off pool has been a standout success. During the year under review, we recovered ₹336 crore, against ₹100 crore in FY24, without incremental manpower. Man-to-man case mapping and bundling of lower-ticket accounts enabled quicker resolutions. Our legal interventions under SARFAESI have also scaled meaningfully. This has reinforced our

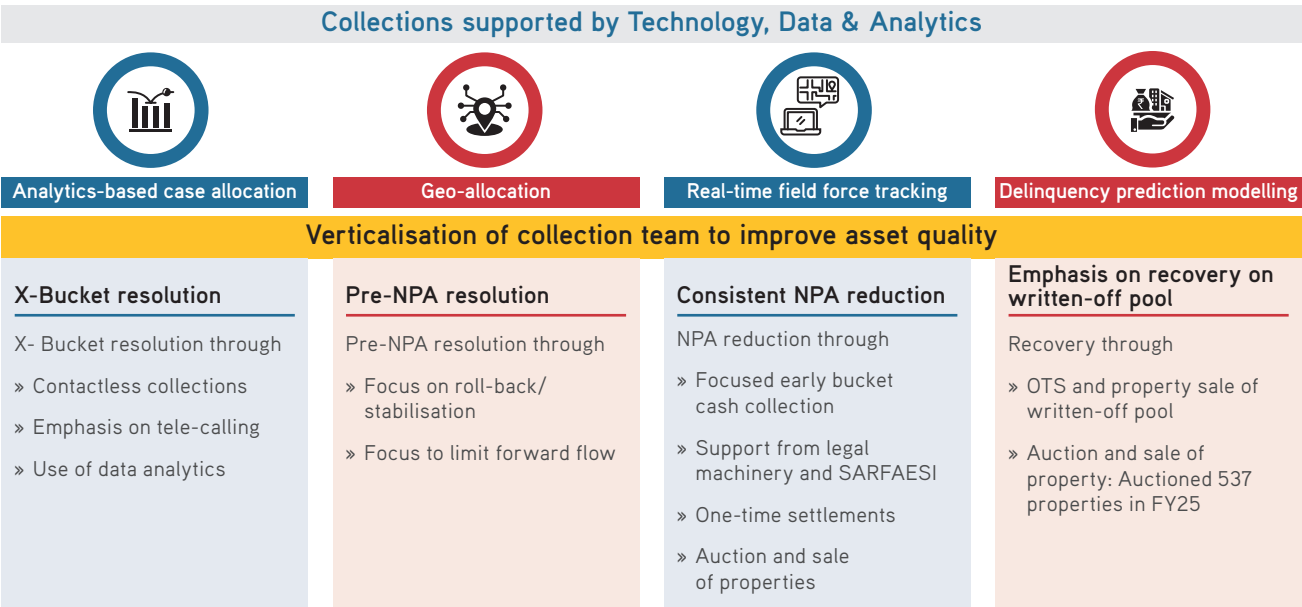
market reputation and strengthened our deterrent posture against delinquency.

We have optimised auction processes through improved OTS frameworks and pricing strategies, consistently selling repossessed assets month-on-month. Notably, these recoveries directly enhance our bottom line and help reduce NPAs. Our tech-enabled and strategically designed resolution framework ensures we maintain a high-quality, well-diversified portfolio while supporting steady, sustainable growth.

Lok Adalat

We implemented a pan-India strategy to actively participate in National Lok Adalats, focusing on amicable settlement of small-value housing loan defaults (typically under ₹10 lakh). The initiative aimed at reducing NPAs while maintaining a customer-centric approach. We ensured the presence of our collections officials for on-the-spot settlement with customers and recovery of settlement amount. A 30-day Turn Around Time (TAT) for customer notification ensured strong participation and effective on-the-spot resolutions. With the active involvement of collections officials, we successfully recovered ~₹6.5 crore, significantly contributing to NPA reduction and enhancing customer goodwill.

Our collection strategy



99.91%

Collection efficiency in FY25

1.08%

GNPA in FY25

₹336 crore

Recovered from sale of written-off assets in FY25

Corporate segment

In the corporate segment, we continued to reduce NPAs, driven by sustained recovery efforts and the successful resolution of a large stressed account through an ARC transaction during the year. We achieved a significant turnaround in asset quality, bringing down gross NPAs from 3.31% as on 31st March 2024 to 0% as on 31st March 2025.

Credit loss provision

Driven by enhanced resolution efficiency and disciplined recovery efforts, our credit cost for FY25 was at -21 bps, a notable improvement from 25 bps in FY24. As of 31st March 2025, our total provisioning stood at ₹1,119 crore, representing 1.48% of total assets, compared to ₹1,250 crore (1.91% of total assets) as on 31st March 2024. The Stage 3 provision coverage ratio also remained healthy at 36.08% as of the year-end, reflecting our prudent risk management and strong focus on portfolio resilience.

Well-diversified borrowing mix

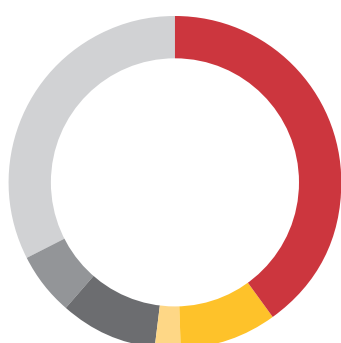
At PNB Housing Finance, we continue to maintain a diversified and cost-effective funding strategy designed to support long-term financial strength and flexibility. Our borrowing mix is well-balanced, drawing from bank loans, deposits, debt market instruments such as NCDs and CPs, as well as NHB refinance and external commercial borrowings.

As of 31st March 2025, bank borrowings constituted 37.7% of our total borrowings, followed by deposits at 28.3%, NHB refinance at 13.6%, NCDs at 9.5%, ECBs at 5.8% and CPs at 5.1%. With 67% of our borrowings in the floating-rate category, we retain the agility to reprice or replace funds efficiently based on market movements. During the year, the contribution from NHB refinance and External Commercial Borrowing increased.

We also managed to reduce the cost of borrowing from debt instruments. The principle of 'more liquid the paper, better the rate' has continued to work in our favour, supported by a declining cost of borrowing at 7.86% for FY25. This is expected to marginally soften in the coming financial year following the RBI's repo rate cuts. Our credit rating upgrades at the beginning of the year, helped in our cost of borrowing which is now factored into our borrowing cost.

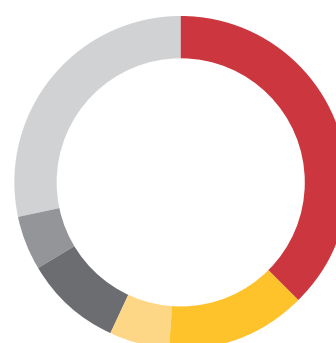


Borrowing mix comparison



FY24

Bank borrowing	40.2%
NHB refinance	9.2%
ECBs	2.6%
NCDs	9.6%
Commercial papers	6.0%
Deposits	32.3%



FY25

Bank borrowing	37.7%
NHB refinance	13.6%
ECBs	5.8%
NCDs	9.5%
Commercial papers	5.1%
Deposits	28.3%



7.86%

Average cost of borrowings in FY25

216%

Average daily Liquidity Coverage Ratio for FY25

Bank credit

Despite tightening credit conditions, we borrowed ₹30,499 crore in FY25, against ₹19,991 crore in FY24 from private and public sector banks.

Deposits

Deposits continue to be a vital funding source for us, with a book of ₹17,642 crore, making us India's largest deposit-accepting housing finance company. In FY25, we sourced deposits worth ₹6,177 crore, compared to ₹6,324 crore in FY24. We remain focused on optimising this cost-effective channel. To enhance customer experience and operational efficiency, we also introduced new tools to fully digitise the end-to-end deposit journey, making the process faster, seamless, and more accessible.

Non-convertible debentures

During the year, we maintained our strategic focus on the Non-Convertible Debenture (NCD) route for fund mobilisation. Our inclusion in the credit list of all major mutual funds and insurance companies significantly strengthened market access, enabling us to raise ₹2,230 crore through the issuance of secured, rated, and listed NCDs, compared to ₹1,451 crore in FY24. We ensured to meet the regulatory requirement of 25% of incremental long term borrowing through NCD.

NHB refinancing

During the year, we raised ₹5,000 crore from the National Housing Bank (NHB). NHB refinancing, being competitively priced, played a key role in lowering our overall cost of borrowings.

External commercial borrowings

During the year, we accessed the External Commercial Borrowing (ECB) route and availed USD 350 million at

competitive rates, contributing to an overall optimisation of our funding cost.

Liquidity and asset liability management (ALM)

To support our growth momentum, we adopted a well-balanced and diversified funding approach during the year, leveraging multiple sources including bank borrowings, capital market instruments, and deposits. We continued to strengthen our debt market presence while maintaining ample liquidity buffers throughout the year. As of 31st March 2025, our total liquidity, including LCR and SLR, stood at ₹6,846 crore, with additional sanctioned but undrawn credit lines exceeding ₹7,300 crore.

Average daily Liquidity Coverage Ratio maintained at 216% against the regulatory limit of 100% for FY25. We have maintained SLR of 15.2% against the regulatory limit of 14% on public deposits.

Our Asset-Liability Management (ALM) remained positive across all the time buckets as on 31st March 2025, ensuring financial stability and resilience.

We implemented a Robotic Process Automation (RPA)-based tool for the preparation and submission of ALM and LCR reports. This initiative has significantly improved the speed, accuracy, and efficiency of our regulatory and internal reporting processes, reinforcing our commitment to strong risk management and governance practices.

Reaching our customers through a wide distribution network

We follow a robust multi-channel sourcing strategy to expand our reach and engage a diverse customer base across key markets. Our dedicated in-house team works in tandem with a strong network of Direct Selling Agents (DSAs) to acquire both loan and deposit customers.

We are supported by a vast ecosystem of over 14,000 channel partners nationwide for loans and deposits.

We continue to strengthen our engagement with Direct Selling Agents (DSAs) through regular meets and training sessions. Our robust digital infrastructure enables paperless transactions, enhancing speed, transparency, and convenience for both partners and customers, while ensuring a seamless sourcing and onboarding experience across all channels.

During the year, we added 16 new branches in the Prime and Emerging Markets segments for deepening our presence in the existing footprint.

Over the past year, we have made significant strides in expanding and fortifying our distribution network within the affordable segment. Through our Roshni Saarthi programme, we have successfully empanelled nearly 2,000 grassroots connectors who serve as vital last-mile enablers in underserved markets. Additionally, we have onboarded around 500 trusted channel partners under our DSA model to enhance customer outreach. To ensure robust due diligence and seamless service delivery, we have built a strong vendor support ecosystem, with over 1,000 empanelled partners for legal, technical, field investigation (FI), and field credit unit (FCU) checks. Leveraging technology has been at the core of our strategy, helping us automate processes, improve turnaround time, and ensure greater accuracy in decision-making.

Retail Disbursement origination



■ In-house 53%
■ DSA 47%

Retail Loan Asset geographical break-up



■ North 32%
■ South 34%
■ West 34%

Retail Disbursement geographical break-up



■ North 35%
■ South 37%
■ West 28%

Affordable Disbursement origination



■ In-house 66%
■ DSA 34%

Affordable Disbursement geographical break-up



■ North 36%
■ South 30%
■ West 33%

Driving customer acquisition through strategic distribution

PHFL, a wholly-owned subsidiary of PNB Housing Finance Limited, helps reduce dependence on external channels for new customer acquisition. PHFL operates as a distribution arm for PNB Housing Finance, providing doorstep services to prospective customers and offering a comprehensive suite of financial solutions, including home loan products, property-related services, and fixed deposits. During the year, 53% of new customer sourcing was done through PHFL.

At the core of PHFL's operations is its belief that people are its greatest asset. The organisation fosters a high-performance culture, values individual contributions, and encourages a collaborative work environment built on strong interpersonal relationships. This philosophy has enabled PHFL to maintain high levels of engagement and performance across all levels.

PHFL has been instrumental in the successful scaling of the affordable housing sector by managing both front-end customer interactions and back-end operational support. The Company benefits from strong leadership guidance provided by PNB Housing Finance and has effectively translated strategic direction into operational success. Its ability to scale efficiently, supported by a robust ecosystem and competent workforce, has reinforced its value as a strategic asset to the parent Company.

PHFL has significantly invested in developing its Property Services Group (PSG), which plays a vital role in supporting the recovery of stressed assets for PNB Housing Finance. PSG focuses on identifying potential buyers for NPAs and written-off assets, thereby contributing directly to the parent Company's bottom line and improving its financial performance. The process is streamlined and supported by a dedicated team across key cities, with a well-established broker network overseeing auction properties. Two years ago, PHFL started property exhibitions, an industry-first initiative. PHFL has organised multiple auction fairs in cities like Mumbai, Surat and Kochi, strengthening outreach and buyer engagement. These exhibitions help us approach potential buyers and liquidate inventories and cash to our books. PSG has become an essential business vertical, positively impacting PNB Housing Finance's profitability and aiding in loan recovery efforts. During the year, 537 properties were successfully auctioned by the PSG.

Centralised operations

Our centralised operational structure has been instrumental in driving efficiency, reducing redundancies, and optimising cost across functions. The operations are structured into two key verticals: the Central Processing Centres (CPCs) and Centralised Operations (COPS).

The CPCs, strategically located in Mumbai, Bengaluru, and Noida, act as hubs for processing and storing customer documents—ranging from loan files and deposit applications to repayment records. Each CPC is equipped to handle over 23,000 service requests per month. In our pursuit of digital transformation, we have digitised customer records, ensuring that documents for over 3,36,700 customers are now securely stored on the cloud. This move not only enables quicker access but also minimises risks associated with physical document handling.

Our COPS unit ensures seamless back-end operations, managing deposit insurance reconciliation, pay-outs, vendor bill processing, and channel partner empanelment. Operating in a paperless environment, the team uses digital tools like image processing and electronic payments. In FY25, we mobilised fixed deposits from 95,028 customers.

Distinctly ahead with digital-first approach

At PNB Housing Finance, we are charting a bold digital transformation journey anchored in a robust, scalable, and high-performance technology backbone. Since the initiation of our transformation agenda in February 2023, we have achieved 90% completion, significantly enhancing core systems and digital capabilities across business functions.

A key milestone has been the upgrade of our Loan Management System and rollout of cloud-based Loan Origination Systems (LOS) for Emerging Markets and Affordable segments. These initiatives, coupled with change management, are ensuring seamless adoption, boosting sales efficiency, underwriting capacity, and velocity of collections. Our new CRM tools and outbound marketing capabilities are driving better lead conversion and sales productivity.

Our integrated data platform now offers real-time insights through curated data models, automated dashboards, and predictive analytics. With tools like Tableau and Python, we have streamlined reporting, enabling 360-degree visibility for stakeholders across sales, delinquencies and operations.

AI and ML are transforming our underwriting and customer retention strategies through advanced scorecards and predictive algorithms. These models not only enhance risk profiling but also support proactive and reactive retention management, driving smarter, faster decisions.

Automation is embedded across our operations—cutting down turnaround times and unlocking efficiencies. Initiatives like CERSAI data automation have significantly improved productivity, while Robotic Process Automation (RPA) continues to strengthen operations and finance functions.

Cybersecurity remains central to our tech agenda. We have adopted a Zero Trust architecture, with AI-based monitoring, 24/7 surveillance, and dark web tracking, ensuring resilience amid evolving threats.

Looking ahead, we are investing in Generative AI, LLMs, and NLP-led innovations to enhance customer experience and decision-making. Our IT spends have started rationalising, with positive returns from most initiatives.

With a modern tech stack and an agile deployment capability, PNB Housing Finance is well-positioned to lead through digital agility, intelligence, and resilience.



Elevating customer journeys

At PNB Housing Finance, delivering excellence in customer experience is not just a service goal—it is the verse by which we do business. We are committed to identifying and reducing friction points across the customer lifecycle, with focused improvements in pre-disbursement, disbursement, and post-disbursement stages. In alignment with RBI guidelines and evolving expectations, we reimagined our operations and digital interfaces to simplify, standardise and enhance the customer journey.

Our Roshni business has been integrated with the new Salesforce-enabled LOS and regulatory APIs. This has significantly improved transparency and processing efficiency. Customers are offered system-generated interest rates based on real-time profile assessments. With 82% eNACH penetration, repayments are now seamless via debit card or Aadhaar details. RPT functionality enables instant bank verification, reducing delays.

On the deposit side, our D2C portal has transformed the FD journey into a matter of minutes with digital onboarding, CKYC, and enhanced compliance on a robust platform.

To enhance customer experience and streamline service delivery, several measures have been implemented to

make the process more efficient and customer-friendly. Specific branches have been designated as dedicated service centres, where customers are directed for prompt resolution of their concerns.

These service centres are strategically located and easily accessible, with the primary objective of addressing issues, if any, and providing support on a fast-track basis. In metropolitan cities such as Mumbai and Delhi, multiple sub-centres have been established to further simplify the process and expedite service delivery.

Our PMAY-U 2.0 rollout enabled digital application processing for 1,500+ customers so far, supported by targeted vernacular marketing across WhatsApp, email, and SMS.

Looking ahead, we aim to further democratise access by focusing on the non-prime segment through innovations like paperless onboarding with eSign and eStamping via Legality platform. Our presence across social platforms enables real-time grievance redressal and customer engagement, reinforcing our commitment to excellence at every step.

Building A Brand To Help Build Our Business



Customer-centric marketing for business growth

PNB Housing Finance strategic marketing approach is designed to support business growth, elevate brand relevance across key segments, and deliver measurable impact through targeted, data-led engagement. Our focus areas include increasing business both directly and indirectly, strengthening corporate brand reputation, building internal motivation and employer branding, and deepening our role in customer service and community connection.

Our new brand proposition, Ghar Ki Baat Pakki, Jab Support Ho Pakka, underpins all marketing initiatives. This message reflects our positioning as a trusted housing finance partner, especially for customers seeking clarity, transparency and dependable support. Marketing communication is tailored based on consumer profiling by segment and behaviour. We address the Prime, Emerging Markets and Affordable categories through differentiated campaigns and targeted media.

To create an emotional connect and build differentiation in the sea of sameness in the category, we carved out a distinctive brand identity through innovative and inclusive communication strategies. We created 'Roshni' - a personified, one-of-its-kind brand mascot that represents hope and confidence in the home-buying journey. Roshni, a bright, helpful, confident and cheerful girl, formed an integral part of the brand, symbolising the care and confidence the brand offers its customers.

The Roshni campaign includes three distinct films, each aligned to the affordable housing segment's emotional and practical concerns. These films were released across television, digital platforms, cinema and out-of-home media, ensuring mass visibility and resonance. The mascot-driven narrative was developed to offer relatability and optimism to a segment that traditionally hesitates to engage with formal channels of credit.

Alongside this, we continue to focus on our always-on strategy with initiatives to sustain growth across segments. This includes segment-specific and intent-driven ads delivered with high frequency across platforms such as YouTube, Instagram and Meta. Short-format creatives and vernacular content ensure recall and relevance. Visibility is enhanced through lifestyle merchandise, branch-level branding, community content, earned media and regional influencer partnerships. Performance-driven campaigns are structured with clear calls to action to generate leads and business growth. Unfulfilled leads are re-engaged using remarketing and personalised targeting.

We are also uplifting consideration levels to expand the marketing funnel. Targeted cohorts include direct search audiences, in-market home seekers, life events audiences, custom intent audiences and custom affinity users. Our media plans include paid search, display advertising and Meta campaigns that are mapped to these user groups and buying signals.

Our digital infrastructure is fully enabled to support scale and personalisation. We have onboarded more than 30 online partnerships including all major loan aggregators. Our ecosystem includes a responsive website, RO mobile app, chatbot, CRM 360, marketing automation tools, instant soft sanction journeys and a predictive dialler supported by a 77 member tele-executive team. We also leverage educational content and conduct outreach through email, SMS and WhatsApp campaigns.

As internet penetration deepens and customer journeys remain non-linear, digital marketing allows us to widen our reach and acquire customers more cost effectively.

This structured, segment-led and platform-agnostic marketing approach positions PNB Housing Finance to build scale and deepen relevance while continuing to strengthen the foundations laid earlier.

Always-on strategy: Initiatives to sustain growth across segments

Maintain strong visibility	Drive conversion-led performance	Community building	Strategic partnerships
			

Fortifying the future with robust risk management

At PNB Housing Finance, risk management is embedded into the fabric of our business strategy and decision-making processes. Our comprehensive Risk Management Framework is designed to safeguard stakeholder interests, ensure business continuity, and promote long-term value creation. Oversight is driven by a three-tiered governance structure comprising the Board of Directors, the Risk Management Committee of the Board, and the Executive Risk Management Committee ensuring accountability and alignment with strategic objectives.

Our approach integrates scale-based regulations, stringent compliance standards, and technology-driven practices to effectively identify, assess, monitor, and mitigate risks across business functions. Risk ownership lies within every business unit, while the Internal Audit and Compliance teams provide independent assurance through structured testing and monitoring mechanisms.

Technology plays a pivotal role in strengthening our risk architecture. Predictive analytics and scorecards offer deep insights—retention scorecards help track potential customer attrition while risk scorecards monitor portfolio exposure. Our strong emphasis on cybersecurity reflects our commitment to safeguarding customer data, which is managed with the highest standards of integrity and transparency.

The Compliance Function operates independently from senior management and the Board to ensure unbiased governance. Regulatory updates from RBI, SEBI, and other bodies are closely tracked to ensure timely and accurate implementation of evolving guidelines. Non-compliance, if any, is immediately reported to the management and addressed.

Our internal control systems are continuously evaluated through concurrent and statutory audits, reinforcing operational discipline. Independent regulatory testing ensures our practices remain future-ready and fully compliant.

To further strengthen our governance culture, we have launched regular employee training sessions on compliance and technology. Cybersecurity has emerged as a Board-level priority, with investments made in infrastructure, awareness, and resilience.

In summary, our risk management framework is not only robust and responsive but also forward-looking. It empowers us to maintain financial discipline, respond proactively to emerging risks, and uphold our commitment to responsible corporate citizenship. Through diligent oversight, empowered business units, and strong internal controls, PNB Housing Finance remains well-positioned to navigate uncertainties and create sustainable value for all stakeholders.

Three lines of defence model

PNB Housing Finance uses the 'Three Lines of Defence model' to manage risk and internal controls internally.

First line

Business units manage risks directly. The first line of defence consists of managers and staff responsible for identifying and managing risk.



Second line

Risk management and compliance functions provide oversight and support. The second line provides the policies, frameworks, tools, and techniques to support risk and compliance management.



Third line

Internal audit independently assesses risk management effectiveness. The third line, provided by internal audit, ensures that the first two lines operate effectively and advises how we could improve them.

Data analytics in risk management

Data analytics is used to provide actionable insights through the application of various analytical techniques. It is used to influence/support business decisions, find trends in the data, and draw conclusions. Data analytics helps PNB Housing Finance optimise its performance, perform more efficiently, maximise profit or make more strategically guided decisions.



Risk identification

Integrating internal and external data points to identify emerging risks



Risk assessment

Quantifying risks using analytics-based methodologies



Risk mitigation

Monitoring risk indicators using data-driven insights



Safeguarding information in the digital age

Our cybersecurity strategy prioritises customer information as the core of our ecosystem.



Core principles

- » Use of preventive, detective, and corrective controls
- » Adherence to regulatory and statutory requirements



In-depth defence

Security controls at all layers - network, endpoint, perimeter, application, data and human



Focus areas

Information security | Cloud security | Cyber crisis | Digital personal data protection



Governance

IT Strategy Committee and Information Security Committee chaired by Independent Directors



Vulnerability management

- » Regular vulnerability assessment and penetration testing
- » Continuous improvement of cyber posture



Data protection

- » Data encryption and secure storage within India
- » Controlled data movement and monitoring
- » Data classification and rights management
- » Data obfuscation for internal stakeholders



Security

Endpoint security

- » End-Point Detection and Response (EDR)
- » Encrypted Data on Endpoints
- » Data Loss Prevention (DLP) and restricted access
- » Regular security patches and enabled endpoint firewall

Network security

- » Zero Trust Network Access (ZTNA)
- » Next-gen firewalls and intrusion detection/prevention
- » Network segmentation
- » Web application firewall and multi-factor authentication



Monitoring and incident response

- » 24x7 Security Operations Centre (SOC)
- » Monitoring social media and dark web for data leaks
- » Restricted server communication



Disaster recovery and business continuity

- » Established disaster recovery and business continuity plan
- » Regular information security training and simulation exercises

Risks and mitigation measures

Key risks	Mitigation measures
Credit risk Credit risk is the significant financial loss that arises when customers or counterparties fail to fully honour their obligations to the Company, including making full and timely payments of principal, interest, and other receivables.	» We have a robust framework to identify, assess, measure, monitor, control and report credit risks in an effective manner. » We have made business units accountable for effective credit risk governance and customising risk measurement approaches for various portfolio segments/sub-segments to ensure the risk is appropriately assessed. » We have deployed tools to observe early warning signs of delinquency and taking proactive measures to maintain asset quality. » We conduct stress testing of assets periodically, as per ICAAP requirements. » We are consistently reviewing Key Risk Indicators (KRIs) of concentration and delinquency to stay ahead of potential risks, and reviewing and aligning underwriting policies and processes with the dynamics of the business environment at micro levels to ensure risk mitigation strategies are up to date.
Liquidity risk Failing to meet financial obligations due to insufficient financing requires proactive risk management. Effective risk management can prevent financial disruptions and ensure ongoing operational support.	» We maintain optimal liquidity levels to manage our business requirements and maturing debt obligations. » The Company has Board approved stock ratios and early warning signals to continuously monitor the liquidity in the system. » Further, we have deployed digital tools to report ALM and LCR.
Interest rate risk Interest Rate risk refers to the impact of rate change on the asset and liability of the Company. This risk emanates from the external economic scenario, RBI policies, etc.	» The Company has a mix of floating and fixed rate in its borrowing that will help in reducing the impact. » Continuous monitoring of board approved ratios and stress testing keeps a track of any impact.
Technology risk Inability to stay updated with latest technology may expose us to inefficiency, system failures and the evolving cyber threat landscape.	» We are continuously investing in upgrading our technology. » We are monitoring systems constantly for uptime and health, and disaster recovery sites have been created for seamless operations in case of system failure.
Reputation risk Reputation risk refers to the impact of actions, decisions, or events on the trust and perception of our brand. This impact can stem from various factors, such as sub-par customer service, ethical lapses, negative media attention, or association with controversial activities.	» We have a dedicated customer relations team to handle customer complaints and resolve them in a time-bound manner. » Our engagement with stakeholders, including employees, customers, suppliers, and media, helps identify potential risks and implement preventive measures. » A mechanism for recording and reporting risks helps us track the risk exposure and develop effective operational risk management.
Cybersecurity risk Potential adversities resulting from vulnerabilities, threats, or attacks targeting digital systems, networks, or data.	» We have taken measured approach to ensure information security and prevention against evolving threats. » We are running cyber security training and awareness programmes for our employees. » We also send periodic communication to our customers and employees to safeguard them from phishing.

INTERNAL CONTROL SYSTEM AND THEIR ADEQUACY

The Company has put in place adequate internal controls and processes that are commensurate with the size and scale of the organisation to mitigate operational and other allied risks, including 'segregation of duty'.

The Company has various committees and control functions, that are designed to review and oversee matters pertaining to capital, assets and liabilities, business practices and customer service, operational risk, information security, business continuity planning and internal risk-based supervision among others. The Company has instituted the three lines of defence model.

The first line of defence is directly involved in day-to-day business activities—such as loan origination, customer service, and collections. The second line of defence functions set standards and lay down policies and procedures to manage risks and compliance with applicable laws, regulatory guidelines, adherence to operational controls and relevant standards of conduct. The Company has appointed Chief Compliance Officer (CCO) & Chief Risk Officer (CRO), responsible for identification and assessment of risks and provide guidance on related matters and monitor and test compliances across the organisation. Internal Audit function headed by a Senior Executive, is the third line of defence which provides independent and objective assurance to the Board and Senior Management.



The Company has a mix of preventive and detective controls implemented through systems and processes, ensuring a robust framework to enable correct and complete accounting, identification of outliers (if any) on a timely basis for corrective action and mitigating risks. Mechanism of testing the controls at regular intervals is in place which checks their design and operating effectiveness to ascertain the reliability and authenticity of financial information.

INVESTOR ENGAGEMENT



At PNB Housing Finance, we have a strong Investor reach out programme designed to reach wider set of investors across geographies. It helps not only in updating the investors about the Company and its performance but also understand and resolve investors queries and helps as a feedback mechanism. The Investor Relations team actively engages with the investors and research houses during the year through meetings, calls and conferences. The Company ensures to communicate with the market participants on regular basis via press releases, financial results release, presentations, fact sheet, earnings call and branch visits. To know more about the Investor Relations programme of the Company please visit the Investors page on the website.



Empowering people to drive progress

At PNB Housing Finance, our people strategy is centered on motivating and engaging employees while fostering a culture of excellence. We sustained initiatives like Long Service Awards, MD's Toppers Club, etc. and introduced new ones like Employee of the Month/Year to celebrate and recognise achievements. Our L&D framework focused on leadership development and succession planning, including a top 100 leadership programme in collaboration with ISB.

We strengthened behavioural and customer-centric training and launched new modules on service and sales excellence. Wellness was prioritised through health checks, medical

insurance and camps. Diversity saw improvement with 17.8% gender representation, new initiatives for women and specially-abled hiring, and mentoring programmes like *AchieveHer 2.0* and *AchieveMen*.

We accelerated our HR digital journey with a new HRMS, improved hiring TATs, and launched a travel portal.

Through these comprehensive initiatives, we continue to build a resilient, inclusive, and future-ready workforce that is empowered to drive sustainable progress.



Outlook for FY26

India's housing sector is on a high-growth trajectory, propelled by rising incomes, rapid urbanisation, and strong government focus on affordable housing. This presents significant headroom for housing finance players.

PNB Housing Finance is well-positioned to capitalise on this momentum, backed by a strong nationwide presence, agile systems, and capable talent. With a governance-first, risk-calibrated approach at its core, the Company is focused on long-term value creation, while enabling aspirations and contributing meaningfully to India's housing and economic development story.

Cautionary statement

This Annual Report contains forward-looking statements that relate to the implementation of strategic initiatives and provide information on our business development and commercial performance. While we believe these statements reflect our judgement and future expectations, it's important to note that a range of factors beyond our control could cause actual results to differ materially from what we anticipate. These factors include economic conditions, government regulations, natural disasters, and other important considerations. As a result, PNB Housing Finance cannot guarantee the accuracy of these forward-looking statements, and we undertake no obligation to revise them to reflect future events or circumstances.

DIRECTORS' REPORT

The Directors of your Company are pleased to present the 37th Annual Report of PNB Housing Finance Limited together with the Audited Standalone Financial Statements and Consolidated Financial Statements of the Company for the Financial Year ended 31st March 2025.

Financial Highlights (Consolidated)

	(₹ in crore)	
	March 31, 2025	March 31, 2024
Total Income	7,691.63	7,057.09
Total expenditure	5,205.86	5,103.19
Profit before tax	2,485.77	1,953.90
Less: Provision for Tax		
- Current year	569.83	422.67
- Deferred Tax (credit/charge)	(20.20)	23.22
Profit After Tax	1,936.14	1,508.01
Other Comprehensive (Loss)/ Income	(69.66)	(16.25)
Total Comprehensive income for the year	1,866.48	1,491.76
Transfer to Statutory / Special reserves	390.00	306.00
Balance carried to balance sheet	1,476.48	1,185.76

The standalone and the consolidated financial statements for the financial year ended 31st March 2025, forming part of this Annual Report, have been prepared in accordance with the provisions of Companies (Indian Accounting Standard) Rules, 2015 ('Ind AS') in terms of Section 133 of the Companies Act, 2013 ('the Act') and other relevant provisions of the National Housing Bank Act, 1987, the Master Directions Non-Banking Financial Company-Housing Finance Company (Reserve Bank) Directions, 2021 ('RBI Directions') and the Master Direction-Reserve Bank of India (Non-Banking Financial Company - Scale Based Regulations) Directions, 2023 ('RBI Scale Based Regulations'), as amended from time to time.

The Net Interest Income (NII) for financial year 2024-25 stood at ₹2,749.63 crore as compared to ₹2,516.07 crore, registering an increase of 9.28% year on year. The Pre-Provision Operating Profit (PPOP) increased by 9.52% to ₹2,327.24 crore from ₹2,125.02 crore.

The Credit Cost including write-off (net of recovery) for financial year 2024-25 was ₹(158.53) crore.

The Spread on loans for financial year 2024-25 stood at 2.19% as compared to 2.34%. Net Interest Margin (NIM) for financial year 2024-25 stood at 3.70% as compared to 3.74%. Gross Margin, net of acquisition cost for financial year 2024-25 was at 4.11% as compared to 4.02%. Return on Asset (RoA) for financial year 2024-25 was at 2.55% as compared to 2.20%. Return on Equity (RoE) for financial year 2024-25 was at 12.19% as compared to 10.90%.

Reserves

During the year, the Company has transferred an aggregate amount of ₹390 crore to reserves. This comprises a sum of ₹345 crore transferred to Special Reserve and a sum of ₹45 crore to the Statutory Reserve.

Capital Adequacy Ratio (CRAR)

As on 31st March, 2025, the Capital Adequacy Ratio (CAR) was 29.38% (comprising Tier I capital of 28.39% and Tier II capital of 0.99%). CAR before considering proposed Dividend was 29.62%. The Reserve Bank of India (RBI) has prescribed a minimum CRAR of 15% of total risk weighted assets.

Dividend

The Company has demonstrated strong performance during the financial year 2024-25. We are pleased to recommend a dividend of ₹5 per equity share of face value of ₹10 each (previous year nil), subject to the declaration by the shareholders at the ensuing Annual General Meeting, in terms with the Company's Dividend Distribution Policy which is placed on the website of the Company at <https://www.pnbhousing.com/investors/policies>

Lending Operations

Your Company is a Non-Banking Financial Company-Housing Finance Company (NBFC-HFC) and is engaged in financing for purchase and/ or construction of residential houses, loan against property and loan for other related purposes. All other activities revolve around the main business of the Company.

The Company had disbursed loans amounting to ₹21,972 crore during the year as compared to ₹17,583 crore in the previous year (growth of 25%).

The Company has accelerated growth during the year with focus on retail loans which contributed 99.8% of the total disbursements. The Affordable and Emerging Markets segment contributed 36% to the total retail disbursements. The total pan India branch network of the Company is 356 including 200 for Affordable and 60 for Emerging Markets segments.

The Company has robust underwriting, monitoring, collection and risk management practices that optimise operations and elevate customer satisfaction.

Loan Asset

Loan Asset grew by 16% YoY to ₹75,765 crore as on 31st March 2025. With continued focus on retail segment during the year, the Company has grown retail loan book by 18%

from ₹63,306 crore to ₹74,802 crore whereas the corporate loan book has declined by 52% from ₹2,052 crore to ₹963 crore in line with the strategy. The retail book constitutes 98.7% of the Loan Asset as on 31st March 2025.

The Assets Under Management (AUM) grew by 13% YoY to ₹80,397 crore as on 31st March 2025 as compared to ₹71,243 crore as at 31st March 2024.

For further details of lending operations please refer the Management Discussion and Analysis Report.

Asset Quality

The overall Gross Non-performing Assets (GNPAs) declined by 42 bps to 1.08% as on 31st March 2025 as compared to 1.50% as on 31st March 2024. Retail GNPA is 1.09% as on 31st March 2025 as compared to 1.45% as on 31st March 2024. Corporate GNPA stood at Nil as on 31st March 2025 as compared to 3.31% as on 31st March 2024.

The overall Net Non-performing Assets (NNPAs) declined to 0.69% as on 31st March 2025 as compared to 0.95% as on 31st March 2024. The retail NNPAs declined to 0.70% as on 31st March 2025 as compared to 0.94% as on 31st March 2024. The corporate NNPA stood at Nil as on 31st March 2025 as compared to 1.11% as on 31st March 2024.

During the year 2024-25, the Company had auctioned 4,240 properties under the provisions of SARFAESI Act, 2002 and sold 537 properties with loan outstanding amounts aggregating to ₹252.93 crore and the sale value were aggregating to ₹228 crore. None of the sister concerns of the Company participated in the auction(s).

The overall ECL provision coverage as on 31st March 2025 was 1.48% (retail loans 1.16% and corporate loans 26.33%).

Distribution

During the year 2024-25, the Company expanded its branch network to 355 branches (including 200 affordable loan branches) from 300 branches/ outreaches (including 160 affordable loan branches/ outreaches) as on 31st March 2024.

The Company has 17 underwriting hubs for credit decision making.

Borrowings

The outstanding borrowings as on 31st March 2025, were ₹62,310 crore as compared to ₹55,057 crore as on 31st March 2024. During FY25, the Company had raised fresh resources of ₹55,790 crore from multiple sources excluding deposits.

Your Company continues to maintain a diversified and cost-effective funding strategy designed to support long-term financial strength and flexibility. Our borrowing

mix is well-balanced, drawing from bank loans, deposits, NHB refinance, debt market instruments such as Non-convertible Debentures (NCDs) and Commercial Papers (CPs), and External Commercial Borrowings (ECBs). Amount under each category of borrowings is presented below:

Particulars	FY 2024-25		FY 2023-24	
	Amount (Cr)	%	Amount (Cr)	%
NHB Refinance	8,449.78	13.56%	5,090.33	9.25%
Term Loans	23,484.49	37.69%	22,120.47	40.18%
ECBs	3,620.75	5.81%	1,456.15	2.64%
Deposits	17,641.73	28.31%	17,798.3	32.33%
CPs	3,199.01	5.14%	3,304.699	6.00%
NCDs	5,914.03	9.49%	5,286.24	9.60%

Details of market borrowings are provided in the Management Discussion and Analysis Report and notes to accounts (refer Note No. 36.6).

Deposits

The outstanding deposits (including accrued interest) as on 31st March 2025 were ₹17,641.97 crore (including non-retail deposits of ₹2,225.12 crore) as against ₹17,802.63 crore (including non-retail deposits of ₹2,081.28 crore) as on 31st March 2024, registering a decrease of 1%. The Company has raised ₹6,017.81 crore of total deposits (fresh + renewal) during FY24-25.

The Company has accepted public deposits as per RBI Master Directions & RBI Scale Based Regulations as amended from time to time and as per the provisions of the Act, to the extent applicable. The Company has paid interest on all the outstanding deposits on due dates as per contract. There was no default in repayment of deposits or payment of interest thereon during FY24-25.

The deposits of the Company have been rated AA+ (Outlook Stable) by CRISIL and CARE.

Unclaimed Deposits

Out of the deposits which became due for repayment upto 31st March 2025, deposits worth ₹0.18 crore, including interest accrued and due, relating to 8 depositors had not been claimed or renewed by the respective depositors, despite sending intimation about the date of maturity of their respective deposits. The Depositors have been intimated regarding the maturity of their deposits with a request to either renew or claim the deposits and subsequent reminders have been sent by SMS, e-mails, etc. Further, your Company had been remitting the maturity proceeds to the respective designated bank accounts maintained in the name of the depositor, in the absence of any specific instructions, where the bank account particulars were correct.

Your Company is liable to transfer, deposits remaining unclaimed for a period of seven years from the date they became due for payment, to the Investor Education and Protection Fund (IEPF) established by the Central Government under section 125 of the Act. During the year, the Company has transferred an amount of ₹18 lakh to IEPF. The concerned depositors can claim refund of the deposit amounts back from the IEPF. The Company has provided the process of claiming refund from IEPF, on the website of the Company.

Investment in SLR

The Company is required to maintain Statutory Liquid Ratio (SLR) as stipulated under RBI Master Directions on the outstanding deposits, by way of investments in specified securities or deposits in public sector undertakings. The Company has maintained total SLR investments of ₹2,470.11 crore including accrued interest (Book value of ₹2,427.78 crore) as on 31st March 2025.

Non-Convertible Debentures (NCDs)

During the year, the Company has raised ₹2,230 crores of secured NCDs through private placements in different tranches as against ₹1,451 crores in FY 2023-24. The outstanding NCDs as at the end of FY24-25 were ₹5,914.03 crore. As specified in the offer documents, the funds were utilised for disbursement of loans to borrowers/ discharging existing borrowings/ general corporate purposes.

The Company has complied with the provisions of Chapter XI of RBI Master Directions and SEBI NCS Regulations for issue of Non-Convertible Debentures on private placement basis.

During FY24-25, the Company had paid interest amounts from time to time and principal amounts on redemption of NCDs, on the respective due dates, in terms of the respective term sheets. There were no delay or default in such payments/ re-payments. There were no unclaimed/ unpaid amounts pertaining to principal or interest in respect of NCDs issued by the Company, during the year. The Company is not required to maintain debenture redemption reserve on privately placed NCDs in terms of Ministry of Corporate Affairs (MCA) Notification dated 16th August, 2019.

In terms of SEBI Circulars on contribution by eligible issuers of listed debt securities, the Company had deposited ₹25 lakh towards Recovery Expense Fund during the year, and also the Company has been depositing funds to Core Settlement Guarantee Fund of AMC Repo Clearing Limited, at the time of issuance of each debt securities.

Investment in LCR

The Company has maintained the investments for its Liquidity Coverage Ratio (LCR) as stipulated under Master Direction – Reserve Bank of India (Non-Banking Financial

Company – Scale Based Regulation) Directions. The Company had total LCR investments at market value of ₹836.90 crore (book value of ₹859.47 crore) as on 31st March 2025.

Credit Rating

During the year, CRISIL upgraded the Company's rating from AA 'Positive' to AA+ 'Stable' and ICRA assigned AA+ 'Stable' for bank term loans. The Company is rated AA+ 'Stable' from all the major rating agencies i.e. CARE, CRISIL, ICRA and India Ratings.

The credit rating on deposits, term loans, NCDs and commercial paper and migration during the year are disclosed in the General Information to Shareholders forming part of Director's Report.

Unclaimed Dividend

As on 31st March 2025, dividend amounting to ₹3.91 lakh pertaining to previous years i.e., FY2018, FY2019 and FY2020, which were not claimed by Shareholders of the Company, was outstanding. The Company has been informing these Shareholders by way of e-mails and letters from time to time and newspaper advertisements requesting them to claim the unclaimed dividend amounts.

Business Responsibility & Sustainability Report, Management Discussion and Analysis Report and Report of the Directors on Corporate Governance

In accordance with the provisions of SEBI (Listing Obligations & Disclosure Requirement) Regulations, 2015, ('Listing Regulations'), the Business Responsibility & Sustainability Report (BRSR) forms part of Annual report. The BRSR indicates the Company's performance against the principles of the 'National Guidelines on Responsible Business Conduct' and the BRSR related policies of the Company. This would enable the Members to have an insight into Environmental, Social and Governance initiatives of the Company. The BRSR is placed as Annexure 1 to this Report.

In accordance with the Listing Regulations and the Reserve Bank of India Master Directions, the Management Discussion and Analysis Report and the Report of Directors on Corporate Governance form part of this report. A certificate on compliance with the conditions of Corporate Governance under the Listing Regulations is placed as Annexure 2, to this Report.

Corporate Social Responsibility (CSR)

The Company has a detailed CSR policy in place. The initiatives on CSR taken during the year are detailed in this report, Corporate Governance Report, and Management Discussion and Analysis Report.

The total amount allocated for CSR activities for FY24-25 was ₹30.06 crore and the funds were allocated to various projects during the year. Out of this, an amount of ₹7.17

crore was spent on various CSR activities in lumpsum or tranches based on the progress of the project(s) during FY25. A sum of ₹22.89 crore pertaining to various allocated CSR activities and ongoing mega CSR project was transferred to Unspent CSR Account of FY25 and will be spent as per schedule within permissible timelines. The details of CSR activities are captured in Annexure-3 to Directors Report. Additional information on CSR is provided in Annexure-3A.

PEHEL Foundation

PEHEL Foundation is also a wholly owned subsidiary of the Company and is the implementation arm of the Company for CSR activities along with other partnering agencies.

The contents of Corporate Social Responsibility Policy also are provided in Annexure 3 and also made available on the website of the Company as required under the Companies (Corporate Social Responsibility Policy) Rules, 2014 and in terms of the Companies (Accounts) Rules, 2014.

During the year, the Company focused on Flagship, Strategic and Contingency Interventions. The flagship interventions were designed for the welfare of the construction workers community, strategic interventions focused upon Healthcare, Environment, Education, Women Empowerment and Sports intervention. Contingency intervention focused on supporting armed forces veterans, war widows, and their dependents by providing financial assistance, education, healthcare programmes, etc.

Flagship Interventions

The construction workers community has been supported with cataract surgeries, mobile medical units, skill development, education support to children, etc.

Strategic Interventions

Healthcare: Strengthened Govt. hospitals with infrastructural improvements, supported blood collection & transport vehicle, Cochlear implant surgery support for hearing impaired children, Dialysis machines support, wheelchairs support to old age home and senior citizens, Smart vision glasses enabled with AI device to visually impaired individuals, USG machine support, and Home away from Home for children suffering from cancer and supported palliative care.

Education: Upgradation of a school with science laboratory, Anganwadi renovation, holistic development for girls' schools, School renovation project, Establishment of computer lab at government nursing colleges, PM Internship Project, etc.

Environment: Projects for tree plantation, waste management and solar electrification in schools and villages, etc.

Women Empowerment: Supported scholarship to girl students, construction of multipurpose centres and supporting women owned production centre.

Sports Interventions: Supporting athletes preparing for Olympics, Paralympics and other events with coaching, training and rehabilitations.

Integrated Village Development Intervention: Key initiatives include upgrading school infrastructure, constructing a new Anganwadi center, supporting women-led micro-enterprises, introducing modern agricultural technologies, organising health camps, distributing nutrition kits, rejuvenating the village pond, and installing solar-powered streetlights.

Contingency Interventions

Supported education grant to the students and provided Advance Life Support (ALS) ambulances to Indian Army to address accidents/ mishaps in hilly terrain faced by civilians and armed forces.

Human Resource

As on 31st March 2025, the Company had 2,149 full time employees on its rolls.

On-boarding of key positions and vacant positions at all levels across locations were made to ensure uninterrupted business operations.

Learning & Development team rolled out a structured learning roadmap to enhance techno-functional and behavioural skills. Delivered through a hybrid model, it supports continuous development, aligns capabilities with business goals and compliance needs, and fosters a culture of upskilling.

Disclosures on managerial remuneration covers the remuneration of top 10 employees employed throughout the year, who were in receipt of remuneration of ₹1.02 crore or more per annum or in receipt of remuneration of ₹8.5 lakh or more per month consist of fixed salary, allowances, perquisites/ taxable value of perquisites excluding perquisite value of ESOPs exercised and ex-gratia amount.

In accordance with the provisions of Section 197(12) of the Act and Rule 5(1) and details under Rule 5(2) & 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the names and particulars of the top ten employees in terms of remuneration drawn and other particulars are set out in the Annexure 4 to the Directors' Report. The remuneration comprises of fixed salary, allowances, perquisites/ taxable value of perquisites excluding perquisite value of ESOPs exercised and ex-gratia amount.

In terms of the provisions of Section 136(1) of the Act read with the applicable rules, the Directors' Report is being sent to all Shareholders of the Company excluding a portion of

the Annexure. Any Shareholder interested in obtaining a copy of the Annexure may write to the Company.

The changes in the KMPs and/ or Senior Management Personnel are covered in detail in the Report of Directors on Corporate Governance.

Employees Stock Option Scheme (ESOP) & Restricted Stock Units (RSU) Scheme

During the year, 1,32,553 Equity Shares of ₹10 each were allotted on exercise of ESOP options under ESOP Scheme 2018 and, 34,487 Equity Shares of ₹10 each were allotted on exercise of ESOP options under ESOP Scheme 2022. Further, 34,117 Equity Shares of ₹10 each were allotted on exercise of RSUs under RSU Scheme 2020.

The details in terms with Rule 12(9) of The Companies (Share Capital and Debentures) Rules, 2014, are uploaded annually on the website of the Company on the tab titled 'ESOP' with link: <https://www.pnbhousing.com/investors/updates-and-events>

Grant of fresh ESOPs & RSUs

During the year, the Nomination and Remuneration Committee has granted 5,34,500 options under ESOP Scheme 2018. [4,34,500 options were granted at ₹671.95, 50,000 options at ₹808.15 and 50,000 options at ₹864.80].

During the year, the Nomination and Remuneration Committee has granted 72,500 RSUs under RSU Scheme 2020 at ₹10 per option.

There has been no variation in the terms of the options granted under any of these schemes and all the schemes are in compliance with the SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 as amended. The certificate from the Secretarial Auditors confirming that ESOP Schemes have been implemented in accordance with the SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 and Shareholder's resolutions will be available for inspection. The Nomination and Remuneration Committee monitors the compliance of these Schemes. The disclosures as required under the regulations have been placed on the website of the Company at <https://www.pnbhousing.com/investor-relations/updates-events/> along with ESOP documents as required under the amended provisions of SEBI Listing Regulations and SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021.

Prevention, Prohibition and Redressal of Sexual Harassment of Women at the Workplace

The Company has adopted a policy on prevention, prohibition and redressal of sexual harassment at the workplace. Members of the Internal Complaints Committee constituted by the Company are responsible for conducting inquiries pertaining to such complaints and reporting.

The Company on a regular basis sensitises its employees including employees of the subsidiaries on the prevention of sexual harassment at the workplace through workshops, group meetings, online training modules and awareness programmes. Disclosure in relation to Sexual Harassment of Women at Workplace (Prevention, Prohibition, and Redressal) Act, 2013:

- Number of complaints of sexual harassment received in the year ended 31st March 2025: NIL
- Number of complaints disposed off during the year: NIL
- Number of cases pending for more than 90 days: NIL
- Number of complaints pending at the end of the financial year: NIL

Maternity Benefit Act, 1961

The Company is in compliance with the applicable provisions relating to the Maternity Benefit Act, 1961.

Particulars of Loans, Guarantees or Investments

Since the Company is a housing finance company, the provisions of Section 186 regarding particulars of the loans and guarantees given and security provided by the Company, if any, are exempt under the provisions of Section 186(11) of the Act. As regards, investments made by the Company, the details of the same are provided in Notes to Accounts as Note No. 7 for the year ended 31st March 2025, forming part of this Report.

Particulars of Contracts or Arrangements with Related Parties

In accordance with the provisions of Section 188 of the Act and rules made thereunder, the transactions entered with related parties are in the ordinary course of business and on an arm's length pricing basis. The particulars of contracts or arrangements with related parties as prescribed in Form No. AOC-2 of the Companies (Accounts) Rules, 2014 (Rule 2), are annexed to this report as Annexure-5. Details of related party transactions are given in the Notes to Accounts as Note No.36.10.

SEBI vide Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2025/18 dated 14th February, 2025 required listed entities to follow the Industry Standards on Minimum information to be provided for review of the audit committee and shareholders for approval of a related party transaction and the same will be effective from 1st September, 2025, in terms of the Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2025/93 dated 26th June, 2025. The Company has been complying with the requirements as per the applicable provisions.

The Policy on Related Party Transactions is published elsewhere in the Annual Report and is also placed on

the Company's website at <https://www.pnbhousing.com/investors/policies>

Material changes and commitments, if any, affecting the financial position

There were no material changes and commitments, and there were no material contracts or arrangements affecting the financial position of the Company, which has occurred between the close of the financial year ended 2024-25 and the date of this Report.

In terms of Rule 5(ii) of the Companies (Accounts) Rules, 2014 there has been no change in the nature of business of the Company.

Particulars regarding conservation of energy, technology absorption and foreign exchange earnings and outgo

Considering the nature of our business, of providing housing finance, the consumption of resources & energy is limited to operations across various locations in the country. We are focused on becoming technically robust to enhance efficiency as well as further strengthen customer data security, privacy while moderating resource & energy consumption.

We have procured and equipped all our branches with energy saving IT equipment including laptops, LEDs lights, high-end printing machines and digitised operations with reasonably lesser paperwork. Our mobile application facilitates online application of home loans to save time, energy and resources in loan processing. Even as digitisation of products and services has been reducing the requirement of paper, it remains a significant resource consumed during our normal course of business, and thus rationalising printing requirements remains a priority. We have deployed the use of recycled paper & user ID-based printer usage for printing at select offices which has resulted in reducing normal paper & energy to an extent. Energy efficiency standards (viz. 3 and above star ratings) are duly considered during the purchase of Air Conditioners and other electrical appliances.

The expenditure around energy conservation, during the year was around ₹20 lakhs as there has been increase in number of branches and equipment replacement/upgradation activities.

There was no import of technology during the previous three financial years. The Company is a non-banking financial company and is not involved in manufacturing or generating of products of software. Hence, the clauses of absorption of technology, import of technology, year of import and research & development are not applicable here.

There were no foreign exchange earnings, and the Company has incurred foreign exchange expenditure of ₹112.94 crore (previous year ₹263.15 crore) during the

year primarily on account of interest on borrowings from external sources and other expenses.

Business Continuity

The Company has a Business Continuity Plan (BCP), designed to minimise operational, financial, legal, reputational, and other material consequences arising from a disaster, if any.

The Business Continuity & Disaster Recovery policy at the Company is developed with intent to prevent, contain, and respond to potential disruptions that may impact the continuity of business/support processes performed by the Company, along with ensuring safety of its employees.

We have implemented multi-layered controls for identification, prevention, detection, and response to various cyber security threats. We have applied safeguards for protection of customer information. We have framed Information security policy, Cyber security policy and Cloud security policy to support information security management system and to protect business information at network, endpoint, perimeter, application, and human layer.

Directors

As on 31st March 2025, the Company had ten Directors comprising seven Independent Directors, including a woman director, two Non-Executive Nominee Directors and a Managing Director & CEO.

The following were the changes in Directors during the year:

1. Ms. Gita Nayyar whose first tenure ended on 28th May, 2024, was re-appointed as an Independent Director of the Company to hold office for a second term of five consecutive years commencing from 29th May, 2024, up to 28th May, 2029. She has been reappointed by the members of the Company by passing special resolution through Postal Ballot on 26th April, 2024, on the recommendations of the Nomination & Remuneration Committee and the Board of Directors.
2. Mr. Kapil Modi has resigned from the position of Nominee Non-Executive Director on the Board of the Company w.e.f. 30th July, 2024. Quality Investment Holdings PCC (QIH) has withdrawn the nomination of Mr. Kapil Modi from the Board consequent to reduction in their shareholding from 32.68% to 19.87% on account of sale of equity shares of the Company.
3. Mr. Neeraj Vyas has been appointed as an Independent Director on the Board of the Company for a tenure of three years as approved by the members of the Company at the 36th Annual General Meeting held on 12th August 2024. Previously, he was the Managing Director & CEO on the Board of the Company from 28th April, 2020 to 10th August, 2020 and Independent

Director from 15th April 2019 to 28th April 2020. In the meantime, he was a Non-Executive Non-Nominee Director liable to retire by rotation.

4. Mr. Atul Kumar Goel, Chairman & Non-Executive Nominee Director on the Board of the Company has demitted the Office of MD & CEO of Punjab National Bank, consequent to which he has resigned from the position of Chairman & Non-Executive Nominee Director on the Board of the Company w.e.f. 1st January, 2025.
5. Dr. Tejendra Mohan Bhasin whose first tenure was about to end on 1st April, 2025, was re-appointed as an Independent Director of the Company to hold office for a second term of five consecutive years commencing from 2nd April, 2025, up to 1st April, 2030 (both days inclusive). He has been re-appointed by the members of the Company by passing special resolution on 20th March, 2025, on recommendation of the Nomination & Remuneration Committee and the Board.
6. Mr. Sunil Kaul has resigned from the position of Non-Executive Nominee Director on the Board of the Company w.e.f. 2nd May, 2025. Quality Investment Holdings PCC (QIH) has sold 2,71,24,311 equity shares of the Company representing 10.44% of the total paid-up equity share capital of the Company, through an on-market transaction on 2nd May, 2025 and hence, QIH has withdrawn the nomination of Mr. Sunil Kaul from the Board of PNB Housing Finance Limited.
7. In terms of Section 152 of the Act, Mr. Dilip Kumar Jain, Nominee Non-Executive Director will retire at the ensuing Annual General Meeting (AGM) and being eligible has offered himself for re-appointment. The NRC has determined him to be a fit and proper candidate and Board has recommended the proposal to the members for his re-appointment at the ensuing AGM.

Pursuant to the provisions of Section 149 of the Act, the Independent Directors have submitted declarations that each of them meet the criteria of independence as provided in Section 149(6) and 149(7) of the Act along with Rules framed thereunder and Regulation 16(1)(b) of the SEBI Listing Regulations. There has been no change in the circumstances affecting their status as Independent Directors of the Company.

During the year under review, the Non-Executive Directors of the Company had no pecuniary relationship or transactions with the Company, other than sitting fees, commission and reimbursement of expenses, if any as per the terms of appointment.

Your Board wishes to place on record its sincere appreciation for the contributions made by these Directors on the Board and also on various Committees of the Board.

All the Directors of the Company have confirmed that they satisfy the fit and proper criteria as prescribed under the applicable regulations and that they are not disqualified from being appointed as Directors in terms of Section 164(2) of the Act. The Company has also received a certificate from the Practising Company Secretary confirming that none of the Directors have been debarred or disqualified and the same is placed as Annexure-6, to this Report.

The Board is of the opinion that the Independent Directors of the Company possess requisite qualifications, skills, experience, and expertise. All the Independent Directors of the Company have registered their names with the data bank created for Independent Directors.

The details on the number of the Meetings of Board and the Board Committees held during the year are provided in the Corporate Governance Report, which forms part of this report.

The evaluation of Board, its Committees and individual Directors was carried out in terms of the provisions of the Act and SEBI Listing Regulations. For details, refer Corporate Governance Report.

Upon recommendation of the Nominations and Remuneration Committee (NRC), the Company has established a Policy on Fit and Proper Criteria for Directors and a Nomination and Remuneration Policy for Directors, Key Managerial Personnel, Senior Management and other employees and the same can be accessed on the website of the Company at <https://www.pnbhousing.com/investors/policies>

Directors' Responsibility Statement

In accordance with the provisions of Section 134(3)(c) of the Act and based on the information provided by the management, your directors state that:

- a) In the preparation of annual accounts, the applicable accounting standards have been followed;
- b) Accounting policies selected have been applied consistently. Reasonable and prudent judgements and estimates have been made so as to give a true and fair view of the state of affairs of the Company as on 31st March 2025 and of the profit of the Company for the year ended on that date;
- c) Proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities;
- d) The annual accounts of the Company have been prepared on a going concern basis;

- e) Internal financial controls have been laid down to be followed by the Company and such internal financial controls are adequate and operating effectively; and
- f) Systems to ensure compliance with the provisions of all applicable laws are in place, and are adequate and operating effectively.

Changes in the Key Managerial Personnel

There were no changes in KMP during the FY25.

Policies and Codes

During the year, the Company has revised its policies as required in terms of provisions of the Act, RBI Directions, SEBI Listing Regulations etc., and placed all the requisite policies on its website at <https://www.pnbhousing.com/investor-relations/corporate-governance/>

Risk Management

The Company has implemented a comprehensive enterprise level Integrated Risk Management (IRM) Policy, along with separate policies for various type of risks material to our business. The IRM policy provides overarching guidance for all risk-related activities, encompassing credit, Asset Liability Management (ALM), market, operational risk management, information technology, cyber security etc. Additionally, it also defines the governance model and outlines the roles and responsibilities of each component within the risk management framework. For more details, please refer the Management Discussion & Analysis Report and also the Report of Directors on Corporate Governance forming part of this Annual Report.

Internal Financial Control & its Adequacy

The Company has put in place adequate policies and procedures to ensure that the system of internal financial control commensurate with the size and nature of the Company's business.

These systems provide a reasonable assurance in respect of providing financial and operational information, complying with applicable statutes, safeguarding of assets of the Company, prevention and detection of frauds, accuracy and completeness of accounting records and ensuring compliance with Company's policies.

Based on the framework of internal financial controls and compliance systems established and maintained by the Company, the work is performed by the internal, statutory and secretarial auditors and external consultants, including the audit of internal financial controls over financial reporting by the statutory auditors and the reviews are performed by management and the relevant board committees, including the Audit Committee. The Board is of the opinion that the Company's internal financial controls were adequate and effective during FY25.

Internal Audit

The Internal Audit function operating independently under the oversight of the Audit Committee of the Board, gives objective assurance to the Board on Company's internal control processes, risk management and governance systems and processes. The Internal Audit function is adequately staffed with skilled personnel. The function adopts a risk-based audit approach and carries out audits across retail mortgage and construction finance business, audit of operations units and other functions such as Treasury, Finance & Accounts, Risk, Compliance etc. Thematic audits, Information Security audit, Spot checks and Concurrent audit are conducted in order to independently evaluate the adequacy and effectiveness of internal controls on an ongoing basis and proactively recommending enhancements thereof.

The Internal Audit Department, during the course of audit, also ascertains the adherence to regulatory guidelines, legal requirements and operational processes and provides timely feedback to the management for corrective actions. A strong oversight on the operations is also kept through off-site monitoring by use of data analytics to detect outliers (if any) and alert the management for due corrective action, wherever warranted.

In line with the RBI guidelines, quality assurance programme is carried out by appointing an external agency, covering all aspects of internal audit function.

Vigil Mechanism

The Company has a Whistle Blower Policy and has established the necessary vigil mechanism for directors and employees in confirmation with Section 177(9) of the Act and Regulation 22 of SEBI Listing Regulations, to raise concerns on any wrongful conduct in the policies, procedures, codes and applicable laws, rules and regulations of the Company or in relation to corruption, misuse of office, criminal offence, suspected/ actual fraud, fraudulent reporting, misappropriation or mismanagement of the Company's assets. The Policy provides a framework to promote responsible and secure whistle blowing by protecting its employees. The policy has been appropriately communicated to the employees within the organisation and has also been hosted on the Company's website which can be accessed at <https://www.pnbhousing.com/investors/policies>.

Regulatory Compliance

Following the amendment in the Finance Act, 2019 and the subsequent notification by the Reserve Bank of India (RBI) in August 2019, Housing Finance Companies (HFCs) are being treated as one of the categories of Non-Banking Financial Companies (NBFCs) for regulatory purposes and accordingly come under RBI's direct oversight. The National Housing Bank (NHB), however, would continue to carry out supervision & refinance facilities for HFCs. In this regard Master Direction – Non-Banking Financial Company – Housing Finance Company (Reserve Bank) Directions, 2021 was notified on 17th February, 2021, updated from time to time.

The Company has been following guidelines, circulars and directions issued by the RBI/ NHB, from time to time. The Company has complied with the Master Direction-Non Banking Financial Company – Housing Finance Company (Reserve Bank) Directions, 2021 (updated as on 5th May, 2025) and other directions/guidelines prescribed by RBI regarding deposit acceptance, accounting standards, prudential norms for asset classification, income recognition, provisioning, capital adequacy, credit rating, corporate governance, information technology framework, fraud monitoring, concentration of investments, capital market exposure norms, guidelines on maintenance of Liquidity Coverage Ratio (LCR), transfer of loans, know your customer and anti-money laundering, etc.

RBI had issued a circular on “Scale Based Regulation (SBR): A Revised Regulatory Framework for NBFCs” on 22nd October, 2021 (‘SBR Framework’). As per the framework, based on size, activity, and risk perceived, NBFCs are categorised into four layers, NBFC-Base Layer (NBFC-BL), NBFC-Middle Layer (NBFC-ML), NBFC-Upper Layer (NBFC-UL) and NBFC-Top Layer (NBFC-TL). RBI has categorised PNB Housing Finance Limited as an NBFC-Upper Layer (NBFC-UL) vide its press release dated 30th September, 2022, 14th September, 2023 and 16th January, 2025. RBI has issued the Master Direction – Reserve Bank of India (Non-Banking Financial Company)-Scale Based Regulation) Directions, 2023 dated 19th October, 2023, updated from time to time. The Company has put in place necessary Board approved policies like Internal Capital Adequacy Assessment Policy, Compensation Policy for Key Managerial Personnel and Senior Management, Compliance Policy, Board approved limits for Sensitive Sectors Exposure under the SBR Framework, etc.

Application under Insolvency & Bankruptcy Code, 2016

During the year, the Company has not made any application, or no proceeding is pending under the Insolvency and Bankruptcy Code, 2016 (31 of 2016). The Company has not entered into one-time settlement for any loans availed from the Banks or Financial Institutions.

Significant and Material Orders Passed by Regulators

During the year, there were no significant or material orders passed by the regulators or courts or tribunals that would impact the going concern status or operations of the Company in the future. The Details on penalties, fines, strictures levied during the last three Financial years are provided in the Corporate Governance Report.

Statutory Auditors

Reserve Bank of India guidelines dated 27th April, 2021, on Appointment of Statutory Central Auditors (SCAs)/Statutory Auditors (SAs) of Commercial Banks (excluding RRBs), UCBs and NBFCs (including HFCs) is applicable to your Company.

M/s. T R Chadha & Co, LLP, Chartered Accountants (ICAI Firm Registration No. 006711N/N500028) and M/s. Singhi & Co., Chartered Accountants (ICAI Firm Registration No. 302049E)

have completed their tenure of three years as Joint Statutory Auditors on the conclusion of the 36th AGM of the Company. The Board wishes to place on record its appreciation for the professional services rendered by them.

The Shareholders at their 36th AGM have appointed M/s. C N K & Associates LLP, Chartered Accountants (Firm Registration No.101961 W/W-100036) and M/s M M Nissim & Co LLP, Chartered Accountants (Firm Registration No. 107122 W/W100672) as the Joint Statutory Auditors of the Company for a period of three years from the conclusion of 36th AGM till the conclusion of the 39th AGM of the Company.

During the year, the Statutory Auditors remuneration was ₹1.19 crore (Remuneration of the Statutory Auditor of the Subsidiary Company is ₹0.09 crore). The remuneration pertains to fees for statutory audit, internal financial control reporting, limited reviews, tax audits, certifications, and reimbursement of expenses.

During the year under review, the Statutory Auditors did not have any matter requiring reporting under Section 143 (12) of the Act. Therefore, there is no reporting disclosure required under Section 134 (3) (ca) of the Act.

The Statutory Auditors Report does not contain any qualifications, observations or adverse comments.

The Statutory Auditors have confirmed that they continue to satisfy the eligibility norms and independence criteria as prescribed by RBI guidelines and the Companies Act, 2013.

Secretarial Audit Report

Pursuant to the provisions of Section 204 of the Act, the Board had appointed M/s Vinod Kothari & Company, a firm of Company Secretaries in Practice to undertake the Secretarial Audit of the Company for the financial year 2024-25.

The Secretarial Audit Report for the financial year ended 31st March 2025, as required under Section 204 of the Act and Regulation 24A of the SEBI Listing Regulations, is annexed to this Report as Annexure 7. Your Company is in compliance with the applicable Secretarial Standards issued by the Institute of Company Secretaries of India and approved by the Central Government under Section 118(10) of the Act.

The Secretarial Auditor’s Report does not contain any qualifications, observations or adverse comments.

In terms of Reg.24A of SEBI Listing Regulations, 2015, your Company has submitted the Annual Secretarial Compliance Report for FY25 issued by M/s Vinod Kothari & Company to the Stock Exchanges within the prescribed time and the same is available on websites of the Company and Stock Exchanges. The same is placed as Annexure 8, to this Report.

The Board has recommended to the members for appointment of M/s Vinod Kothari & Company as Secretarial Auditor of the Company for a tenure of five years in terms of the amended provisions of the Listing Regulations.

Maintenance of Cost Records

Being a housing finance company, your Company is not required to maintain cost records as per sub-section (1) of Section 148 of the Act & Rule 5(ix) of the Companies (Accounts) Rules, 2014.

Annual Return

The Annual Return in Form MGT-7, provisional, as on 31st March 2025 is available on the website of the Company at <https://www.pnbhousing.com/investors/annual-return>

Subsidiaries of the Company

PHFL Home Loans and Services Limited (PHFL)

PHFL is a wholly owned subsidiary and is the distribution arm for PNB Housing, offering doorstep services to the prospective customers. The Subsidiary has trained workforce to source business for the loans and deposits offered by PNB Housing. During the year, the PHFL has sourced loan applications in respect of 76% of total loans disbursed by PNB Housing Finance. The annual accounts of PHFL are enclosed along with the Annual Accounts of PNB Housing Finance. A report on the performance and financials of PHFL, as per Act and rules made thereunder is provided in Form AOC-1 attached to the Consolidated Financial Statements forming an integral part of this Annual Report.

PEHEL Foundation

PEHEL Foundation is the implementation arm of the Company for CSR activities along with other partnering agencies. It is a wholly owned non-profit subsidiary Company incorporated under Section 8 of the Act as an implementation arm to carry out various CSR activities of PNB Housing Finance and PHFL. A report on the performance and financials of PEHEL Foundation, as per Act and rules made thereunder is provided in Form AOC-1 attached to the Consolidated Financial Statements forming an integral part of this Annual Report.

During the year, under review, there was no material change in the nature of the business of the subsidiaries. There are no associates or joint venture companies within the meaning of Section 2(6) of the Companies Act, 2013.

Further, pursuant to the provisions of Section 136 of the Act, the financial statements of the Company, consolidated financial statements along with relevant documents and separate audited financial statements in respect of subsidiaries, are available on the Company's website at <https://www.pnbhousing.com/investor-relations/annual-reports/>

Other Disclosures

Your Directors hereby clarify that during the year ended 31st March, 2025, the following disclosures were not applicable/ there were no such transactions in the year under review:

1. There has been no issue of Equity Shares with differential rights as to dividend, voting or otherwise.

2. Your Company has not resorted to any buy back of its Equity Shares during the year under review.
3. The Managing Director & CEO of your Company did not receive any remuneration or commission during the year from the subsidiary of the Company.
4. No loans were provided to the employees for purchase of shares of the Company for the purpose mentioned in Section 67(3) of the Act.
5. The names of companies which have become or ceased to be its subsidiaries, joint ventures or associate companies during the year: NIL
6. The securities of the Company were not suspended from trading during the year.
7. There was no issue of shares during the year ended 31st March 2025, other than ESOPs. Hence, the explanation for variation of utilisation of proceeds, if any, as per Regulation 32 (4) of SEBI Listing Regulations, is not applicable.

Acknowledgements

The Directors place on record their gratitude for the support of various authorities including Reserve Bank of India, National Housing Bank, Securities and Exchange Board of India, Ministry of Housing and Urban Affairs, Ministry of Corporate Affairs, Registrar of Companies, Financial Intelligence Unit (India), Insurance Regulatory and Development Authority of India, Stock Exchanges and the Depositories.

The Company acknowledges the role of all its key stakeholders-shareholders, banks and other lenders, investors, borrowers, channel partners, depositors, deposit agents. Auditors, Consultants, Registrar & Transfer Agent and Trustees for their continued support.

The Directors express their appreciation for the dedication and commitment with which the employees of the Company at all levels have worked during the period.

For and on behalf of the Board

Girish Kousgi

MD & CEO

Dr. T.M. Bhasin

Non-Executive Independent Director

Place: New Delhi

Date: 2nd July 2025

Annexure – 1

BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORT (BRSR)

Pursuant to Regulation 34(2)(f) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Section A: General Disclosures

I. Details of the listed entity

1.	Corporate Identity Number (CIN) of the Listed Entity	L65922DL1988PLC033856
2.	Name of the Listed Entity	PNB Housing Finance Limited
3.	Date of Incorporation	11 th November, 1988
4.	Registered office address	9 th Floor, Antriksh Bhawan, 22 Kasturba Gandhi Marg, New Delhi 110001
5.	Corporate address	RMZ Infinity Park, 1 st Floor and 6 th Floor, Plot No.15, Udyog Vihar, Gurugram – 122008
6.	E-mail	secretarial.cso@pnbhousing.com
7.	Telephone	011-23445200
8.	Website	www.pnbhousing.com
9.	Financial year for which reporting is being done	FY25 (1 st April 2024 to 31 st March 2025), FY24 & FY23
10.	Name of the Stock Exchange(s) where shares are listed	National Stock Exchange of India Limited and BSE Limited
11.	Paid-up Capital	₹259.92 crores
12.	Name and contact details (telephone, email address) of the person who may be contacted in case of any queries on the BRSR report	Ms. Veena G Kamath Company Secretary Email Id: veena.kamath@pnbhousing.com Telephone Number: 011-23445200
13.	Reporting boundary	The disclosures made are on the standalone basis for PNB Housing Finance Limited only consisting of all the locations including the corporate office
14.	Whether the Company has undertaken assessment or assurance of the BRSR Core ?	No
15.	Name of assessment or assurance provider	Not Applicable
16.	Type of assessment or assurance obtained	Not Undertaken

II. Products/Services

17. Details of business activities (accounting for 90% of the turnover):

S. No.	Description of Main Activity	Description of Business Activity	% Of Turnover of the entity
1	Financial and Insurance Service	PNB Housing Finance Limited (PNBHFL 'the Company') was incorporated on 11 th November, 1988. The Company is primarily engaged in the business of providing loans to individuals and corporate bodies for purchase, construction, repair and upgradation of houses. It also provides loans for commercial space, loans against property and loan for purchase of residential plots. The Company is deposit taking Housing Finance Company registered with National Housing Bank (NHB) under Section 29A of the National Housing Bank Act, 1987. The Company is listed on BSE Limited and National Stock Exchange of India Limited.	100%

18. Products/Services sold by the entity (accounting for 90% of the entity's turnover):

S. No.	Product/Services	NIC Code	% of total turnover contributed
1	Providing loans to individuals and corporate bodies for purchase, construction, repair and up-gradation of houses. All the other activities revolve around the main business.	64192	100%

III. Operations

19. Number of locations where plants and/or operations/offices of the entity are situated:

S. No.	Location	Number of plants	Number of offices	Total
1.	National	Not Applicable*	381	381
2.	International		Nil	Nil

*We are a Non-Banking Financial Company-Housing Finance Company (NBFC-HFC) and hence do not undertake any manufacturing activity. 376 Branches (Prime, Emerging, Roshni, Hubs, & Deposits etc.) & 5 Offices adds to 381.

20. Markets served by the entity

We have focused on building our strategic physical presence across the country to address the growing needs of the population.

a. Number of locations

S. No.	Locations	Number
1.	National (Number of states)	21
2.	International (Number of countries)	NIL

b. What is the contribution of exports as a percentage of the total turnover of the entity?

Not applicable.

c. A brief on types of customers

Our Company serves customers at all income levels. We are making significant efforts to provide affordable loans and are concentrating on markets where there is a high demand for affordable housing loans.

Category	Household Income/annum	Individual Housing Loan disbursed in FY25	
		% in Number of Applicants	% in Value terms
Economically Weaker Section	Up to ₹3 lakh	39.14%	27.40%
Low Income Group	Above ₹3 lakh up to ₹6 lakh	18.04%	13.08%
Middle Income Group	Above ₹6 lakh up to ₹18 lakh	32.07%	35.21%
Others	Above ₹18 lakh	10.75%	24.31%
Total		100%	100%

Individual Housing Loans customer profiling -

Salaried customers	69.13%
Self-employed (including professionals) customers	30.87%
The average size of individual loans stood at	31.02 Lakhs
The average loan to value ratio at origination was	65.28%
The average age of the customer was	39 Years

Deposits:

As on 31st March 2025, total outstanding deposits stood at ₹17,642 crore.

IV. Employees

21. Details as at the end of Financial Year:

a. Employees and workers (including differently abled):

S. No.	Particulars	Total	Male		Female	
		(A)	No. (B)	% (B/A)	No. (C)	% (C/A)
Employees						
1.	Permanent (D)	2149	1770	82.36%	379	17.64%
2.	Other than permanent (E)	NIL	NIL	NIL	NIL	NIL
3.	Total employees (D+E)	2149	1770	82.36%	379	17.64%
Workers						
4.	Permanent (F)	NIL	NIL	NIL	NIL	NIL
5.	Other than permanent (G)	640	561	87.66%	79	12.34%
6.	Total workers (F+G)	640	561	87.66%	79	12.34%

Other than permanent workers include Security, housekeeping & facility management staff on third party contract.

b. Differently abled Employees and workers:

S. No.	Particulars	Total	Male		Female	
		(A)	No. (B)	% (B/A)	No. (C)	% (C/A)
Differently abled Employees						
1.	Permanent (D)	3	3	100%	0	0%
2.	Other than permanent (E)	NIL	NIL	NIL	NIL	NIL
3.	Total Differently abled employees (D+E)	3	3	100%	0	0%
Differently abled Workers						
4.	Permanent (F)	NIL	NIL	NIL	NIL	NIL
5.	Other than permanent (G)	NIL	NIL	NIL	NIL	NIL
6.	Total Differently abled workers (F+G)	NIL	NIL	NIL	NIL	NIL

22. Participation/Inclusion/Representation of women

	Total	No. and percentage of Females	
	No. (A)	No. (B)	% (B/A)
Board of Directors	10	1	10%
Key Management Personnel	3	1	33.33%

23. Turnover rate for permanent employees and workers

Category	FY25			FY24			FY23		
	Male (%)	Female (%)	Total (%)	Male (%)	Female (%)	Total (%)	Male (%)	Female (%)	Total (%)
Permanent employees	16.05%	15.30%	15.91%	17.63%	15.43%	17.27%	24.30%	26.60%	24.70%
Permanent workers	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL

*Voluntary Turnover

V. Holding, Subsidiary and Associate Companies (including Joint ventures)

24. Names of holding / subsidiary / associate companies / joint ventures

S. No.	Name of the holding / subsidiary / associate companies / joint ventures (A)	Indicate whether holding/ Subsidiary/ Associate/ Joint Venture	% of shares held by listed entity	Does the entity indicated at column A, participate in the Business Responsibility initiatives of the listed entity? (Yes/No)
1.	PHFL Home Loans and Services Limited	Subsidiary	100%	PHFL Home Loans and Services Limited works in line with the ethos of PNBHFL Business Responsibility initiatives.
2.	Pehel Foundation	Subsidiary	100%	PEHEL Foundation is a non-profit subsidiary which carries out various CSR activities of PNB Housing Finance Limited and PHFL Home Loans and Services Limited.

VI. CSR details

25. i. Whether CSR is applicable as per section 135 of Companies Act, 2013: (Yes/No)

Yes. CSR is applicable as per section 135 of Companies Act, 2013.

ii. If yes, Turnover – (in ₹) 7,661.22 crore

iii. Net worth–(in ₹) 16,833.70 crore

VII. Transparency and Disclosures Compliances

26. Complaints/Grievances on any of the principles (Principles 1 to 9) under the National Guidelines on Responsible Business Conduct (NGBRC):

Stakeholder group from whom complaint is received	Grievance Redressal Mechanism in Place (Yes/No)	FY25			FY24		
	(If yes, then provide web-link for grievance redress policy)	No. of complaints filed during the year	No. of complaints pending resolution at close of the year	Remarks	No. of complaints filed during the year	No. of complaints pending resolution at close of the year	Remarks
Communities	Yes	NIL	NIL	NIL	NIL	NIL	NIL
Investors (other than shareholders)	Yes	NIL	NIL	NIL	NIL	NIL	NIL
Shareholders	Yes	3	0	NIL	502	NIL	NIL
Employees and workers	Yes	0	0	NIL	01	NIL	NIL
Customers	Yes	1576	15	NIL	1618	22	NIL
Value Chain Partners	No	NIL	NIL	NIL	NIL	NIL	NIL
Other (please specify)	N/A	N/A	N/A	N/A	N/A	N/A	N/A

The grievance redressal mechanism is available at :-<https://www.pnbhousing.com/documents/d/guest/corporate%20grievance-redressal-mechanism>

27. Overview of the entity's material responsible business conduct issues

S. No.	Material issue identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk / opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
1.	Sustainability Disclosures	Opportunity	Sustainability & ESG disclosures are a fundamental aspect of modern business practice, providing valuable insights into a Company's sustainability practices to a wide range of stakeholders. This type of disclosure includes measurable aspects such as carbon emissions, policies, and diversity metrics. By understanding its importance, we can enhance transparency and accountability, ultimately contributing to a more sustainable business & future.	PNB HFL has commenced reporting & disclosures on ESG aspects through recognised frameworks of sustainability reporting such as BRSR and GRI standards.	Positive
2.	Climate Change Risk		Climate change is being recognised globally as a source of financial risk for financial institutions. The non-linear & uncertain nature of climate risk (both physical & transition) threatens the resilience of BFSI sector.	PNB HFL has commenced foundational working on physical & transition risks of climate change through data & research available in public domain and is developing capability around the concept of "Financed Emissions".	Negative
3.	Sustainable Finance Propositions	Opportunity	Sustainable Finance incorporates climate, green and social finance propositions (social finance includes financing towards affordable housing). The housing sector is poised to continue its growth backed by favourable growth drivers viz improved affordability, rising urbanisation and government initiatives like PMAY-U 2.0 etc.	PNB HFL achieved a significant milestone of ₹5,000 crore affordable book as on 31 st March 2025. This remarkable achievement is a testimony of our unwavering commitment to empowering individuals and families in their journey towards owning a home.	Positive
4.	People Practices	Opportunity	People Practices including Diversity, Equity, and Inclusion (DEI) are mutually reinforcing principles within an organisation. A diverse and inclusive environment establishes a sense of belonging among employees, making them feel more connected and productive in their day to day work thereby positively impacting business sustainability & growth.	With forward looking people practices and conducive policies, PNB HFL has achieved over 17% female diversity in the workforce and is working on further strengthening it.	Positive

Other important material aspects are elaborated in 'additional disclosures on sustainability' section.

Section B: Management and process disclosures

This section is aimed at helping businesses demonstrate the structures, policies, and processes put in place towards adopting the NGRBC Principles and Core Elements -

S. No.	Principle Description	Reference of Company's Policies
P1	Businesses should conduct and govern themselves with integrity, and in a manner that is Ethical, Transparent and Accountable.	Anti Bribery & Anti- Corruption Policy. Fair Practice Code. Whistle Blower Policy. Code of Conduct. ESG Policy.
P2	Businesses should provide goods and services in a manner that is sustainable and safe.	Fair Practice Code. ESG policy.
P3	Businesses should respect and promote the well-being of all employees, including those in their value chains.	Prevention of Sexual Harassment (POSH) Policy. ESG Policy.
P4	Businesses should respect the interests of and be responsive to all its stakeholders.	Grievance Redressal Mechanism. Fair Practice Code.
P5	Businesses should respect and promote human rights.	ESG Policy.
P6	Businesses should respect and make efforts to protect and restore the environment.	ESG Policy.
P7	Businesses, when engaging in influencing public and regulatory policy, should do so in a manner that is responsible and transparent.	Responsible Advocacy is covered in our Internal Guidelines on Corporate Governance. ESG Policy.
P8	Businesses should promote inclusive growth and equitable development.	CSR Policy. ESG Policy.
P9	Businesses should engage with and provide value to their consumers in a responsible manner.	Website Privacy Policy. ESG Policy.

Policy and Management processes

Points	P1	P2	P3	P4	P5	P6	P7	P8	P9
1. (a) Whether your entity's policy/policies cover each principle and its core elements of the NGRBCs. (Yes/No)	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
1 (b) Has the policy been approved by the Board? (Yes/No)	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
1 (c) Web Link of the Policies, if available	https://www.pnbhousing.com/investors/policies								
2. Whether the entity has translated the policy into procedures. (Yes / No)	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
3 Do the enlisted policies extend to your value chain partners? (Yes/No)	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
4 Name of the national and international codes/certifications/labels/ standards (e.g., Forest Stewardship Council, Fairtrade, Rainforest Alliance, Trustee) standards (e.g., SA 8000, OHSAS, ISO, BIS) adopted by your entity and mapped to each principle.	We are an ISO 9001:2015 (Quality Management System) certified organisation and ISO 27001 (Information security management system) certified.								
5 Specific commitments, goals and targets set by the entity with defined timelines, if any.	The target-setting exercise is an intensive one and requires multi-stakeholder deliberations, consultations with experts, consideration of the trajectory where the sector is moving, contextual perspectives (including regional and global aspects, regulatory alignment, and business requirements), and the right platforms for ESG data consolidation. PNB HFL is also working towards its 'material issues' with all relevant departments to come up with ESG aspirations aligned with evolving regulations in the next 5 years or sooner.								
6 Performance of the entity against specific commitments, goals, and targets along-with reasons in case the same are not met.	As we have initiated our journey and are further strengthening our ESG infrastructure, disclosures on performance are made in the 'Additional Disclosures on Sustainability' section.								

Governance, leadership, and oversight

7	Statement by director responsible for the business responsibility report, highlighting ESG related challenges, targets, and achievements (listed entity has flexibility regarding the placement of this disclosure)	Our values guide our conscientious approach to our sustainability journey. Through our structured focus on sustainability & ESG disclosures, we aim to strengthen the Company, attract and motivate employees, serve our stakeholders, and support the communities in which we operate. We've made decent progress across each of our business verticals – prime, emerging & Roshni and forging a path towards continued profitability with sustainability. Our team is our greatest strength, and we continue to create avenues for individual growth, development, and advancement. We are supporting critical DEI initiatives, encouraging inclusivity, fostering a high-performance culture, having elevated focus on CSR – all cemented on a strong governance architecture. BRSR Disclosure is an enabler for us as compliance and as a strategic compass to map and disclose our sustainability performance.
8	Details of the highest authority responsible for implementation and oversight of the Business Responsibility policy(ies).	Mr. Satish Kumar Singh Chief People Officer satish.singh@pnbhousing.com
9	Does the entity have a specified Committee of the Board/ Director responsible for decision making on sustainability related issues? (Yes / No). If yes, provide details.	The Board of Directors (BoDs) of PNB Housing Finance Limited is responsible for determining the strategic direction and safeguarding the interest of all our stakeholders. ESG and Climate Change aspects are viewed as one of the strategic priorities of the BoDs and the Risk Management Committee. ESG aspects are further taken upon by the Core ESG Team and various functional team to align systems for ESG & climate interventions.

10 Details of Review of NGRBCs by the Company

Subject for Review	a. Indicate whether review was undertaken by Director / Committee of the Board/ Any other Committee								
	P1	P2	P3	P4	P5	P6	P7	P8	P9
1 Performance against above policies and follow up action	We have embarked on the sustainability journey, formulated the ESG policy which encompasses all the principles of BRSR and have created ESG team to have strong focus. Further, the Board monitors progress on ESG through various reviews with the Risk Management Committee of the Board, Leadership and ESG Team.								
2 Compliance with statutory requirements of relevance to the principles, and rectification of any non-compliances									
Subject for Review	b. Frequency (Annually/ Half yearly/ Quarterly/ Any other – please specify)								
	P1	P2	P3	P4	P5	P6	P7	P8	P9
1 Performance against above policies and follow up action	Every policy gets reviewed annually by the respective functions and Risk/Compliance team and then by the respective Board Committees and the changes, if any, are approved by the Board.								
2 Compliance with statutory requirements of relevance to the principles, and the rectification of any non-compliances									
11 Has the entity carried out independent assessment/ evaluation of the working of its policies by an external agency? (Yes/No). If yes, provide name of the agency.	P1	P2	P3	P4	P5	P6	P7	P8	P9
	As good governance practice, the policies in conformance with the principles are reviewed by the Leadership, the Board Committees and approved by the Board. Policies are reviewed by internal stakeholders including Leadership team and external sustainability experts periodically.								

12. If answer to question (1) above is “No” i.e., not all Principles are covered by a policy, reasons to be stated:

Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
The entity does not consider the Principles material to its business (Yes/ No)	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A
The entity is not at a stage where it is in a position to formulate and implement the policies on specified principles (Yes/No)	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A
The entity does not have the financial or/human and technical resources available for the task (Yes/No)	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A
It is planned to be done in the next financial year (Yes/No)	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A
Any other reason (please specify)	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A

Section C: Principle-wise performance disclosure

This section is aimed at helping entities demonstrate their performance in integrating the Principles and Core Elements with key processes and decisions. The information sought is categorised as “Essential” and “Leadership”. While the essential indicators are expected to be disclosed by every entity that is mandated to file this report, the leadership indicators may be voluntarily disclosed by entities which aspire to progress to a higher level in their quest to be socially, environmentally and ethically responsible.

Principle 1: Business should conduct and govern themselves with integrity, and in a manner that is Ethical, Transparent and Accountable.



ESSENTIAL INDICATORS

1. Percentage coverage by training and awareness programmes on any of the principles during the Financial year

Segment	Total number of training & awareness programmes held	Topics / principles covered under the training and its impact	%age of persons in respective category covered by the awareness programmes
Board of Directors	8	HR, Technology, ESG & stakeholder management, Risk Management, Corporate Governance	100%
Key Managerial Personnel	7	Anti-Bribery & Anti-Corruption Policy Anti Money Laundering & KYC Code of Conduct Policy Information Security Awareness Prevention of Sexual Harassment Prohibition of Insider Trading Policy Whistle Blower Policy	100%
Employees other than BoD and KMPs	7	Anti-Bribery & Anti-Corruption Policy, Anti Money Laundering & KYC, Code of Conduct Policy, Information Security Awareness, Prevention of Sexual Harassment, Prohibition of Insider Trading Policy, Whistle Blower Policy	100%

2. Details of fines / penalties / punishment / award / compounding fees / settlement amount paid in proceedings (by the entity or by its directors / KMPs) with regulators/ law enforcement agencies/ judicial institutions in the financial year, in the following format (Note: the entity shall make disclosures on the basis of materiality as specified in Regulation 30 of SEBI (Listing Obligations and Disclosure Obligations) Regulations, 2015 and as disclosed on the entity's website):

Monetary					
	NGRBC Principle	Name of the regulatory/ enforcement agencies/ Judicial institutions	Amount (In ₹)	Brief of the Case	Has an appeal been preferred? (Yes/ No)
Penalty/Fine	NIL	N/A	NIL	N/A	N/A
Settlement	NIL	N/A	NIL	N/A	N/A
Compounding fee	NIL	N/A	NIL	N/A	N/A
Non – Monetary					
	NGRBC Principle	Name of the regulatory/ enforcement agencies/ Judicial institutions	Amount (In ₹)	Brief of the Case	Has an appeal been preferred? / (Yes/ No)
Imprisonment	NIL	N/A	NIL	N/A	N/A
Punishment	NIL	N/A	NIL	N/A	N/A

3. Of the instances disclosed in Question 2 above, details of the Appeal / Revision preferred in cases where monetary or non-monetary action has been appealed.

Case Details	Name of the regulatory/ enforcement agencies/ judicial institutions
NIL	Not Applicable

4. Does the entity have an anti-corruption policy or antibribery policy? If yes, provide details in brief and if available, provide a web-link to the policy.

Yes, the Policy is available at: <https://www.pnbhousing.com/documents/d/guest/Anti-Bribery%20and%20Anti-Corruption%20Policy>.

We are committed to conduct business with the highest legal and ethical standards and expect all employees and other people acting on our behalf to uphold this commitment. In accordance with this commitment, we have adopted an Anti-Bribery and Anti-Corruption Compliance Policy, which is applicable to all directors, officers, employees, agents, representatives and other associated persons of the Company.

5. Number of Directors/KMPs/Employees/Workers against whom disciplinary action was taken by any law enforcement agency for the charges of bribery / corruption.

Segment	FY25	FY24
1 Directors	NIL	NIL
2 Key Managerial Personnel	NIL	NIL
3 Employees	NIL	NIL
4 Workers	NIL	NIL

6. Details of complaints with regard to conflict of interest.

Segment	FY25		FY24	
	Number	Remarks	Number	Remarks
1 Number of complaints received in relation to issues of Conflict of Interest of the Directors	NIL	Not Applicable	NIL	Not Applicable
2 Number of complaints received in relation to issues of Conflict of Interest of the KMPs	NIL	Not Applicable	NIL	Not Applicable

7. Provide details of any corrective action taken or underway on issues related to fines / penalties / action taken by regulators / law enforcement agencies / judicial institutions, on cases of corruption and conflicts of interest.

During the year, there were no cases of corruption and conflicts of interest.

8. Number of days of accounts payables ((Accounts payable *365) / Cost of goods/services procured) in the following format:

	FY25	FY24
Number of days of accounts payables	10	18

9. Open-ness of business

Provide details of concentration of purchases and sales with trading houses, dealers, and related parties along-with loans and advances & investments, with related parties, in the following format:

Parameter	Metrics	FY25	FY24
Concentration of Purchases	a. Purchases from trading houses as % of total purchases	N/A	N/A
	b. Number of trading houses where purchases are made from	N/A	N/A
	c. Purchases from top 10 trading houses as % of total purchases from trading houses	N/A	N/A
Concentration of Sales	a. Sales to dealers / distributors as % of total sales	N/A	N/A
	b. Number of dealers / distributors to whom sales are made	N/A	N/A
	c. Sales to top 10 dealers / distributors as % of total sales to dealers / distributors	N/A	N/A

Parameter	Metrics	FY25	FY24
Share of RPTs in	a. Purchases (Purchases with related parties / Total Purchases)*	12.17%	10.59%
	b. Sales (Sales to related parties / Total Sales)*	2.87%	3.20%
	c. Loans & advances (Loans & advances given to related parties / Total loans & advances)	NIL	NIL
	d. Investments (Investments in related parties / Total Investments made)	NIL	NIL

*Financial services incidental to the main business of the Company.

LEADERSHIP INDICATORS

1. Awareness programmes conducted for value chain partners on any of the principles during the financial year:

We are consistently working with our partners to ensure the availability and use of safety systems, including standards, processes, equipment and necessary training. We ensure that such programmes are delivered in the local languages of the relevant region and through 'in person field training' under the supervision of capable personnel. Also, periodic safety drills & awareness exercises are conducted by the Safety Officers/Persons of the commercial establishment where we have offices/touchpoints.

Total number of awareness programmes held	Topics / principles covered under the training	%age of value chain partners covered (by value of business done with such partners) under the awareness programmes
We conduct fire & safety drills	Safety Aspects	100%*

*We have considered our 3rd party (other than permanent) staff working within our premises in the response provided.

2. Does the entity have processes in place to avoid/ manage conflict of interests involving members of the Board? (Yes/ No) If yes, provide details of the same.

Yes, our Company's code of conduct covers the aspects related to conflict of interest on the Board of Directors and specifies that all members of the board should attempt to avoid circumstances where they have a conflict of interest. All members concerned in a conflict scenario must withdraw from any conversations or decisions on the subject. We have developed appropriate processes and mechanisms to avoid or manage disputes among members. The Directors provides disclosure of interest at the beginning of the year to the Board and further disclosure of change, if any, during the year.

Principle 2: Businesses should provide goods and services in a manner that is sustainable and safe.



ESSENTIAL INDICATORS

1. Percentage of R&D and capital expenditure (capex) investments in specific technologies to improve the environmental and social impacts of product and processes to total R&D and capex investments made by the entity, respectively.

Segment	FY25	FY24	Details of improvements in environmental and social impacts
R&D	N/A	N/A	Greater adoption of digital platforms brings in increased efficiency of operations & conservation of resources.
Capex	0.64% of total revenue.	0.56% of total revenue.	

2. a. Does the entity have procedures in place for sustainable sourcing? (Yes/No)

No. We have been focusing on aspects like optimisation in resource consumption and other environmental sustainability aspects. Even as digitisation of products and services has been reducing the requirement of paper, it remains a significant resource consumed during our normal course of business, and thus rationalising printing requirements remains a priority. We have deployed the use of recycled paper & user ID based printer usage for

printing at select offices based on a thorough process of pilot project. Energy efficiency standards (viz. 3 and above star ratings) are duly considered during the purchase of ACs and other electrical appliances.

b. If yes, what percentage of inputs were sourced sustainably?

The percentage of inputs sourced sustainably could not be ascertained due to insufficient data availability.

3. Describe the processes in place to safely reclaim your products for reusing, recycling and disposing at the end of life, for (a) Plastics (including packaging) (b) E-waste (c) Hazardous waste and (d) other waste

Given the nature of our business activities, as the products and services are intangible in nature, there is limited scope for using recycled material as processed inputs. In addition to this, we have engaged with authorised vendors/ recyclers for disposal of waste in compliance with applicable regulations.

4. Whether Extended Producer Responsibility (EPR) is applicable to the entity's activities (Yes / No). If yes, whether the waste collection plan is in line with the Extended Producer Responsibility (EPR) plan submitted to Pollution Control Boards? If not, provide steps taken to address the same.

Considering the nature of operations is service-oriented and not material resource intensive, EPR is not applicable and is not a significant material issue for us in general.

LEADERSHIP INDICATORS

1. Has the entity conducted Life Cycle Perspective / Assessments (LCA) for any of its products (for manufacturing industry) or for its services (for service industry)? If yes, provide details in the following format?

LCA assesses cumulative potential environmental impacts to document the environmental profile of the product & provides a logical baseline upon which carbon footprints can be accurately compared and low carbon embedded products can be developed. As a financial institution, we are building capability around GHG emissions & climate literacy and may explore the usage of conducting LCA studies.

NIC Code	Name of Product/Service	% of total Turnover contributed	Boundary for which the Life Cycle Perspective / Assessment was conducted	Whether conducted by independent external agency (Yes/No)	Results communicated in public domain (Yes/No) If yes, provide the web-link.
N/A	N/A	N/A	N/A	N/A	N/A

2. If there are any significant social or environmental concerns and/or risks arising from production or disposal of your products / services, as identified in the Life Cycle Perspective / Assessments (LCA) or through any other means, briefly describe the same along-with action taken to mitigate the same.

Given the nature of services being intangible, we do not envisage any serious concerns. However, we are regularly building capability around GHG protocol to calculate emissions & create emission data inventory.

Name of Product / Service	Description of the risk / concern	Action Taken
N/A	N/A	N/A

3. Percentage of recycled or reused input material to total material (by value) used in production (for manufacturing industry) or providing services (for service industry).

Indicate input material	Recycled or re-used input material to total material	
	FY25	FY24
N/A	N/A	N/A

4. Of the products and packaging reclaimed at end of life of products, amount (in metric tonnes) reused, recycled, and safely disposed, as per the following format:

We do not have physical products, and we rely on physical items to provide services which are manufactured by OEMs (Original Equipment Manufacturers). Hence this is not applicable to us.

	FY25			FY24		
	Re-Used	Recycled	Safely Disposed	Re-Used	Recycled	Safely Disposed
Plastics (including packaging)	N/A	N/A	N/A	N/A	N/A	N/A
E-waste	N/A	N/A	N/A	N/A	N/A	N/A
Hazardous waste	N/A	N/A	N/A	N/A	N/A	N/A
Other Waste	N/A	N/A	N/A	N/A	N/A	N/A

5. Reclaimed products and their packaging materials (as percentage of products sold) for each product category

Indicate product category	Reclaimed products and their packaging materials as % of total products sold in respective category
N/A	N/A

Principle 3: Businesses should respect and promote the well-being of all employees, including those in their value chains.



ESSENTIAL INDICATORS

1. a. Details of measures for the well-being of employees:

Category	% of employees covered by										
	Total (A)	Health Insurance		Accident Insurance		Maternity Benefits		Paternity Benefits		Day Care facilities	
		Number (B)	% (B/A)	Number (C)	% (C/A)	Number (D)	% (D/A)	Number (E)	% (E/A)	Number (F)	% (F/A)
Permanent Employees											
Male	1770	1770	100%	1770	100%	N/A	N/A	1770	100%	N/A	N/A
Female	379	379	100%	379	100%	379	100%	N/A	N/A	379	100%
Total	2149	2149	100%	2149	100%	379	17.64%	1770	82.36%	379	17.64%
Other than Permanent Employees											
Male	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A
Female	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A
Total	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A

- b. Details of measures for the well-being of workers:

Category	% of workers covered by										
	Total (A)	Health Insurance		Accident Insurance		Maternity Benefits		Paternity Benefits		Day Care facilities	
		Number (B)	% (B/A)	Number (C)	% (C/A)	Number (D)	% (D/A)	Number (E)	% (E/A)	Number (F)	% (F/A)
Permanent Workers											
Male	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A
Female	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A
Total	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A
Other than Permanent Workers											
Male	561	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A
Female	79	N/A	N/A	N/A	N/A	79	100%	N/A	N/A	N/A	N/A
Total	640	N/A	N/A	N/A	N/A	79	12.34%	N/A	N/A	N/A	N/A

Other than Permanent Workers are covered under ESI & applicable employee benefit regulations as per the law of the land.

c. Spending on measures towards well-being of employees and workers (including permanent and other than permanent) in the following format –

	FY25	FY24
Cost incurred on wellbeing measures as a % of total revenue of the Company	0.07%	0.07%

*Wellbeing measures include expenditure on Health Insurance, Personal Accident Insurance, Term Life Insurance, Doctor Consultation for Employees & Annual Health Check Ups.

2. Details of retirement benefits for Current and Previous Financial Years

S.no.	Benefits	FY25			FY24		
		No. of employees covered as a % of total employees	No. of workers covered as a % of total workers	Deducted and deposited with the authority (Y/N/N.A.)	No. of employees covered as a % of total employees	No. of workers covered as a % of total workers	Deducted and deposited with the authority (Y/N/N.A.)
1	PF	100%	N/A	Y	100%	N/A	Y
2	Gratuity	100%	N/A	Y	100%	N/A	Y
3	ESI	N/A	N/A	Y	NA	N/A	Y
4	Others – please specify	N/A	N/A	N/A	NA	N/A	N/A

We ensure that the PF, ESI & Gratuity contribution, as applicable, is made by our contractors.

3. Accessibility of workplaces-Are the premises / offices of the entity accessible to differently abled employees, as per the requirements of the Rights of Persons with Disabilities Act, 2016? If not, whether any steps are being taken by the entity in this regard.

Yes. Our efforts are aligned with the requirements of the Rights of Persons with Disabilities Act, 2016. Most offices are located in commercial establishments, including the Corporate Office, that are equipped with ramps and elevators for easy accessibility of specially-abled persons.

4. Does the entity have an equal opportunity policy as per the Rights of Persons with Disabilities Act, 2016? If so, provide a web-link to the policy.

Yes. Aspects of equal employment opportunity are embedded within the Human Resources Policy and ESG policy. This strengthens our efforts to establish and maintain an inclusive, non-discriminatory, and equal opportunity workplace. Our Company has incorporated equal opportunity philosophy in all its actions and motives in accordance with Rights of Persons with Disabilities Act, 2016. <https://www.pnbhousing.com/documents/d/guest/ESG%20Policy>

5. Return to work and Retention rates of permanent employees and workers that took parental leave

Gender	Permanent Employees		Permanent Workers	
	Return to work Rate (%)	Retention Rate (%)	Return to work Rate (%)	Retention Rate (%)
Male	100%	76.47%	N/A	N/A
Female	100%	88.24%	N/A	N/A
Total	100%	79.41%	N/A	N/A

6. Is there a mechanism available to receive and redress grievances for the following categories of employees and workers? If yes, give details of the mechanism in brief.

	Yes/No (If yes, then give details of the mechanism in brief)
1 Permanent workers	Yes. We have a grievance redressal procedure in place that ensures all complaints are properly documented and consistently handled in an unbiased, discrete, and transparent manner. We have an internal complaints committee that deals with sexual harassment cases in accordance with the Sexual Harassment of Women at Workplace (Prevention, Prohibition, and Redressal) Act, 2013 of India (POSH Act). The HR Policy outlines the structured mechanism for grievances redressal for our employees.
2 Other than Permanent Workers	
3 Permanent Employees	
4 Other than Permanent Employees	

7. Membership of employees and workers in association(s) or Unions recognised by the listed entity

Our employees & workers are not associated with any association or unions during the current FY.

Category	FY25			FY24		
	Total employees / workers in respective category (A)	No. of employees / workers in respective category, who are part of association(s) or Union (B)	% (B / A)	Total employees / Workers in respective category (C)	No. of employees / workers in respective category, who are part of association(s) or Union (D)	% (D / C)
Total Permanent Employees	2149	NIL	NIL	2003	NIL	NIL
Male	1770	NIL	NIL	1679	NIL	NIL
Female	379	NIL	NIL	324	NIL	NIL
Total Permanent Workers	NIL	NIL	NIL	NIL	NIL	NIL
Male	NIL	NIL	NIL	NIL	NIL	NIL
Female	NIL	NIL	NIL	NIL	NIL	NIL

8. Details of training given to employees and workers

Category	FY25					FY24				
	Total (A)	On Health and safety measures		On Skill upgradation		Total (D)	On Health and safety measures		On Skill upgradation	
		No (B)	% (B/A)	No (C)	% (C/A)		No (E)	% (E/D)	No (F)	% (F/D)
Employees										
Male	1770	1749	98.81%	1751	98.93%	1679	1666	99.23%	1512	90.05%
Female	379	360	94.99%	360	94.99%	324	310	95.68%	307	94.75%
Total	2149	2109	98.14%	2111	98.23%	2003	1976	98.65%	1819	90.81%
Workers										
Male	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A
Female	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A
Total	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A

Employees who joined post 15th March 2025 shall be covered within 60 days from the Date of Joining in the next FY. The data also excludes employees on parental leaves & long Medical Leaves. That is why there is marginal deviation from 100%. Health & Safety measures include POSH training.

9. Details of performance and career development reviews of employees and workers:

All employees undergo an annual performance appraisal process set up by us based on which their increments, bonuses and long-term incentives are decided. The Performance Management Policy defines the way evaluation process is implemented across the Company to promote a performance driven culture.

Category	FY25			FY24		
	Total (A)	No (B)	% (B/A)	Total (C)	No (D)	% (D/C)
Employees						
Male	1770	1770	100%	1679	1679	100%
Female	379	379	100%	324	324	100%
Total	2149	2149	100%	2003	2003	100%
Workers						
Male	N/A	N/A	N/A	N/A	N/A	N/A
Female	N/A	N/A	N/A	N/A	N/A	N/A
Total	N/A	N/A	N/A	N/A	N/A	N/A

10. Health and Safety Management System

- a. **Whether an occupational health and safety management system has been implemented by the entity? (Yes / No). If yes, the coverage such system?**

Yes. We provide a bouquet of physical and mental wellness benefits to our employees. As a part of our health & safety management, Periodic inspections and mock drills are undertaken to review the health and safety readiness check of systems which include aspects like fire mock drills, inspection of fire extinguishers and alarms, review of floor evacuation plans, etc.

- b. **What are the processes used to identify work related hazards and assess risks on a routine and non-routine basis by the entity?**

We proactively conduct routine inspections to identify potential hazards and ensure the proper functioning of fire extinguishers in all our offices as well as elevators and provide training to our employees for the proper usage of these safety mechanisms so that they can take prompt action in case of an emergency.

- c. **Whether you have processes for workers to report the work-related hazards and to remove themselves from such risks. (Yes / No)**

Yes. To ensure a safe and healthy work environment, employees are encouraged to promptly notify their respective HR & Administration Department of any workplace hazards, incidents, or potential health and safety risks. This proactive reporting allows us to take swift action to address any issues and implement necessary safety measures to prevent future incidents. The Administration department plays a critical role in managing workplace safety and ensuring compliance with relevant laws and regulations are done by HR department professionals.

- d. **Do the employees/workers of the entity have access to non-occupational medical and healthcare services? (Yes / No)**

Yes. All employees are insured through group Medclaim, group term life insurance, and group personal accident policies to reduce financial risk in the event of any medical emergencies. Additionally, we provide our employees with health and wellness benefits including routine checkups, doctor visits, and diagnostic testing.

11. Details of Safety related incidents

S.no.	Safety Incident/Number	Category	FY25	FY24
1	Lost Time Injury Frequency Rate (LTIFR) (per one million-person hours worked)	Employees	NIL	NIL
		Workers	NIL	NIL
2	Total recordable work-related injuries	Employees	NIL	NIL
		Workers	NIL	NIL
3	No. of fatalities	Employees	NIL	NIL
		Workers	NIL	NIL
4	High consequence work-related injury or ill-health (excluding fatalities)	Employees	NIL	NIL
		Workers	NIL	NIL

12. Describe the measures taken by the entity to ensure a safe and healthy workplace.

We have taken measures for workplace safety by installing fire extinguishers and conducting regular drills & awareness sessions to ensure that employees are well-informed about workplace hazards and equipped with the necessary knowledge to respond in case of an emergency. We prioritise the health & security of all employees, implementing measures such as the visit of doctors to offices periodically, proper access controls, CCTV monitoring, to ensure a safe working environment.

13. Number of Complaints on the following made by employees and workers:

	FY25			FY24		
	Filed during the year	Pending resolution at the end of year	Remarks	Filed during the year	Pending resolution at the end of year	Remarks
Working Conditions	NIL	NIL	NIL	NIL	NIL	NIL
Health & Safety	NIL	NIL	NIL	NIL	NIL	NIL

14. Assessments for the year

	% of your plants and offices that were assessed (by entity or statutory authorities or third parties)
Health and safety practices	100% done by third parties as a part of office premise maintenance.
Working Conditions	100% done by third parties as a part of office premise maintenance.

15. Provide details of any corrective action taken or underway to address safety-related incidents (if any) and on significant risks / concerns arising from assessments of health & safety practices and working conditions.

There is no identified risk related to the health and safety practices and working conditions for the employees. However, we continue to assess such types of risks and take corrective action to mitigate that risk.

LEADERSHIP INDICATORS

1. Does the entity extend any life insurance or any compensatory package in the event of death of (A) Employees (Yes / No) (B) Workers (Yes / No)?

Yes. We have a health, accidental & term insurance policy that provides insurance coverage for all permanent employees, and adequate safeguards for families of deceased employees. Further, all benefits like PF, F&F settlements, gratuity are processed within reasonable timelines.

2. Provide the measures undertaken by the entity to ensure that statutory dues have been deducted and deposited by the value chain partners.

We ensure that taxes applicable to the transactions within the remit of the Company are deducted and deposited in accordance with the regulations. We expect value chain partners to uphold business responsibility principles and values of transparency and accountability.

3. Provide the number of employees / workers having suffered high consequence work related injury / ill-health / fatalities (as reported in Q11 of Essential Indicators above), who have been rehabilitated and placed in suitable employment or whose family members have been placed in suitable employment:

	Total no. of affected employees/ workers		No. of employees/workers that are rehabilitated and placed in suitable employment or whose family members have been placed in suitable employment	
	FY25	FY24	FY25	FY24
Employees	Nil	Nil	Nil	NIL
Workers	Nil	Nil	Nil	NIL

4. Does the entity provide transition assistance programmes to facilitate continued employability and the management of career endings resulting from retirement or termination of employment? (Yes/ No)

No. However, the employees get relevant experience of financial aspects, in addition to various other technical & functional training courses during their employment tenure. These initiatives facilitate employees maintaining gainful engagement, post-retirement and/or end of service.

5. Details on assessment of value chain partners:

	% of value chain partners (by value of business done with such partners) that were assessed
Health and safety practices	NIL
Working Conditions	NIL

6. Provide details of any corrective actions taken or underway to address significant risks / concerns arising from assessments of health and safety practices and working conditions of value chain partners.

NIL

Principle 4: Businesses should respect the interests of and be responsive to all its stakeholders.



ESSENTIAL INDICATORS

1. Describe the processes for identifying key stakeholder groups of the entity.

Stakeholder identification is carried out considering various factors – the dependency of business, regulations and authorities, investors, partners supporting in key areas like IT and other allied services, communities where we operate, media platforms where we do our advertising/ communication to public and customers to name a few.

Each business segment has identified key stakeholders with whom they have established reliable and transparent communication channels to address their grievances, concerns, suggestions etc. Customers, investors/ shareholders, regulatory authorities and government, employees, partners, vendors and associates including direct selling agent & insurance partners, and society, are recognised as key stakeholder groups. These stakeholders are engaged in the materiality assessment through various modes including direct discussions, surveys and guidelines/new sustainability norms releases in case of regulatory authorities, which facilitated us to finalise our materiality matrix.

2. List stakeholder groups identified as key for your entity and the frequency of engagement with each stakeholder group

Stakeholder group	Whether identified as Vulnerable & Marginalised Group (Yes/No)	Channels of communication (Email, SMS, Newspaper, Pamphlets, Advertisement, Community Meetings, Notice Board, Website)	Frequency of engagement (Annually/ Half yearly/ Quarterly / others – please specify)	Purpose and scope of engagement including key topics and concerns raised during such engagement
Customers	No	Email, SMS, website, communication letters, advertising, grievance and feedback channels	Continuous engagement	» Access to safe, non-discriminatory, and responsible services with transparent pricing » Products and services that meet customer needs » Seamless transactions across digital platforms
Investors and Shareholders	No	» Quarterly financial updates for investors » Investor meetings, presentation and » investors call transcripts. » Public disclosures » Shareholders Meetings » Analyst Meets » Annual Report for shareholders	Regular engagement	Sharing the Company's performance, investor concerns, and new initiatives as well as keeping them abreast of developments in the Company.

Stakeholder group	Whether identified as Vulnerable & Marginalised Group (Yes/No)	Channels of communication (Email, SMS, Newspaper, Pamphlets, Advertisement, Community Meetings, Notice Board, Website)	Frequency of engagement (Annually/ Half yearly/ Quarterly / others – please specify)	Purpose and scope of engagement including key topics and concerns raised during such engagement
Employees	No	» Townhalls » Performance discussions and periodic reviews » Training and development workshops » Employees connect initiatives » Emails, feedback, and surveys	Continuous engagement	» Employee health, safety, and well-being » Discussions on promoting ethical practices, meritocracy, and rewarding high performance » Professional development of our employees through nurturing and providing growth opportunities » Diverse and inclusive workplace
Partners, vendors and associates (including Insurance Partners & Direct Selling Agents)	No	» Regular online and offline meetings » Telephonic Interactions	Need based engagement	» Ensure effective communication for quality and efficient service » High governance standards with policies around corruption, child labor, human rights » Maintain transparency in all the disclosures and interactions » Resolution mechanisms and frameworks for handling of differences and disputes.
Society	Yes (in case of CSR interventions)	» CSR initiatives at multiple locations » Social activities through Pehel Foundation » Print Media and Social media communication » Regular meetings and interventions » Community Engagement Programmes » Project monitoring and reviews	Regular engagement	» Contribution towards various causes for environment, basic infrastructure, construction worker well-being, women empowerment through vocational trainings to name a few. » Proactive involvement in community development.
Regulatory, Authorities and Government	No	» Regular meetings – onsite and offsites » Policy updates, circulars, guidelines, and directives » Mandatory filings of information – regulatory and need based » Various Government schemes and policies	Regular engagement	» Implementation of various housing schemes » Compliance with all relevant laws and regulations » Periodic Participation in Climate Change Risks & Opportunities Workshops conducted by regulator » Customer privacy and data security » Contribution to national priorities
Rating Agencies	No	Email, meetings, conference calls.	Need based engagement	Updates on the Company, expansion, progress, business milestone achievements.

LEADERSHIP INDICATORS

1. Provide the processes for consultation between stakeholders and the Board on economic, environmental, and social topics or if consultation is delegated, how is feedback from such consultations provided to the Board.

We communicate with our stakeholders through the communication channels mentioned in the Principle 4 Question 2 on a continuous basis and the feedback received through those communication is apprised to the Board and its Committees through structured process.

Feedback received from customers is directed to the Head of Operations & Customer Service for appropriate action. Investors and shareholders' feedback is channeled to the Stakeholders Relationship Committee to ensure their concerns are addressed. The Audit Committee handles regulatory directions and advice to ensure compliance and effective governance. Matters related to employees are directed to the Nomination and Remuneration Committee, which focuses on employee-related issues and policies. Further, feedback and matters related to society are directed to the Corporate Social Responsibility Committee, which oversees initiatives in promoting community development.

2. Whether stakeholder consultation is used to support the identification and management of environmental, and social topics (Yes / No). If so, provide details of instances as to how the inputs received from stakeholders on these topics were incorporated into policies and activities of the entity.

Yes, we use stakeholders' inputs to support the identification and management of environmental and social topics. We identified and prioritised the most meaningful and relevant material issues by considering various sources such as media reports, peer benchmarks, global standards, and initiatives. This involved analyzing the practices of other institutions, non-banking financial institutions, HFCs, as well as global frameworks like UN SDGs, TCFD, GRI, and S&P CSA metrics. To further refine the identified material issues, a survey was conducted with the stakeholders. Their valuable insights were incorporated, resulting in a final list of material issues. By involving stakeholders in the process, we ensured a comprehensive and inclusive approach to identifying and addressing key concerns.

3. Provide details of instances of engagement with, and actions taken to, address the concerns of vulnerable/marginalised stakeholder groups.

Through our CSR arm, we have structured community outreach initiatives wherein we engage with various sections of society (including economically weaker, vulnerable, marginalised sections) to navigate & understand their concerns and sort out probable solutions/ propositions of marginalised communities. Engagement modes include-meetings with focus groups, partnering with local NGOs, community/panchayats meet, school management committee, different volunteer groups to name a few.

We also support low and middle-income communities' financial requirements, enable them to take sound financial decisions and assist them in becoming homeowners through structured mechanisms available in financial sector.

Principle 5: Businesses should respect and promote human rights.



ESSENTIAL INDICATORS

1. Employees and workers who have been provided training on human rights issues and policy(ies) of the entity.

Adherence to Human Rights is an intrinsic element of our philosophy & is in our DNA. Code of Conduct, Whistle Blower, Prevention of Sexual Harassment and other mandatory training modules are available in our online learning management system which are to be completed by each full-time employee every quarter. These programmes cover the elements of human rights as well.

Category	FY25			FY24		
	Total (A)	No. of employees / workers covered (B)	% (B/A)	Total (C)	No. of employees / workers covered (D)	% (D/C)
Employees						
Permanent	2149	2149	100%	2003	2003	100%
Other than permanent	N/A	N/A	N/A	N/A	N/A	N/A
Total employees	2149	2149	100%	2003	2003	100%
Workers						
Permanent	NIL	NIL	NIL	NIL	NIL	NIL
Other than permanent	640	640	100%	621	621	100%
Total workers	640	640	100%	621	621	100%

All the training-related requirements for other than permanent workers are in service provider scope and are adhered in timely fashion.

2. Details of minimum wages paid to employees and workers.

Category	FY25					FY24				
	Total (A)	Equal to minimum wage		More than minimum wage		Total (D)	Equal to minimum wage		More than minimum wage	
		No (B)	% (B/A)	No (C)	% (C/A)		No (E)	% (E/D)	No (F)	% (F/D)
Employees										
Permanent	2149	NIL	NIL	2149	100%	2003	NIL	NIL	2003	100%
Male	1770	NIL	NIL	1770	100%	1679	NIL	NIL	1679	100%
Female	379	NIL	NIL	379	100%	324	NIL	NIL	324	100%
Other than permanent	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A
Male	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A
Female	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A
Workers										
Permanent	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A
Male	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A
Female	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A
Other than permanent										
Male	It is ensured that our service providers conform to all applicable laws and government regulations.									
Female										

3. Details of remuneration/salary/wages

a. Median remuneration/wages:

	Male		Female	
	Number	Median remuneration/salary/ wages of respective category	Number	Median remuneration/salary/ wages of respective category
Board of Directors (BoD)	9	₹4325000	1	₹4325000
Key Managerial Personnel	2	₹13201896	1	₹13201896
Employees other than BoD and KMP	1768	₹829528.50	378	₹698296.50
Workers*	N/A	N/A	N/A	N/A

*As the wages for other than permanent workers are being paid by third party, hence median wages for this is not applicable to us.

b. Gross wages paid to females as % of total wages paid by the entity, in the following format:

	FY25	FY24
Gross wages paid to females as % of total wages	14.22%	14.29%

4. Do you have a focal point (Individual / Committee) responsible for addressing human rights impacts or issues caused or contributed to by the business? (Yes/No)

Yes. We have a structured Human Resources (HR) Policy to provide necessary support to employees in case of any human rights issues in the workplace. We recognise and uphold all human rights regulations created in accordance with the Indian Constitution as well as other laws that support principles of human rights, including the prevention of child labor, forced labor, and the empowerment of women. Further, we have not envisaged human rights issues caused by our business. Key representatives from the HR Department are assigned for the purpose of receiving all complaints and ensuring appropriate action.

5. Describe the internal mechanisms in place to redress grievances related to human rights issues.

We have an internal complaints committee that deals with sexual harassment cases in accordance with the Sexual Harassment of Women at Workplace (Prevention, Prohibition, and Redressal) Act, 2013 of India (POSH Act). We provide reasonable safeguards to our employees to raise and obtain resolution for all grievances in a safe and secure environment.

6. Number of Complaints on the following made by employees and workers:

	FY25			FY24		
	Filed during the year	Pending resolution at the end of year	Remarks	Filed during the year	Pending resolution at the end of year	Remarks
Sexual Harassment	NIL	NIL	NIL	1	0	NIL
Discrimination at workplace	NIL	NIL	NIL	NIL	NIL	NIL
Child Labour	NIL	NIL	NIL	NIL	NIL	NIL
Forced Labour/ Involuntary Labour	NIL	NIL	NIL	NIL	NIL	NIL
Wages	NIL	NIL	NIL	NIL	NIL	NIL
Other human rights related issues	NIL	NIL	NIL	NIL	NIL	NIL

7. Complaints filed under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013:

	FY25	FY24
Total Complaints reported under Sexual Harassment on of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 (POSH)	0	1
Complaints on POSH as a % of female employees / workers	0	0.31%
Complaints on POSH upheld	0	1

8. Mechanisms to prevent adverse consequences to the complainant in discrimination and harassment cases.

We have zero tolerance towards harassment and / or discrimination based on gender, age, race, religion, sex, nationality, origin, disability, sexual orientation, political opinion, medical condition. Whistleblower Policy, Code of Conduct & POSH Policy provides the necessary framework for employees to raise concerns in an environment free of discrimination and harassment.

9. Do human rights requirements form part of your business agreements and contracts? (Yes/No)

Yes. The service agreements between PNB Housing Finance Limited and the service provider have clauses that mandate the service provider to abide and comply with all the applicable laws of the land. This also ensures that the service providers act in accordance with the laid down regulations for human rights requirements.

10. Assessments for the year

Section	% of your plants and offices that were assessed (by entity or statutory authorities or third parties)
Child Labour	100%
Forced Labour/ Involuntary Labour	
Sexual Harassment	
Discrimination at workplace	
Wages	
Others – please specify	

11. Provide details of any corrective actions taken or underway to address significant risks / concerns arising from the assessments at Question 10 above

There are no such incidents recorded. We continue to ensure that such risks do not arise through regular capability building and sensitisation of the employees.

LEADERSHIP INDICATORS

1. Details of a business process being modified / introduced as a result of addressing human rights grievances/ complaints.

We progressively work on improving our systems based on regular feedback from our key stakeholders, following an approach to continual improvement.

2. Details of the scope and coverage of any Human rights due diligence conducted.

Adherence to human rights aspects has been integral to our business practices and internal studies/benchmarking exercise are done periodically to improvise as appropriate.

3. Is the premise/office of the entity accessible to differently abled visitors, as per the requirements of the Rights of Persons with Disabilities Act, 2016?

Yes, all our branches and offices are in leased spaces which have adequate infrastructure for accommodating differently abled persons.

4. Details on assessment of value chain partners:

% of value chain partners (by value of business done with such partners) that were assessed	
Sexual Harassment	
Discrimination at workplace	
Child Labour	We expect our value chain partners to adhere to the same values, principle and business ethics upheld by the Company in dealings as outlined in our code of conduct.
Forced Labour/Involuntary Labour	
Wages	
Others – please specify	NIL

5. Provide details of any corrective actions taken or underway to address significant risks / concerns arising from the assessments at Question 4 above.

There are no such risks envisaged as such and hence no corrective actions were necessitated for the mentioned period.

Principle 6: Businesses should respect and make efforts to protect and restore the environment.



ESSENTIAL INDICATORS

1. Details of total energy consumption (in GJ) and energy intensity

Parameter	FY25	FY24
From renewable sources (in Gigajoules GJ)		
Total electricity consumption (A) (GJ)	0	0
Total fuel consumption (B) (GJ)	0	0
Energy consumption through other sources (C) (GJ)	0	0
Total energy consumed from renewable sources (A+B+C) (GJ)	0	0
From non-renewable sources (in Gigajoules GJ)		
Total electricity consumption (D)	23038.27	12713.24
Total fuel consumption (E)	99.53	715.33
Energy consumption through other sources (F)	0	0
Total energy consumed from non-renewable sources (D+E+F)	23137.80	13428.57
Total energy consumed (A+B+C+D+E+F)	23137.80	13428.57
Energy intensity per rupee of turnover (Total energy consumed/ Revenue from operations)	3.02 GJ/Turnover in crore	1.91 GJ/Turnover in crore
Energy intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total energy consumed / Revenue from operations adjusted for PPP)	62.40 GJ/ Turnover crore adjusted for PPP	38.79 GJ/Turnover crore adjusted for PPP
Energy intensity in terms of physical output	N/A	N/A
Energy intensity (optional) – the relevant metric may be selected by the entity –per crore AUM*	0.29 GJ/crore AUM	0.19 GJ/crore AUM

*AUM – Assets Under Management in crore

The increase in energy consumption is due to the relocation of few units, new comfort cooling equipment installations in old & new locations, additional deployment of printing & power back-up equipment's, geographic spread of our branches across different climatic zones in the country and further strengthening of our monitoring mechanism.

PPP Value is considered as 20.662 for 2025. Calculation is updated for FY24 using PPP value as 20.291. <https://www.imf.org/external/datamapper/PPPEX@WEO/OEMDC>

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Yes / No) If yes, name of the external agency.

No independent assessment/ evaluation/ assurance has been carried out by any external agency during the year.

2. Does the entity have any sites / facilities identified as designated consumers (DCs) under the Performance, Achieve and Trade (PAT) Scheme of the Government of India? If yes, disclose whether targets set under the PAT scheme have been achieved. In case targets have not been achieved, provide the remedial action taken, if any.

No. As a financial services industry, this is not applicable to us.

3. Provide details of the following disclosures related to water.

Parameter	FY25	FY24
Water withdrawal by source (in kiloliters)		
(i) Surface water	0	0
(ii) Groundwater	0	0
(iii) Third party water *	27464.22 KL	25598.34 KL
(iv) Seawater / desalinated water	0	0
(v) Others	0	0
Total volume of water withdrawal (in kiloliters) (i + ii + iii + iv + v)	27464.22 KL	25598.34 KL
Total volume of water consumption (in kiloliters)	27464.22 KL	25598.34 KL
Water intensity per rupee of turnover (Total water consumption / Revenue from operations)	3.58 KL/crore turnover	3.64 KL/crore turnover
Water intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total water consumption/ Revenue from operations adjusted for PPP)	74.07 KL/ crore turnover adjusted for PPP	73.95 KL/ crore turnover adjusted for PPP
Water intensity in terms of physical output	N/A	N/A
Water intensity (optional) – the relevant metric may be selected by the entity	12.78 KL/FTE/Year	12.78 KL/FTE/Year

As per CGWA guideline, the estimated consumption is 45 litres per head per working day. FTE – Full time Employee

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Yes / No) If yes, name of the external agency.

No independent assessment/ evaluation/ assurance has been carried out by any external agency during the year.

4. Provide the following details related to water discharged

Parameter	FY25	FY24
Water discharge by destination and level of treatment (in kilolitres)		
(i) To Surface water		
– No treatment		
– With treatment – please specify level of treatment		
(ii) To Groundwater		
– No treatment	NIL	NIL
– With treatment – please specify level of treatment		
(iii) To Seawater		
– No treatment		
– With treatment – please specify level of treatment		

Parameter	FY25	FY24
(iv) Sent to third-parties		
– No treatment		
– With treatment – please specify level of treatment		
(v) Others	NIL	NIL
– No treatment		
– With treatment – please specify level of treatment		
Total water discharged (in kilolitres)		

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Yes / No) If yes, name of the external agency.

No independent assessment/ evaluation/ assurance has been carried out by any external agency during the year.

5. Has the entity implemented a mechanism for Zero Liquid Discharge? If yes, provide details of its coverage and implementation.

No. Considering all our offices are leased premises, the regulatory requirement of Zero Liquid Discharge (ZLD) is fulfilled by the owner of the premises if applicable as a part of obligatory compliance.

6. Provide details of air emissions (other than GHG emissions) by the entity

Considering the nature of the business, we do not have any stack/ chimneys and hence have no significant other air emissions.

Parameter	Please specify unit	FY25	FY24
NOx	N/A	NIL	NIL
SOx	N/A	NIL	NIL
Particulate matter (PM)	N/A	NIL	NIL
Persistent organic pollutants (POP)	N/A	NIL	NIL
Volatile organic compounds (VOC)	N/A	NIL	NIL
Hazardous air pollutants (HAP)	N/A	NIL	NIL
Others – please specify	N/A	NIL	NIL

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Yes / No) If yes, name of the external agency.

No independent assessment/ evaluation/ assurance has been carried out by any external agency during the year.

7. Provide details of greenhouse gas emissions (Scope 1 and Scope 2 emissions) & its intensity

Parameter	Unit	FY25	FY24
Total Scope 1 emissions (Break-up of the GHG into CO ₂ , CH ₄ , N ₂ O, HFCs, PFCs, SF ₆ , NF ₃ , if available)	Metric tonnes of CO ₂ equivalent	6.97	53.02
Total Scope 2 emissions (Break-up of the GHG into CO ₂ , CH ₄ , N ₂ O, HFCs, PFCs, SF ₆ , NF ₃ , if available)	Metric tonnes of CO ₂ equivalent	4,656.17	2528.52
Total Scope 1 and Scope 2 emission intensity per rupee of turnover (Total Scope 1 and Scope 2 GHG emissions/ Revenue from operations)	Metric Tonnes CO ₂ /Turnover crore	0.61 tonnes CO ₂ e / crore turnover	0.37 Tonnes CO ₂ e/ crore turnover
Total Scope 1 and Scope 2 emission intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total Scope 1 and Scope 2 GHG emissions / Revenue from operations adjusted for PPP)	Metric Tonnes CO ₂ /Turnover crore adjusted for PPP	12.58 Tonnes CO ₂ e/crore turnover adjusted for PPP	7.91 Tonnes CO ₂ e/ crore turnover adjusted for PPP
Total Scope 1 and Scope 2 emission intensity in terms of physical output	N/A	N/A	N/A
Total Scope 1 and Scope 2 emission intensity (optional) – the relevant metric may be selected by the entity	Metric Tonnes CO ₂ e/crore AUM	0.058 tCO ₂ e/crore AUM	0.036 tCO ₂ e/crore AUM

AUM – Assets Under Management

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Yes / No) If yes, name of the external agency

No independent assessment/ evaluation/ assurance has been carried out by any external agency during the year.

8. Does the entity have any project related to reducing Green House Gas emission? If yes, then provide details.

Yes. Aligned with UN sustainable development goals (SDGs) and our national commitment to achieve net-zero emissions, our Company has commenced taking concrete steps to address its carbon footprint (scope 1 & scope 2 emissions). This includes steering climate literacy, awareness of energy intensive lifestyles to sensitise our employees, widespread adoption of digital medium in loan processing, implementing energy-efficient measures while exploring possibility of renewable energy for energy intensive locations, cloud computing technology and limiting paper consumption where possible.

9. Provide details related to waste management by the entity.

Parameter	FY25	FY24
	Total Waste generated/disposed (in MT)	
Plastic waste (A)	0	0
E-waste (B)	2.26 Tonnes	0
Bio-medical waste (C)	0	0
Construction and demolition waste (D)	N/A	N/A
Battery waste (E)	1.55 Tonnes	5.33 Tonnes
Radioactive waste (F)	N/A	N/A
Other Hazardous waste. Please specify, if any. (G)	N/A	N/A
Other Non-hazardous waste generated (H). Please specify, if any.	N/A	N/A
Total (A+B + C + D + E + F + G + H)	3.81 Tonnes	5.33 Tonnes
Waste intensity per rupee of turnover (Total waste generated / Revenue from operations)	0.0005 Tonnes/ crore turnover	0.0007 Tonnes/ crore turnover
Waste intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total waste generated / Revenue from operations adjusted for PPP)	0.0103 Tonnes/ turnover crore adjusted for PPP	0.014 Tonnes/ turnover crore adjusted for PPP
Waste intensity in terms of physical output	N/A	N/A
Waste intensity (optional) – the relevant metric may be selected by the entity	1.77 KG/FTE	2.66 KG/FTE

We are further strengthening our monitoring systems to report on other applicable indicators.

FTE – Full Time Employee.

For each category of waste generated, total waste recovered through recycling, re-using or other recovery operations (in metric tonnes)

Category of waste	FY25	FY24
	Total Waste generated (in MT)	
(i) Recycled	3.81 Tonnes	5.33 Tonnes
(ii) Re-used	N/A	N/A
(iii) Other recovery operations	N/A	N/A
Total	3.81 Tonnes	5.33 Tonnes

Battery waste & E-waste are disposed/recycled through authorised waste vendors. The data of FY24 is updated during our study to understand the year-on-year waste disposal patterns.

For each category of waste generated, total waste disposed by nature of disposal method (in metric tonnes)

Category of waste	FY25	FY24
	Total Waste generated (in MT)	
(i) Incineration	N/A	N/A
(ii) Landfilling	N/A	N/A
(iii) Other disposal operations	N/A	N/A
Total	N/A	N/A

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Yes / No) If yes, name of the external agency.

No independent assessment/ evaluation/ assurance has been carried out by any external agency during the year.

10. Briefly describe the waste management practices adopted in your establishments. Describe the strategy adopted by your Company to reduce usage of hazardous and toxic chemicals in your products and processes and the practices adopted to manage such wastes.

There is limited scope for scrap build up and disposal as we are in the financial services space. There are no hazardous or toxic chemicals being generated nor used.

11. If the entity has operations/offices in/around ecologically sensitive areas (such as national parks, wildlife sanctuaries, biosphere reserves, wetlands, biodiversity hotspots, forests, coastal regulation zones etc.) where environmental approvals / clearances are required, please specify details

There are no such offices.

S. No.	Location of operations/offices	Type of operations	Whether the conditions of environmental approval / clearance are being complied with? (Yes / No). If no, the reasons thereof and corrective action taken, if any.
NIL	NIL	NIL	NIL

12. Details environmental impact assessments of projects undertaken by the entity based on applicable laws, in the current financial year

Name and brief details of project	EIA Notification No.	Date	Whether conducted by independent external agency (Yes / No)	Results communicated in public domain (Yes / No)	Relevant Web link
N/A	N/A	N/A	N/A	N/A	N/A

13. Is the entity compliant with the applicable environmental law / regulations / guidelines in India, such as the Water (Prevention and Control of Pollution) Act, Air (Prevention and Control of Pollution) Act, Environment Protection Act, and rules thereunder (Yes / No). If not, provide details of all such non-compliances:

S. No.	Specify the law / regulation / guidelines which was not complied with	Provide details of the non-compliance	Any fines / penalties / action taken by regulatory agencies such as pollution control boards or by courts	Corrective action taken, if any
01.	Nil	N/A	N/A	N/A

We are following the norms mentioned as applicable to our Company based on the nature of our work.

LEADERSHIP INDICATORS

1. Water withdrawal, consumption, and discharge in areas of water stress (in kiloliters):

For each facility / plant located in areas of water stress, provide the following information:

- (i) Name of the area:
NIL
- (ii) Nature of operations:
Not Applicable
- (iii) Water withdrawal, consumption, and discharge:

As below.

Parameter	FY25	FY24
Water withdrawal by source (in kiloliters)		
(i) To Surface water	NIL	NIL
(ii) Groundwater	NIL	NIL
(iii) Third party water	NIL	NIL
(iv) Seawater / desalinated water	NIL	NIL
(v) Others	NIL	NIL
Total volume of water withdrawal (in kiloliters)	NIL	NIL
Total volume of water consumption (in kiloliters)	NIL	NIL
Water intensity per rupee of turnover (Water consumed / turnover)	NIL	NIL
Water intensity (optional) – the relevant metric may be selected by the entity	NIL	NIL
Water discharge by destination and level of treatment (in kiloliters)		
(i) Into Surface water		
– No treatment	NIL	NIL
– With treatment – please specify level of treatment	NIL	NIL
(ii) Into Groundwater		
– No treatment	NIL	NIL
– With treatment – please specify level of treatment	NIL	NIL
(iii) Into Seawater		
– No treatment	NIL	NIL
– With treatment – please specify level of treatment	NIL	NIL
(iv) Sent to third parties		
– No treatment	NIL	NIL
– With treatment – please specify level of treatment	NIL	NIL
(v) Others		
– No treatment	NIL	NIL
– With treatment – please specify level of treatment	NIL	NIL
Total water discharged (in kiloliters)	NIL	NIL

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Yes / No) If yes, name of the external agency.

No independent assessment/ evaluation/ assurance has been carried out by any external agency during the year.

2. Please provide details of total Scope 3 emissions & its intensity, in the following format:

Parameter	Unit	FY25	FY24
Total Scope 3 emissions (Break-up of the GHG into CO ₂ , CH ₄ , N ₂ O, HFCs, PFCs, SF ₆ , NF ₃ , if available)	Metric tonnes of CO ₂ equivalent	530.75 tCO ₂ e	Processes to work out scope 3 emissions are in nascent stage and are being extensively explored.
Business Travel by Air	Metric tonnes of CO ₂ equivalent	530.75 tCO ₂ e	
Total Scope 3 emissions per rupee of turnover	tCO ₂ e/crore turnover	0.069 tCO ₂ e/crore turnover	
Total Scope 3 emission intensity (optional) – the relevant metric may be selected by the entity	tCO ₂ e/crore AUM	0.0066 tCO ₂ e/crore AUM	

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Yes / No) If yes, name of the external agency,

No independent assessment/ evaluation/ assurance has been carried out by any external agency during the year.

3. With respect to the ecologically sensitive areas reported at Question 11 of Essential Indicators above, provide details of significant direct & indirect impact of the entity on biodiversity in such areas along-with prevention and remediation activities.

There is no impact on biodiversity as envisaged by us.

4. If the entity has undertaken any specific initiatives or used innovative technology or solutions to improve resource efficiency, or reduce impact due to emissions / effluent discharge / waste generated, please provide details of the same as well as outcome of such initiatives:

S.no	Initiative undertaken	Details of the initiative (Web-link, if any, may be provided along-with summary)	Outcome of the initiative
1	Deployment of LED lights at offices	We have a focus on becoming technically robust to enhance efficiency while moderating resource and energy consumption. We have equipped our branches with energy saving IT equipment including laptops, LEDs lights, energy star rated appliances and digitised operations with reasonable paperwork.	LEDs can use up to 90% less energy and can last longer than traditional incandescent bulbs.
2	Low VOC paints on walls		Low-VOC paints contain fewer than 50 grams of VOCs per litres, leading to improved indoor air quality.
3	Energy Efficient Architecture of Offices		Spaces designed with energy-efficient architecture can achieve up to 20% energy savings.
4	3 and above -star rating appliances		Star certified appliances are at least 15% more efficient than the minimum efficiency standard.
5	Optimised design & Layout of HVAC (Air conditioning)		Optimal design & setpoints in HVAC systems can result in energy savings from 10% to 20% for small office buildings.
6	Provision for Natural Sunlight for offices through glass windows		Buildings with natural sunlight provision can reduce energy used for electric lighting by 10% to 40%.
7	Sensor based programming of Lift operations		Smart elevator systems have 20% reduction in energy as the algorithms instructs the nearest lift to come to target location/floor.
8	Clay based cutlery for lunch and glass water bottles		Replacing single-use plastic items with clay-based alternatives contributes to plastic free premises.
9	Digital Channels/ Platforms/ App for customers		Transitioning to digital platforms can lead to reductions in paper usage and other NVAs.
10	Low volume taps in lavatories		Low-flow faucets can reduce water use by upto 30%, leading to water conservation.

5. Does the entity have a business continuity and disaster management plan? Details of entity at which business continuity plan is placed or weblink.

Yes, a business continuity plan is in place to ensure the continuity of services to large customers base including a cyber crisis management plan & information and cyber security policies.

<https://www.pnbhousing.com/documents/d/guest/Internal%20Guidelines%20on%20Corporate%20Governances>

Our Business Continuity Policy, Disaster Recovery site in tandem with backup controls ensure continued availability of information. Implementation of Next Generation Firewall along with 24x7 Security Operations Centre (SOC) and End Point Protection (EPP) software help us protect our externally facing and internal IT environment from various threats. We also continuously monitor our brand and data for any leakage over social media and dark web with help from service provider in addition to restricting internal server to server communication only on authorised ports and services. Considering the criticality of data we process we have also deployed Data Loss Prevention (DLP) solution.

6. Disclose any significant adverse impact to the environment, arising from the value chain of the entity. What mitigation or adaptation measures have been taken by the entity in this regard?

We envisage no such adverse impact.

7. Percentage of value chain partners (by value of business done with such partners) that were assessed for environmental impacts.

None of the value chain partners were assessed for environmental impacts during the year.

8. How many Green Credits have been generated or procured:

- a. By the listed entity
- b. By the top ten (in terms of value of purchases and sales, respectively) value chain partners.

No such activities have been undertaken.

Principle 7: Businesses, when engaging in influencing public and regulatory policy, should do so in a manner that is responsible and transparent.



ESSENTIAL INDICATORS

1. a. Number of affiliations with trade and industry chambers / associations:

We have affiliations with two trade and industry associations as mentioned in the response below in part (b).

- b. List the top 10 trade and industry chambers / associations (determined based on the total members of such body) the entity is a member of / affiliated to.

S. No.	Name of the trade and industry chambers/ associations	Reach of trade and industry chambers/ associations (State/National)
1	Delhi Chamber of Commerce	State
2	The Associated Chambers of Commerce and Industry	National

2. Provide details of corrective action taken or underway on any issues related to anti-competitive conduct by the entity, based on adverse orders from regulatory authorities.

No corrective action was taken or underway on any issues related to anti-competitive conduct by our Company, based on adverse orders from regulatory authorities as there were no cases reported on the same.

Name of Authority	Brief of the case	Corrective action taken
N/A	N/A	N/A

LEADERSHIP INDICATORS

1. Details of public policy positions advocated by the entity:

PNB Housing Finance, being one of the largest housing finance companies, is invited by various governing bodies for views while formulating strategies and policies related to housing finance sector.

S. No.	Public policy advocated	Method resorted for such advocacy	Whether information available in public domain? (Yes/No)	Frequency of Review by Board (Annually/ Half yearly/ Quarterly / Others – please specify)	Web Link, if available
	N/A	N/A	N/A	N/A	N/A

Principle 8: Businesses should promote inclusive growth and equitable development.



ESSENTIAL INDICATORS

1. Details of Social Impact Assessments (SIA) of projects undertaken by the entity based on applicable laws, in FY25

Name and brief details of project	SIA Notification No.	Date of notification	Whether conducted by independent external agency (Yes / No)	Results communicated in public domain (Yes / No)	Relevant Web link
Considering the nature of the business of the Company, this is not applicable.					

2. Provide information on project(s) for which ongoing Rehabilitation and Resettlement (R&R) is being undertaken by your entity

S.No	Name of project for which R&R is ongoing	State	District	No. of Project Affected Families (PAFs)	% of PAFs covered by R&R	Amounts paid to PAFs in the FY 25 (in ₹)
Considering the nature of the business of the Company, this is not applicable.						

3. Describe the mechanisms to receive and redress grievances of the community

Customers (are part of community) – We have established effective mechanisms to receive and address community grievances. Grievances may be submitted on our registered office or through e mail on the designated e-mail ID (customercare@pnbhousing.com). Additionally, alternate modes of communication such as phone, WhatsApp, and mobile applications are also permitted for registering grievances.

Weblink-<https://www.pnbhousing.com/contact-us>.

Community (CSR interventions) – All the associated stakeholders of our community projects have the contact details of our CSR team members, can reach and raise their concerns in a structured manner. We also have regional single point of contacts (SPOCs) with whom the community can engage on a continual basis and to get their concerns addressed.

4. Percentage of input material (inputs to total inputs by value) sourced from suppliers:

We are seeking guidance and exploring ways to categorise sourcing based on the geographic locations and supplier size/ revenue.

	FY25	FY24
Directly sourced from MSMEs/ small producers	0.58%	NIL
Sourced directly from within the district and neighbouring districts	100%	100%

5. Job creation in smaller towns – Disclose wages paid to persons employed (including employees or workers employed on a permanent or non-permanent / on contract basis) in following locations, as % of total wage cost

	FY25	FY24
Rural	0.45%	0.32%
Semi-urban	1.13%	0.13%
Urban	7.62%	4.82%
Metropolitan	90.80%	94.73%

LEADERSHIP INDICATORS

1. Provide details of actions taken to mitigate any negative social impacts identified in the Social Impact Assessments (Reference: Question 1 of Essential Indicators above):

Details of negative social impact identified Corrective action taken

Considering the nature of the business of the Company, this is not applicable.

2. Provide the following information on CSR projects undertaken by your entity in designated aspirational districts as identified by government bodies:

S.no	State	Aspirational District	Amount Spent (in ₹)
1.	NIL	NIL	N/A

3. a. Do you have a preferential procurement policy where you give preference to purchase from suppliers comprising marginalised /vulnerable groups? (Yes/No)

No. We do not have any preferential procurement policy giving preference to suppliers from marginalised/vulnerable groups.

- b. From which marginalised /vulnerable groups do you procure?

N/A

- c. What percentage of total procurement (by value) does it constitute?

N/A

4. Details of the benefits derived and shared from the intellectual properties owned or acquired by your entity (in the current financial year), based on traditional knowledge:

S. No.	Intellectual Property based on traditional knowledge	Owned/ Acquired (Yes/No)	Benefit shared (Yes / No)	Basis of calculating benefit share
We do not have intellectual properties owned or acquired based on traditional knowledge.				

5. Details of corrective actions taken or underway, based on any adverse order in intellectual property related disputes wherein usage of traditional knowledge is involved.

There are no such corrective actions.

Name of authority	Brief of the Case	Corrective action taken
-	-	-

6. Details of beneficiaries of CSR Projects:

Healthcare

S. No.	CSR Project	No. of persons benefitted from CSR Projects	% of beneficiaries from vulnerable and marginalised groups
1	Burn Surgery Department in Lala Lajpat Rai Memorial (LLRM) Medical College with Operating Tables (OT)*, Meerut, Uttar Pradesh	120	100%
2	Infrastructure Upgradation at J.J. Hospital in Mumbai, Maharashtra*	125	100%
3	AI based smart vision glasses for the visually impaired in Chennai*	105	100%
4	Medical Equipment Support- Navsari, Gujarat.*	2,160	100%
5	Expansion support for Childcare Centre in Delhi*	126	100%
6	Project Sanjeevani-7 No. of (Advanced Life Support) ALS ambulances support provided to the Northern Command of Indian Army operating in the sensitive regions of Jammu & Kashmir, Leh, Ladakh and Siachen.	29999	100%
7	Project Care-Distribution of 300 Wheelchairs to 75 Old Age Homes in Mumbai & Pune (Maharashtra), Chennai (Tamil Nadu) & Gujarat.	3469	100%

S. No.	CSR Project	No. of persons benefitted from CSR Projects	% of beneficiaries from vulnerable and marginalised groups
8	Blood Collection & Transport Vehicle procurement to facilitate timely access of blood for Thalassemia patients, HIV-positive children and needy individuals in Hubli, Karnataka.	12000	100%
9	Cochlear Implant Surgery for Hearing Impaired Children in Hyderabad, Telangana.	30	100%
10	Dialysis Machines Support at a Government Hospital in Indore, Madhya Pradesh.	30	100%

Education

S. No.	CSR Project	No. of persons benefitted from CSR Projects	% of beneficiaries from vulnerable and marginalised groups
1.	Digital Learning at 20 Govt. schools in Madhya Pradesh*	20524	100%
2.	Project Parivartan-Infrastructure enhancement (classroom renovation, improved sanitation, benches) at Nagar Nigam Balika Inter College, Ghaziabad, Uttar Pradesh.*	633	100%
3.	School Renovation Project (classroom & lavatories infrastructure) in Mumbai, Maharashtra*	5580	100%
4.	Establishment of PEHEL Computer lab at Two Government Nursing Colleges in Gujarat*	2946	100%
5.	Infrastructure Enhancement in school with Science Laboratory in Uttar Pradesh.	4080	100%
6.	7 Nos. Anganwadis Renovation Completed in Rajpura, Patiala, Punjab.	702	100%
7.	Project Empower Her-Holistic Upgradation (Clean Drinking Water Facilities, Solar electrification, Ground water recharge, Smart Classrooms and playground areas) of two Girls' Schools in Jodhpur, Rajasthan.	1949	100%
8.	PM Internship Project at PNB Housing finance for trainees	6	100%

Environment

S. No.	CSR Project	No. of persons benefitted from CSR Projects	% of beneficiaries from vulnerable and marginalised groups
1.	YUWA (Youth United for Waste and climate Actions) festival & other awareness programmes in Dehradun, Uttarakhand.*	11192	100%
2.	20800 No. of Trees Plantation in Hyderabad & Chennai combined.*	Local Population	100%

Women Empowerment

S. No.	CSR Project	No. of persons benefitted from CSR Projects	% of beneficiaries from vulnerable and marginalised groups
1	Scholarship Project for Female students at Miranda House, University of Delhi, New Delhi	558	100%

Construction Workers Welfare (Flagship) and Contingency Projects

S. No.	CSR Project	No. of persons benefitted from CSR Projects	% of beneficiaries from vulnerable and marginalised groups
1	Extending support to 4 mobile medical clinics for a year to cater to 1 lakh population* in Delhi NCR, Mumbai, Chennai and Kolkata* & 8 mobile medical clinics for a year in 8 locations-Chandigarh, Lucknow, Jaipur, Indore, Pune, Hyderabad, Bangalore and Thiruvananthapuram*	122598	100%
2	Skill Development of dependants of construction workers in Gurugram, Haryana*	687	100%
3	Skill-Based Livelihoods for women of Migrant Construction Workers community in Gurugram, Haryana	576	100%
4	Education support for children of construction workers in Gurugram, Haryana*	714	100%
5	Education Grant for Children of Ex-Serviceman, Martyrs and their Widows	417	100%

Holistic Rural Development-Integrated Village Development Project

S. No.	CSR Project	No. of persons benefitted from CSR Projects	% of beneficiaries from vulnerable and marginalised groups
1	Integrated Village Development Project in Varanasi, Uttar Pradesh*	1153	100%

Sports

S. No.	CSR Project	No. of persons benefitted from CSR Projects	% of beneficiaries from vulnerable and marginalised groups
1	Extending Support to athletes with trainings for Olympics and national/international level sports	75	20%

*Project are of ongoing nature and continued execution in FY25 from previous FYs. The numbers achieved by these projects pertains to current FY only.

Principle 9: Businesses should engage with and provide value to their consumers in a responsible manner.



ESSENTIAL INDICATORS

1. Describe the mechanisms in place to receive and respond to consumer complaints and feedback.

Grievances may be submitted to us at the registered office or through e-mail on the designated e-mail ID (customercare@pnbhousing.com). Additionally, alternate modes of communication such as phone, WhatsApp, and mobile applications are also permitted for registering grievances.

Weblink-<https://www.pnbhousing.com/contact-us>.

The detailed grievance redressal mechanism is prescribed on the website: <https://www.pnbhousing.com/documents/d/guest/corporate%20grievance-redressal-mechanism>

2. Turnover of products and / services as a percentage of turnover from all products/ service that carry information about

State	As a percentage to total turnover
Environmental and social parameters relevant to the product	N/A
Safe and responsible usage	N/A
Recycling and/or safe disposal	N/A

3. Number of consumer complaints in respect of the following:

Category	FY25			FY24		
	Total (A)	No (B)	% (B/A)	Total (C)	No (D)	% (D/C)
Data privacy	0	0	NIL	0	0	NIL
Advertising	0	0	NIL	0	0	NIL
Cyber-security	0	0	NIL	0	0	NIL
Delivery of essential services	0	0	NIL	0	0	NIL
Restrictive trade practices	0	0	NIL	0	0	NIL
Unfair trade practices	0	0	NIL	0	0	NIL
Others	1576	15	NIL	1618	22	NIL

4. Details of instances of product recalls on accounts of safety issues

	Number	Reasons for recall
Voluntary recalls	NIL	N/A
Forced recalls	NIL	N/A

5. Does the entity have a framework / policy on cyber security and risks related to data privacy? (Yes/No) If available, provide a web-link of the policy.

Yes, <https://www.pnbhousing.com/documents/d/guest/website-privacy-policy>.

6. Provide details of any corrective actions taken or underway on issues relating to advertising, and delivery of essential services; cyber security and data privacy of customers; re-occurrence of instances of product recalls; penalty / action taken by regulatory authorities on safety of products / services.

There were no cases relating to advertising, and delivery of essential services; cyber security and data privacy of customers; re-occurrence of instances of product recalls and hence no corrective actions taken or underway by regulatory authorities on safety of products/ services.

7. Provide the following information relating to data breaches:

a. Number of instances of data breaches

There were no instances of data breach during the year.

b. Percentage of data breaches involving personally identifiable information of customers

There were no instances of data breach during the year.

c. Impact, if any, of the data breaches

There were no instances of data breach during the year.

LEADERSHIP INDICATORS

1. Channels / platforms where information on products and services of the entity can be accessed (provide web link, if available).

Information about our products and services can be accessed on our official website-<https://www.pnbhousing.com/>.

2. Steps taken to inform and educate consumers about safe and responsible usage of products and/or services.

We are spreading awareness to customers about safe and responsible usage and also safeguard them from potential risks and consequences of fraud. The customers are informed through:

- » SMS to not to divulge sensitive information to anyone including officials of PNB HFL or external.
- » E-mail tips for safe online transactions, phishing, vishing alerts & related education.
- » Knowledge Centre on website-at <https://www.pnbhousing.com/faqs>

3. Mechanisms in place to inform consumers of any risk of disruption/ discontinuation of essential services.

We notify our customers through emails and SMS of any possibility of disruption/discontinuation of vital services. The restoration of services is also communicated to customers via SMS.

4. Does the entity display product information on the product over and above what is mandated as per local laws? (Yes/ No/Not Applicable) If yes, provide details in brief. Did your entity carry out any survey with regard to consumer satisfaction relating to the major products / services of the entity, significant locations of operation of the entity or the entity as a whole? (Yes/No)

Yes. Before financing, the features of home loan schemes are communicated to the applicant. We also display product information at each of our branch offices throughout India. Details of product attributes, relevant information on the products and services offered, fees and charges, benchmark interest rates, and other important notifications such as 'Most Important Terms and Conditions', and grievance redressal mechanism are available in all offices and on our Company's website.

ADDITIONAL DISCLOSURES ON SUSTAINABILITY

Reflecting on the urgency and magnitude of ongoing challenges, including climate change across the globe, we continue to believe sustainability is the major ingredient to achieve long-term financial success.

A. Materiality Analysis

Purpose—Recognising the shifting regulatory landscapes on ESG & sustainability, and evolving stakeholder expectations, we undertook a comprehensive Materiality Assessment. This exercise facilitated us to identify our most relevant (or “material”) reporting topics from an ESG perspective.

The materiality assessment provides a robust framework for aligning our strategic priorities with stakeholder expectations while integrating sustainability. Specifically, it:

- » Prioritises material ESG aspects that influence business resilience, customer value propositions, and stakeholder trust.
- » Enables effective resource allocation towards initiatives that generate financial, environmental, and social long-term value.

PNB HFL believes to leverage materiality and transform housing finance into a catalyst for sustainable transformation while continue delivering affordable & sustainable solutions.

UN Sustainable Development Goals (UN SDGs) Alignment

In 2015, the United Nations established 17 Sustainable Development Goals (SDGs) as a blueprint for countries and the private sector to partner for global impact and achieve a more sustainable world by 2030.

Broadly, PNB HFL’s sustainability journey is aligned with the **United Nations Sustainable Development Goals (UN SDGs)**.

5 GENDER
EQUALITY



7 AFFORDABLE AND
CLEAN ENERGY



8 DECENT WORK AND
ECONOMIC GROWTH



9 INDUSTRY, INNOVATION
AND INFRASTRUCTURE



11 SUSTAINABLE CITIES
AND COMMUNITIES



13 CLIMATE
ACTION



- » **SDG 5 (Gender Equality)**: Providing a promising premise to females (colleagues, community & customers) through various initiatives around DEI, women empowerment and lending practice.
- » **SDG 7 (Affordable & Green Energy)**: Prioritising solar power in CSR interventions where applicable/appropriate.
- » **SDG 8 (Decent Work and Economic Growth)**: Fostering employee well-being and driving financial inclusion through housing financing solutions.
- » **SDG 9 (Industry, Innovation, and Infrastructure)**: Investing in digital transformation to enhance customer experiences and operational (credit & collection) efficiency.
- » **SDG 11 (Sustainable Cities & Communities)**: Facilitating customers through attractive propositions around housing finance and elevating community through CSR interventions.
- » **SDG 13 (Climate Action)**: Contributing to climate action through environmental sustainability interventions.

B. Materiality Determination Process & Matrix

In continuation to approach and process disclosure in FY24 BRSR of Annual Report FY24 (Page 108 – 109), We are further disclosing the insights from the materiality score and associated KPIs (as applicable) in this year.

The Materiality Matrix evaluates ESG issues by plotting their importance to PNB HFL and its stakeholders, ensuring that high-priority areas receive the necessary focus and resources.

The matrix uses a weighted scoring system (with 5 being the highest score) to rank ESG issues based on feedback from leadership, customers, and other important stakeholders. This methodology ensures decisions are data-driven and stakeholder-informed. These topics, which were identified based on internal stakeholder interviews and external research, are provided in the materiality matrix below.

OUR MATERIALITY

1. Sustainable Business Growth & Profitability
2. People Practices
3. Diversity, Equity & Inclusion
4. Customer reach & network expansion
5. Community Relations
6. Business Ethics & Regulatory Compliance
7. Cyber Security & Data Privacy
8. Value Chain Sustainability Disclosures
9. Climate Change & GHG Emissions
10. Emerging Frameworks on Climate Aspects
11. Sustainable Finance Propositions

Strategic Focus: Material Aspects are core to our business & long-term planning.

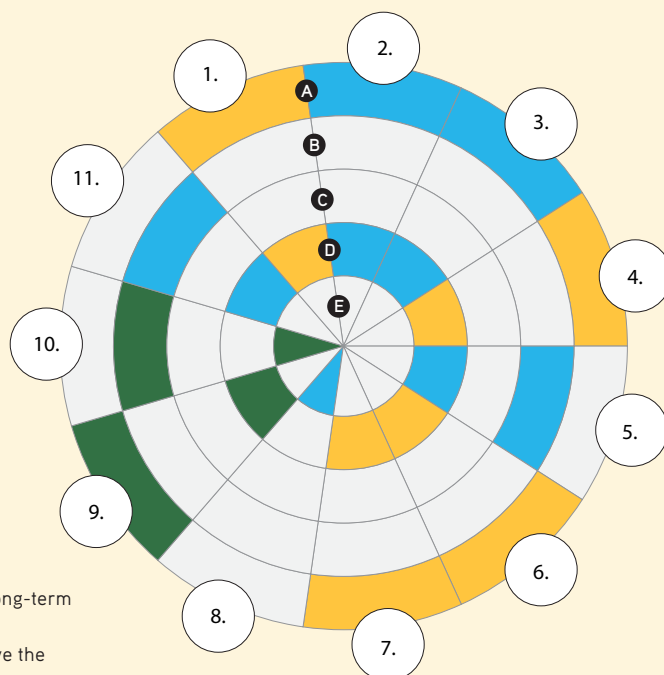
Tactical Focus: Material Aspects are in our line of sight and have the potential to shift to strategic in future.

Emerging Frameworks on Climate Change includes draft Climate Taxonomy & Climate Disclosures.

Value Chain Sustainability Disclosures are voluntary in BRSR.

● Environment | ● Social | ● Governance

● A High Priority | ● B Moderate Priority | ● C Low Priority | ● D Strategic Focus | ● E Tactical Focus



C. Material Issues & Metrics for Enterprise Value Creation

The Materiality Matrix provides a clear prioritisation of all ESG issues with strategic & tactical focus as well. The materiality analysis is reviewed annually with the involvement of external stakeholders in identifying & updating the material issues. The materiality assessment exercise also considered internal impact on the business as well as external impact on society and the environment. Given the magnitude of the subject, materiality assessment process was reviewed & verified by a third-party sustainability expert(s). Below are the insights for all material issues, categorised by priority level:

1. High-Priority Issues

1. Sustainable Business Growth & Profitability:

- » **Rationale**-Central to enhancing profitability and strengthening business continuity while embracing sustainability.
- » **KPI/Metrics**-Scale housing finance products & services with structured focused on retail loan book growth and expanding affordable portfolio.
- » **Action/Initiatives** – We have accelerated focus in network expansion, maintaining healthy asset book, enhancing collection efficiency and greater focus on high yielding business segments. To further enhance sustainable business growth, we designed our 5 strategic priorities namely – focused on retail loan book growth, expand affordable loan offering category through a dedicated vertical called “ROSHNI”, improve asset quality through robust underwriting and collection framework, diversify our funding mix, drive growth through digitalisation to drive efficiency. In this reporting year, we crossed ₹75,000 crore in Loan Asset & ₹80,000 crore in assets under management (AUM) while the affordable Loan Asset crossed ₹5,000 crore.

2. People Practices:

- » **Rationale**-Encompasses talent attraction, retention, diversity, equity, inclusion (DEI) and workforce development to ensure a skilled and an engaged workforce.

- » **KPI/Metric**es-Develop forward looking people-centric policies and invest in creating a talent pool which is future ready.
- » **Action/Initiatives** – People Practices at PNB HFL is the intersection of people, culture, and inclusive strategies.

People First Culture

At the core, our strength lies in our talented people and a culture grounded towards sustainable transformation. Our People practices reflect a culture of integrity, professionalism, teamwork, and a growth mindset, fostering a supportive and inclusive environment for our people (employees) to thrive and contribute to their elevation as well as Company's success.

We are committed to investing in our people thereby creating a workplace that is diverse and inclusive, where accountabilities are clear, there is equal opportunity for all, adequate wages is ensured, reasonable working hours for work life balance and overtime is duly rewarded for select category of workforce, equal remuneration for men and women is maintained, and merit is rewarded in annual performance appraisals.

Learning, Up-skilling & Employee Development

Our sustainable transformation journey begins with valuing learning over knowing—seeking out new ideas, embracing challenges, learning from short-falls, and improving over time. Various programmes focussed on learning & development are in practice which involves coaching, mentoring (including LinkedIn Learning, Women in Leadership, Parivartan, Vani, Leadership Development Programme, Digital transition programmes, Cultural Education about the Company).

Health and safety

Our employees' well-being is a critical enabler of our 'people-first' approach. Industry-leading practices health benefits for our employees, with holistic wellness options covering OPD support, health checks, 24x7 unlimited doctor consultations, diagnostics, visit of doctors to offices periodically and preventive healthcare programmes help employees to take the best care of their health.

We emphasise on the importance of maintaining a safe and healthy workplace from the Occupational Health & Safety (OHS) perspective. We have taken measures for workplace safety by carrying out risk & hazard assessments through able personnel. We provide all offices and premises with fire extinguishers and conduct regular drills and awareness sessions to ensure that employees are well-informed about fire hazards and equipped with the necessary knowledge to respond in case of an emergency. OHS criteria is a part of contractual & procurement requirements also.

We prioritise the security of all employees implementing measures such as, access controls, CCTV monitoring, and security personnel to ensure a safe working environment. All our offices are maintained as per local laws and regulations on safety and public health hazards guidelines.

Benefits provided to full-time employees

The organisation also provides comprehensive insurance coverage for all employees across all grades. Group insurance facility includes group health, group personal accident and group life insurance scheme. Insurance top-up options were provided to employees for the first time to widen their insurance coverage safety net. Other Interventions on employee well-being include paid annual leave entitlements such as Mandatory leave policy, flexible working hours introduced in corporate office, sport & health initiatives, paid parental leave (24 weeks) for the primary care giver, paid parental leave (1 week) for the non-primary care giver and stress management sessions. While we strive to become employer of choice, Integrity and teamwork remains embedded in our DNA.

3. Customer reach & network expansion:

- » **Rationale** – Network expansion is central to business continuity & customer acquisition.
- » **KPI/Metric**es-Continue to strengthen physical presence across strategic locations and improvise customer reach across the country.
- » **Action/Initiatives**-Over the past year, we have expanded our presence to over 380 locations across India. Additionally, we maintain a robust network of channel partners, enabling us to serve customers across 21 states. To further granularise our focus on the high yielding segments, we started a separate vertical 'Emerging Markets' catering to customers in tier 2 and 3 cities.

4. Cyber Security & Data Privacy:

- » **Rationale**-Critical to safeguarding stakeholder trust in the digital era.
- » **KPI/Metric**-Enhance cybersecurity infrastructure and implement advanced security tools.
- » **Action/Initiatives** – Regular vulnerability assessment and penetration testing of our infrastructure, applications and supporting network components. It is also ensured that all our customer information is encrypted and stored securely. The Company has an information & cyber security management programme that covers the following elements.
 - Information & Cyber security-related business continuity plans
 - Information security vulnerability analysis
 - Internal audits of the IT infrastructure and/or information security management systems
 - Information security management systems such as ISO 27001
 - Escalation process for employees to report incidents, vulnerabilities or suspicious activities
 - Information security awareness training.

5. Diversity, Equity & Inclusion (DEI):

- » **Rationale**-Reflects the importance of creating an equitable and inclusive workplace promising equal opportunity for all.
- » **KPI/Metric**-Implement DEI strategies to enhance workforce female diversity and female representation in leadership.
- » **Action/Initiatives** –
 - We curated a targeted Programme called “Aikyam”, a unique initiative based on the pillars of Diversity, Empowerment and Inclusion towards strengthening the people culture within the organisation. Workforce diversity in terms of gender, special ability, geography and academia is always in our line of sight. PNB HFL curated a platform (a series of inspirational videos) called ‘Achiev-Her’ to celebrate the strength and accomplishments of its female employees. It aims to leverage the power of storytelling to recognise and unfold diverse success stories of women who are breaking barriers, driving change and setting new leadership examples in their fields. The video series was launched as part of ‘Aikyam’ –The initiative provides a platform to recognise and applaud the remarkable achievements of our female employees. This year the programme is being conducted with a renewed focus under the name of Achiev-Her 2.0 and also a dedicated series of male employees known as AchievMen is also commenced.

6. Climate Change & GHG Emissions:

- » **Rationale**-Integrating climate action by addressing risks, emissions, and resource management in operations & business.
- » **KPI/Metric** – Stabilise the fluctuations in GHG emissions (scope 1 & scope 2 combined) intensity per AUM (assets under management) (through emissions reduction) within 10% by FY2032 or sooner from the base year FY25 covering 100% base year emissions.
- » **Action/Initiatives**-The Paris Agreement was reached in 2015; one of the agreement’s central aims is to limit the increase in global average temperatures this century to well below 2°C above pre-industrial levels and pursue efforts to limit the temperature rise to 1.5°C above pre-industrial levels. Subsequently, the Intergovernmental Panel on Climate change has underscored the urgency of attaining the 1.5°C goal.

Drawing inspiration from the Paris Agreement and country’s national commitment to achieve net-zero emissions by 2070, our Company has commenced taking steps in environment sustainability. This includes steering climate literacy through monthly newsletters, awareness on energy intensive lifestyles, carbon conscious culture, widespread adoption of digital channels, implementing energy-efficient measures, cloud computing technology and scaling recycled paper use.

Climate Action

- » Implemented digital processes for traditional activities.
- » Mobile apps-Provided to customers, employees and channel partners. This has helped cut down on customer branch visits.

7. Business Ethics & Regulatory Compliance:

- » **Rationale**–Adherence to ethical standards and regulatory requirements, which are our ‘license to operate’.
- » **KPI/Metric**es–Strengthen internal controls (three-line defence model) and conduct periodic internal audits to full-proof the Company on regulatory aspects.
- » **Action/Initiatives** – Strengthened the capabilities of internal audit, compliance team and business team through regular training on mandatory compliances. We have risk management processes and strategies to promote an effective risk culture. The process includes the Risk Appetite Framework, which sets limits for significant risks and includes monitoring parameters. To ensure the safety and stability of its operations, we have implemented strategies to systematically measure, assess, monitor and manage risks across portfolios. These frameworks are established based on global best practices. The risk exposures are reviewed every quarter. Various models are used to assess and mitigate risks and model risk at various stage of the product lifecycle.

There is a structured process of internal audit as well. Focused training of the employees throughout the organisation on risk management principles and incorporation of risk criteria in the development of products and services are a regular practice. The Compliance system is verified & reviewed by a third party. Compliance aspects (such as mandatory regulatory trainings) are linked to employee remuneration & Employee performance appraisal systems also integrates compliance/codes of conduct. Responsibilities, accountabilities and reporting lines are systemically defined in all divisions and functions of the Company.

In addition to the above, Fair tax practices and transparent disclosures about economic contribution, is a key part of our journey. We are committed to being a responsible taxpayer and our approach in handling taxes, underpinned by the “values” and is aligned with following ethos:

- Adherence to compliance and tax laws with the spirit as well as in action in the country in which we operate.
- Undertaking transactions between affiliates using the arm’s length principle.
- Acting with integrity and not indulging in using artificial tax jurisdictions, secrecy jurisdictions or so-called “tax havens” for tax avoidance and not to transfer value created to low tax jurisdictions.
- Policies & Governance Framework Snapshot (<https://www.pnbhousing.com/investors/policies>): -

Policy on Board Diversity	ESG Policy	Whistle Blower Policy	Anti-Bribery and Anti-Corruption Policy
Fair Practice Code	Prevention of Sexual Harassment	Audit & Internal Controls	Website Privacy Policy
Grievance Redressal Mechanism	Responsible Advocacy	Fraud Monitoring	Know Your Customers (KYC) Policy
Human Resources Policy Employee Code of Conduct Employee Performance Management System	Risk Management Framework & Policy	Credit & Recovery Policy	Tax Transparency

2. Moderate-Priority Issues

These issues are significant but require long-term strategic monitoring for integration into business:

8. Community Relations:

- » **Rationale**–Builds trust and goodwill in local communities by addressing needs of the communities and improving their living standards.
- » **KPI/Metric**es – Design & Develop CSR initiatives basis a thorough need assessment process and carry out impact assessment.
- » **Action/Initiatives** – Successfully delivered multiple projects on environmental sustainability, women empowerment, education, construction worker well-being on PAN India scale guided by CSR policy.

9. Emerging Frameworks on Climate aspects

- » **Rationale**–With the recent introduction of the country’s first draft climate finance taxonomy (<https://www.pib.gov.in/PressReleaseDetailm.aspx?PRID=2127562&reg=3&lang=1>), India aims to facilitate greater resource flow to climate-friendly technologies and activities, enabling the country to achieve the vision of being Net Zero by 2070 while also ensuring long-term access to reliable and affordable energy. The Climate Finance Taxonomy will serve as a tool to identify activities consistent with a country’s climate action goals and transition pathway. We are further

developing capability around the taxonomy to explore new avenues while understanding various risks involved in this evolving journey.

- » We are also researching frameworks on climate change which involves proactively identifying and managing risks such as climate vulnerabilities, and regulatory changes. A brief on Climate Risks is given below -

Category	Description	Potential Impact	Mitigation
Transition	Policies to support Climate transition such as potential introduction of Carbon Taxation.	Increased cost of compliance & impact on business metrics.	Maintaining Alert stance on regulatory movements around climate aspects.
Physical	Extreme weather events leading to physical damage and subsequent erosion of property values.	High credit losses and increased risk of defaults.	Understanding of the risks and consider exploring scenario analysis concepts.

10. Sustainable Finance Propositions:

- » **Rationale**-Highlights the importance of developing financial products that cater to sustainable housing and infrastructure. This also covers financial opportunities arising from climate change.
- » **KPI/Metric**es-Accelerate sustainable finance solutions (affordable financing) to a wider customer base.
- » **Action/Initiatives** – Accelerated focus in the affordable segment with affordable book over ₹5000 crores. Launched a dedicated programme called “Roshni”. ‘Roshni,’ meaning “light” in Hindi, reflects the Company’s promise to illuminate the path to affordable housing for aspiring homeowners. To bring this vision to life, a comprehensive 360-degree marketing campaign spanning television, print, outdoor media, cinema, digital, and social media was rolled out. The campaign ensures a strong and consistent presence, inclusive reach creating meaningful engagement across urban and semi-urban regions. With this launch, we reaffirm our commitment to empowering families, building trust, and illuminating the path to homeownership across India while boosting our affordable book to new heights.

3. Emerging Issues/Low Priority Issues

These issues are currently lower in priority but certainly are in our line of sight. KPIs & Action plan would be firmed up as the need would be felt on account of business requirements & regulatory updates.

11. Value Chain Sustainability Disclosures:

- » **Rationale** – Exploring propositions to gradually embrace responsible procurement/sustainable sourcing practices.
- » **KPI/Metric**es-Collate critical suppliers (basis quantum of business) and initiate educating.
- » **Action/Initiatives** – Segregate critical suppliers as per criteria required by SEBI for BRSR core and engage with them as per regulations applicable.

D. Conclusion –

With a structured focus on material ESG issues, Sustainability present opportunities for differentiation and leadership while delivering sustainable value to stakeholders. As we evolve, concepts of double materiality would be further explored.

E. Steering Climate Conscious Culture and Capability Building

ESG disclosures, including those on climate variables (energy, emissions etc.) have been a part of the Company’s public reporting through the Business Responsibility & Sustainability Reporting (BRSR).

PNB HFL had published the BRSR for the financial year ended 31st March, 2023, and 2024 as a part of compliance requirements. PNB HFL recognises that climate change entails both, risks and opportunities and it is important to embrace the evolving regulatory guardrails from both adherence to compliance & business continuity standpoints.

The below narratives & disclosures shares a broader stance of climate-related aspects at a rudimentary level to elevate us in our sustainability journey.

This report endeavours to provide a disclosure based on some of the recommendations of the Task Force on Climate-Related Financial Disclosures (TCFD). This is being done voluntarily to initiate the journey of reporting more incisively on climate aspects in alignment with evolving regulations. PNB HFL is at an infancy stage of reporting under this framework. Globally too, such disclosures are still evolving. This report is a living document and not a static one, but more importantly, is reflective of the PNB HFL’s increasing focus towards raising its own bar on sustainability & climate related disclosures.



Illustrative Image

Brief Overview

The Financial Stability Board (FSB) is an international body that monitors and makes recommendations about the global financial system. It was established in 2009 with the support of G-20 countries.

Source: <https://www.fsb.org/about/organisation-and-governance/members-of-the-financial-stability-board/>

The Taskforce on Climate-related Financial Disclosures (TCFD) was created following the Paris Agreement to improve reporting on financial risks associated with climate change. In 2017, the TCFD recommendations report outlined the core elements – governance, strategy, risk management, and metrics & targets.

Source: <https://www.fsb.org/work-of-the-fsb/financial-innovation-and-structural-change/climate-related-risks/>

In February 2024, the RBI placed on its website the Draft guidelines on Disclosure framework on Climate-related Financial Risks. The framework solicits disclosures as per 4 pillars of TCFD- Governance, Strategy, Risk Management and Targets & Metrics.

PNB HFL is a Housing Finance Company and is a regulated entity of the RBI. PNB HFL is studying the guidelines and doing the broader capability building.



Illustrative Image

As a responsible corporate citizen, PNB HFL is focussed on cultivating a climate conscious culture, recognises both, the risks and opportunities that climate change presents and supports the country's targets and pathways towards achieving its climate-related targets (PANCHAMRIT announced at COP26) including Net Zero aspiration of the country. PNB HFL is further exploring to deep dive on the subject and consider working in alignment with regulatory guardrails on climate transition. It is helpful to have a common framework for reporting climate & environment related information and TCFD is one such framework.



Reference – TCFD

Governance

(CL01)

Effective corporate governance is critical to executing Company's strategy, fulfilling its responsibilities and creating long-term sustainable value for stakeholders. At PNB HFL, ESG & Climate matters are part of Board-level discussions, and the board is periodically apprised on progress.

The risk profile is reviewed by the Risk Management Committee (RMC) which comprises independent directors, non-executive director and MD & CEO. The RMC is chaired by an independent director. The RMC oversees our risk management practices and approves the Risk Management Framework.

Risk Management framework and policy:

1. To approve a detailed risk management policy to include, framework for identification of internal and external risks faced by the Company, including financial, operational, sectoral, sustainability (particularly, ESG & Climate related risks), information, cyber security risks or any other risk.
2. To measure risk mitigation including systems and processes for internal control of identified risks.
3. The Executive RMC, comprising senior members, regularly reviews this framework.

Strategy

(CL02)

As the Company is a Non-banking Finance Company-Housing Finance Company, the design (nature of business) itself does not involve lending to Hard to abate sectors which are carbon intensive. As per our limited understanding, our business is exposed to climate risks given our role in financing physical infrastructure dependent on energy and exposed to various extreme weather events caused by climate change.

In a series of UN reports, thousands of scientists and government reviewers agreed that limiting global temperature rise to no more than 1.5°C would help us avoid the worst climate impacts and maintain a liveable climate. The magnitude of climate risk is severe, causing physical (acute and chronic) and transitional (changing technologies, regulations, policies, and stakeholder expectations) risks.

Broader approach in Climate & Environment Sustainability

1. Steering Climate Literacy to build knowledge & cultivate less carbon intensive mindset
- ➔ 2. Focussing on innovations and digital interventions
- ➔ 3. Emission monitoring in operations and consider creating emission data inventory.
- ➔ 4. Exploring alignment with decarbonisation pathways like SSPs, NGFS
- ➔ 5. Enhancing Climate Disclosures aligned with regulatory guidelines

Emissions: -

Scope 1 Emissions -

- » Diesel fuel consumption data (in litres) is collected from the sample set of branches where the generators are in self-ownership & are operational. Average consumption is calculated, which is then extrapolated to arrive at estimated consumption.
- » Fugitive Emissions – We have initiated tracking data regarding the refrigerants used to replenish air conditioning encompassing split ACs along with details of the type of refrigerant utilised and quantity of refrigerant refilled at our corporate office.
- » Emission Factors from GHG Protocol DESNZ is applied for calculating emissions.

Scope 2 Emissions -

- » Purchased Electricity-The monthly electricity consumption in KWh is being recorded manually in excel based formats branch-wise during the bill processing/uploading in the in-house billing management system for payment to respective electricity departments. Wherever there is a discrepancy or there is unavailability of electricity bills due to technical issues at various ends, the value is extrapolated basis averaged past consumptions. The sum-total is multiplied by a specific emission factor (from the latest CO₂ Baseline Database for the Indian Power Sector, Central Electricity Authority, Ministry of Power, https://cea.nic.in/wp-content/uploads/2021/03/User_Guide_Version_20.0.pdf) to arrive at emissions due to purchased electricity under Scope 2. As the number of branches is increasing, we shall explore more simplified method for collection & calculation of scope 2 emissions as we mature in our journey.

Scope 3 Emissions -

- » Business Travel-The data of employee travel by air travel is recorded in the travel management system/portal. Based on the distance obtained from the portal, specific emission factor from GHG protocol for the mode of transport is applied.
- » Total emissions due to business travel = Distance travelled (by air) X Specific emission factor per passenger-km is used for calculating the overall emissions.
- » Employee Commute – We have also initiated to calculate these emissions for our corporate office at Gurugram.
- » Financed Emissions – PCAF framework is under exploration and is detailed in climate related disclosures section in the report.



Illustrative Image

PNB HFL is also keeping an alert stance to recalibrate as per evolving regulations around climate and has commenced exploring IPCC reports. One such effort is around developing understanding of Shared Socioeconomic Pathways (SSPs) and other scenarios of NGFS. SSPs are climate change scenarios of projected socioeconomic global changes up to 2100 as defined in the IPCC Sixth Assessment Report on climate change in 2021. They are used to derive greenhouse gas emissions scenarios with different climate policies & provide narratives describing alternative socio-economic developments.

In Phase V, the NGFS scenarios rely on the assumptions from the latest release of the SSPs. All NGFS scenarios share the same underlying assumptions from the SSP2, a “middle of the road” scenario which follows historical patterns of population and economic trends. With this background, it helped to establish connect between the SSPs & NGFS temperature rise by end of century.

Risk Management

(CL03)

PNB HFL uses “Three Lines of Defence model” to manage risk and internal controls internally.

1. **First line**—Business units manage risks directly. The first line of defence consists of managers and staff responsible for identifying and managing risk.
2. **Second line**—Risk management and compliance functions provide oversight and support. The second line provides the policies, frameworks, tools, and techniques to support risk and compliance management.
3. **Third line**—Internal audit independently assesses risk management effectiveness.

Importantly, our risk management function operates independently from the business and reports directly to the Board.

Risk Culture

We strive promote a strong risk culture throughout the organisation. A strong risk culture is designed to help reinforce the Company’s efforts by encouraging a holistic approach to the management of risk and return throughout the organisation as well as the effective management of the risk, capital and reputation.



Risks are communicated in a way that helps us determine the potential impact on business strategies or processes. The Risk Management Process captures and categorises risks to build a clear understanding of threats and opportunities, and to help prioritise actions. With prudent approach, we lead open, in-depth discussion to better understand risk and make informed decisions about the type and amount of risk to take. We make decisions about risk based on:

- » **Appetite** – the risk exposure considered acceptable to achieve objectives
- » **Tolerance** – the specific level of risk that the Company is prepared to bear for specific risks
- » **Limits** – practical controls that help keep risk within tolerances

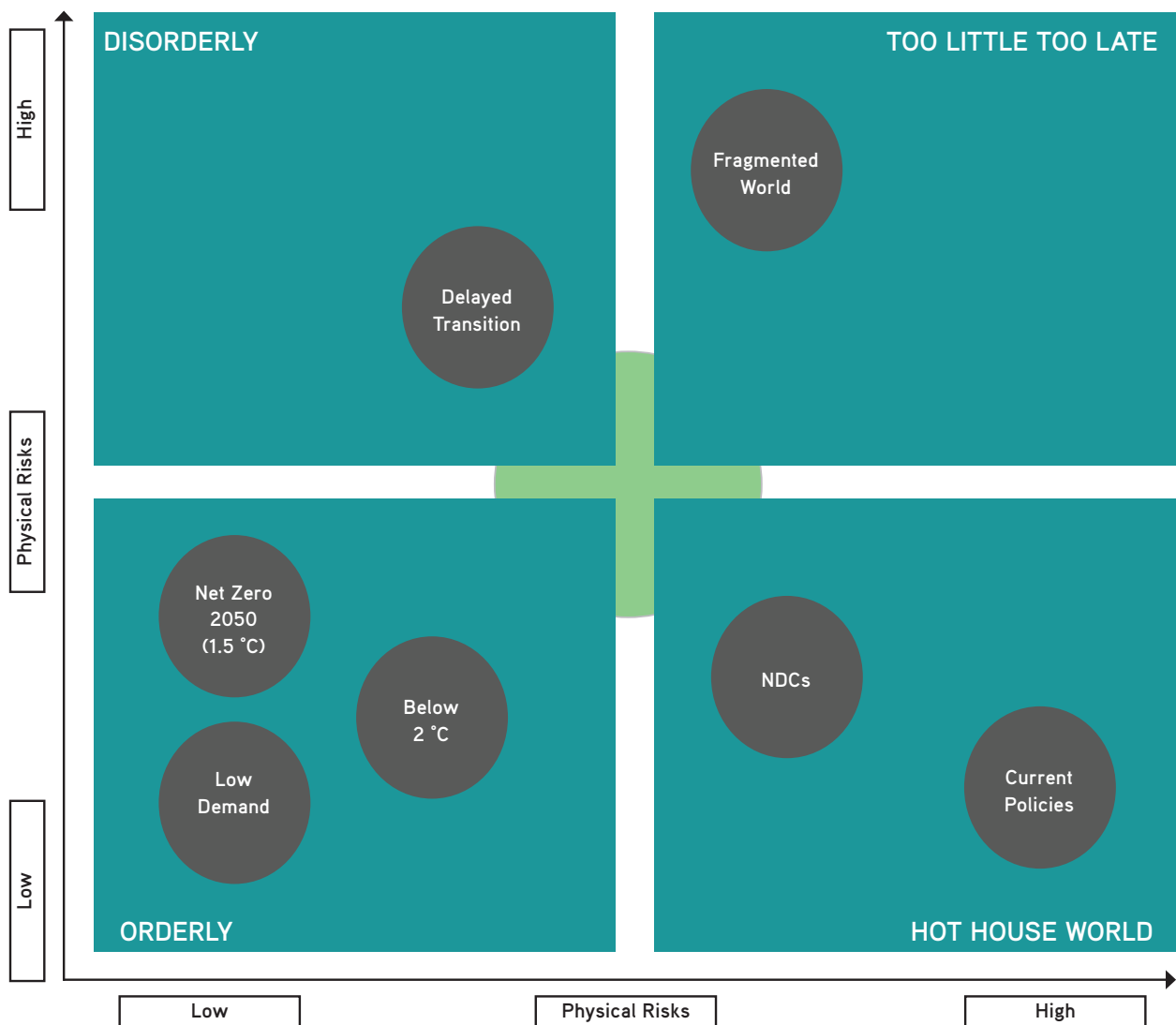
Armed with the knowledge needed to make effective risk decisions, we enact the controls necessary to manage risk within the defined appetite, tolerance and limits.

Risk management is an iterative and dynamic discipline within a constantly changing risk landscape with the introduction of climate related risks. We strive to raise risk awareness of every type of risk (now including climate risks also) and reinforce the sound management of risk through a culture of learning, openness and communication. Risks are reported to provide assurance that key risks are managed effectively.

Overview on Climate Scenario Analysis

We selected the disbursed data of FY24 for a western state in the country and used an externally available climate portal mapped with Shared Socio-economic pathways in alignment with NGFS scenarios (Source: <https://www.ngfs.net/ngfs-scenarios-portal/explore/>) on different temperature pathways to explore scenario analysis.

NGFS scenarios framework



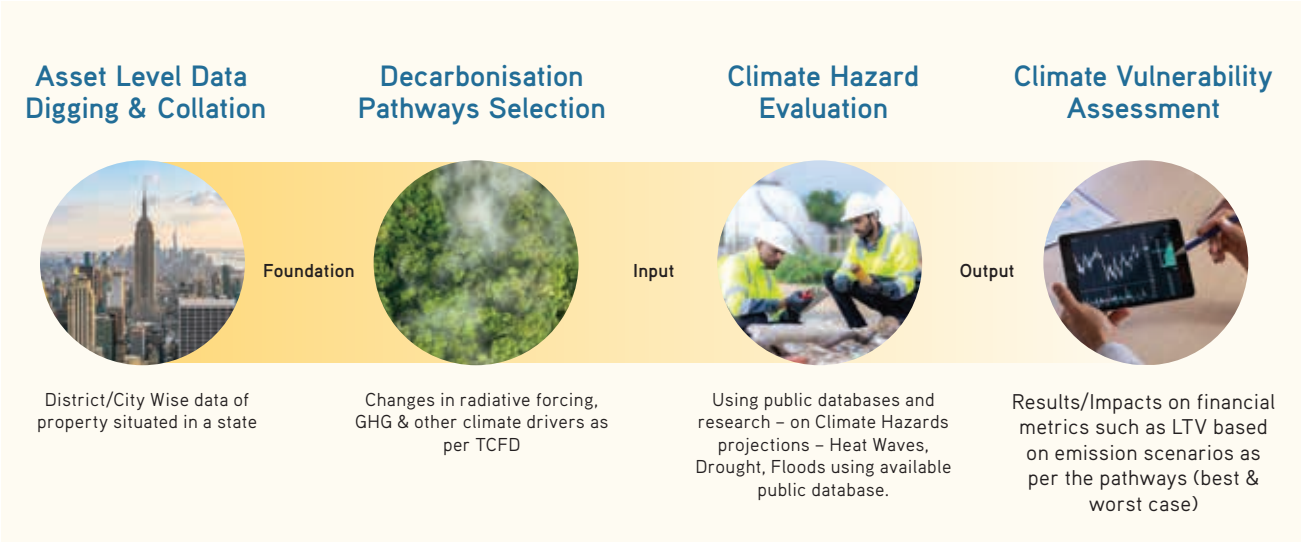
Scenarios of Network of Central Banks and Supervisors for Greening the Financial System (NGFS)

Considerations in the Study: -

- » Spatial Boundary – A Western State in India

- » Temporal Boundary – Individual Housing Loans Disbursement of a financial year.
- » Databases Used – Climate Knowledge Portal, IMD Pune Climate Hazard Atlas, Research papers from science direct etc.
- » Compound Hazard Studies – were conducted on heat waves, droughts & floods.

As per TCFD guidelines, we used a below 2 °C scenario and current policies scenario of NGFS (aligned with the Business-as-usual scenario) to establish contrasting viewpoints (on both best- & worst-case basis resonating with SSP1-2.6 & SSP3-7.0 on the estimated temperature rise by end of century). The Mean temperature under the scenarios were used (from publicly available climate portal). The Past Heat wave days were ascertained from climate hazard atlas of IMD. The rise in temperature were calculated further and increase in heat waves were re-calibrated to arrive at projection/plausibility of future heat wave days for a state.



We could further understand that heat waves are going to become more severe and increase in a year thereby putting additional burden on electricity consumption for cooling requirements in a typical household. This could further impact the ‘fixed obligation’ of the borrower and subsequently fixed obligation to income ratio.

As scenario analysis is an evolving aspect, there are a variety of levers that we expect to be needed to deliberate on the risk management aspects. Increased frequencies & severity of extreme weather events will certainly impact capital adequacy, and an extra buffer would be required to be fixated to cater to such instances as studies/research depict devaluation of assets and increased risks of credit defaults as well. We are exploring studies & research papers to establish concrete financial values to it due to the unpredictable & non-linear nature of climate change, information asymmetry on financial impacts from our country perspective, future plausibility of climate events etc.

Keeping an alert stance on upcoming Reserve Bank Climate Risk Information System (RB-CRIS) & capability building engagements as the priority, we will look to identify and communicate our intent on further improvising our work as we proceed. We reserve the right to update and modify our approach/methodology as the regulations on climate change evolves and business scenarios change.

Metrics & Targets

(CL04)

We initiated exploring the concepts of Financed Emissions using the Partnership for Carbon Accounting Financials (PCAF) framework.

The quality and availability of climate-related data is certainly a huge task to achieve. Given the size of our book and current data availability, we have used publicly available research papers. The square meter area of the property was available from our system and were collated against each disbursement to arrive at financed emissions using national emission factor available from CEA database. Certainly, financed emissions constitute a major chunk of overall emissions given one of the states alone has over 16,000 tonnes of CO₂e emissions.

We recognise that there is no one-size-fits-all approach to achieving financed emissions calculation. Our financed emissions calculations will continue to be updated as we expect evolution in climate regulations and emission factors also. We are working to chart a course and come up with metrics and targets in next 5 years or sooner.

TCFD FRAMEWORK ALIGNMENT

The 'Steering Climate Conscious Culture and Capability Building' is aligned with the Task Force on Climate-related Financial Disclosures (TCFD) recommendations with the table below indicating where to find information associated with the recommended disclosures. We note that, it was announced that the TCFD will be transferred into the International Sustainability Standards Board (ISSB) from 2024. We have used this framework as the TCFD has been a trailblazer in raising the practice and quality of climate-related disclosures. At PNB HFL, Climate aspects are at a nascent stage & the alignment is reflective of our increasing focus towards raising bar on Climate disclosures.

TCFD Recommendations	Reference in the 'Steering Climate Conscious Culture' Section
Disclose the organisation's governance around climate-related risks and opportunities. (a) Describe the board's oversight of climate-related risks and opportunities. (b) Describe management's role in assessing and managing climate-related risks and Opportunities.	Governance Section (CL01)
Disclose the actual and potential impacts of climate-related risks and opportunities on the organisation's businesses, strategy, and financial planning where such information is material. (a) Describe the climate-related risks and opportunities the organisation has identified over the short, medium, and long term. (b) Describe the impact of climate-related risks and opportunities on the organisation's businesses, strategy, and financial planning. (c) Describe the resilience of the organisation's strategy, taking into consideration different climate-related scenarios, including a 2°C or lower scenario.	Strategy Section (CL02)
Disclose how the organisation identifies, assesses, and manages climate-related risks. (a) Describe the organisation's processes for identifying and assessing climate-related risks. (b) Describe the organisation's processes for managing climate-related risks. (c) Describe how processes for identifying, assessing, and managing climate-related risks are integrated into the organisation's overall risk management.	Risk Management Section (CL03)
Disclose the metrics and targets used to assess and manage relevant climate-related risks and opportunities where such information is material. (a) Disclose the metrics used by the organisation to assess climate-related risks and opportunities in line with its strategy and risk management process. (b) Disclose Scope 1, Scope 2, and, if appropriate, Scope 3 greenhouse gas (GHG) emissions, and the related risks. (c) Describe the targets used by the organisation to manage climate-related risks and opportunities and performance against targets.	Metrics & Targets (CL04)

Abbreviations: -

- GRI – Global Reporting Initiative,
- TCFD – Taskforce on Climate Related Financial Disclosures,
- BRSR – Business Responsibility & Sustainability Reporting,
- CSR – Corporate Social Responsibility
- IPCC-Intergovernmental Panel on Climate Change
- SSP – Shared Socio-economic Pathways
- NGFS – Network for Greening the financial system
- NDCs-Nationally Determined Contributions (NDCs) are each country's individual plans for reducing greenhouse gas emissions and adapting to climate change impacts.

INDEX CROSS-REFERENCE

GRI Sustainability Reporting Standards –

Statement of use PNB Housing Finance Limited has reported the information cited in this GRI content index for the period 1st April 2024 to 31st March 2025 with reference to the GRI Standards.

GRI 1 used GRI 1: Foundation 2021

GRI STANDARD	DISCLOSURE	LOCATION
GRI 2: General Disclosures 2021	2-1 Organisational details	Business Responsibility & Sustainability Reporting (BRSR) – Section A (General Disclosures). Page Number-8, 9, 98
	2-2 Entities included in the organisation's sustainability reporting	BRSR – Section A (General Disclosures). Page Number-98
	2-3 Reporting period, frequency and contact point	1 st April 2024 to 31 st March 2025 / Annually / investor.relations@pnbhousing.com / esg@pnbhousing.com
	2-4 Restatements of information	No
	2-5 External assurance	Will be undertaken as per SEBI BRSR Guidelines.
	2-6 Activities, value chain and other business relationships	BRSR – Section A (General Disclosures). Page Number-98
	2-7 Employees	BRSR – Section A (General Disclosures). Page Number-98
	2-8 Workers who are not employees	BRSR – Section A (General Disclosures). Page Number-98
	2-9 Governance structure and composition	https://www.pnbhousing.com/documents/d/guest/Internal%20Guidelines%20on%20Corporate%20Governances
	2-10 Nomination and selection of the highest governance body	https://www.pnbhousing.com/documents/d/guest/Nomination%20and%20Remuneration%20Policy
	2-11 Chair of the highest governance body	https://www.pnbhousing.com/documents/d/guest/Internal%20Guidelines%20on%20Corporate%20Governances
	2-12 Role of the highest governance body in overseeing the management of impacts	BRSR – Section B (Management & Process Disclosures). Page Number- 103
	2-13 Delegation of responsibility for managing impacts	https://www.pnbhousing.com/documents/d/guest/Internal%20Guidelines%20on%20Corporate%20Governances
	2-14 Role of the highest governance body in sustainability reporting	The Risk Management Committee of the Board maintains oversight of ESG/sustainability issues and E-RMC (An Executive level Committee) is established to oversee ESG/sustainability issues. There is a designated role to oversee ESG/sustainability issues in the Company. Chief People Officer steers this subject in the Company along with the ESG & Sustainability Team.
	2-15 Conflicts of interest	https://www.pnbhousing.com/documents/d/guest/Internal%20Guidelines%20on%20Corporate%20Governances
	2-16 Communication of critical concerns	https://www.pnbhousing.com/contact-us-whistleblower@pnbhousing.com
	2-17 Collective knowledge of the highest governance body	https://www.pnbhousing.com/about-us/leadership-team
	2-18 Evaluation of the performance of the highest governance body	https://www.pnbhousing.com/documents/d/guest/Nomination%20and%20Remuneration%20Policy
	2-19 Remuneration policies	https://www.pnbhousing.com/documents/d/guest/Nomination%20and%20Remuneration%20Policy
	2-20 Process to determine remuneration	https://www.pnbhousing.com/documents/d/guest/Nomination%20and%20Remuneration%20Policy
	2-21 Annual total compensation ratio	The total compensation data is confidential, and the ratio is aligned with current industry practice.
	2-22 Statement on sustainable development strategy	BRSR – Section B (Management & Process Disclosures). Page Number-15, 102
	2-23 Policy commitments	https://www.pnbhousing.com/investors/policies
	2-24 Embedding policy commitments	https://www.pnbhousing.com/investors/policies
	2-25 Processes to remediate negative impacts	https://www.pnbhousing.com/investors/policies
	2-26 Mechanisms for seeking advice and raising concerns	General Information to Shareholders section of Statutory Reports. Page Number-197-203

GRI STANDARD	DISCLOSURE	LOCATION
	2-27 Compliance with laws and regulations	Statutory Reports & Financial Statements Section in the report. Page Number-176-196, 340-354
	2-28 Membership associations	BRSR Principle 7. Page Number-125
	2-29 Approach to stakeholder engagement	BRSR Principle 4. Page Number-114-115
	2-30 Collective bargaining agreements	Not Applicable. None of our full-time employees are associated with any labour unions and are not covered under any collective bargaining agreements.
GRI 3: Material Topics 2021	3-1 Process to determine material topics	Materiality Analysis. Page Number-132-137
	3-2 List of material topics	Materiality Analysis. Page Number-132-137
	3-3 Management of material topics	Materiality assessment is integrated in the Company's ERM process.
GRI 201: Economic Performance 2016	201-1 Direct economic value generated and distributed	Economic Value Generated is mentioned as turnover, Economic value distributed is the CSR spend present in Section A – General Disclosures Question 6.
	201-2 Financial implications and other risks and opportunities due to climate change	BRSR General Disclosures Q.26. Page Number-101, 138-144
	201-3 Defined benefit plan obligations and other retirement plans	The Company has a well-structured compensation structure which encompasses the provision of NPS. The National Pension System (NPS) is a defined-contribution pension system in India regulated by the Pension Fund Regulatory and Development Authority (PFRDA) which is under the jurisdiction of the Ministry of Finance of the Government of India. The Employees can choose their monthly contributions as part of for their retirement planning by investing in NPS.
	201-4 Financial assistance received from government	Nil.
GRI 202: Market Presence 2016	202-1 Ratios of standard entry level wage by gender compared to local minimum wage	We maintain above average remuneration with respect to local minimum wage.
	202-2 Proportion of senior management hired from the local community	All the hiring is undertaken within the country.
GRI 203: Indirect Economic Impacts 2016	203-1 Infrastructure investments and services supported	We are doing our CSR activities + investments and lending/financing services in line with applicable regulations & compliances.
	203-2 Significant indirect economic impacts	BRSR – Principle 8. Page Number- 126-129
GRI 204: Procurement Practices 2016	204-1 Proportion of spending on local suppliers	Most of the service providers are of local origin.
GRI 205: Anti-corruption 2016	205-1 Operations assessed for risks related to corruption	We operate from leased premises across various locations. All our leased premises are compliant and function in accordance with the norms set by the regulator and are regularly updated. No other activities/assessment are carried out.
	205-2 Communication and training about anti-corruption policies and procedures	BRSR-Principle 1. Page Number- 104-106 We have developed a targeted training module to provide effective and focused training on anti-corruption and Anti Money Laundry practices.
	205-3 Confirmed incidents of corruption and actions taken	BRSR-Principle 1. Page Number- 104-106
GRI 206: Anti-competitive Behaviour 2016	206-1 Legal actions for anti-competitive behavior, anti-trust, and monopoly practices	BRSR-Principle 1. Page Number- 104-106
	207-1 Approach to tax	Financial Statements Section of the Annual Report. Page Number- 218-323
	207-2 Tax governance, control, and risk management	Financial Statements Section of the Annual Report. Page Number- 218-323
GRI 207: Tax 2019	207-3 Stakeholder engagement and management of concerns related to tax	Financial Statements Section of the Annual Report. Page Number- 218-323
	207-4 Country-by-country reporting	Financial Statements Section of the Annual Report. Page Number- 219-323
GRI 301: Materials 2016	301-1 Materials used by weight or volume	Given the nature of business activities, products and services are intangible in nature and have limited scope for using recycled material as processed inputs. The Company disposes its waste through 3 rd parties recognised by state's regulatory authorities.
	301-2 Recycled input materials used	Using recycled alternative to normal A4 paper in our corporate office.
	301-3 Reclaimed products and their packaging materials	Not applicable. Related to Manufacturing setup.
GRI 302: Energy 2016	302-1 Energy consumption within the organisation	BRSR-Principle 6. Page Number- 118-125
	302-2 Energy consumption outside of the organisation	Not Applicable.
	302-3 Energy intensity	BRSR-Principle 6. Page Number- 118-125
	302-4 Reduction of energy consumption	BRSR-Principle 6. Page Number- 118-125
	302-5 Reductions in energy requirements of products and services	As we are a service-based Company, our energy consumption is limited to operations. Energy efficiency measures are a priority, and we deploy measures for energy conservation at our premises.

GRI STANDARD	DISCLOSURE	LOCATION
GRI 303: Water and Effluents 2018	303-1 Interactions with water as a shared resource	The consumption of water is only limited to drinking and sanitation purpose.
	303-2 Management of water discharge-related impacts	Given the nature of business, there is no water discharged from our premises.
	303-3 Water withdrawal	Zero.
	303-4 Water discharge	Zero.
	303-5 Water consumption	BRSR-Principle 6. Page Number- 118-125
GRI 304: Biodiversity 2016	304-2 Significant impacts of activities, products and services on biodiversity	NIL.
	304-3 Habitats protected or restored	Considering our nature of business, there are no such activities undertaken.
	304-4 IUCN Red List species and national conservation list species with habitats in areas affected by operations	
GRI 305: Emissions 2016	305-1 Direct (Scope 1) GHG emissions	Scope 1 emissions – 6.97 tCO ₂ e. Diesel Fuel used in gensets.
	305-2 Energy indirect (Scope 2) GHG emissions	Scope 2 emissions – 4656.17 tCO ₂ e. Purchased Electricity.
	305-3 Other indirect (Scope 3) GHG emissions	Business Travel by Air-530.75 tCO ₂ e Employee Commute-81.14 tCO ₂ e Financed Emissions-16131.41 tCO ₂ e Total Scope 3 emissions-16743.3 tCO ₂ e Business travel by Air is PAN India, Employee commute is of one of the corporate offices & Financed Emissions is calculated using Bureau of Energy Efficiency (BEE)-residential building energy labelling programme for a state located in hot & dry climatic zone (western part of the country) and maximum Energy Performance Index (EPI) is considered.
	305-4 GHG emissions intensity	Scope 1 + Scope 2 Emission intensity-0.61 tCO ₂ e /crore turnover Scope 3 Emission Intensity-2.18 tCO ₂ e/crore turnover
	305-5 Reduction of GHG emissions	Technologies such as – LEDs, 3 and above star ratings appliances including air conditioners, are a consistent practice and are deployed over 100+ locations. We also participate in workshops targeted towards climate change & sensitisation on Paris Agreement as a part of our climate alignment exercise. We also plan to reduce our emissions intensity per crore AUM by aligning them with the latest climate science (fitting within a credible decarbonisation pathway) to support limit global warming to below 2°C. As we mature in our journey, we will continue to research & strengthen disclosures of financed emissions attributed to the Company's lending activities. We shall continue to engage with stakeholders to better understand decarbonisation strategies to chart out Net Zero road-map within 5 years or sooner. AUM-Assets under management
	305-6 Emissions of ozone-depleting substances (ODS)	Nil
	305-7 Nitrogen oxides (NOx), sulfur oxides (SOx), and other significant air emissions	Nil
GRI 306: Waste 2020	306-1 Waste generation and significant waste-related impacts	BRSR-Principle 6. Page Number- 118-125
	306-2 Management of significant waste-related impacts	BRSR-Principle 6. Page Number- 118-125
	306-3 Waste generated	BRSR-Principle 6. Page Number- 118-125
	306-4 Waste diverted from disposal	BRSR-Principle 6. Page Number- 118-125
	306-5 Waste directed to disposal	BRSR-Principle 6. Page Number- 118-125
GR 308: Supplier Environmental Assessment 2016	308-1 New suppliers that were screened using environmental criteria	BRSR-Principle 2. Page Number- 106-107
	308-2 Negative environmental impacts in the supply chain and actions taken	Nil
GRI 401: Employment 2016	401-1 New employee hires and employee turnover	BRSR-General Disclosures (Employees). Page Number- 98-100 New Male Employee Hire – 513. Hire Rate – 28.98%. New Female Employee Hire – 127. Hire Rate – 33.51%. New Employee Hire – 640. Hire Rate – 29.78%.
	401-2 Benefits provided to full-time employees that are not provided to temporary or part-time employees	BRSR-Principle 3. Page Number- 109-112
	401-3 Parental leave	BRSR-Principle 3. Page Number- 109
GRI 402: Labor/ Management Relations 2016	402-1 Minimum notice periods regarding operational changes	The Period is 90 days.

GRI STANDARD	DISCLOSURE	LOCATION
GRI 403: Occupational Health and Safety 2018	403-1 Occupational health and safety management system	Page Number- 134
	403-2 Hazard identification, risk assessment, and incident investigation	BRSR-Principle 3. Page Number- 111-112
	403-3 Occupational health services	BRSR-Principle 3. Page Number- 111-112
	403-4 Worker participation, consultation, and communication on occupational health and safety	BRSR-Principle 3. Page Number- 111-112
	403-5 Worker training on occupational health and safety	BRSR-Principle 3. Page Number- 111-112
	403-6 Promotion of worker health	BRSR-Principle 3. Page Number- 111-112
	403-7 Prevention and mitigation of occupational health and safety impacts directly linked by business relationships.	Not Applicable.
	403-8 Workers covered by an occupational health and safety management system	BRSR-Principle 3. Page Number- 111-112
	403-9 Work-related injuries	BRSR-Principle 3. Page Number- 111-112
	403-10 Work-related ill health	BRSR-Principle 3. Page Number- 111-112
GRI 404: Training and Education 2016	404-1 Average hours of training per year per employee	Learning/Training Hours per full time employee (FTE) per year is close to 40. Learning Hours per FTE per year-Male (42 hours) & Female (33 hours). The Average amount spent per FTE on training and development is between ₹5000/- to 7000/-.
	404-2 Programmes for upgrading employee skills and transition assistance programmes	Following is a broad image of programmes that elevate the skills of our employees and facilitate support in transition phases – » Prarambh (Induction & Orientation Programme for new joiners) » Product, Policy & Process Training » Compliance Training » Functional Refresher – Credit policy » Training in Business Etiquette » Traits of Sales Champion » Customer Centricity Programme » Fraud Control Trainings » Legal Trainings
	404-3 Percentage of employees receiving regular performance and career development reviews	The Company has individual performance management appraisal system in place comprising of aspects on KRAs achievement, management by objectives and is further strengthened with agile conversations. 100% of the full-time employees undergo a formal annual performance review & appraisal process.
GRI 405: Diversity and Equal Opportunity 2016	405-1 Diversity of governance bodies and employees	Share of women in the following (1 st April 2024 to 31 st March 2025) – » STEM-related positions (as % of total STEM positions) – 22.62% » Management positions in revenue-generating functions (e.g. sales) excluding support functions such as HR, IT, Legal – 11.53% » Top management positions, i.e. maximum two levels away from the CEO or comparable positions (as % of total top management positions) – 15.15% » Junior management positions, i.e. first level of management (as % of total junior management positions) – 18.75% » all management positions, including junior, middle and top management (as % of total management positions) – 17.64% » women in total workforce (as % of total workforce) – 17.64%
	405-2 Ratio of basic salary and remuneration of women to men	Ratio of Average Remuneration/Basic Salary of women to men is maintained at 1:1 at entry levels.
GRI 406: Non-discrimination 2016	406-1 Incidents of discrimination and corrective actions taken	NIL. There were no such incidents reported in the reporting period.
GRI 407: Freedom of Association and Collective Bargaining 2016	407-1 Operations and suppliers in which the right to freedom of association and collective bargaining may be at risk	NIL. There are no such issues as envisaged by us.
GRI 408: Child Labor 2016	408-1 Operations and suppliers at significant risk for incidents of child labor	We conduct our business with fairness, transparency, honesty and integrity, and in compliance with all applicable laws in the country.
GRI 409: Forced or Compulsory Labor 2016	409-1 Operations and suppliers at significant risk for incidents of forced or compulsory labor	We expect our suppliers to do the same. Our employees are mandated to adhere to our code of conduct to prevent any influence or favours in supplier contracts. We expect all internal and external participants in the procurement process to observe the highest standards of ethical conduct. Our suppliers are expected to comply with applicable laws, including those related to the prohibition of child and forced labour.

GRI STANDARD	DISCLOSURE	LOCATION
GRI 410: Security Practices 2016	410-1 Security personnel trained in human rights policies or procedures	Security Personnel are deployed by our external partners/third party contractors. We work with them to ensure the availability and use of safety systems and necessary training which includes human rights aspects as well. Such programmes are generally delivered through 'in person field training' under the supervision of capable personnel.
GRI 411: Rights of Indigenous Peoples 2016	411-1 Incidents of violations involving rights of indigenous peoples	NIL. The Company has not identified any incidents of violations involving rights of indigenous peoples.
GRI 413: Local Communities 2016	413-1 Operations with local community engagement, impact assessments, and development programmes	BRSR-Principle 8. Page Number- 126-127
	413-2 Operations with significant actual and potential negative impacts on local communities	NIL. Majority of our operations footprint is in commercial spaces located in metropolitan cities. The Company has not identified any incidents with significant actual and potential negative impacts on local communities.
GRI 414: Supplier Social Assessment 2016	414-1 New suppliers that were screened using social criteria	NIL. Value Chain Sustainability is evolving and is a low priority material issue as of now. Our service agreements do cover appropriate clauses on aspects of quality delivery of services and complying with all applicable regulatory norms.
	414-2 Negative social impacts in the supply chain and actions taken	There are no such impacts envisaged by us.
GRI 415: Public Policy 2016	415-1 Political contributions	There are no political contributions. We do not support any kind of Lobbying activities.
GR 416: Customer Health and Safety 2016	416-1 Assessment of the health and safety impacts of product and service categories	Not Applicable considering the nature of business (there is no physical product involved.)
	416-2 Incidents of non-compliance concerning the health and safety impacts of products and services	NIL.
GRI 417: Marketing and Labelling 2016	417-1 Requirements for product and service information and labeling	Not Applicable. Our Company falls under the Banking, Financial Services, and Insurance (BFSI) sectors. Product labeling as seen in industries like food or pharmaceuticals is not directly applicable in the BFSI sector because the "product" in this context is not a tangible item with standardised ingredients or manufacturing processes. Instead, BFSI products are complex financial services and insurance policies, often requiring more nuanced information and disclosures than a simple label can convey.
	417-2 Incidents of non-compliance concerning product and service information and labeling	No such incidents. In BFSI, customer education and understanding are crucial. We focus on ensuring that customers understand the nature of the financial product being offered as per their requirements and the risks involved, rather than relying on a label to convey complex information.
	417-3 Incidents of non-compliance concerning marketing communications	NIL. We are highly focussed to upholding ethical, fair, and transparent practices in all spheres, including marketing communications and advertising. We believe in the power of transparency to build trust and foster meaningful relationships with our customers. Through various communication channels, including our website and marketing materials, we provide clear and appropriate information about our products.
GRI 418: Customer Privacy 2016	418-1 Substantiated complaints concerning breaches of customer privacy and losses of customer data	BRSR-Principle 9. Page Number- 129-131

Annexure-2

Corporate Governance Certificate

Pursuant to Regulation 34(3) and Schedule V Para E of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

To

The Members

PNB Housing Finance Limited

(CIN: L65922DL1988PLC033856)

9th Floor Antriksh Bhawan 22 K.G. Marg

New Delhi, Delhi, India 110001

We, Sanjay Grover & Associates, Practicing Company Secretaries have examined the compliance of conditions of Corporate Governance by PNB Housing Finance Limited ("Company") for the financial year ended on 31st March, 2025 as stipulated under Regulations 17 to 27, clauses (b) to (i) and (t) of Regulation 46(2) and other applicable regulations of Chapter IV pertaining to Corporate Governance and Para C, D and E of Schedule V to the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) (collectively referred to as "SEBI Listing Regulations, 2015").

We state that the compliance of conditions of Corporate Governance is the responsibility of the management of the Company. Our examination was limited to procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the SEBI Listing Regulations, 2015.

We further state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For Sanjay Grover & Associates

Company Secretaries

Firm Registration No.: P2001DE052900

Peer Review Certificate No.: 6311/2024

Sujeet Kumar

Partner

CP No. 22684/ FCS No. 12562

UDIN.: F012562G000696641

Place: New Delhi

2nd July, 2025

Annexure-3

Annual Report on CSR Activities

Pursuant to Rule 8(1) of the Companies (Corporate Social Responsibility Policy) Rules, 2014

1. Brief outline on CSR Policy of the Company

PNB Housing Finance Limited's Corporate Social Responsibility (CSR) policy is built on the foundation of inclusivity and empowerment, responding proactively to the needs of marginalised and vulnerable communities. Committed to fostering positive change across social, economic, environmental, educational and healthcare domains, the Company aligns its efforts with sustainable development goals to create a meaningful and lasting impact. Our CSR approach is deeply rooted in stakeholder participation, where we view our target communities not as beneficiaries of charity but as key partners in progress. Through strategic initiatives, we strive to uplift and empower underprivileged groups, helping them become self-reliant and resilient contributors to society. With a steadfast commitment to nation-building, PNBHFL continues to channel its collective efforts toward shaping a better, more sustainable future for generations to come.

The Company has adopted CSR Policy approved by CSR Committee and the Board of Directors, in accordance with the provisions of Corporate Social Responsibility under Section 135 of the Companies Act, 2013 read with the Companies (Corporate Social Responsibility Policy) Rules, 2014 and Schedule VII of the Companies Act, 2013 ("the Act").

The CSR Policy of the Company is based on following guiding principles:

- Sustainability
- Transparency
- Accountability
- Employee Engagement
- ESG Framework
- Non-discriminatory

The broad framework for CSR initiatives to be undertaken by the Company would be as per section 135 and schedule VII of Companies Act, 2013 as amended. The focus areas for CSR initiatives are:

- Healthcare-Hunger, Malnutrition and Health
- Education
- Gender Equality, Women Empowerment and Care for Senior Citizens
- Environmental Sustainability
- Sports
- Others-or any other areas/fund/project as may be considered and approved by CSR Committee/Board.

2. Composition of CSR Committee:

Sl. No.	Name of Director	Designation / Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1	Dr. Tejendra Mohan Bhasin	Chairman Independent Director	3	3
2	Mr. Chandrasekaran Ramakrishnan	Member Independent Director	3	3
3	Mr. Sudarshan Sen	Member Independent Director	3	3
4	Mr. Girish Kousgi	Member Managing Director & CEO	3	3

3. Provide the web-link where Composition of CSR committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the Company

Web-link of CSR Committee composition:

<https://www.pnbhousing.com/about-us/csr-committee#pnbTabss>

Weblink of CSR Policy:

<https://www.pnbhousing.com/documents/d/guest/PNB%20Housing%20CSR%20policy>

Weblink of CSR projects approved by the Board:

<https://www.pnbhousing.com/documents/d/guest/List%20of%20CSR%20Projects%20FY%2024-25>

4. Provide the executive summary along with web-link(s) of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8, if applicable –

<https://www.pnbhousing.com/documents/d/guest/Impact%20Assessment-%20FY%2024-25>

5. (a) Average net profit of the Company as per sub-section (5) of section 135 –

The average Net Profit (of preceding three financial years) of the Company as per Section 135(5) for the purpose of CSR Budget in FY24-25 is ₹15,02,99,85,990

(b) Two percent of average net profit of the Company as per sub-section (5) of section 135 –

₹30,05,99,720 is two percent of the average Net Profit

(c) Surplus arising out of the CSR projects or programmes or activities of the previous financial years –

There was no surplus amount arising from the CSR projects or programmes or activities that were carried out in the previous financial year.

(d) Amount required to be set off for the financial year, if any –

There was no amount set off for the financial year

(e) Total CSR obligation for the financial year [(b) + (c) – (d)] –

The total CSR obligation for the financial year 2024-25 is ₹30,05,99,720

6. (a) Amount spent on CSR Projects (both ongoing Project and other than ongoing Projects)

The total amount spent on CSR projects (both ongoing and other than ongoing projects) in financial year 2024-25 is ₹5,80,20,073

(b) Amount spent in Administrative overheads

₹1,32,14,574 was spent in Administrative Overheads during the financial year 2024-25.

(c) Amount spent in Impact Assessment, if applicable

₹4,78,136 was spent on Impact Assessment during the financial year 2024-25.

(d) Total amount spent for the Financial Year {(a)+(b)+(c)}

Total amount spent in financial year 2024-25 is ₹7,17,12,783

(e) CSR amount spent or unspent for the Financial Year:

Total Amount spent for the Financial Year. (in ₹)	Amount Unspent (in ₹)				
	Total Amount transferred to Unspent CSR Account as per section 135(6)		Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5)		
	Amount	Date of transfer	Name of the Fund	Amount	Date of transfer
7,17,12,783	22,88,86,937	24 th April, 2025	-	-	-

(f) Excess amount for set off, if any: NA

Sl. No.	Particular	Amount (in ₹)
(i)	Two percent of average net profit of the Company as per section 135(5)	30,05,99,720
(ii)	Total amount spent for the Financial Year	7,17,12,783
(iii)	Excess amount spent for the financial year [(ii)-(i)]	Nil
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	Nil
(v)	Amount available for set off in succeeding financial years [(iii)-(iv)]	Nil

7. Details of Unspent CSR amount for the preceding three financial years:

Sl. No.	Preceding Financial Year	Amount transferred to Unspent CSR Account under section 135 (6) (in ₹)	Amount spent in the reporting Financial Year (in ₹)	Amount transferred to any fund specified under Schedule VII as per section 135(6), if any			Amount remaining to be spent in succeeding financial years (in ₹)
				Name of the Fund	Amount (in ₹)	Date of transfer	
1.	FY-1 (31 st March, 2024)	4,88,75,652	4,38,28,255	-	-	-	50,47,397
2.	FY-2 (31 st March, 2023)	6,40,64,581	6,07,56,983*	-	-	-	33,07,598
3.	FY-3 (31 st March, 2022)	-	-	-	-	-	-

* This is a cumulative spent of two FYs, i.e. 23-24 and 24-25. From the CSR unspent account of FY 22-23, the spent made in FY 23-24 was ₹5,99,01,443 and in FY 24-25 was ₹8,55,540, which makes the total spent of ₹6,07,56,983.

8. Whether any capital assets has been created or acquired through Corporate Social Responsibility amount spent in the Financial Year:

PNB Housing Finance Limited has not created or acquired any capital assets directly from CSR amount spent in FY 23-24. However, we are listing the project level information where the assets have been created by the partners/ vendors of the implementing agency Peהל Foundation.

If Yes, enter the number of Capital assets created/ acquired: NA

Furnish the details relating to such asset(s) so created or acquired through Corporate Social Responsibility amount spent in the Financial Year:

Sl. No.	Short Particulars of the property or asset(s) [including complete address and location of the property]	Pincode of the property or asset(s)	Date of creation	Amount of CSR amount spent	Details of entity/Authority/beneficiary of the registered owner		
					CSR Registration Number, if applicable	Name	Registered Address
(1)	(2)	(3)	(4)	(5)		(6)	
1	Advanced Life Support Ambulances fitted with advanced medical equipment. Location: HQ14CORPS of Northern Command region covering Leh, Kargil, Siachen in Jammu & Kashmir and Ladakh	Ladakh-194101	19/06/2024	2,03,74,816	NA	Colonel A, HQ14CORPS	C/O 56 APO at Leh Pin Code 194101
2	Advanced Life Support Ambulances fitted with advanced medical equipment. Location HQ14CORPS of Northern Command region covering Leh, Kargil, Siachen in Jammu & Kashmir and Ladakh	Ladakh-194101	19/06/2024	33,95,197	NA	Colonel A, HQ14CORPS	C/O 56 APO at Leh Pin Code 194101
3	1. 15 Solar Street lights at 15 different locations in Bantari 2. Benches at Pond Location: Bantari Gram Panchayat, Varanasi	221101	24/06/2024, 04/03/2025	5,24,900	NA	Bantari Gram Panchayat	Village-Bantari Block-Cholapur Dist.-Varanasi PIN-221101
4	1. 03 e-learning Setups at the School and Anganwadi 2. Hybrid Solar System (NXG2350-24VIN-B150H2N-550WBI-TS-2N). BOS for Hybrid Solar System Supply and Installation of 2450VA Hybrid System Including Solar Panel structure, civil work, AC MCB, DC MCB, DC Cable, AC Cable, Battery Enclosure, Earthing System, etc	221101	06/03/2025, 21/02/2025, 30/01/2025, 02/02/2025, 24/02/2025	13,77,735	NA	Primary School- Bantari	Village-Bantari Block-Cholapur Dist.-Varanasi PIN-221101

Sl. No.	Short Particulars of the property or asset(s) [including complete address and location of the property]	Pincode of the property or asset(s)	Date of creation	Amount of CSR amount spent	Details of entity/Authority/beneficiary of the registered owner		
					CSR Registration Number, if applicable	Name	Registered Address
(1)	(2)	(3)	(4)	(5)		(6)	
	3. Kent RO Water System for School with Water Cooler & Dispenser (40 litre capacity)						
	4. Playing equipment at School Premises						
	5. Anganwadi and School Setup (Playing equipment, Learning kits, Furniture, Electronic equipment, etc.), Samsung TV (43 inches) Location: Primary School – Bantari, Varanasi						
5	1. Mixer, Hand Blender and Juicer 2. Utensils for the Women's Enterprise Group 3. Almira, rack, chair, and office table for the Women Entrepreneurship Center 4. Packaging Machine for Products / Sealing machine + Weighing Machine Location: Samridhhi Self-Help Group, Bantari, Varanasi	221101	28/02/2025	1,34,845	NA	Samridhhi Self-Help Group	Village-Bantari Block-Cholapur Dist.-Varanasi PIN-221101
6	Blood Collection & Transportation Vehicle Location: Mahesh Foundation	590015	20/02/2025	49,64,772	CSR00003827	Mahesh Foundation	792, Siddeshwar Nagar Kanabargi, Belagavi, Karnataka 590015
7	Wheelchairs Location: Manav seva Vrudhashram, Virar	401303	12/03/2025	12,800	NA	Manav seva Vrudhashram	Sakwar, post Khannivade, On National Highway no 48, Mumbai Ahmedabad Highway, Near Wagad Gurukul, Virar East.401303
8	Wheelchairs Location: Maratha Life Foundation, Vasai	401303	12/03/2025	38,400	NA	Maratha Life Foundation	Survey no 42, Jambulpada, Post office Batane, Near Nandanvan Resort, Balvali, Vasai
9	Wheelchairs Location: Swargiya Gopichand Poniya Charitable Trust, Virar East	401305	12/03/2025	12,800	NA	Swargiya Gopichand Poniya Charitable Trust	Bus Stop, Medha Phata, Shivam, Vajreshwari Road, Virar East. 401305
10	Wheelchairs Location: Samarth Ashram, Vasai	401303	12/03/2025	38,400	NA	Samarth Ashram	Near Virar Fata, Virar Highway, Vasai.
11	Wheelchairs Location: Baba Bhaskar Pavar Vrudhashram, Khaniwade	401303	12/03/2025	38,400	NA	Baba Bhaskar Pavar Vrudhashram	Sakwar, National Highway 8, Khaniwade, 401303
12	Wheelchairs Location: Sahara Senior Homes, Nalasopara West	401203	12/03/2025	12,800	NA	Sahara Senior Homes	Rcc Bunglow No 666, Sopara Boling Road, Umralla, Nalasopara West.401203
13	Wheelchairs Location: Mother Teresa Old Age Home, Virar West	401301	12/03/2025	38,400	NA	Mother Teresa Old Age Home	Behind St, Jo-seph's College, Satpala, Virar West, 401301
14	Wheelchairs Location: Ayush old Age Home, Nalasopara West	401203	12/03/2025	25,600	NA	Ayush old Age Home	Wagholi Village, Wagheshwari Mandir Road, Nalasopara West, 401203

Sl. No.	Short Particulars of the property or asset(s) [including complete address and location of the property]	Pincode of the property or asset(s)	Date of creation	Amount of CSR amount spent	Details of entity/Authority/beneficiary of the registered owner		
					CSR Registration Number, if applicable	Name	Registered Address
(1)	(2)	(3)	(4)	(5)		(6)	
15	Wheelchairs Location: Anand Ashram, Vasai west	401303	12/03/2025	25,600	NA	Anand Ashram	Opp. Bhuigaon Police station, Behind Zeel Bhuigaon Phata, 2 Restaurant, Vasai West
16	Wheelchairs Location: Jevan Sahara Charitable Trust, Vasai West	401201	12/03/2025	38,400	NA	Jevan Sahara Charitable Trust	Bharma Pada Beach Road, Bhuigaon, Vasai West ,401201
17	Wheelchairs Location: Apna Ghar Ashram, Virar	401208	12/03/2025	32,000	NA	Apna Ghar Ashram	Sh. No 4/8/3, Near Bhajanlal Dairy, Opp HP Pump, Kaman Bhiwandi Road, Chinchoti Naka, Vasai Virar. 401208
18	Wheelchairs Location: Aai Care Foundation, Deodal	401208	12/03/2025	12,800	NA	Aai Care Foundation	Gavali Pada, Near Gaon Devi Mandir, Vasai East, Chinchoti, Deodal, 401208
19	Wheelchairs Location: Life Wins Old Age Home, Thane	401107	12/03/2025	12,800	NA	Life Wins Old Age Home	Bungalow No 7, Anmol villa, shanti vidhya nagari, Gaurav sanklap phase3, Near Gcc northside restaurant, Mira Road East, Thane. 401107
20	Wheelchairs Location: Shree Radha Krishna Old Age Home, Thane	401107	12/03/2025	25,600	NA	Shree Radha Krishna Old Age Home	Bungalow no. 7, Sai Krupa Complex, Kala Hanuman Mandir, Kashigaon, Kashimira, Mira Road East, Thane.
21	Wheelchairs Location: Nityanand Ashram, Mumbai	401107	12/03/2025	38,400	NA	Nityanand Ashram	Masa ka pada, Jarimari Mata Mandir Road, Kashi gaon, Kashi Mira, Mira Road.
22	Wheelchairs Location: Maru Ghar, Mumbai	400092	12/03/2025	38,400	NA	Maru Ghar	27 , Hari Om Niwas, Dr. Amebedker Road, Gorai 1. Borivali West, Mumbai.92
23	Wheelchairs Location: Little Sister's of the Poor And Home for the Aged, Andheri East, Mumbai	400093	12/03/2025	25,600	NA	Little Sister's of the Poor And Home for the Aged	Sacred Heart Road, Gokul Nandanvan co operative Society, Radha Krishna Nagar Subhash Nagar Andhari East. Mumbai400093
24	Wheelchairs Location: Grace Foundation, Chembur, Mumbai	400074	12/03/2025	25,600	NA	Grace Foundation	B 39, SRA Building (Mhada), Mahul Gaon Extension, Chembur, Mumbai. 400074
25	Wheelchairs Location: Divine Care Vrudha Ashray, Navi Mumbai	400708	12/03/2025	25,600	NA	Divine Care Vrudha Ashray	R 207. Ashray Ground Floor. Anna Sahib Patil Marg.Navi Mumbai 400708
26	Wheelchairs Location: Maa Asthaa Samajik seva Sansth, Sector 4, Ghansoli.	400701	12/03/2025	32,000	NA	Maa Asthaa Samajik seva Sansth	Shahari Beghar Niwara Kendra, plot no ,240, Sector 4, Ghansoli.400701

Sl. No.	Short Particulars of the property or asset(s) [including complete address and location of the property]	Pincode of the property or asset(s)	Date of creation	Amount of CSR amount spent	Details of entity/Authority/beneficiary of the registered owner		
					CSR Registration Number, if applicable	Name	Registered Address
(1)	(2)	(3)	(4)	(5)	(6)		
27	Wheelchairs Location: Aadharvad Niradhar Old Age Home, Navi Mumbai	400709	12/03/2025	12,800	NA	Aadharvad Niradhar Old Age Home	Plot no. 20, Sector 1, Near Terna International School, Koparkhairne, Navi Mumbai. 400709
28	Wheelchairs Location: Sweet Home Trust Old Age Home, Navi Mumbai	400709	12/03/2025	25,600	NA	Sweet Home Trust Old Age Home	Plot no. 75, Sector 1, Koperkhairne, Navi mumbai. 400709
29	Wheelchairs Location: Aadharvad niradhar and apang old age home, Navi Mumbai	400706	12/03/2025	12,800	NA	Aadharvad niradhar and apang old age home	Row house no. 4, seacost 1 society, near sagari police station, sector 32, seawoods, Navi mumbai. 400706
30	Wheelchairs Location: Niradhar Seva Sadan, New Panwel, Raigadh	410206	12/03/2025	19,200	NA	Niradhar Seva Sadan	Omkar Row house No 1, plot no 5678, Opp. Asha Prabha New School, Vichumbe, New Panwel, Raigadh Pin 410206
31	Wheelchairs Location: Aadharvad Niradhar and Apang Old Age Home, Navi Mumbai	400709	12/03/2025	19,200	NA	Aadharvad Niradhar and Apang Old Age Home	Plot no. 20, Sector 1, Near Terna International School, Koparkhairne, Navi Mumbai. 400709
32	Wheelchairs Location: Shodh Bhauddeshiya Seva Bhavi Sanstha, Pune	412110	12/03/2025	12,800	NA	Shodh Bhauddeshiya Seva Bhavi Sanstha	Sr no 1033, Mande Vasti, Kolawadi, Pune. 412110
33	Wheelchairs Location: Siddhi Old Age Home, Hadapsar, Pune	411028	12/03/2025	12,800	NA	Siddhi Old Age Home	Shivnery co op housing society, Kamadhenu Estate, Nr.Usha Kiran Hospital, Hadapsar, Pune.411028
34	Wheelchairs Location: Gangatara Vrudhashram, Pune	412308	12/03/2025	19,200	NA	Gangatara Vrudhashram	Post Vadki Nala,Kanifnatha Road, Vadki, Taluka Haveli, Pune 412308
35	Wheelchairs Location: Samarpan Old Age Home, Solapur Road, Pune	412307	12/03/2025	12,800	NA	Samarpan Old Age Home	Sidhhi vinayak park, Kawadipat,Malwadi, Near toll plaza, Pune Solapur Road, Pune 412307
36	Wheelchairs Location: Baba Vrudhashram, Pune	412412	12/03/2025	32,000	NA	Baba Vrudhashram	Post. Vaisakh Khede (Pipalvandi), Taluka, Junar 412412 Pune
37	Wheelchairs Location: Swarna Nagari Old Age Home, Bale wadi Phata, Pune	411045	12/03/2025	32,000	NA	Swarna Nagari Old Age Home	Plot no 6, Sushil Kunj, Shivnary Park Road, Bale wadi Phata, Pune 411045
38	Wheelchairs Location: Manas Vrudhashram, Sirpur, Pune	142216	12/03/2025	12,800	NA	Manas Vrudhashram	Sans wadi, L& T Phata, Bharat Gas Road, Taluka Sirpur, Pune. 142216
39	Wheelchairs Location: Shanti Ban Old Age Home	411058	12/03/2025	32,000	NA	Shanti Ban Old Age Home	Warje, Wakratunde Building, Near Cipla Foundation.

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					CSR Registration Number, if applicable	Name	Registered Address
(1)	(2)	(3)	(4)	(5)	(6)		
40	Wheelchairs Location: Madhuban Foundation	410507	12/03/2025	32,000	NA	Madhuban Foundation	Anugraha Building, Near Paranjape High school front gate, Back side of Methodist Church, Talegaon Dabhade Station, 410507.
41	Wheelchairs Location: Nirmal Foundation, Pune	412202	12/03/2025	32,000	NA	Nirmal Foundation	Mhetre Wasti, Tilekar Wadi, Urlikanchan. Pune
42	Wheelchairs Location: Nandanvan Vrudhashram, Pune	411046	12/03/2025	25,600	NA	Nandanvan Vrudhashram	Near Hiramani Banker School, Dolphin Chowk, Swami Vivekanand Road, Sukh sagar Nagar, Pune.411046.
43	Wheelchairs Location: Maher Sukh Sandhya woman's Old Age Home, Pune	412307	12/03/2025	32,000	NA	Maher Sukh Sandhya woman's Old Age Home	Vatsalya Dham Gate no. 486/488, Manjari Khurd, Awalwadi, Pune 412307.
44	Wheelchairs Location: Maher Karunalaya Mens Home, Pune	412408	12/03/2025	32,000	NA	Maher Karunalaya Mens Home	Dongar Wasti, Satinath Nagar, Sanaswadi, Tal. Shirur, Pune. 412408
45	Wheelchairs Location: Maher Vatsalya Dham Woman's Home, Pune	412307	12/03/2025	32,000	NA	Maher Vatsalya Dham Woman's Home	Gate no. 486/488, Manjari Khurd, Awalwadi, Pune 412307
46	Wheelchairs Location: Nava Sandhya Home Woman's Home, Satara	415004	12/03/2025	32,000	NA	Nava Sandhya Home Woman's Home	Navnath colony, Gate no 40, plot no7,8,9,, Mouje Karand wadi, Satara
47	Wheelchairs Location: Pandit Dindayal Upadhyay Ashray Sthan, Anand	387310	12/03/2025	25,600	NA	Pandit Dindayal Upadhyay Ashray Sthan	Near Ganesh Chowkdi, Sardar ganj, Anand.38801
48	Wheelchairs Location: Anand Dham Vrudhashra, Anand	387310	12/03/2025	12,800	NA	Anand Dham Vrudhashra	Near Hanuman Mandir Bus stop, Lambhvel, Anand.
49	Wheelchairs Location: BI Patel & Payal A. Patel old age home, Patlad	388450	12/03/2025	25,600	NA	BI Patel & Payal A. Patel old age home	Patlad Borsad Road, Gopal pura Fatak pase, Gopalpura, Taluka Patlad
50	Wheelchairs Location: Dikra Nu Ghar (Jay Manav seva trust Sanchalit)	387002	12/03/2025	38,400	NA	Dikra Nu Ghar (Jay Manav seva trust Sanchalit)	BSNL Office ni Same, Shala no 5, Vallabh Nagar Pij Road,
51	Wheelchairs Location: Hiraba Vrudhashram, Nadiyad	387001	12/03/2025	25,600	NA	Hiraba Vrudhashram	Bhabha Ram Kanya Chhatralay, At. Ruhn Gam, Taluko Nadiyad
52	Wheelchairs Location: Mahila Ashray Sthan, Junagadh.	362001	12/03/2025	25,600	NA	Mahila Ashray Sthan	Sukhnath Chawk, Jail Road, Nagarpalika No Delo, Junagadh.
53	Wheelchairs Location: Vrudha Niketan, Junagadh	362001	12/03/2025	38,400	NA	Vrudha Niketan	Saurashtra Bhoomi wali Gali, Jail Road, Junagadh.
54	Wheelchairs Location: Nagar palika Sanchalit Bhikshuk Gruh, Junagadh	362001	12/03/2025	25,600	NA	Nagar palika Sanchalit Bhikshuk Gruh	Narsinh Meta na chora ni same. Junagadh.
55	Wheelchairs Location: Andh Kanya Chhatralay, Junagadh	362001	12/03/2025	25,600	NA		Sher ni taki pase, Junagadh.

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					CSR Registration Number, if applicable	Name	Registered Address
(1)	(2)	(3)	(4)	(5)		(6)	
56	Wheelchairs Location: Vadil Vandana Home, Junagadh	362001	12/03/2025	12,800	NA	Vadil Vandana Home	Vadil Vandana Old Age Home, Kathrota Road, Vadal, Junagadh 362310
57	Wheelchairs Location: Anandba Vruddhashram, Vijapur	382870	12/03/2025	19,200	NA	Anandba Vruddhashram	C 41, 42 Veer residency , gate 2 , Vijapur (mahudi road, ranasan) 382870
58	Wheelchairs Location: Sachidanand seva samaj trust, Un-jha	384170	12/03/2025	19,200	NA	Sachidanand seva samaj trust	Near bus stand, Unjha
59	Wheelchairs Location: Sneh kutir senior citizen home, Mehsana	384002	12/03/2025	25,600	NA	Sneh kutir senior citizen home	Near Nilkanth Mahadev , Nagalpur , Mahesana
60	Wheelchairs Location: Senior citizen park (Sri ram foundation), Mehsana	382865	12/03/2025	25,600	NA	Senior citizen park(Sri ram foundation)	Vasai dabla , pani ni tanki pase , Vasai (Ghozariya Vishnagar road state highway 71) Mehsana
61	Wheelchairs Location: Sandhya vishram home for the Aged, Kadi	382715	12/03/2025	38,400	NA	Sandhya vishram home for the Aged	Irana road, near Charch, Irana, Kadi
62	Wheelchairs Location: Shivanandha foundation, Chennai	600070	12/03/2025	32,000	NA	Shivanandha foundation	No.4 G.K Nagar, Guruswami Nagar, Akanthpura, Chennai, Tamil Nadu
63	Wheelchairs Location: J.S Jeevajothi Old Age Home, Chennai	600 053	12/03/2025	12,800	NA	J.S Jeevajothi Old Age Home	No. 1, Gandhi Main Road, Oragadam, Ambattur Chennai 600 053 Tamil Nadu
64	Wheelchairs Location: Sami charitable trust & old age home, Chennai	600073	12/03/2025	25,600	NA	Sami charitable trust & old age home	No 120 V.G.P srinivasan 1 st Street Madambakkam. Chennai 600073
65	Wheelchairs Location: Raj baba old age home, Chennai	600049	12/03/2025	32,000	NA	Raj baba old age home	No:245 Baba Nagar 1 st Main Road Villivakkam Chennai49
66	Wheelchairs Location: Raniammal Charitable Trust, Chennai	600 077	12/03/2025	12,800	NA	Raniammal Charitable Trust	No. 53, Sri Abirami Nagar, 2 nd Street, Chinna Koladi, Thiruverkadu, Chennai, Pincode 600 077.
67	Wheelchairs Location: Anandam Home for Senior Citizens Believable senior citizen home, Chennai	600 053	12/03/2025	38,400	NA	Anandam Home for Senior Citizens	Anna Street Gandhi Nagar, Kallikuppam Ambattur, Chennai 53
68	Wheelchairs Location: Believable senior citizen home, Chennai	600115	12/03/2025	19,200	NA	Believable senior citizen home	No 37A, first Ave, 2 nd Cross St, Vettuvan keni, Injambakkam, Chennai
69	Wheelchairs Location: Natchathira old age home, Chennai	600077	12/03/2025	38,400	NA	Natchathira old age home	No.6, solar estate, judges colony, Noombal (new colony homes Noombal), Chennai 600077

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(1)	(2)	(3)	(4)	(5)		(6)	
70	Wheelchairs Location: Pachaiyammal old age home, Chennai	600083	12/03/2025	12,800	NA	Pachaiyammal old age home	VOC St., Raghvendra nagar, kaiankuppam, nesapakkam, Chennai 600083
71	Wheelchairs Location: Diyaa old age homes, Chennai	600125	12/03/2025	32,000	NA	Diyaa old age homes	No.24/36, Krishnavelly St, Mugalivakkam, Chennai
72	Wheelchairs Location: En nadu en desam trust, Chennai	600128	12/03/2025	32,000	NA	En nadu en desam trust	No.63 kundrathur main road, moondramkattalai Chennai 600128
73	Wheelchairs Location: Little Hearts home for mentally challenged, Chengalpattu	603305	12/03/2025	32,000	NA	Little Hearts home for mentally challenged	No 56, Nallur Village, Kadappakam, Cheyyur, Taluk Chengalpattu
74	Wheelchairs Location: Sri Ramanujar Illam Trust, Chennai	600063	12/03/2025	12,800	NA	Sri Ramanujar Illam Trust	No. 30A, Kannadasan Street, Parvathi Nagar, Old PerungLathur, Chennai 600063
75	Wheelchairs Location: Karunai Ullangal old age home, Chennai	600002	12/03/2025	25,600	NA	Karunai Ullangal old age home	26/99, Harris road, Pudpet, Chennai 600002
76	Wheelchairs Location: Hope Trust, Chennai	600095	12/03/2025	25,600	NA	Hope Trust	3, 8 th st, Sri Krishna nagar, valasaravakkam, Chennai, Tamil nadu 600095
77	Wheelchairs Location: Home Happy home, Chennai	600007	12/03/2025	32,000	NA	Home Happy home	NO 28/4, Erren St, Marya Apt, Chennai
78	Wheelchairs Location: Mercy old age home, Chennai	600010	12/03/2025	32,000	NA	Mercy old age home	No 64, Halls Road, Kilpauk, Chennai 600010 (Near Church)
79	Wheelchairs Location: Annai Terresa Foundation, Chennai	600053	12/03/2025	25,600	NA	Annai Terresa Foundation	7 Moogambigai Nagar, 600053, Kallikuppam, Chennai, Tamil Nadu 600099
80	Wheelchairs Location: SGSS Association, Chennai	600 007	12/03/2025	19,200	NA	SGSS Association	C. U. Shah Bhawan, 78/79, Ritherdon road, Purasawalkam, Chennai 600 007
81	Wheelchairs Location: Arowe centre for Urban poor, Chennai	600 023	12/03/2025	19,200	NA	Arowe centre for Urban poor	11, Solai Amman Koil street, Aynavaram, Chennai 600 023
82	10 Fresenius 4008 S next generation Dialysis machines, Hemodialysis Unit, 5 th Floor, Maharaja Yashwantrao Holkar Hospital, Indore	452001	11/03/ 2025	80,50,000	NA	Maharaja Yashwantrao Holkar Hospita, Indore	Maharaja Yashwantrao Holkar Hospital, Indore, Madhya Pradesh 452001

Sl. No.	Short Particulars of the property or asset(s) [including complete address and location of the property]	Pincode of the property or asset(s)	Date of creation	Amount of CSR amount spent	Details of entity/Authority/beneficiary of the registered owner		
					CSR Registration Number, if applicable	Name	Registered Address
(1)	(2)	(3)	(4)	(5)	(6)		
83	Physics Lab Equipment and instruments such as Vernier Calliper Np 20 Pcs, Screw Gauge 15Mm 20 Pcs and etc, Biology Lab Equipment and instruments such as Microscope Isi Mark Px7, Watch Glass 3, Beaker 250Ml, Tripod Stand 6 and Etc, Chemistry Lab Equipment and instruments such as Test Tube and its stands, Boiling Test Tube, Holders and etc along with 4 Almirah and 3 tables, 3 chairs, stools Location: Bhartiya Aadarsh Inter College, Tilapta, Greater Noida, Uttar Pradesh	201306	20/03/2025	7,98,022	N/A	Bhartiya Aadarsh Inter College	Tilapta, Greater Noida, Uttar Pradesh
84	40 STEM Models, STEM DIY Activity Kits, Table, Vinyl info graphs and Lab items, (Brain Act), Rainwater harvesting operating system structure (Thinkerz Project) and 18 10kw offgrid solar panel, 1 Inverter, 10 Battery, 15 GI Pipe, 25 Electric Pipe, 1 Earthing Kit and Cables Location: Pratap Nagar Balika School, Jodhpur	342003	10/03/2025	11,97,916	NA	Pratap nagar Balika School, Jodhpur	Pratapnagar Rajkiya Balika Diwas
85	40 STEM Models, STEM DIY Activity Kits, Table, Vinyl info graphs and Lab items, (Brain Act), Rainwater harvesting operating system (Thinkerz Project) and 18 10kw offgrid solar panel, 1 Inverter, 10 Battery, 15 GI Pipe, 25 Electric Pipe, 1 Earthing Kit and Cables (Mamta Enterprise), Kyan Projector, UPS, Keyboard, Mouse, Benches (Khushboo M Yadav), Stylus Pen (School Net) and open Air Gym: Chest Press and Seated Puller, Air walker, soft board, double sea saw, double swing u tight, Merry go round platform, standing and seating twister, slide, 2 spring rider, shoulder wheel Location: GGSSS Lal Maidan, Jodhpur	342006	10/03/2025	18,34,270	NA	GGSSS Lal Maidan, Jodhpur	Mahamandir Lal Maidan, Paota, Jodhpur, Rajasthan
86	Furniture and playing toys for Kids and staff at AWC such as Moon Table, Round table, Little heart chair, Basketball, Mini Slider, wooden Puzzle tray, Elephant Ring Game, teacher chairs, white Board, Interlocking EVA Mat (5 No) etc. Electrical equipment such as Ceiling Fan (2nos), 20Watt Tube Set (4 No), and Water Filter RO Location: AWC Dhindsa Village Dhindsa Block Rajpura District Patiala	140701	13/03/2025	37,370	NA	AWC Dhindsa	AWC Dhindsa Village Dhindsa Block Rajpura District Patiala Pin-140701

Sl. No.	Short Particulars of the property or asset(s) [including complete address and location of the property]	Pincode of the property or asset(s)	Date of creation	Amount of CSR amount spent	Details of entity/Authority/beneficiary of the registered owner		
					CSR Registration Number, if applicable	Name	Registered Address
(1)	(2)	(3)	(4)	(5)		(6)	
87	Furniture and playing toys for Kids and staff at AWC such as Moon Table, Round table, Little heart chair, Basketball, Mini Slider, wooden Puzzle tray, Elephant Ring Game, teacher chairs, white Board, Electrical equipment such as Ceiling Fan (2 nos), 36 Watt Tube Set (4 Nos), Interlocking EVA Mat (5 No), Water Filter RO, and Water Tank and etc. Location: AWC Sehri Village Sehri Block Rajpura District Patiala	140701	13/03/2025	51,170	NA	AWC Sehri	AWC Sehri Village Sehri Block Rajpura District Patiala Pin code 140701
88	Furniture and playing toys for Kids and staff at AWC such as Moon Table, Round table, Little heart chair, Basketball, Mini Slider, wooden Puzzle tray, Elephant Ring Game, teacher chairs, white Board, Interlocking EVA Mat (5 Nos), Electrical equipment such as Ceiling Fan (2 No) and 20 Watt Tube Set (4 No), Water Filter and Tank and etc. Location: AWC Pabra Village Pabra Block Rajpura Tehsil Rajpura	140701	13/03/2025	50,570	N.A.	AWC Pabra	AWC Pabra Village Pabra Block Rajpura Tehsil Rajpura District Patiala Pin 140701
89	Furniture and playing toys for Kids and staff at AWC such as Moon Table, Round table, Little heart chair, Basketball, Mini Slider, wooden Puzzle tray, Elephant Ring Game, teacher chairs, white Board, Interlocking EVA Mat (5 Nos), Electrical equipment such as Ceiling Fan (2 nos), 36 Watt Tube Set (4 Nos), Water Filter RO and Tank and etc. Location: AWC Khairpur Jattan Village Khairpur Jattan Block Rajpura	140701	13/03/2025	51,170	N.A.	AWC Khairpur	AWC Khairpur Jattan Village Khairpur Jattan Block Rajpura District Patiala Pin 140701
90	Furniture and playing toys for Kids and staff at AWC such as Moon Table, Round table, Little heart chair, Basketball, Mini Slider, wooden Puzzle tray, Elephant Ring Game, teacher chairs, white Board, Interlocking EVA Mat (5 Nos), Electrical equipment such as Ceiling Fan (2 No) and 20 Watt Tube Set (3 No), and Water Filter RO, and Water Tank and etc. Location: AWC Dhakanshu Majra Village Dhakanshu Majra Block Rajpura Tehsil Rajpura	140401	13/03/2025	50,570	N.A.	AWC Dhakanshu Majra	AWC Dhakanshu Majra Village Dhakanshu Majra Block Rajpura Tehsil Rajpura District Patiala Pin 140401
91	Furniture and playing toys for Kids and staff at AWC such as Moon Table, Round table, Little heart chair, Basketball, Mini Slider, wooden Puzzle tray, Elephant Ring Game, teacher chairs, Interlocking EVA Mat (5 Nos), white Board, Electrical equipment such as Ceiling Fan (2 No) and 20 Watt Tube, Ro plant and Tank and etc. Location: AWC Niyamatpur Village Niyamatpur Block Rajpura	147001	13/03/2025	37,630	N.A.	AWC Niyamatpu	AWC Niyamatpur Village Niyamatpur Block Rajpura District Patiala Pin 147001

Sl. No.	Short Particulars of the property or asset(s) [including complete address and location of the property]	Pincode of the property or asset(s)	Date of creation	Amount of CSR amount spent	Details of entity/Authority/beneficiary of the registered owner		
					CSR Registration Number, if applicable	Name	Registered Address
(1)	(2)	(3)	(4)	(5)		(6)	
92	Furniture and playing toys for Kids and staff at AWC such as Moon Table, Round table, Little heart chair, Basketball, Mini Slider, wooden Puzzle tray, Elephant Ring Game, teacher chairs, white Board, Electrical equipment such as Ceiling Fan (2 nos), 36 Watt Tube Set (4 Nos) Interlocking EVA Mat (5 Nos), water Filter and Tank and etc. Location: AWC Jansla Village Jansla Block Rajpura	140601	13/03/2025	51,170	N.A.	AWC Jansla	AWC Jansla Village Jansla Block Rajpura District Patiala Pin140601
93	Desk Benches (150 No) Nagar Nigam Balika Inter College, Makanpur Ghaziabad,	201014	15.10.2024	6,81,750	N.A.	Nagar Nigam Balika Inter College	Makanpur Ghaziabad, Uttar Pradesh
94	OT Tables with C Arm compatible 6 function Electric with Mechanical OT Table with Orthopaedic attachment (2 No) Lala Lajpat Rai Hospital, Meerut	250002	15/07/2024	14,00,012	NA	Lala Lajpat Rai Hospital, Meerut	LALA LAJPAT RAI HOSPITAL, GARHROAD, MEERUT, U.P Pin:250002
95	Air Conditioner 2 ton, Electric panel with 21 switch board, and 7 tube lights, 3 Blinders Curtains, Twenty All in one Lenovo think center Dektops computers + Two Multifunctional Brother Printers, Twentytwo computer tables and twenty chairs Government Nursing College Ahmedabad (GINERA)	380016	21/06/2024	16,74,862	NA	Government Nursing College Ahmedabad (GINERA)	GINERA, Besides B J Medical College, Civil Hospital Campus, Asarwa, Ahmedabad
96	Fifteen All in one Lenovo think center Dektops computers, Air Conditioner 1.5 ton, Electric panel with 15 switch board, and 6 tube lights, Curtains, Two Multifunctional Brother Printers + Sixteen computer tables and fifteen chairs Government Nursing College Surat	395001	27/06/2024	13,11,060	NA	Government Nursing College Surat	New Civil Hospital, near Majura Gate, Surat

9. Specify the reason(s), if the Company has failed to spend two per cent of the average net profit as per section 135(5).

Pehel Foundation, a Section 8 company incorporated by PNB Housing Finance Limited, executed the CSR interventions as ongoing projects/programmes and the spending is done as per the plan of the project executions. The unspent CSR amount of FY 24-25, as mentioned under point 6 is a part of the spending plan and is transferred to a separate unspent CSR account pursuant to the provisions of section 135 of the Act. Further spent for the approved list of ongoing projects will be done from the CSR unspent account of FY25.

Date: 2nd July, 2025
Place: New Delhi

Mr Girish Kousgi
Managing Director & CEO

Dr Tejendra Mohan Bhasin
Chairman, CSR Committee

Impact Assessment Study-Summary

Pursuant to Rule 8(3b) of the Companies (Corporate Social Responsibility Policy) Rules, 2014

Total 02 projects of FY 22-23 have undergone the Impact Assessment study through an independent agency "SoulAce".

List of projects of value more than ₹1 Cr

S.No	Project Name	Location	Implementing Partner	Project Budget
1	Upgradation of the central chemistry laboratory at Sas-soon General Hospital, Pune	Pune, Maharashtra	Pehel Foundation and Sassoon General Hospital	5,76,28,375
2	Strengthening Infrastructure in Urban Primary Health Centres	Bengaluru, Karnataka	Pehel Foundation and Karuna Trust	1,07,27,200

I. Project Name: Upgradation of the central chemistry laboratory at Sassoon General Hospital, Pune

Implementing Partner: Sassoon General Hospital

Location: Sassoon General Hospital, Pune, Maharashtra

Project Cost: ₹5,76,28,375

Project Background: PNB Housing Finance Limited played a pivotal role in supporting the enhancement of Sassoon General's diagnostic infrastructure. The initiative aimed to transform the Hospital's Central Chemistry Laboratory, one of Maharashtra's leading public healthcare facilities, by upgrading its diagnostic capabilities to meet the growing demand in 2021-2024 for accurate and timely services. The project focused on modernising the laboratory through the introduction of advanced diagnostic equipment, automation, and streamlined workflows to enhance operational efficiency. Designed to provide high-quality, cost-effective services, the initiative particularly benefited patients from economically disadvantaged backgrounds.

Need: Upgrade overcrowded, poorly designed labs and outdated tools that are in deteriorated conditions to improve diagnostic efficiency and staff productivity.

Key Findings & Impacts:

- 92% found sample collection and report delivery to be hassle-free process
- 90% spent less than ₹100, indicating high affordability.
- Low-cost services promote financial accessibility and reduce disparities in healthcare access.
- 64% of the respondents reflected that Pathology was the most visited department
- The high usage of pathology underscores the hospital's role in early diagnosis and intervention, while specialised departments help streamline care delivery.
- 70% received diagnostic tests within 30 minutes, reflecting operational efficiency.
- Efficient diagnostics support prompt treatment, improving outcomes and reducing patient anxiety.
- 52% of respondents visited the hospital 1-5 times in the past year, indicating routine care needs. Remaining 48% confirmed visiting more than 5 times in a year.
- These high visitation rates reflect strong patient engagement and trust, supporting continuity of care for both preventive and chronic disease management.
- 92% indicates improved efficiency and patient experience in diagnostic service delivery.
- Indicates high user satisfaction and improved efficiency in diagnostic service delivery.
- 64% enhanced patient experience, driving retention and community confidence in the healthcare system.
- Service upgrades have enhanced patient experience, encouraged retention and boosted community confidence in the healthcare system.

II. Project Name: Strengthening Infrastructure in Urban Primary Health Centres

Implementing Partner: Karuna Trust

Location: Bengaluru, Karnataka

Project Cost: ₹1,07,27,200

Project Background: The PNB Housing Finance Limited (PNBHFL) CSR initiative focused on upgrading healthcare infrastructure in selected 03 Urban Primary Health Centres (PHCs) (Yemaluru UPHC, Koramangala PHC (Adugodi Dispensary), Adugodi UPHC) and 01 Community Health Centres (CHCs Yemaluru Maternity FRU) in Bengaluru, Karnataka. The interventions included the provision of critical equipment support such as dental chairs, vision centre kits, laboratory devices, OT equipment, digital X-ray and ECG machines. The project has led to a measurable transformation in the quality and reach of healthcare services in four urban health centres (UHCs) in Bengaluru.

Need:

Critical infrastructure and equipment gaps in urban health centers, limiting essential services and burdening underserved patients.

Key Findings & Impacts:

- A total of 104 surgeries conducted, including C-sections.
- Annual OPD visits increased from ~51,738 to 66,987
- Referral distance to tertiary hospitals reduced from 3–5 km.
- 29% increase services attracted a broader demographic, especially the elderly.
- 4,956 Laboratory tests have been conducted in the recent FY
- 66% opined that because of availability of upgraded medical equipment now timely diagnosis is possible, while remaining 34% expressed a neutral opinion.
- 70% expressed satisfaction with the services provided at the PHC/CHC, indicating strong approval of the healthcare improvements and accessibility. The remaining 30% expressed a neutral stance, with no respondents reporting dissatisfaction
- 68% agree that quality of medical care has improved and 32% have a neutral opinion.
- All services consolidated under one roof, reducing travel time and minimising out-of-pocket expenses.
- Enabled in-house surgeries, significantly reducing patient referrals to district hospital
- Multi-speciality services eliminated the need for multiple hospital visits.
- Strengthened maternal and newborn care at the First Referral Unit (FRU) in Yemalur Maternity.

Annexure-3A

Summary of CSR Activities during FY 2024-25

S. No.	CSR projects under thematic area	Interventions/ Projects	State	District	Total budget (amount in ₹)	Total spent in FY 24-25 (amount in ₹)
1	Healthcare	Blood collection & transport vehicle support	Karnataka	Hubli	19,42,64,380	2,43,82,872
2		Project care (distribution of 300 wheelchairs to 75 Old Age Homes)	Gujarat, Maharashtra and Tamil Nadu	Junagadh, Anand & Mehsana, Mumbai & Pune, Chennai		
3		Cochlear implant surgery for 10 hearing impaired children	Telangana	Hyderabad		
4		Dialysis machines support at Indore	Madhya Pradesh	Indore		
5		Samarpan multi disability rehabilitation center	Maharashtra	Dhule		
6		Operation theatre complex support at Gangwal School of Medical Sciences and Technology for healthcare and research at IIT Kanpur	Uttar Pradesh	Kanpur		
7		Mobile eye care unit for the school students in Karnataka	Karnataka	Tumkur		
8		Providing free primary healthcare through 4 mobile medical units	Delhi, Maharashtra, Tamil Nadu and Gujarat	Delhi, Mumbai, Chennai and Ahmedabad		
9	Environment	Deeptam- solar electrification support	Uttarkhand	Nainital	1,22,69,282	49,57,300
10		PNBHFL bio compositing unit	Maharashtra	Nashik		
11		Go Green plantation of 10,000 trees	Haryana	Gurugram		
12		Solar electrification support	Maharashtra	Pune		
13	Sports	Support athletes with trainings for Olympics and national/ international level sports	Pan India		2,85,00,000	71,25,000
14	Education	Education grant for children of ex-serviceman martyrs and their widows	Pan India		3,19,50,098	1,65,32,959
15		Enhancing the capacity of school with science laboratory in rural Uttar Pradesh	Uttar Pradesh	Gautam Budh Nagar		
16		Anganwadi renovation at Punjab	Punjab	Patiala		
17		Empower Her: Holistic development of girls' schools	Rajasthan	Jodhpur		
18		Setting up a library and classroom infrastructure at Nrusingh High School & Junior College	Maharashtra	Pune		
19		Project Parivartan – Transforming school into model school	Uttar Pradesh	Ghaziabad		
20		Prime-Minister internship programme	Pan India			
21		Scholarship project for girl students at Miranda House, Delhi University	Delhi	Delhi		

S. No.	CSR projects under thematic area	Interventions/ Projects	State	District	Total budget (amount in ₹)	Total spent in FY 24-25 (amount in ₹)
22	Women Empowerment	Promoting women-based micro enterprise development for sustainable growth	Uttar Pradesh	Agra	1,73,90,634	50,21,942
23		Daśā-Diśā Bhavana	Karnataka	Tumkur		
24		Skill-based livelihoods for women of migrant construction workers community	Haryana	Gurugram		
25		Transforming government women ITI into a Model ITI: A pathway to excellence	Telengana	Hyderabad		
Total project spent					28,43,74,394	5,80,20,073
Admin expense						1,32,14,574
Impact assessment						4,78,136
Total CSR spent for FY 2024-25						7,17,12,783

Additional information on CSR

Amount spent in local area	₹7,17,12,783
Name and address of implementing agency	Pehel Foundation, Flat No. 917, 9 th Floor, Antriksh Bhawan, 22 Kasturba Gandhi Marg, Central Delhi, New Delhi, Delhi, India, 110001
Email address of implementing agency	csr.pehel@pnbhousing.com

Annexure – 4

Disclosures on Managerial Remuneration

Details of remuneration required under Section 197(12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are provided below:

1. The ratio of the remuneration of each director to the median remuneration of the employees of the Company for the financial year 2024-25:

Ratio of remuneration of each Director to the median employees' remuneration for FY 2024-25

Name	Designation	Ratio of remuneration to the median employees' remuneration
Mr. Sunil Kaul	Non-Executive Nominee Director	-
Mr. Ramakrishnan Chandrasekaran	Independent Director	-
Mr. Nilesh S Vikamsey	Independent Director	-
Dr. Tejendra Mohan Bhasin	Independent Director	-
Mr. Sudarshan Sen	Independent Director	-
Ms. Gita Nayyar	Independent Director	-
Mr. Neeraj Madan Vyas	Non-Executive Director	-
Mr. Girish Kousgi	Managing Director & CEO	34.8:1
Mr. Pavan Kaushal	Independent Director	-
Mr. Dilip Kumar Jain	Non-Executive Nominee Director	-

Note: Non-Executive Independent Directors all eligible only for sitting fee in terms of the NRC Policy and eligible to receive commission not exceeding 0.25% of net-profits of the Company for the financial year calculated as per Section 198 of the Companies Act, 2013. Non-Executive Nominee Directors are not eligible to receive any sitting fee or commission. Only the Executive Director i.e. the MD & CEO is eligible to receive remuneration as per the terms and conditions as approved by the members of the Company. Hence, the ratio of remuneration of the MD & CEO to the median remuneration of the employees for the financial year 2024-25 is appearing.

2. Percentage increase in the remuneration of the Managing Director & CEO, Chief Financial Officer and Company Secretary, if any, in the financial year 2024-25: During the year, there was 15% increase in remuneration of Managing Director & CEO, 11% increase in remuneration of Chief Financial Officer and 4.2% prorated increase in the remuneration of Company Secretary.

The performance linked bonus paid in FY 2024-25 to Managing Director & CEO was ₹1.40 Cr, to Chief Financial Officer the amount paid was ₹0.29 Cr and to Company Secretary the prorated amount paid was ₹0.095 Cr.

3. The percentage increase in the median remuneration of all employees in the financial year 2024-25 stood at 4.35%.
4. The Company had 2,149 permanent employees as on 31st March, 2025. Male employees: 1,770; Female employees: 379; Transgender: Nil
5. Average percentile increase already made in salaries of employees other than managerial personnel in last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and, if there are any exceptional circumstances for increase in the managerial remuneration:

The average increase in the remuneration of managerial personnel stood at 12.26% and non-managerial personnel was 9.96%.

The average increase in the remuneration of both the managerial and non-managerial personnel is determined based on the overall performance of the Company and as per the remuneration policy. Further, the criteria for increasing salary of non-managerial personnel is based on an internal evaluation of Key Performance Indicators (KPIs), while for managerial personnel it is based on KPI and Company performance which is evaluated by the Nomination & Remuneration Committee and approved by the Board of Directors. The remuneration of key managerial personnel is based on the overall performance of the Company. The Company further reiterates that there were no exceptional circumstances which warranted an increase in managerial remuneration which was not justified by the overall performance of the Company.

6. There were no loans to persons in the employment of the Company other than its Directors or KMP, for an amount not exceeding their salary or wages for a period of six months to purchase or subscribe for fully paid-up shares in the Company or its Holding Company to be held by them by way of beneficial ownership, then disclosures of voting rights not exercised directly by the employees in respect of shares to which the scheme relates, in terms of Section 67 (3c) of the Companies Act, 2013.
7. There was no provision of money in accordance with any scheme for the purchase/ subscription for, fully paid-up shares in the Company or its Holding Company in terms of Section 67 of the Companies Act, 2013 read with Rule 1 of Share Capital & Debenture Rules.
8. It is hereby affirmed that the remuneration is as per the remuneration policy of the Company.
9. The statement showing names of the top ten employees in terms of remuneration drawn and other details as per sub-rules (2) and (3) of Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are placed in the original signed report. Particulars of the statement shall be made available on a specific request as per the above Rules.
10. There are no employees posted or working in a country outside India.

For and on behalf of the Board of Directors

Date: 2nd July, 2025
Place: New Delhi

Satish Kumar Singh
Chief People Officer

Girish Kousgi
Managing Director & CEO

Annexure – 5

FORM AOC- 2

(Pursuant to clause(h) of sub-section(3) of Section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014)

Form for disclosure of particulars of contracts/arrangements entered by the Company with related parties referred to in sub section (1) of Section 188 of the Companies Act, 2013 including certain arm's length transaction under third proviso is given below:

- Details of contracts or arrangements not at arm's length basis: NIL
- Details of material contracts or arrangements or transactions at arm's length basis are as under*:

Sl. No.	Name of the Party with which the contract is entered into	Nature of Contract/ Transaction	Duration of Contract	Salient terms of the contracts or arrangements or transaction including the value, if any	Date of approval at the meeting of the Board	Amount paid as advances, if any,
1.	Punjab National Bank (Promoter)	(i) Banking Transactions/ loan transactions/ credit facility/term deposit/investment in securities issued by the Company (ii) Acceptance/placing of Fixed Deposits (iii) Payment of Royalty fee (iv) Repayment of principal and interest on assignment of loan (v) Any other related transactions for the relevant period on an ongoing basis. (The value of transactions is disclosed in Notes to accounts)	On-going basis	All the transactions were in the ordinary course of business and at arms' length and were duly approved by the Audit Committee of Board and Members of the Company. The transactions with Punjab National Bank are banking transactions with a large public sector bank.	The Company has taken omnibus approval of the Audit Committee.	Nil
2.	PNB Gilts Limited (Subsidiary of Promoter)	(i) Sale/purchase of securities (ii) Maintenance of SGL Account (iii) Interest on securities (iv) Any other related transactions for the relevant period on an ongoing basis. (The value of transactions is disclosed in Notes to accounts)	On-going basis	All the transactions are in ordinary course of business and at arms' length and were duly approved by the Audit Committee of Board and Members of the Company. The transactions with PNB Gilts Limited (Subsidiary of PNB) are in the nature of sale and purchase of securities.	The Company has taken omnibus approval of the Audit Committee.	Nil

*All related party transactions are benchmarked for arm's length, approved by Audit Committee and reviewed by Statutory Auditors. The above disclosures on material transactions are based on threshold of 10 percent of consolidated turnover for the purpose of Section 188(1) of the Act.

For and on behalf of the Board

Date: 2nd July, 2025
Place: New Delhi

Girish Kousgi
Managing Director & CEO

Dr. Tejendra Mohan Bhasin
Non-Executive Director

Annexure – 6

Certificate of Non-Disqualification of Directors

(Pursuant to Regulation 34(3) read with Clause (10)(i) of Para C of Schedule V to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

To

The Members

PNB Housing Finance Limited

(CIN: L65922DL1988PLC033856)

9th Floor Antriksh Bhawan 22 K.G. Marg

New Delhi, India 110001

1. The Equity Shares of the PNB Housing Finance Limited ("Company") are listed on the National Stock Exchange of India Limited (NSE) and BSE Limited (BSE).
2. We have examined the relevant disclosures received from the Directors of the Company and registers, records, forms and returns maintained by the Company and produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Clause 10(i) of Para C of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.
3. We have also done examination and verification of the disclosures under Sections 184/189, 164 and 149 of the Companies Act, 2013 ("the Act") received from the Directors and Register of Directors and Key Managerial Personnel and their Shareholding under Section 170 of the Act and Director Identification Number (DIN) status of the Directors at MCA portal i.e. www.mca.gov.in.
4. In our opinion and to the best of our knowledge and on the basis of information furnished to us by the Company and its officers, we certify that none of the below named Directors of the Company have been debarred or disqualified from being appointed or continuing as Directors of Companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such Statutory Authority as on 31st March, 2025:

Sr. No.	Name of Director	DIN	Date of Appointment
1.	Ms. Gita Nayyar	07128438	29/05/2021
2.	Mr. Neeraj Madan Vyas	07053788	01/09/2020
3.	Mr. Sudarshan Sen	03570051	01/10/2020
4.	Mr. Chandrasekaran Ramakrishnan	00580842	07/10/2015
5.	Mr. Dilip Kumar Jain	06822012	04/11/2022
6.	Mr. Nilesh S Vikamsey	00031213	22/04/2016
7.	Mr. Girish Kousgi	08524205	21/10/2022
8.	Mr. Pavan Pal Kaushal	07117387	27/10/2022
9.	Mr. Sunil Kaul	05102910	05/03/2015
10.	Dr. Tejendra Mohan Bhasin	03091429	02/04/2020

5. Ensuring the eligibility of the appointment/ continuity of every Director on the Board is the responsibility of the management of the Company. Our responsibility is to express an opinion on these based on our verification. This certificate is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.
6. This certificate is based on the information and records available as on 31st March, 2025 and we have no responsibility to update this certificate for the events and circumstances occurring thereafter.

For Sanjay Grover & Associates

Company Secretaries

Firm Registration No.: P2001DE052900

Peer Review Certificate No.: 6311/2024

Sujeet Kumar

Partner

Place: Delhi
6th June, 2025

CP No.22684 /Mem. No. F12562
UDIN.: FO12562G000559713

Annexure – 7

Secretarial Audit Report-Form No. MR-3

For the financial year ended 31st March, 2025

Pursuant to section 204(1) of the Companies Act, 2013 read with rule no. 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

To,
The Members,
PNB Housing Finance Limited

We have conducted the secretarial audit of the compliance with the applicable statutory provisions and the adherence to good corporate practices by PNB Housing Finance Limited (hereinafter called 'Company' or 'PNBHFL') for the financial year ended 31st March, 2025 ('Audit Period') in terms of the engagement letter dated 5th December, 2024. The secretarial audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conduct/ statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorised representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the Audit Period, complied with the statutory provisions listed hereunder and also that the Company has proper board-processes and compliance-mechanism in place.

We have examined the books, papers, minutes, forms and returns filed and other records maintained by the Company for the Audit Period, according to the provisions of applicable law provided hereunder:

- a) Companies Act, 2013 and the rules made thereunder including any re-enactment thereof ('Act');
- b) Securities Contracts (Regulation) Act, 1956 and the rules made thereunder;
- c) Depositories Act, 1996 and the regulations and bye-laws framed thereunder to the extent of Regulation 76 of Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;
- d) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of foreign direct investment and external commercial borrowings;
- e) Following regulations and guidelines prescribed under the Securities and Exchange Board of India Act, 1992, to the extent applicable:-

- i) SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations');
- ii) SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- iii) SEBI (Issue and Listing of Non- Convertible Securities) Regulations, 2021;
- iv) SEBI (Debenture Trustees) Regulations, 1993;
- v) SEBI (Prohibition of Insider Trading) Regulations, 2015;
- vi) SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;
- vii) SEBI (Registrars to an Issue and Share Transfer Agents) Regulations, 1993;
- viii) SEBI (Depositories and Participants) Regulations, 2018;
- ix) Other specific circulars or notifications issued by SEBI and stock exchanges from time to time and applicable on the Company.
- f) Reserve Bank of India Act, 1934 ('RBI Act');
- g) Following Regulations and Guidelines prescribed under the RBI Act, along with amendments thereto, to the extent applicable:-
 - i) Master Direction – Reserve Bank of India (Non-Banking Financial Company – Scale Based Regulation) Directions, 2023
 - ii) Master Direction – Non-Banking Financial Company – Housing Finance Company (Reserve Bank) Directions, 2021
 - iii) Guidelines/Circulars/Regulations/Clarifications issued by RBI for Housing Finance Companies from time to time.
 - iv) National Housing Bank Act, 1987 and the Guidelines and Circulars issued thereunder from time to time

- v) Master Direction – Reserve Bank of India (Filing of Supervisory Returns) Directions-2024 ('Returns Directions');
 - vi) Master Directions on Fraud Risk Management in Non-Banking Financial Companies (NBFCs) (including Housing Finance Companies, 2024 ('Fraud Directions');
 - vii) Master Direction on Treatment of Wilful Defaulters and Large Defaulters, 2024 ('Wilful Defaulter Directions');
 - viii) Master Direction on Information Technology Governance, Risk, Controls and Assurance Practices, 2023 ('IT Directions');
 - ix) Master Direction-Know Your Customer (KYC) Direction, 2016 ('KYC Directions');
 - x) Master Direction-Non-Banking Financial Companies Auditor's Report (Reserve Bank) Directions, 2016 ('Auditor Directions');
 - xi) Master Direction- Non-Banking Financial Companies- Acceptance of Public Deposits (Reserve Bank) Directions, 2016.
- h) Following circulars/notifications issued by the RBI, along with the amendments introduced thereto from time to time:
- i) Guidelines for Appointment of Statutory Central Auditors (SCAs)/Statutory Auditors (SAs) of Commercial Banks (excluding RRBs), UCBs and NBFCs (including HFCs) dated 27th April, 2021;
 - ii) Compliance Function and Role of Chief Compliance Officer (CCO)-NBFCs dated 11th April, 2022;
 - iii) Other specific circulars or notifications issued by RBI from time to time and applicable on the Company.
- i) Following regulations and guidelines prescribed under the IRDA, to the extent applicable:
- i) IRDA (Registration of Corporate Agents) Regulations, 2015;
 - ii) IRDA (Insurance Advertisements and Disclosure) Regulations, 2000;
 - iii) Insurance Act, 1938

- iv) RBI SBR Master Directions-Guidelines for Entry of NBFCs into Insurance (Para 59 read with Annexure XVI);

- v) IRDAI Guidelines in respect of Conflict of Interest and Common Directorship and Intermediary of insurance Intermediary dated 28th September, 2022

We have also examined compliance with the applicable clauses of the Secretarial Standards for board meetings (SS-1) and for general meetings (SS-2) issued by the Institute of Company Secretaries of India.

We report that during the Audit period, the Company has complied with the provisions of the above mentioned applicable laws.

We further report that:

The Board of directors of the Company is duly constituted with a proper balance of executive directors, non-executive directors and independent directors. The changes in the composition of the Board of directors that took place during the Audit Period, were carried out in compliance with the provisions of the Act and other applicable laws.

Adequate notice was given to all directors to schedule the Board and committee meetings, and the agenda with detailed notes (other than financials) were sent at least seven days in advance with due compliance of the Act and SS-1. Further, a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

We further report that there are adequate systems and processes in the Company, which commensurate with its size and operations to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

We have separately given our recommendations to the Company towards better processes.

We further report that during the Audit Period, the Company has undertaken the below mentioned specific events/ actions that can have a major bearing on the Company's compliance responsibility in pursuance of the above-referred laws, rules, regulations, guidelines, standards, etc:

a. NCDs

During the Audit Period, the Board of directors of the Company accorded the consent for issuance and allotment of listed, secured, rated, taxable, redeemable, non-convertible debentures of ₹ 100,000 each (NCDs) on a private placement basis as follows:

Date of allotment	Number of securities	Total Value (in ₹ Cr)	ISIN
4 th July, 2024	20,000	200	INE572E07159 Series LXII
7 th August, 2024	35,000	350	INE572E07167 Series LXIII
25 th September, 2024	40,000	400	INE572E07175 Series LXIV
14 th October, 2024	30,000	300	INE572E07183 Series LXV
29 th November, 2024	28,000	280	INE572E07191 Series LXVI
7 th January, 2025	40,000	400	INE572E07209 Series-LXVII
6 th February, 2025	30,000	300	INE572E07217 Series-LXVIII

We note that the Company has disclosed particulars in terms of SEBI Circular dated 11th November, 2024 with respect to issuance of NCDs on a private placement basis from the date of this circular and onwards.

b. Redemption of NCDs

During the Audit Period, the Company has fully redeemed the following NCDs on maturity:

Actual date of redemption	ISINs
25 th June, 2024	INE572E07076
17 th September, 2024	INE572E07092
27 th September, 2024	INE572E07084
22 nd November, 2024	INE572E09262
27 th December, 2024	INE572E07118
13 th March, 2025	INE572E07134

c. Disinvestment by QIH Investment Holdings Pcc ("QIH")

During the Audit Period, QIH disinvested 12.805% stake in the Company on 30th July, 2024 and 9.43% stake in the Company on 13th November, 2024. Accordingly, the shareholding of QIH as on 31st March, 2025 stands at 10.44%. As per article 86(b) under part A of the Articles of Association of the Company, Mr. Sunil Kaul continues to be the nominee director appointed by QIH on the board of the Company.

For M/s Vinod Kothari & Company
Practicing Company Secretaries
Unique Code: P1996WB042300

Nitu Poddar

Partner

Membership No.: A37398

CP No.:15113

UDIN: A037398G000684363

Peer Review Certificate No.: 4123/2023

Place: New Delhi

Date: 1st July, 2025

The report is to be read with our letter of even date which is annexed as **Annexure 'I'** and forms an integral part of this report.

Annexure – I
Auditor and Management Responsibility
Annexure to Secretarial Audit Report

To,
The Members,
PNB Housing Finance Limited,

Our Secretarial Audit Report of even date is to be read along with this letter.

1. Maintenance of secretarial records is the responsibility of the Management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit. The list of documents for the purpose, as seen by us, is listed in Annexure II;
2. We have followed the audit practices and the processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on a test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion;
3. Our Audit examination is restricted only upto legal compliances of the applicable laws to be done by the Company, we have not checked the practical aspects relating to the same;
4. Wherever our Audit has required our examination of books and records maintained by the Company, we have relied upon electronic versions of such books and records, as provided to us through online communication. Considering the effectiveness of information technology tools in the audit processes, we have conducted online verification and examination of records, as facilitated by the Company, for the purpose of issuing this Report. In doing so, we have followed the guidance as issued by the Institute. We have conducted online verification & examination of records, as facilitated by the Company;
5. We have not verified the correctness and appropriateness of financial records and books of accounts of the Company as well as the correctness of the values and figures reported in various disclosures and returns as required to be submitted by the Company under the specified laws, though we have relied to a certain extent on the information furnished in such returns;
6. Wherever required, we have obtained the Management's representation about the compliance of laws, rules and regulations and happening of events etc;
7. The compliance of the provisions of corporate and other applicable laws, rules, regulations, standards is the responsibility of the Management. Our examination was limited to the verification of procedure on test basis;
8. Due to the inherent limitations of an audit including internal, financial, and operating controls, there is an unavoidable risk that some misstatements or material non-compliances may not be detected, even though the audit is properly planned and performed in accordance with audit practices;
9. The contents of this Report has to be read in conjunction with and not in isolation of the observations, if any, in the report(s) furnished/to be furnished by any other auditor(s)/agencies/authorities with respect to the Company;
10. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

Annexure – II

List of Documents

1. Minutes for the meetings of the following held during the Audit Period:
 - a. Board of Directors;
 - b. Audit Committee;
 - c. Nomination and Remuneration Committee;
 - d. Stakeholders Relationship Committee
 - e. Risk Management Committee;
 - f. Asset Liability Committee;
 - g. Credit Committee;
 - h. IT Strategy Committee;
2. Proof of circulation of draft minutes of the Board and committee meetings on a sample basis;
3. Resolutions passed by circulation;
4. Agendas of Audit committee and Board meetings on a sample basis;
5. Annual Report for Financial Year 2023-24;
6. Financial Statements and Auditor's Report for Financial Year 2023-24
7. Draft financial statements for Financial Year 2024-25;
8. Directors' disclosures under the Act and rules made thereunder;
9. MBP-4 and the Register of directors and key managerial personnel maintained u/s 170 of the Act;
10. Forms filed with the Registrar;
11. Customer loan documentation
12. Registration certificate with NHB and credit information companies
13. Policies framed under the Act, Listing Regulations;
14. Terms of Reference of the committees of the Company mentioned above;
15. Memorandum of Association and Articles of Association of the Company;
16. Submissions and communications with the RBI;
17. FEMA forms pertaining to FDI and ECB;
18. Information Memorandum / term sheets / stock exchange intimations pertaining to NCDs issued by the Company on a sample basis.

Annexure – 8

Secretarial Compliance Report of PNB Housing Finance Limited

for the financial year ended 31st March, 2025

We have conducted the review of the compliance of the applicable statutory provisions and the adherence to good corporate practices by PNB Housing Finance Limited (hereinafter referred to as 'Listed Entity') having its registered office at 9th Floor, Antriksh Bhawan 22 K G Marg, New Delhi- 110001. Secretarial Review was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts / statutory compliances and expressing our observations thereon.

Based on our verification of the Listed Entity's books, papers, minutes books, forms and returns filed and other records maintained by the Listed Entity and also information provided by the Listed Entity, its officers, agents and authorised representatives during the conduct of Secretarial Review, we hereby report that in our opinion, the Listed Entity has, during the review period covering the financial year ended on 31st March, 2025 ('Review Period'), complied with the statutory provisions listed hereunder in the manner and subject to the reporting made hereinafter.

We have examined:

- (a) all the documents and records made available to us and explanation provided by the Listed Entity,
- (b) the filings/ submissions made by the Listed Entity to the stock exchanges,
- (c) website of the Listed Entity,
- (d) any other document/ filing, as may be relevant, which has been relied upon to make this Report for the Review Period in respect of compliance with the provisions of:
 - (a) Securities and Exchange Board of India Act, 1992 ('SEBI Act') and the Regulations, circulars, guidelines issued there under; and
 - (b) Securities Contracts (Regulation) Act, 1956 ('SCRA'), rules made thereunder and the Regulations, circulars, guidelines issued thereunder by the SEBI;

The specific Regulations, whose provisions and the circulars/ guidelines issued thereunder, have been examined, include:-

- (a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations');
- (b) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (c) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 ('PIT Regulations');
- (d) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 (ILNCS Regulations);
- (e) Securities and Exchange Board of India (Debenture Trustees) Regulations, 1993;
- (f) Securities and Exchange Board of India (Depositories & Participants) Regulations, 2018; and
- (g) Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993.
- (h) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;

and circulars/ guidelines issued thereunder;

and based on the above examination, we hereby report that, during the Review Period:

- (a) The Listed Entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder, except in respect of matters specified below:

Sr. No.	Compliance Requirement (Regulations/ circulars / guidelines including specific clause)	Regulation/ circular no.	Deviations	Action taken by	Type of action	Details of violation	Fine amount	Observations/ remark of the PCS	Management response	Remarks
Nil										

(b) The Listed Entity has taken the following actions to comply with the observations made in previous reports:

Sr. No.	Observations/ Remarks of the Practicing Company Secretary in the previous reports	Observations made in the secretarial compliance report for the year ended	Compliance Requirement (Regulations/ circulars/ guidelines including specific clause)	Details of violation/ deviations and actions taken / penalty imposed, if any, on the Listed Entity	Remedial actions, if any, taken by the Listed Entity	Comments of the PCS on the actions taken by the Listed Entity
Nil						

(c) We hereby report that, during the Review Period the compliance status of the Listed Entity with the following requirements:

Sr. no.	Particulars	Compliance Status (Yes/No/NA)	Observations/ Remarks by PCS
1.	Secretarial Standards: The compliances of the Listed Entity are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries India (ICSI).	Yes	-
2.	Adoption and timely updation of the Policies: a. All applicable policies under SEBI Regulations are adopted with the approval of the board of directors of the Listed Entity. b. All the policies are in conformity with SEBI Regulations and have been reviewed & updated on time, as per the regulations /circulars /guidelines issued by SEBI.	a. Yes b. Yes	
3	Maintenance and disclosure on website: a. The Listed Entity is maintaining a functional website. b. Timely dissemination of the documents/ information under a separate section on the website. c. Web-links provided in annual corporate governance reports under Regulation 27(2) are accurate and specific which redirects to the relevant document(s)/ section of the website.	a. Yes b. Yes c. Yes	Listed Entity has complied with the Advisory issued by stock exchanges to disseminate all disclosures, specified under Regulations 46 and 62 of Listing Regulations.
4	Disqualification of Directors: None of the Directors of the Company are disqualified under section 164 of the Companies Act, 2013.	Yes	We have verified the same basis the declarations furnished by Directors, details of filing on MCA website and list of disqualified directors as uploaded by the Registrar of Companies from time to time.
5	Details related to Subsidiaries of the Listed Entity: a. Identification of material subsidiary companies. b. Requirements with respect to disclosure of material as well as other subsidiaries.	a. Yes b. Yes	The Listed Entity does not have any material subsidiary during the Review Period.
6	Preservation of Documents: The Listed Entity is preserving and maintaining records as prescribed under SEBI Regulations and disposal of records as per Policy of Preservation of Documents and Archival policy prescribed under the Listing Regulations.	Yes	We have verified the same basis the checking carried out on a sample basis.
7	Performance Evaluation: The Listed Entity has conducted performance evaluation of the Board, Independent Directors and the Committees at the start of every financial year as prescribed in SEBI Regulations	Yes	The annual performance evaluation was done by the NRC at its meeting dated 29 th January, 2025.
8	Related Party Transactions ('RPTs'): a. The Listed Entity has obtained prior approval of Audit Committee for all RPTs; or b. In case no prior approval obtained, the Listed Entity shall provide detailed reasons along with confirmation whether the transactions were subsequently approved/ ratified/ rejected by the Audit Committee.	a. Yes b. NA	There was no noticeable instance of subsequent approval/ ratification/ rejection of a transaction by the audit committee.
9	Disclosure of events or information: The Listed Entity has provided all the required disclosure(s) under Regulation 30 along with Schedule III of Listing Regulations within the time limits prescribed thereunder.	Yes	We have verified the same basis the checking carried out on a sample basis.
10	Prohibition of Insider Trading: The Listed Entity is in compliance with the Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015.	Yes	We undertook a process walkthrough and checked entries made in the structured digital database, on a sample basis.

Sr. no.	Particulars	Compliance Status (Yes/No/NA)	Observations/ Remarks by PCS
11	Actions taken by SEBI or Stock Exchange(s), if any: No action(s) has been taken against the Listed Entity/ its promoters/ directors/ subsidiaries either by SEBI or by the Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under SEBI Regulations and circulars/ guidelines issued thereunder (or) ~~The actions taken against the Listed Entity/ its promoters/ directors/ subsidiaries either by SEBI or by Stock Exchanges are specified in the last column.~~	Yes	We have verified the same basis intimation to stock exchange u/r 30 of Listing Regulations, orders uploaded on the SEBI website, list of "SOP non compliance under LODR" on the BSE website and "list of non-compliant companies" on the NSE website. We have also received management representation confirming no action taken by SEBI or stock exchanges against the Listed Entity, its promoter, directors, subsidiaries.
12	Resignation of statutory auditors from the Listed Entity ~~or its material subsidiaries:-~~ In case of resignation of statutory auditor from the Listed Entity ~~or any of its material subsidiaries~~ during the financial year, the Listed Entity ~~and / or its material subsidiary(ies)~~ has / have complied with paragraph 6.1 and 6.2 of section V-D of chapter V of the Master Circular on compliance with the provisions of the Listing Regulations by Listed Entities.	NA	There has been no instance of resignation of statutory auditors during the Review Period.
13	No additional Non-Compliances, if any: No additional non-compliance observed for any of the SEBI regulation/circular/guidance note etc. except as reported above.	Yes	Intimations to stock exchange u/r 30 read with schedule III.A.A2 with respect to issuance of non-convertible securities were made at the time of allotment of securities.

We further report that the Listed Entity is in compliance with the disclosure requirements of Employee Benefit Scheme Documents in terms of regulation 46(2)(za) of the Listing Regulations.

Assumptions & Limitation of scope and Review:

1. Compliance of the applicable laws and ensuring the authenticity of documents and information furnished, are the responsibilities of the management of the Listed Entity.
2. Our responsibility is to report based upon our examination of relevant documents and information. This is neither an audit nor an expression of opinion.
3. We have not verified the correctness and appropriateness of financial records and books of accounts of the Listed Entity.
4. This Report is solely for the intended purpose of compliance in terms of Regulation 24A(2) of the Listing Regulations and is neither an assurance as to the future viability of the Listed Entity nor of the efficacy or effectiveness with which the management has conducted the affairs of the Listed Entity.

For M/s Vinod Kothari & Company
Practicing Company Secretaries
Unique Code: P1996WB042300

Nitu Poddar
Partner

Membership No.: A37398

CP No.: 15113

UDIN: A037398G000514578

Peer Review Certificate No.: 4123/2023

Place: Delhi

Date: 30th May, 2025

REPORT OF THE DIRECTORS ON CORPORATE GOVERNANCE

Company's Philosophy on Corporate Governance

Corporate governance binds the set of principles, policies, and practices that guide the direction, control, and management of any Company. It also necessitates compliance with legal and regulatory requirements and the pursuit of long-term strategic goals to satisfy shared regulatory obligations. At PNB Housing, corporate governance contributes to the overall success and sustainability of the Company. For a listed Company, adherence to the highest standards of corporate governance is not only a regulatory requirement, but also a strategic necessity. Our actions are governed by our values and principles, which are reinforced at all levels of the organisation. As a Company with a strong system of values and commitment, PNB Housing believes that profitability must go hand in hand with a sense of responsibility towards all stakeholders.

The core principles of good corporate governance include:

1. **Transparency:** Ensuring that the Company's actions and decisions are clear and this involves accurate and timely disclosure of all material information related to the Company's financial performance, operations, and ownership.
2. **Accountability:** Establishing a framework where the Company's management is accountable to the Board of Directors, and the Board is accountable to the shareholders. Clear delineation of responsibilities and regular performance reviews are key components.
3. **Fairness:** Treating all stakeholders equitably and justly. This principle ensures that the rights of minority shareholders are protected and that all investors have access to the same information.
4. **Responsibility:** Ensuring that the Company adheres to ethical standards and complies with all relevant laws and regulations. The Board oversees the Company's strategic direction, risk management policies, and ethical conduct.

The Company, the Board, the Promoters and the Employees have embraced statutory and regulatory changes towards strengthening corporate governance. The Company transparently discloses information through its public documents, annual reports, financial results, etc.

The Company is in compliance with the requirements stipulated under Regulation 17 to 27 read with Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations), Master Direction – Non-Banking Financial Company – Housing Finance Company (Reserve Bank) Directions, 2021 and Master Direction RBI (Non-Banking Financial Company -Scale

Based Regulation), 2023 RBI Master Directions, circulars and notifications issued by regulators and other statutory bodies, as amended from time to time.

Your Company strives to adhere to the standards and principles of corporate governance, compliance with statutory and regulatory directions/ guidelines, and by its determination to achieve higher levels of excellence in the areas of meeting stakeholder expectations, customer satisfaction, employee welfare and its obligations towards the society.

The Directors are pleased to present this report on the Corporate Governance practices followed in your Company.

Board of Directors

The Board of Directors is integral to the governance framework of the Company holding a fiduciary position entrusted with the responsibility to act in the best interests of the Company. The Board plays a crucial role in maintaining and enhancing corporate governance. The Board is responsible to oversee the Company's management and to protect the long-term interest of the stakeholders.

Skills/ Expertise/ Competencies of the Board of Directors

The Board provides valuable leadership and guidance to the Company. Their responsibilities encompass strategic oversight, risk management, financial integrity, ethical conduct and stakeholder engagement. By fulfilling these duties diligently, the Board ensures the Company operates transparently, ethically and in the best interest of all stakeholders, thereby maintaining strong corporate governance.

The Company deals with mortgages and operates in the financial sector. The Board possess the wisdom of various lifecycles of the financial sector along with the key challenges being faced in banking and housing industry. It has the required experience with credit cycles, workouts and remedial management.

The Company's Board members are with extensive experience in the financial sector, mortgages, leadership and strategic planning, financial expertise, business operations, customer/ stakeholders engagement and ethics, information technology & cyber security, corporate governance, legal and compliances, international operations, fintech regulations, asset liability management, risk management and internal control, etc. The Directors are vastly qualified and have held leadership positions in high performing institutions. They are fully equipped to provide leadership and guidance to the Company in its quest to achieve growth with quality business and attain leadership position in the housing industry. The brief profiles of Directors are provided in this report.

Composition

As on 31st March 2025, the Company had ten Directors comprising seven Independent Directors, including a woman director, two Non-Executive Nominee Directors and a Managing Director & CEO.

The following were the changes in Directors during the year:

Appointment/ Re-appointment/ Resignation(s):

- Ms. Gita Nayyar whose first tenure ended on 28th May, 2024, was re-appointed as an Independent Director of the Company to hold office for a second term of five consecutive years commencing from 29th May, 2024, up to 28th May, 2029. She has been re-appointed by the members of the Company, by passing special resolution through Postal Ballot on 26th April 2024, on the recommendations of the Nomination & Remuneration Committee and the Board of Directors.
- Mr. Kapil Modi has resigned from the position of Nominee Non-Executive Director on the Board of the Company w.e.f. 30th July, 2024. Quality Investment Holdings PCC (QIH) has withdrawn the nomination of Mr. Kapil Modi from the Board consequent to reduction in their shareholding from 32.68% to 19.87% on account of sale of equity shares of the Company.
- Mr. Neeraj Vyas has been appointed as an Independent Director on the Board of the Company for a tenure of three years as approved by the members of the Company at the 36th Annual General Meeting held on 12th August, 2024. Previously, he was the Managing Director & CEO on the Board of the Company from 28th April, 2020 to 10th August, 2020 and Independent Director from 15th April 2019 to 28th April 2020. In the meantime, he was a Non-Executive Non-Nominee Director liable to retire by rotation.
- Mr. Atul Kumar Goel, Chairman & Non-Executive Nominee Director on the Board of the Company has demitted the Office of MD & CEO of Punjab National Bank, consequent to which he has resigned from the position of Chairman & Non-Executive Nominee Director on the Board of the Company w.e.f. 1st January, 2025.
- Dr. Tejendra Mohan Bhasin whose first tenure was about to end on 1st April, 2025, was re-appointed as an Independent Director of the Company to hold office for a second term of five consecutive years commencing from 2nd April, 2025, up to 1st April, 2030 (both days inclusive). He has been re-appointed by the members of the Company by passing special resolution on 20th March 2025, on recommendation of the Nomination & Remuneration Committee and the Board.
- Mr. Sunil Kaul has resigned from the position of Non-Executive Nominee Director on the Board of the Company w.e.f. 2nd May, 2025. Quality Investment Holdings PCC (QIH) has sold 2,71,24,311 equity shares of the Company representing 10.44% of the total paid-up equity share capital of the Company, through an on-market transaction on 2nd May, 2025 and hence, QIH has withdrawn the nomination of Mr. Sunil Kaul from the Board of PNB Housing Finance Limited.
- In terms of Section 152 of the Act, Mr. Dilip Kumar Jain, Nominee Non-Executive Director will retire at the ensuing Annual General Meeting (AGM) and being eligible has offered himself for re-appointment. The NRC has determined him to be a fit and proper candidate and Board has recommended the proposal to the members for his re-appointment at the ensuing AGM.

Details of the Board of Directors (as on 31st March, 2025) in terms of their directorships/memberships in committees of public companies (including PNB Housing Finance Limited) as per Regulation 26 of the Listing Regulations, is given hereunder:

Sl. No.	Directors	Category	DIN	Name of Companies and Designation* ['L' stands for Listed 'UL' stands for Unlisted]	Number of Committees**		Skills/Expertise
					Member	Chairperson	
1	Mr. R. Chandrasekaran	Independent Non-Executive Director	00580842	- PNB Housing Finance Limited (L)-Independent Director - L&T Technology Services Ltd. (L) – Independent Director - LTI Mindtree Limited (L) – Independent Director - KSL Digital Ventures Limited (UL) – Director Total number of Companies in which position of Director held: 4	2	0	Mr. R Chandrasekaran was one of the co-founders of Cognizant. He retired as the Executive Vice Chairman of Cognizant India in March 2019. He has been widely recognised as a significant contributor to the growth of Cognizant, including its global footprint. Prior to joining Cognizant, he was with Tata Consultancy Services for over nine years. He has 38 years of experience in the field of information technology.

Sl. No.	Directors	Category	DIN	Name of Companies and Designation* ['L' stands for Listed 'UL' stands for Unlisted]	Number of Committees**		Skills/Expertise
					Member	Chairperson	
2	Mr. Sunil Kaul	Non-Executive Director – Nominee Director from Quality Investment Holdings Pcc-Equity Investor	05102910	1. PNB Housing Finance Limited (L)-Nominee Director (upto 2 nd May, 2025) 2. Viyash Life Sciences Private Limited (UL)- Nominee Director Total number of Companies in which position of Director held: 2	0	0	Mr. Sunil Kaul has over 35 years of experience in the fields of private equity, corporate and consumer banking. A graduate of IIT Bombay and IIM Bangalore, he is the Managing Director and Partner of Carlyle Singapore Investment Advisors Pte. Limited. He heads the Southeast Asia region of the Carlyle Asia Buyout Advisory Team and concurrently leads the Financial Services Sector for the team in Asia (ex-Japan). Before joining Carlyle 16 years ago, he was the President of Citibank Japan and the Chairman of CitiCards Japan KK and CitiFinancial Japan KK. In his previous roles with Citi, he was the Head of Retail Banking for Citibank in Asia, Head of International Personal Banking for Citibank in New York and Head of Global Transaction Services at Citibank, Japan.
3	Mr. Nilesh S. Vikamsey	Independent Non-executive Director	00031213	1. PNB Housing Finance Limited (L)-Independent Director 2. Thejo Engineering Limited (L) – Independent Director 3. Thomas Cook (India) Limited (L) – Independent Director 4. Allcargo Gati Limited (L) – Independent Director 5. Allcargo Logistics Limited (L)-Independent Director (upto 29 th June, 2025) 6. SOTC Travel Limited (UL)- Independent Director 7. Nippon Life India Trustee Limited (UL)-Independent Director 8. Gati Express & Supply Chain Private Limited (UL)- Independent Director 9. Tablespace Technologies Limited (L)- Independent Director (from 20 th June 2025) Total number of Companies in which position of Director held: 9	9	4	Mr. Nilesh Vikamsey is a member of the Institute of Chartered Accountants of India (ICAI) since 1985 and is the former President of the ICAI. He has been associated with KKC & Associates LLP as a Senior Partner since 1985. He has extensive experience in Audit and consultancy of banks, large companies, mutual funds, and financial service sector companies.
4	Mr. Sudarshan Sen	Independent Non-Executive Director	03570051	1. PNB Housing Finance Limited (L)-Independent Director 2. The Federal Bank Ltd. (L)- Independent Director 3. Asset Reconstruction Company (India) Limited (UL)-Sponser Director Total number of Companies in which position of Director held: 3	3	0	Mr. Sudarshan Sen superannuated from the Reserve Bank of India as Executive Director in charge of the Regulation of Banks and Non-Banking Financial Companies. In a career spanning over 38 years, he worked in banking regulation, bank supervision, fintech regulation, human resources, information technology, and currency management. He has been on several major national and international committees constituted by the RBI.

Sl. No.	Directors	Category	DIN	Name of Companies and Designation* ['L' stands for Listed 'UL' stands for Unlisted]	Number of Committees**		Skills/Expertise
					Member	Chairperson	
5	Dr. T.M. Bhasin	Independent Non-Executive Director	03091429	1. PNB Housing Finance Limited (L)-Independent Director 2. PNB Gilts Limited (L)-Independent Director 3. SBI Cards and Payment Services Limited (L)-(upto 27 th June 2025) Independent Director 4. Patanjali Foods Limited (L)-Independent Director 5. SBI Life Insurance Company Limited (L)-Independent Director Total number of Companies in which position of Director held: 5	8	3	With over four decades of experience in the administration, banking and finance industry, Dr. T. M. Bhasin is presently the Chairman of the Advisory Board for Banking Frauds constituted by the Central Vigilance Commission (CVC) in consultation with the RBI. He was the Vigilance Commissioner at the CVC. He held various positions with the Oriental Bank of Commerce and was the Executive Director of the United Bank of India and the Chairman and Managing Director of the Indian Bank.
6	Mr. Neeraj Vyas	Independent Non-Executive Director	07053788	1. PNB Housing Finance Limited (L) - Independent Director Total number of Companies in which position of Director held: 1	1	0	As a senior banking professional with over 38 years of experience across a wide range of functions, such as banking, credit, mortgages, risk management and operations, Mr. Neeraj Vyas superannuated as the Deputy Managing Director and Chief Operating Officer (COO) of the State Bank of India (SBI) on 30 th June, 2018. He has handled several assignments for SBI in India and abroad. Mr. Vyas is Non-Executive Director since 1 st September, 2020. Earlier, he was Independent Director on the Board from 15 th April, 2019 till 28 th April, 2020. He was appointed as interim Managing Director & CEO of the Company from 28 th April, 2020 till 10 th August, 2020.
7	Ms. Gita Nayyar	Independent Non-Executive Director	07128438	1. PNB Housing Finance Limited (L)-Independent Director 2. Oriental Hotels Limited (L)-Independent Director 3. Transport Corporation of India Limited (L)-Independent Director 4. Taj Sats Air Catering Limited (UL)-Independent Director 5. Ask Investment Managers Limited (UL)-Independent Director Total number of Companies in which position of Director held: 5	5	2	Ms. Gita Nayyar is a finance professional with over 33 years of global leadership experience with MNC banks/VC funds and corporates. An expert in corporate banking, risk and relationship management, investment banking, wealth management and fundraising, she is also recognised for her expertise in angel investing/mentoring and advising early-stage ventures. She serves as an Independent Director on the board of reputed corporate organisations.
8	Mr. Pavan Kaushal	Independent Non-Executive Director	07117387	1. PNB Housing Finance Limited (L)-Independent Director 2. Lendingkart Finance Limited (UL) - Non-Executive Director 3. Asset Reconstruction Company (India) Limited (UL) - Independent Director and Chairman of the Board Total number of Companies in which position of Director held: 3	2	0	Mr. Pavan Kaushal has over 35 years of experience in the financial services sector in various positions. Previously, he was associated with Fullerton India Credit Company Limited as the Chief Operating Officer and IDFC First Bank Limited as Group Executive President in the Risk Department. A member of the Institute of Chartered Accountants of India since 1985, he holds a Master's degree in Financial Management from Jamnalal Bajaj Institute of Management Studies.

Sl. No.	Directors	Category	DIN	Name of Companies and Designation* ['L' stands for Listed 'UL' stands for Unlisted]	Number of Committees**		Skills/Expertise
					Member	Chairperson	
9	Mr. Dilip Kumar Jain	Non- Executive Director- Nominee Director from Punjab National Bank -Promoter (Equity Investor)	06822012	1. PNB Housing Finance Limited (L)-Nominee Director 2. India SME Asset Reconstruction Company Limited (UL)-Nominee Director (upto 17 th June, 2025) Total number of Companies in which position of Director held: 2	1	0	Mr. Dilip Kumar Jain has over 29 years of experience in various fields of the Banking Industry. He carries with him several years of banking experience in various senior positions at Punjab National Bank. He is currently the CFO of Punjab National Bank in the rank of Chief General Manager. He is a member of the Institute of Chartered Accountants of India since 1989.
10	Mr. Girish Kousgi	Managing Director & CEO	08524205	1. PNB Housing Finance Limited (L)-Managing Director & CEO 2. PHFL Home Loans and Services Limited (UL)- Director Total number of Companies in which position of Director held: 2	1	0	Mr. Girish Kousgi is the Managing Director and Chief Executive Officer of the Company. He has over 27 years of experience in the financial services sector. Previously, he was associated with Can Fin Homes Limited as the Managing Director and Chief Executive Officer, Tata Capital Financial Services Limited as Head Retail – Credit & Risk, IDFC Bank Limited as Executive Vice President and ICICI Bank Limited as joint General Manager. He is also serving as a director on the Boards of the subsidiaries of PNB Housing Finance Ltd., namely PHFL Home Loans and Services Limited and PEHEL Foundation. He holds an executive master's diploma in Business Administration from the Indian Institute of Commerce and Trade.

*Excluding foreign companies, private limited companies and companies under Section 8 of the Companies Act, 2013. Considering only Listed (L) and Unlisted (UL) Public Companies.

**Audit Committee and Stakeholders Relationship Committee only.

Disclosure of relationships between Directors inter-se

None of the Board of Directors are related inter-se except for the Nominee Directors, during FY 2024-25.

Number of shares and convertible instruments held by Non-Executive Directors

None of the Board of Directors hold shares of the Company except Ms. Gita Nayyar and Mr. Pavan Kaushal who hold 8,936 and 1,000 shares, respectively as on 31st March, 2025.

The details of shareholding of Directors are disclosed in MGT-7 form available on the website of the Company at <https://www.pnbhousing.com/investors/updates-and-events>.

Responsibilities

The Board is responsible for the Company's long-term strategic planning and direction. Its primary objectives include enhancing long-term shareholder value, safeguarding the interests of all stakeholders, and providing strategic guidance to the management. The Board operates through various Committees, with specific terms of reference.

These Committees closely monitor the Company's performance.

The Board periodically reviews the Company's overall performance. The Board also engages in proactive risk assessment and mitigation, ensuring that the Company remains resilient in a dynamic business environment. Furthermore, it fosters transparency by communicating with shareholders and other stakeholders, promoting ethical practices, and upholding corporate governance standards.

Role of Independent Directors

Company's Independent Directors are distinguished individuals from diverse fields, including banking, finance, accountancy, economics, credit, risk management, and information technology. These Directors provide valuable insights to the Board, aiding in strategic decision-making.

Pursuant to the provisions of Section 149 of the Act, the Independent Directors have submitted declarations that each of them meets the criteria of independence as provided in Section 149(6) and 149(7) of the Act along with Rules framed thereunder and Regulation 16(1)(b) of the Listing Regulations. There has been no change in the circumstances affecting their status as independent directors of the Company.

The Independent Directors ensure thorough discussions on all matters presented to the Board and its Committees, arriving at decisions that serve the Company's best interests. Independent Directors assume the role of

Chairman on key Committees, such as the Audit Committee, Nomination and Remuneration Committee, Stakeholders Relationship Committee, Corporate Social Responsibility Committee, IT Strategy Committee and Special Committee of the Board for Monitoring and Follow-up of cases of Frauds.

All Board Committees operate within well-defined terms of reference, adhering to the Companies Act, 2013, Listing Regulations and RBI Master Directions. Furthermore, all Independent Directors meet the criteria set forth by the Listing Regulations and other applicable laws, maintaining independence from the Company's management.

The Independent Directors are not liable to retire by rotation. Formal letters of appointment were issued to the Independent Directors in accordance with the provisions of the Companies Act, 2013. A copy of the letter detailing the terms and conditions of appointment of the Independent Directors has been placed on the Company's website, www.pnbhousing.com.

Familiarisation Programme

The primary objective of a familiarisation programme is to ensure that Non-executive Directors stay informed about the business and regulatory environment, as well as the overall operations of the Company. This knowledge enables them to make well-informed decisions in the best interest of all stakeholders. All Independent Directors have participated in familiarisation programmes covering various aspects of the Company, including its business environment, competitors, regulatory updates, expected credit loss, corporate governance, internal controls, risk management, ESG, cyber security, information technology, succession planning, new technology initiatives, etc.

The Company has a policy on familiarisation programme for the Independent Directors, which is placed on the website of the Company www.pnbhousing.com. An overview of the familiarisation programme during the year has been placed on the Company's website and can be accessed at <https://>

www.pnbhousing.com/investors/disclosures-u-r-46-and-62-of-sebi-lodr

Board Election Process

Independent Directors are appointed for a particular tenure as per the Nomination & Remuneration policy of the Company. While Non-Executive Nominee Directors will continue on the Board until the nominators continue their shareholding in the Company in terms of the Articles of Association (AoA) of the Company.

Board Meetings

The Company has been conducting the Meetings of the Board and Committees of the Board in electronic mode, duly recording the proceedings and following the applicable rules and standards for conducting Meetings in terms of the circulars/ notification(s) issued by the Ministry of Corporate Affairs (MCA) from time to time, and Secretarial Standards.

The Board meets at least once in a quarter to review the Company's quarterly performance and financial results. The Company Secretary, in consultation with the Managing Director & CEO prepares the detailed agenda for the Meetings. The detailed Board agenda is circulated to the Directors in advance. The Members of the Board can also recommend inclusion of any matter in the agenda for discussion. The Senior Management attends the Board Meetings to provide additional inputs on the items being discussed by the Board. The minutes of each Board Meeting are finalised and recorded in the minute book maintained by the Company Secretary.

During the year under review, the Board met twelve times i.e. 29th April, 2024, 3rd May, 2024, 4th May, 2024, 18th June, 2024, 25th July, 2024, 9th September, 2024, 24th September, 2024, 24th October, 2024, 16th November, 2024, 18th December, 2024, 21st January, 2025 and 22nd February, 2025. The attendance of the Directors at the Board Meetings and the 36th Annual General Meeting held on 12th August, 2024 are listed below:

Sl. No.	Directors	Board Meetings Attended/Total number of meetings	Attendance at the 36 th AGM	Sitting fee paid (₹)
1	Mr. R. Chandrasekaran	12/12	Yes	12,00,000/-
2	Mr. Nilesh S. Vikamsey	10/12	Yes	10,00,000/-
3	Mr. Neeraj Vyas	10/12	Yes	10,00,000/-
4	Dr. T.M. Bhasin	12/12	Yes	12,00,000/-
5	Mr. Sudarshan Sen	10/12	Yes	10,00,000/-
6	Ms. Gita Nayyar	11/12	Yes	11,00,000/-
7	Mr. Girish Kousgi	12/12	Yes	-
8	Mr. Pavan Kaushal	12/12	Yes	12,00,000/-
9	Mr. Dilip Kumar Jain	11/12	Yes	-
10	Mr. Kapil Modi*	5/5	-	-
11	Mr. Atul Kumar Goel^	9/10	Yes	-
12	Mr. Sunil Kaul#	11/12	Yes	-

*Ceased to be Director w.e.f. 30th July, 2024

^Ceased to be Director w.e.f. 1st January, 2025

#Ceased to be Director w.e.f. 2nd May, 2025

Leave of absence was granted to the concerned directors who could not attend the Board Meetings.

Average Board Meeting attendance for the financial year 2024-25 was around 93%.

All the Board Meetings are scheduled on confirmation of availability of all the Directors to the extent possible to encourage participation of all the Directors. The Company encourages regular attendance of the Board Members.

Committees of the Board

The Board has delegated powers to various Committees, each of which has specific responsibilities as per the provisions of the Companies Act, 2013, RBI Master Directions and the Listing Regulations, as amended from time to time. The minutes of all Committee Meetings are recorded in the minute book maintained by the Company Secretary and presented to the Board for noting. As permitted by MCA, the Board and its Committees have been functioning largely using virtual mode for its meetings. The Company has ensured adequate precautions while conducting audio video meetings. The technology interventions ensured that all the business activities were completed in time and the Board & Committee meetings were held in time. Dissemination of adequate and correct public information was ensured.

All the recommendations of the Board Committees were considered and accepted by the Board while conveying decisions in the Board Meetings.

The various Board Committees, their roles and their members are given below.

a) Audit Committee

The Board has constituted the Audit Committee as per Section 177 of the Companies Act, 2013, RBI Master Directions, and the Listing Regulations, as amended. The terms of reference of the Committee is provided in the Internal Guidelines on Corporate Governance, made available on the website of the Company. The role of the Audit Committee includes:

- a) It assists the Board in fulfilling its oversight responsibilities for the financial reporting process to regulatory authorities and public. It oversees the system of internal control, the audit process and Company's process for monitoring compliance with laws and regulations and the code of conduct.

- b) It reviews quarterly, half yearly and yearly financial statements as prepared by the Company before submission to the Board.
- c) It reviews and monitors the Auditors' independence, performance and effectiveness of audit process.
- d) Prior approval of ACB is a regulatory requirement for related party transactions and the Committee also monitors related party transactions.
- e) It reviews the functioning of whistle blower mechanism.
- f) It reviews internal audit function.
- g) It recommends appointment, remuneration and terms of appointment of statutory and internal auditors.
- h) It reviews frauds and reasons, system deficiencies if any, measures to strengthen the systems and processes.
- i) It reviews compliance risk at prescribed periodicity in terms of the Compliance Policy of the Company.

The Audit Committee has four Independent Directors as its members. The detailed composition is presented along with meeting details below.

The Audit committee invites senior management to attend its meetings as it deems appropriate.

Additionally, the Statutory Auditors participate in the Audit Committee meetings, where financial statements are discussed. During these discussions, the Audit Committee engages with the Statutory Auditors without the presence of management regarding their findings on the Company's operations.

During the year, the Audit Committee had met twelve times on 29th April, 2024, 21st May, 2024, 4th July, 2024, 25th July, 2024, 21st August, 2024, 27th August, 2024, 9th September, 2024, 24th October, 2024, 13th November, 2024, 26th December, 2024, 21st January, 2025 and 11th February, 2025. The details of attendance at the Audit Committee Meeting are as under:

Sl. No.	Directors	Designation of the Members	Number of Meetings attended/Total number of meetings held	Sitting fee (₹)
1.	Mr. Nilesh S Vikamsey, Independent Director	Chairman	12/12	6,00,000/-
2.	Mr. Sudarshan Sen, Independent Director	Member	11/12	5,50,000/-
3.	Dr. T.M. Bhasin, Independent Director	Member	12/12	6,00,000/-
4.	Mr. Neeraj Vyas, Independent Director	Member	12/12	6,00,000/-

Leave of absence was granted to the concerned director who could not attend the meeting.

b) Nomination and Remuneration Committee (NRC)

The Committee has been delegated powers, role and responsibilities as required under section 178 of the Companies Act, 2013, RBI Master Directions, and the Listing Regulations, as amended from time to time. The terms of reference of the Committee is provided in the Internal Guidelines on Corporate Governance, made available on the website of the Company.

The Nominations and Remuneration Committee (NRC) comprises of four Independent Directors. The detailed composition is presented along with meeting details below.

The Committee formulates criteria for determining the qualifications, positive attributes and independence of directors. It recommends to the Board a policy related to the remuneration of directors, key managerial personnel, senior management and other employees. The NRC identifies individuals qualified to become directors and recommends their appointment, reappointment or removal in accordance with the established criteria. The Company has established

a Policy on Fit and Proper Criteria for Directors and Nomination and Remuneration Policy for Directors, Key Managerial Personnel, Senior Management and other employees and the same can be accessed at <https://www.pnbhousing.com/investors/policies>. Details of remuneration paid to all the Directors are available elsewhere in this report and also forms part of the Annual Return i.e. Form MGT-7 (provisional) available on the website.

The annual compensation package of the Managing Director & CEO is recommended by the NRC to the Board and approved by the Board as authorised by the Members. The compensation package of the functional heads are approved by the NRC or Board as the case may be.

During the year, the NRC had met three times on 5th June, 2024, 18th December, 2024 and 29th January, 2025. The details of attendance at the NRC Meetings are as under:

Sl. No.	Directors	Designation of the Members	Number of Meetings attended/Total number of meetings held	Sitting fee (₹)
1.	Mr. R. Chandrasekaran, Independent Director	Chairman	3/3	1,50,000/-
2.	Mr. Sunil Kaul*, Non-Executive Nominee Director	Member	1/1	-
3.	Mr. Nilesh S. Vikamsey, Independent Director	Member	3/3	1,50,000/-
4.	Ms. Gita Nayyar, Independent Director	Member	2/3	1,00,000/-
5.	Mr. Sudarshan Sen, Independent Director	Member	3/3	1,50,000/-
6.	Mr. Atul Kumar Goel [#] , Non-Executive Nominee Director	Member	2/2	-

*He stepped down from membership w.e.f. 14th September, 2024.

[#]Cessation from the close of business hours on 31st December, 2024, i.e., effective 1st January, 2025.

Leave of absence was granted to the concerned Directors who could not attend the Meeting.

c) Corporate Social Responsibility Committee (CSR)

The CSR Committee exercises the roles and responsibilities as per section 135 of the Companies Act, 2013, as amended from time to time. The terms of reference of the Committee is provided in the Internal Guidelines on Corporate Governance, made available on the website of the Company.

The Committee has four members wherein three are Independent Directors. The detailed composition is presented along with meeting details below.

It oversees Corporate Social Responsibilities of the Company, and recommends from time-to-time amendments to CSR Policy of the Company. It formulates annual action plan and recommends to the Board for its approval. It approves implementing agencies for the CSR activities and oversees the functioning of Executive Committee of CSR.

During the year, the CSR Committee met three times on 29th May, 2024, 23rd August, 2024 and 13th January, 2025. The details of attendance at the CSR Meetings are as under:

Sl. No.	Directors	Designation of the Members	Number of Meetings attended/Total number of meetings held	Sitting fee (₹)
1.	Dr. T. M. Bhasin, Independent Director	Chairman	3/3	1,50,000/-
2.	Mr. R. Chandrasekaran, Independent Director	Member	3/3	1,50,000/-
3.	Mr. Sudarshan Sen, Independent Director	Member	3/3	1,50,000/-
4.	Mr. Girish Kousgi, Managing Director & CEO	Member	3/3	-

d) Stakeholders Relationship Committee (SRC)

The Committee oversees, inter-alia investor relations, recommends to the Board for raising of equity share capital, allotment of equity shares and redressal of investors' grievances.

Ms. Gita Nayyar, Non-Executive Independent Director is heading the Committee as its Chairperson and Mr. Pavan Kaushal, Independent Director and Mr. Girish Kousgi, Managing Director and CEO, are the members of the Committee.

Ms. Veena Kamath, Company Secretary of the Company is the Compliance Officer.

The number of complaints from shareholders received & resolved during the year along with status of

pending complaints are presented below under the section 'Shareholders Grievances'.

The Committee has been delegated powers, role and responsibilities as required under section 178 of the Companies Act, 2013 and as per the Listing Regulations, as amended from time to time. The terms of reference of the Committee is provided in the Internal Guidelines on Corporate Governance, made available on the website of the Company.

During the year, the SRC Committee had a Meeting on 4th November, 2024. All the Members of the Committee were present at the Meeting. Sitting fee of ₹50,000/- each was paid to the Members (other than Managing Director & CEO).

Shareholders Grievances:

The status of shareholders' complaints during FY 2024-25, is mentioned below:

Quarter	Complaints received during the year (in Nos.)	Complaints resolved during the year (in Nos.)	Complaints pending at the end of the year (in Nos.)
Q-1:	1	1	0
Q-2:	2	2	0
Q-3:	0	0	0
Q-4:	0	0	0

The Company had received few request/queries on revalidation of dividend warrants, physical copy of Annual Reports and Rights Issue related matters. The same have been responded to and closed.

e) Risk Management Committee

The Company has in place a Board level Risk Management Committee. The Committee oversees and reviews various aspects of risk management and the major risk exposures of the Company. It assists the Board in determining the nature and extent of significant risks, including credit risk, liquidity and funding risk, market risk, product risk and reputational risk. It oversees the guidelines loan portfolio behavior, policies and processes for monitoring and mitigating risks. The Committee reviews various risks, if any, faced by the Company and also monitor the measures undertaken to mitigate the same. The Committee has been delegated powers, roles, and responsibilities

as per the Listing Regulation, as amended from time to time. The terms of reference of the Committee is provided in the Internal Guidelines on Corporate Governance, made available on the website of the Company.

The Committee comprised of four members out of which three are Independent Directors. The Committee met six times during the year on 29th May, 2024, 22nd August, 2024, 30th September, 2024, 4th November, 2024, 17th December, 2024 and 14th February, 2025. The details of composition of the Committee and attendance at the Committee Meetings are as under:

Sl. No.	Directors	Designation of the Members	Number of Meetings attended/ Total number of meetings held	Sitting fee (₹)
1.	Dr. T. M. Bhasin, Independent Director	Chairman	6/6	3,00,000/-
2.	Mr. Sunil Kaul*, Non-Executive Nominee Director	Member	2/2	-
3.	Mr. Neeraj Vyas, Independent Director	Member	6/6	3,00,000/-
4.	Ms. Gita Nayyar#, Independent Director	Member	4/4	2,00,000/-
5.	Mr. Girish Kousgi, Managing Director & CEO	Member	6/6	-

*He stepped down from membership w.e.f. 14th September, 2024.

#Appointed as Member of the Committee w.e.f. 24th September, 2024.

Risk Management policies

The Company has implemented a comprehensive enterprise level Integrated Risk Management (IRM) Policy, along with separate policies for various type of risks material to our business. The IRM policy provides overarching guidance for all risk-related activities, encompassing credit, Asset Liability Management (ALM), market, operational risk management, information technology, cyber security, etc. Additionally, it also defines the governance model and outlines the roles and responsibilities of each component within the risk management framework.

The Credit Risk Management Policy enables the Company to take appropriate risks in line with its business objectives while maintaining an acceptable risk tolerance. The Credit Risk policy outlines principles, standards, and approach for credit risk management at the Company level. It provides a comprehensive framework to identify, assess, measure, monitor, control, and report credit risks efficiently and promptly.

The Assets Liability Management Policy covers liquidity management, interest rate risk management, governance structure, estimated liquidity gaps through Structural Liquidity Statement (SLS)/ Dynamic Liquidity Analysis (DLA), stock ratios, contingency funding plans, etc.

The objective of Market Risk Policy is to assist in maximising the risk adjusted rate of return by providing inputs regarding market risk profile and portfolio performance, establish the guidelines to manage the market risks identified, to ensure risks are measured and monitored and to establish limit framework and ensure that positions taken are within the approved risk tolerance limits.

The ICAAP policy is to ensure that the Company has adequate capital to support all the material risks in its business and also to encourage the development and use of better risk management techniques for monitoring and managing their risks. The ICAAP also provides guidance for governance, forecasting and estimation of capital charge for material risks, stress testing scenarios for credit risk, liquidity risk, interest rate risk, etc.

The Operational Risk Management (ORM) Policy sets out the principles for the identification, assessment, monitoring, and reporting of all operational risks relating to the Company's activities. It explains the various principles of operational risk management and operational resilience and its application to our business, governance, controls and assessment criteria, feedback loop, etc.

The Company is guided by the Outsourcing and Vendor Management Policy with respect to the outsourcing of material business activities. The Policy sets out a broad framework and provides direction and guidance to manage the risks arising out of the activities being outsourced by the Company. The broad objective of the Policy is to ensure that proper due diligence is in place for selecting and evaluating service providers, to have robust contractual and service agreements with service providers and so on.

The objective of Information Security policy is to ensure that appropriate measures are put in place to protect corporate information and IT systems, services & equipment. The Company also has Cyber Crisis Management Plan (CCMP) to assist the Incident Response Team (IRT) within the organisation to identify and respond to a cyber-crisis situation effectively.

None of the risks faced by the Company threaten its existence. The Company has designated Mr. Neeraj Manchanda as the Chief Risk Officer, in compliance of the RBI Master Directions.

f) Credit Committee (CCB)

The Credit Committee of the Board reviews Credit Policy and Recovery Policy of corporate/ construction finance, sanction of corporate loans, high value retail housing and non-housing loans, approvals or recommendations for re-structuring, one time settlements, technical write-offs, sale of impaired corporate loans, as per the powers delegated by the Board from time to time. The Committee also reviews and monitors corporate loans portfolio, etc. The terms of reference of the Committee is provided in the Internal Guidelines on Corporate Governance, made available on the website of the Company.

During the year, the CCB had met five times on 13th June, 2024, 30th September, 2024, 30th December, 2024, 19th February, 2025 and 24th March, 2025 and 27th March, 2025. The details of attendance at the CCB Meetings are as under.

Sl. No.	Directors	Designation of the Members	Number of Meetings attended/ Total number of meetings held	Sitting fee (₹)
1.	Mr. Neeraj Vyas, Independent Director	Chairman	5/5	2,50,000/-
2.	Mr. Kapil Modi*, Non-Executive Nominee Director	Member	1/1	-
3.	Mr. Pavan Kaushal, Independent Director	Member	5/5	2,50,000/-
4.	Mr. Girish Kousgi, Managing Director & CEO	Member	5/5	-

*Resigned w.e.f. 30th July, 2024

g) Information Technology Strategy Committee (ITSC)

The Committee approves IT Strategy and reviews from time to time the IT policy documents, cybersecurity, and IT security. It guides management in establishing an effective strategic planning process and reviews the IT budget. Additionally, it ensures that management has implemented processes and practices to deliver value to the business through IT, balancing risks, benefits, etc. The committee also monitors how management determines IT resources needed to achieve strategic goals and provides high-level direction for sourcing and utilisation of

IT resources. It also oversees IT risks and controls. The terms of reference of the Committee, pursuant to the RBI IT Governance Directions, is provided in the Internal Guidelines on Corporate Governance, made available on the website of the Company.

During the year, the ITSC had met seven times on 23rd April, 2024, 19th June, 2024, 23rd July, 2024, 23rd August, 2024, 22nd October, 2024, 16th December, 2024 and 24th February, 2025. The details of attendance at the ITSC Meetings are as under.

Sr. No.	Directors	Designation	Number of Meetings attended/Total number of meetings held	Sitting fee (₹)
1.	Mr. R. Chandrasekaran, Independent Director	Chairman	7/7	3,50,000/-
2.	Mr. Kapil Modi*, Non-Executive Nominee Director	Member	3/3	-
3.	Mr. Pavan Kaushal, Independent Director	Member	7/7	3,50,000/-
4.	Mr. D. K. Jain#, Non-Executive Nominee Director	Member	3/3	-
5.	Mr. Girish Kousgi, Managing Director & CEO	Member	7/7	-
6.	Mr. Anubhav Rajput^, Chief Technology Officer	Member	7/7	-

*Resigned w.e.f. 30th July, 2024.

#Appointed as Member of the Committee w.e.f. 24th September, 2024.

^Is a Convener since 24th September, 2024.

h) Special Committee of the Board for Monitoring and Follow-up of cases of Frauds

During the financial year, Special Committee of the Board for Monitoring and Follow-up of cases of Frauds (SCBMF) was constituted in terms of RBI Master Directions on Fraud Risk Management. The Committee met on 31st March, 2025. All the Members of the Committee were present at the Meeting. The terms of reference of the Committee is provided in the Internal Guidelines on Corporate Governance, made available on the website of the Company.

Sl. No.	Directors	Designation of the Members	Number of Meetings attended/ Total number of meetings held	Sitting fee (₹)
1.	Mr. Sudarshan Sen, Independent Director	Chairman	1/1	50,000/-
2.	Mr. Nilesh S Vikamsey, Independent Director	Member	1/1	50,000/-
3.	Mr. D. K. Jain, Non-Executive Nominee Director	Member	1/1	-
4.	Mr. Girish Kousgi, Managing Director & CEO	Member	1/1	-

Consumer Protection Committee:

The Consumer Protection Committee of the Board is constituted in terms of the Master Direction – Reserve Bank of India (Credit Information Reporting) Directions, 2025. Mr Pavan Kaushal (Independent Director), Mr. Dilip Kumar Jain (Non-Executive Nominee Director) and Mr Girish Kousgi (Managing Director & CEO) are the members of the Committee. The terms of reference of the Committee is provided in the Internal Guidelines on Corporate Governance, made available on the website of the Company.

Meetings of the Board and its Committees

As permitted by MCA, the Board and its Committees have been functioning largely using virtual mode for its meetings. The Company has ensured adequate precautions while conducting audio video meetings. The technology interventions ensured that all the business activities were completed in time and the Board and Committee meetings were held in

time. Dissemination of adequate and correct public information was ensured.

The Company Secretary is the Secretary for all meetings of the Board and its Committees.

Key Managerial Personnel

Pursuant to the provisions of Section 203 of the Companies Act, 2013 read with Rules made thereunder, following are the Key Managerial Personnel of the Company:

- Mr. Girish Kousgi, Managing Director & CEO
- Mr. Vinay Gupta, Chief Financial Officer
- Ms. Veena G. Kamath, Company Secretary

In accordance with the Listing Regulations, the Board has appointed Ms. Veena G Kamath, Company Secretary, as the Compliance Officer of the Company.

Particulars of Senior Management Personnel

The particulars of senior management as per Regulation 16(1) (d) of the Listing Regulations including the changes during the financial year 2024-25, are as follows:

Name	Designation
Mr. Jatul Anand	Chief Credit & Collections Officer
Mr. Dilip Vaitheeswaran	Chief Sales Officer – Retail
Mr. Ajay Kumar Mohanty	Head – Internal Audit and Chief of Internal Vigilance
Mr. Krishna Kant	Chief Compliance Officer
Mr. Anubhav Rajput	Chief Information Officer
Mr. Anshul Dalela	Head – Customer Service and Operations
Mr. Neeraj Manchanda	Chief Risk Officer
Mr. Anujai Saxena	Business Head-Affordable Business upto 19 th May 2025*
Mr. Amit Singh	Chief People Officer upto 30 th May 2025 [#]

*Ms Valli Sekar, Chief Sales and Collections Officer (Affordable business) has been managing the product portfolio also, since 20th May 2025.

[#]Mr. Satish Kumar Singh has become the Chief People Officer w.e.f. 31st May, 2025.

Changes during financial year 2024-25:

Senior Management Personnel	Effective date
Appointments	
Mr. Vikas Rana	Head-Construction Finance w.e.f. 18 th June, 2024
Resignations	Nil

Meeting of Independent Directors

Separate meeting of Independent Directors of the Company, without the presence of the Executive Directors and the management representatives, was held on 8th January, 2025, as required under Schedule IV of the Act (Code for Independent Directors) and Regulation 25(3) of the SEBI Listing Regulations. Mr. R Chandrasekaran was the Lead Independent Director in the Meeting. The Independent Directors at their meeting have reviewed, inter-alia, the performance of the Board as a whole, the Committees, the Managing Director, Non-Independent Directors and the Chairperson of the Board.

Vikasmsey, Mr. Neeraj Vyas, Dr. T. M. Bhasin, Mr. Sudarshan Sen and Ms. Gita Nayyar and Mr. Pavan Kaushal.

Details of sitting fees and commission paid during Financial Year 2024-25 as detailed above, is provided in the Form MGT-7 (provisional) which is placed on the website of the Company.

Managing Director & CEO

Mr. Girish Kousgi is the Managing Director and CEO of the Company with effect from 21st October, 2022 for a period of four years, till 20th October, 2026.

Remuneration of Directors

The Independent Directors and Non-Executive Non-Nominee Directors are paid sitting fees for attending the Meetings of the Board and Board Committees. They are also eligible to receive commission to an extent of 0.25% of the net profit of the Company, as approved by the shareholders of the Company.

The details of sitting fees paid as mentioned above for attending the meetings of the Board and Board Committees are provided in Committee-wise details above.

Commission amount for the financial year 2023-24 paid during 2024-25 was ₹ 25,00,000/- each to Directors Mr. R Chandrasekaran, Mr. Nilesh

The remuneration of the Managing Director & CEO is recommended by the Nomination & Remuneration Committee and approved by the Board, as per the terms of appointment approved by the shareholders. The remuneration package of the Managing Director & CEO comprises of salary, performance linked variable pay and usual perquisites as per Company's HR policy approved by the Board. In addition, he is entitled to ESOPs.

The Managing Director & CEO of the Company has not received any sitting fee or commission from the subsidiaries of the Company.

Details of remuneration paid/payable to the Managing Director during the year under review are provided in Form MGT-7 (provisional), placed on the website of the Company.

Remuneration to Managing Director and details of ESOP Options:

Sr. No. Particulars of remuneration		
1	Gross Salary	₹
	1. Salary [as per provisions contained in section 17(1) of the Income tax Act, 1961]	3,99,60,800/-
	2. Value of perquisites under section 17(2) of the Income tax Act, 1961	5,60,400/-
	3. Profits in lieu of salary under section 17(3) of the Income tax Act, 1961	-
2	Stock Option*	-
3	Sweat Equity	-
4	Commission as % of profit	-
5	Performance Bonus	1,40,00,000/-

* He was granted 50,000 options on 12th June, 2024 (vesting period 20% in first year, 20% in second year, 30% in third year and 30% in fourth year).

Board Evaluation

The Board's evaluation process has been adopted by the Company in accordance with the Companies Act, 2013 and the circular issued by SEBI. It applies to all Directors of the Company. The main objectives are to ensure effective and efficient Board operations aligned with corporate goals, to identify ways to enhance Board members' functioning, and to assess the balance of skills, knowledge, and experience on the Board.

The evaluation of the performance of the Board of Directors, Board Committees, and individual Directors was carried out during the year by an independent agency using a structured questionnaire. Peer evaluation was also conducted, excluding the Director being evaluated.

Evaluation criteria for Board includes communication with management, succession planning, independence, remuneration, strategy and performance, conflict of interest, culture, frequency of meetings, agenda, training, qualification, evaluation of risk, performance evaluation, access to management, etc. Evaluation criteria for Committees includes contribution, effectiveness, independence, composition, structure and meetings.

Evaluation criteria for individual directors includes fulfilment of functions, knowledge and skill, participation and personal attributes.

Subsidiary Companies

The Company has two wholly owned subsidiaries, 'PHFL Home Loans and Services Limited' (PHFL) and 'PEHEL Foundation' (PEHEL). PHFL was incorporated on 22nd August, 2017. The Company serves as a distribution arm for PNB Housing, offering doorstep services to prospective customers.

PEHEL Foundation is a wholly owned subsidiary of PNB Housing Finance Limited incorporated on 14th

October, 2019. It is incorporated as a CSR Foundation of the Company with the main objective to implement projects, programmes and such other activities as specified in Schedule VII of the Companies Act, 2013, and as may be necessary under the CSR Policy of PNB Housing Finance Limited and/or its group companies and/or other donors/companies in terms of Section 135 of the Companies Act, 2013.

The subsidiaries are not material subsidiaries within the meaning of the Listing Regulations. However, the Company has formulated a policy for determining material subsidiary, which is available on Company's website at <https://www.pnbhousing.com/investor-relations/corporate-governance/>.

Employee Stock Option Scheme (ESOS)/Restricted Stock Unit Scheme (RSUS)

The disclosures as required under SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 as amended, have been placed on the website of the Company. Details of Grants and other Particulars are provided in the notes to accounts in the financial statements forming part of this Annual Report.

Proceeds from Private Placement of Non-Convertible Debentures (NCDs)

During the year, the Company has raised ₹2,230 crores of secured NCDs through private placements in different tranches. As specified in the offer documents, the funds were utilised for disbursement of loans to borrowers/ discharging existing borrowings/ general corporate purposes. For further details on NCDs, please refer the Report of Directors, Management Discussion & Analysis Report and Financial Statements.

Transactions with Non-Executive Directors

During the year under review, the non-executive directors of the Company had no pecuniary

relationship or transactions with the Company, other than sitting fees, commission and reimbursement of expenses, if any as per the terms of appointment. The criteria of making payments to non-executive directors has been discussed in the Nomination and Remuneration Policy of the Company which is available on the website with link [https:// www.pnbhousing.com/investors/policies](https://www.pnbhousing.com/investors/policies)

Prevention of Insider Trading

The Board has adopted a Code of Conduct to Regulate, Monitor and Report Trading by Designated Persons and Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information in terms of SEBI (Prohibition of Insider Trading) Regulations, 2015. The Code has been amended in compliance with the provisions of SEBI (Prohibition of Insider Trading) Regulations, as amended from time to time. This Code is applicable to designated employees, their immediate relatives and Directors of the Company and Connected Person/s.

This Code aims to preserve the confidentiality and prevent the misuse of any unpublished price sensitive information and to put in place a policy for prohibition of insider trading on the basis of unpublished price sensitive information.

Whistle Blower Policy/Vigil Mechanism

The Company has in place, a Board approved Whistle Blower Policy/Vigil Mechanism, which provides a framework to promote a responsible and secure whistle blowing. It protects employees wishing to raise concern about serious irregularities within the Company. The Audit Committee oversees the vigil mechanism and employees have access to the Audit Committee. The policy is placed on the website of the Company at <https://www.pnbhousing.com/investors/policies>

Internal Guidelines on Corporate Governance

The Company has adopted the Internal Guidelines on Corporate Governance in terms of the RBI Master Directions. These guidelines provide for internal guideposts to maintain highest standards of Corporate Governance within the Company. These guidelines also encompass the requirements in terms of Listing Regulations and such other applicable regulations and guidelines from time to time (applicable laws). The said Policy is available on the website of the Company and can be accessed at <https://www.pnbhousing.com/investor-relations/corporate-governance/>

Fee paid to Statutory Auditors

During the financial year 2024-25, total fee paid to the Statutory Auditors by the Company was ₹ 1.19 crore (remuneration of the Statutory Auditors of the

Subsidiary Company is ₹ 0.09 crore) for all services pertaining to internal financial control reporting, limited reviews, tax, audits, certifications, and reimbursements of expenses.

Internal Financial Control

The Company has an Internal Audit Department to conduct audit of functional areas and operations of the Company, the adequacy of compliance with policies, procedures, statutory and regulatory requirements. The Internal Audit Department monitors and evaluates the efficacy and adequacy of internal control system in the Company, its compliance with operating systems, accounting procedures and policies at all locations of the Company.

Significant audit observations if any, and corrective actions thereon are presented to the Audit Committee every quarter. The Audit Committee reviews and evaluates adequacy and effectiveness of the Company's internal control environment and monitors the implementation of audit recommendations.

The Audit Committee and Board of Directors have approved a documented framework for the internal financial control to be followed by the Company and such policies and procedures are adopted by the Company for ensuring the orderly and efficient conduct of its business, including adherence to Company's policies, safeguarding of its assets, prevention and detection of frauds and errors, accuracy and completeness of the accounting records and timely preparation of reliable financial information and disclosures.

Disclosures

Related Party Transactions

The Policy on Related Party Transactions as approved by the Board is available on Company's website at <https://www.pnbhousing.com/investor-relations/corporate-governance/>. There were no material transactions with related parties that may have potential conflict of interest with the Company. Details of related party transactions entered into by the Company are included in the notes forming part of the financial statements. There were no financial or commercial transactions by the senior management with the Company where they have personal interests that may have a potential conflict with the interests of the Company at large. During the year, the Company has obtained credit facility viz. term loans, overdraft from Punjab National Bank. All the transactions were in the ordinary course of business and at arm's length.

The Company has taken approval from the shareholders for entering into material related party transactions i.e. various banking and other transactions with Punjab National Bank and

transactions with PNB Gilts Limited in the ordinary course of business. The relevant extracts from Related Party Transaction Policy is given in a separate annexure elsewhere in this Annual Report. For full details please refer our website www.pnbhousing.com

Accounting Standards/Treatment

The Company has complied with Indian Accounting Standards ('Ind AS') notified under Section 133 of the Companies Act 2013 ('the Act') and rules made thereunder. The financial statements for the year have been prepared in accordance with Schedule III to the Companies Act, 2013.

Management Discussion and Analysis Report

The Management Discussion and Analysis Report forms part of the Directors' Report.

General Meetings/Postal Ballot

Annual General Meetings (AGMs) were held through Video conferencing as per the relaxations provided to the Companies by the Ministry of Corporate Affairs since the year ended 31st March, 2020 on account of COVID-19 pandemic. The details of date, time and venue of AGMs of the Company held during the preceding three years and the Special Resolutions passed there at, are as under:

The details of the special resolutions passed during the last three Annual and / or Extraordinary General Meetings held through Video Conference/ Other Audio-Visual means, are as follows:-

Year ended	Date and time	Deemed Venue	Special resolutions passed
31 st March, 2024 (36 th AGM)	12 th August, 2024 at 03:00 P.M. (IST)	9 th Floor, Antriksh Bhawan, 22 K G Marg, New Delhi – 110 001	1. To borrow funds and issue of Non-Convertible Debentures (NCDs) up to an amount not exceeding ₹ 10,000 crore, on private placement. 2. To appoint Mr. Neeraj Madan Vyas (DIN:07053788) as an Independent Director
31 st March, 2023 (35 th AGM)	10 th August, 2023 at 04:00 P.M. (IST)	9 th Floor, Antriksh Bhawan, 22 K G Marg, New Delhi – 110 001	1. To borrow funds and issue of Non-Convertible Debentures (NCDs) on private placement basis. 2. Approval of Alteration of Articles of Association.
31 st March, 2022 (34 th AGM)	26 th July, 2022 at 03:00 P.M. (IST)	9 th Floor, Antriksh Bhawan, 22 K G Marg, New Delhi – 110 001	1. To borrow funds and issue of Non-Convertible Debentures (NCDs) on private placement basis. 2. Approval of Restricted Stock Unit Scheme 2022 of the Company. 3. Approval of Employees Stock Option Scheme (ESOP Scheme III 2022) of the Company. 4. Approval of amendment in the Employees Stock Option Scheme, 2016.

Postal Ballot

During the financial year 2024-25, the Company had issued Postal Ballot Notices to the Members requesting for a Special Resolution for Re-appointment of Dr. Tejendra Mohan Bhasin (DIN:03091429) and Ms. Gita Nayyar (DIN:07128438) as Independent Directors of the Company. Details are as follows:

Date of postal ballot notice	Resolution passed	Voting results	Approval date	Scrutiniser
Notice dispatched on 18 th February, 2025	Re-appointment of Dr. Tejendra Mohan Bhasin (DIN:03091429) as an Independent Director of the Company	Voting in favour: 86.10% Voting against: 13.90%	20 th March, 2025	Mr. Shashikant Tiwari (Membership No. FCS 11919, CP. No. 13050), Partner of M/s Chandrasekaran Associates, Company Secretaries, New Delhi
Notice dispatched on March 27, 2024	Re-appointment of Ms. Gita Nayyar (DIN:07128438) as an Independent Director of the Company.	Voting in favour: 99.60% Voting against: 0.40%	26 th April, 2024	Mr. Shashikant Tiwari (Membership No. FCS 11919, CP. No. 13050), Partner of M/s Chandrasekaran Associates, Company Secretaries, New Delhi

Postal Ballot was conducted by National Securities Depository Limited (NSDL).

The voting results provided by the scrutiniser for the above postal ballots are made available on our website at <https://www.pnbhousing.com/investors/updates-and-events>

Details of special resolution proposed to be transacted through postal ballot

The Company may seek approval through special resolution by members by way of postal ballot, if need be.

Procedure for postal ballot

The postal ballot was carried out as per the provisions of Sections 108 and 110 and other applicable provisions of the Act, read with the Rules framed thereunder and applicable circulars issued by the Ministry of Corporate Affairs from time to time. General Procedure followed is given below:

1. Postal Ballot Notice will be sent to all the shareholders (as on the cut-off date), whose e-mail IDs are registered with the Depositories/ RTA.
2. E-voting facility shall be provided to the members through a designated depository.
3. The e-voting facility shall remain open for 30 days from the date of dispatch of notice to the members.
4. If a resolution is assented to by the requisite majority of the shareholders by means of postal ballot, it shall be deemed to have been duly passed at a general meeting convened in that behalf.
5. The intimation about dispatch of postal ballot shall be published in newspapers.
6. The scrutiniser shall be appointed to conduct the postal ballot in a fair and transparent manner.
7. Scrutiniser shall submit his report to the Chairman/Managing Director & CEO/any other authorised person, not later than 48 hours after closure of e-voting.

Means of Communication to the shareholders and Investor Relations

The Company has about 1,82,070 shareholders all over India as on 31st March, 2025.

The means of communication to the shareholders includes:

- (a) Quarterly Results-The Company, immediately after conclusion of the meetings of the Board of Directors, uploads the quarterly/half yearly/annual financial results on the website 'NEAPS'/'NSE Digital' of NSE and 'Listing Centre' of BSE Limited and simultaneously uploads the

same on the Company's website <https://www.pnbhousing.com/> within the prescribed time.

- (b) Newspapers wherein results normally published-The Company normally publishes the abridged version of audited/ unaudited financial results on a quarterly/ half yearly/ annual basis, in the prescribed format, in leading newspapers in English and Regional Language i.e., in Hindi viz., 'Business Standard' along with the QR code.
- (c) Display on website-The Company uploads all the reports/ statements/ notices and such other documents as required/ applicable under the statutory and regulatory requirements online on National Stock Exchange of India Limited at <https://neaps.nseindia.com/NEWLISTINGCORP/>, and BSE Limited at <https://listing.bseindia.com/home.htm> for dissemination. The Company also displays all such documents on the official website of the Company at <https://www.pnbhousing.com/>

Investors' page on the website of the Company:

The 'Investors' Page (<https://www.pnbhousing.com/investors/investor-presentations>) provides quarterly results and presentation made by the Company covering pictorial representation of the statistical data, annual performance compared, key ratios, etc. The page also discloses the unaudited results on a quarterly basis together with the limited review reports and the audited annual financial results, annual reports, shareholding pattern, unclaimed/unpaid dividend/deposits, Fair Practice Code, KYC guidelines, nomination by members, SEBI circulars insisting for payments to members through electronic mode, complete details about the Registrar and Transfer agents, details of the Compliance Officer, information, codes, policies, etc., as required under Reg. 46 and 62 of the Listing Regulations and for the information and utility of the shareholders of the Company. The intimations relating to Investors or Analysts meet are informed to the stock exchanges in terms of Regulation 30 of the Listing Regulations and similar information is made available on the Company's website within the prescribed time as and when applicable.

- (d) Official News releases-Dissemination of information through television/press: The Managing Director and CEO provides brief information on quarterly/annual results on TV channels and in print media, within the permissible disclosure norms.
- (e) Presentations made to Institutional Investors or to the Analysts-The Managing Director & CEO, Chief Financial Officer and Head-Treasury &

Investor Relations interact with the analysts/ investors and participate in the Conference Calls arranged by reputed Investors/analysts. The Company conducts earnings calls post disclosure of results and recordings of such Calls and transcripts are made available on the Company's official website as per the permissible disclosure norms.

- (f) Annual Report: The Annual Report encompasses operational and financial highlights for the current year in comparison with previous years, Report of Directors, Management Discussion and Analysis Report, Report of the Directors on corporate governance and Standalone and Consolidated Audited Financial Statements together with the Auditors Report. The Annual Report also contains a section on General Information to Shareholders' which inter-alia provides information relating to Annual General Meetings, shareholding pattern, distribution of shareholding, voting rights, etc. and the information as required under statutory and regulatory guidelines.
- (g) Stock Exchanges: The Company uploads/ discloses all material information online, about the Company including shareholding pattern, report on corporate governance, reconciliation of share capital audit, status of investor's complaints, certificates from RTA, disclosure on related party transactions, annual secretarial compliance report, intimations/disclosure of material events, certification on utilisation of the proceeds of Non-convertible debentures and Commercial papers for the purpose for which the same are raised, large corporate disclosures, record dates for corporate action(s), payment of NCD interest, redemptions, intimations as per Listing Regulations, ALM position, etc. periodically to the National Stock Exchange of India Limited and BSE Limited.
- (h) Investor grievance redressal mechanism: The Company has provided a separate e-mail ID for shareholders services viz., Investor.Services@pnbhousing.com and the investor grievance redressal mechanism is in place.
- (i) Meetings: The principal forum for interaction/ discussion with shareholders be it individuals, corporates or foreign investors is the Annual General Meeting of the Company.
- (j) SEBI Complaints Redressal System (SCORES): The investor complaints are processed in a centralised web-based complaints redressal system. Centralised database of all complaints received, online upload of the Action Taken Reports (ATRs) by the Company and online

viewing by investors of actions taken on the complaint and its current status are updated/ resolved electronically in the SEBI SCORES system/facility provided by Stock Exchange(s).

- (k) Other information: The details relating to the Director(s) proposed to be appointed/ re-appointed at the ensuing Annual General Meeting are provided as an annexure to the notice convening the said meeting.

In recognition of the initiative taken by the Ministry of Corporate Affairs (MCA), Government of India and as a contribution towards a greener environment, the Company has been sending all documents like General Meeting Notices (including AGM), Audited Financial Statements, Report of Directors, Auditors Report, etc. to a significant number of shareholders to their registered e-mail address made available to the Company by the Depositories or by the members themselves to the Company or its Registrar & Transfer agents. The above documents would also be available on the website of the Company at <https://www.pnbhousing.com/>

The Annual Report of the Company for the financial year 2024-25 will be mailed to the members through electronic means as stated above and in compliance with the guidelines issued by MCA vide its various notifications and circulars since March 2020, and circulars issued by SEBI relaxing various requirements. If any member wishes to get a hard copy of the Annual Report, the Company will send the same, free of cost, upon receipt of request from the member.

CEO and CFO Certification

In terms of Regulation 17(8) and Part B of Schedule II of SEBI Listing Regulation, a certificate from the Chief Executive Officer (CEO) and the Chief Financial Officer (CFO) of the Company confirming, amongst other aspects, the correctness of the financial statements, adequacy of internal control measures and matters to be reported to the Audit Committee, were taken on record at the Board Meeting held on 28th April, 2025 convened for approval of the audited financial results of the Company for the year under review. The said certification has been placed as Annexure A to this report.

Compliance with mandatory requirements

The Company has complied with the mandatory requirements as stipulated under Regulations 17 to 27, 34(3), 46, and 53 and other applicable provisions of the Listing Regulations. The Company has submitted the quarterly compliance status report to the Stock Exchanges within the prescribed time limit. The Company has received certificate(s) from Practising

Company Secretaries confirming that none of the Directors are debarred or disqualified and also a Certificate confirming that the Company has complied with the conditions of Corporate Governance as stipulated under the Listing Regulations. Both the certificates are placed as Annexures to the Directors' Report.

During the year under review, the Company has not raised any funds through Preferential Allotment or Qualified Institutions Placement as specified under the Listing Regulations.

Compliance with discretionary requirements

The status of adoption of the non- mandatory requirements as specified in Regulation 27(1) of the SEBI (LODR) Regulations, 2015, are as follows:

- a) The Board: The Board elects only Non-executive Director as the Chairperson for the Meeting. The Company had a regular Non-Executive Chairman till 31st December, 2024. Post his cessation from the office, a non-executive Chairman to preside over the meeting was elected in each Meeting of the Board. The Company has a Woman Director, Non-executive, Independent on the Board of the Company.
- b) Shareholder Rights: Half-yearly and other quarterly financial statements are published in newspapers, uploaded on Company's website <https://www.pnbhousing.com/>, submitted to Stock exchanges on which Equity shares/ Non-convertible debentures of the Company are listed viz., the National Stock Exchange of India Ltd., and the BSE Limited.
- c) Modified opinion(s) in audit report: There were no qualifications/modified opinion(s) on financial statements, by the Auditors.
- d) There are separate posts of the Chairman, and the MD & CEO. The Board elects a non-executive Chairperson, who is not related to the MD & CEO, for each meeting.
- e) Reporting of Internal Auditor: The Internal Auditor(s) of the Company reports directly to the Audit Committee without any restrictions.
- f) Risk Management: The Company has in place a board level Risk Management Committee. Details are provided in this Report.
- g) Independent Directors: The Independent Directors shall endeavor to hold at least two meetings in a financial year in the absence of Non-Independent Directors and Members of Management.

Strictures and Penalties during last 3 years

- a) During FY 2023-24 and 2024-25, no penalty/ strictures were imposed on the Company by BSE Limited/NSE Limited.
- b) During FY 2022-23, BSE Limited and NSE Limited had levied penalty of ₹4.25 lakh each plus GST on 21st November, 2022 and 21st February, 2023 respectively, for non-compliance with the proviso to Regulation 17 (1) (b) of Listing Regulations i.e., shortfall of one Independent Director on the Board.

Secretarial Standards

The Company has complied with the applicable provisions of Secretarial Standards issued by the Institute of Company Secretaries of India.

Declaration on Code of Conduct

In terms of Regulation 26(3) of the Listing Regulations all the members of the Board and Senior Management Personnel have affirmed compliance with the Code of Conduct of Board of Directors and Senior Management for the FY 2024-25. As required under Schedule V(D) of the said Regulations, a declaration signed by the Managing Director & Chief Executive Officer of the Company stating that the members of the Board and the Senior Management Personnel have affirmed compliance of their respective Codes of Conduct, is placed as Annexure B to the Corporate Governance Report.

Annexure-A

CEO/CFO CERTIFICATION FOR THE YEAR ENDED 31st MARCH, 2025

[Pursuant to Regulation 17(8) and Part B of Schedule II of SEBI (LODR) Regulations, 2015]

To,
The Board of Directors
PNB Housing Finance Limited
9th Floor, Antriksh Bhawan, 22 Kasturba Gandhi Marg,
New Delhi – 110 001

Sub: CEO and CFO certification for the year ended 31st March, 2025

In terms of Regulation 17(8) read with Part B of schedule II of SEBI (Listing obligations & Disclosure Requirements) Regulations 2015, we certify that:

- a) We have reviewed financial statements and the Cash Flow Statement for the year ended 31st March, 2025 and that to the best of our knowledge and belief:
 - I. these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 - II. these statements together present a true and fair view of the Company's affairs and are in compliance with existing Accounting Standards, applicable laws and regulations.
- b) There are, to the best of our knowledge and belief, no transactions entered by the Company during the year ended 31st March, 2025, which are fraudulent, illegal or violative of the Company's code of conduct.
- c) We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and we have disclosed to the Auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps taken or proposed to be taken to rectify these deficiencies.
- d) We have indicated to the auditors and the Audit Committee:
 - I. Significant changes in internal control if any, over financial reporting during the year;
 - II. Significant changes in accounting policies, if any, during the year and the same have been disclosed in the notes to the financial statements; and
 - III. Instances during the year of significant fraud, if any, of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

Date: 26th April, 2025
Place: New Delhi

Vinay Gupta
Chief Financial Officer

Girish Kousgi
Managing Director & CEO

Annexure-B

Declaration Regarding Compliance by Board Members and Senior Management Personnel with the Code of Conduct

Pursuant to Regulation 26(3) and Schedule V(D) of the Listing Regulations

The Board of Directors
PNB Housing Finance Limited
New Delhi

Dear members of the Board,

I, Girish Kousgi, Managing Director & Chief Executive Officer of PNB Housing Finance Limited hereby declare that all the members of the Board have affirmed compliance with the 'Code of Conduct of Board of Directors' for the financial year ended 31st March, 2025.

I further declare that all the members of Senior Management Personnel of the Company have affirmed compliance with the 'Code of Conduct of the Senior Management' for the financial year ended 31st March, 2025.

Place: New Delhi
Date: 26th April, 2025

Girish Kousgi
Managing Director & CEO

General Information to Shareholders

[Pursuant to Point 9 of Para C of Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

Annual General Meeting

37th Annual General Meeting

Day & Date: Thursday, 21st August, 2025

Time: 03:00 P.M. (IST)

Venue: Meeting is being conducted through Video Conferencing and Other Audio-Visual Means (VC/OAVM) pursuant to the MCA General Circular No. 14/2020 dated April 8, 2020, Circular No.17/2020 dated April 13, 2020, Circular No. 20/2020 dated May 05, 2020 read with various subsequent Circulars the latest being 19th September, 2024. For details, please refer to the Notice of this AGM (Deemed venue: 9th Floor, Antriksh Bhawan, 22 K G Marg, New Delhi – 110 001)

E – voting dates: 17th August, 2025 (Sunday) to 20th August, 2025, (Wednesday)

Financial Year

The Company follows financial year starting from 1st April of every year and ending on 31st March of the following year.

Our tentative calendar for declaration of results for the financial year 2025-26 are as follows

Quarter ended/ending	Board Meeting for results	Trading Window closure (tentative)
30 th June, 2025	3 rd / 4 th week of July 2025	From 1 st July, 2025 upto 48 hrs after disclosure of results
30 th September, 2025	3 rd / 4 th week of October 2025	From 1 st October, 2025 upto 48 hrs after disclosure of results
31 st December, 2025	3 rd / 4 th week of January 2026	From 1 st January, 2026 upto 48 hrs after disclosure of results
31 st March, 2026	3 rd / 4 th week of April 2026	From 1 st April, 2026 upto 48 hrs after disclosure of results

Dividend Payment Date

The Board of Directors of the Company at its Meeting held on 28th April, 2025 recommended dividend of ₹5 per equity share of face value of ₹10 each for the financial year 2024-25, subject to approval of the shareholders at the ensuing Annual General Meeting (AGM) and if declared, the same will be paid within 30 days from the date of conclusion of AGM to the shareholders through electronic mode, who have furnished bank account details to the Company/ its Registrar & Transfer Agents (RTA)/Depository Participants (DP).

Dividend amount payable will be subject to deduction of tax at source (TDS) at applicable rates. The details of TDS on dividend at applicable rates are made available on the website of the Company at <https://www.pnbhousing.com/Investor>

Record Date:

Friday, 1st August, 2025 is fixed as the 'Record Date' for determining entitlement of the members to Dividend for the financial year ended 31st March, 2025.

Listing Details

Equity Shares of PNB Housing Finance Limited are listed on the below mentioned Stock Exchanges. The International Securities Identification Number (ISIN) in respect of the equity shares of the Company is INE572E01012.

» Listing of Equity Shares

Sl. No.	Name of the Stock Exchange	Address of the Stock Exchange
1	National Stock Exchange of India Limited (NSE)	Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra Mumbai – 400 051 www.nseindia.com
2	BSE Limited (BSE)	Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai- 400 001 www.bseindia.com

» Listing of Debt Securities

The Non-Convertible Debentures (NCDs) issued by the Company on private placement are listed on the WDM segment of National Stock Exchange of India Limited. The details of outstanding NCDs as on 31st March, 2025 are provided in the table below:

Sl. No.	ISIN No.	Tenor	Coupon Rate	Amount issued (in ₹)	Issuance date	Maturity Date	Secured/ Unsecured
1	INE572E09320	10 Years	8.42%	2,100,000,000	18 th January, 2016	17 th January, 2026	Unsecured
2	INE572E09346	10 Years	8.39%	2,900,000,000	28 th April, 2016	28 th April, 2026	Unsecured
3	INE572E09627	3651 days	9.40%	247,000,000	7 th January, 2019	5 th January, 2029	Unsecured
4	INE572E09627	3634 days	9.40%	150,000,000	24 th January, 2019	5 th January, 2029	Unsecured
5	INE572E07068	6 Years	8.75%	5,000,000,000	7 th November, 2019	7 th November, 2025	Secured
		7 Years		5,000,000,000		7 th November, 2026	
		8 Years		5,000,000,000		7 th November, 2027	
		9 Years		5,000,000,000		7 th November, 2028	
		10 Years		5,000,000,000		7 th November, 2029	
6	INE572E07100	3 Years	8.60%	2,220,000,000	28 th June, 2023	28 th June, 2026	Secured
7	INE572E07126	5 Years	8.52%	4,000,000,000	6 th September, 2023	6 th September, 2028	Secured
8	INE572E07142	10 Years	8.13%	290,000,000	22 nd December, 2023	22 nd December, 2033	Secured
9	INE572E07159	5 years	8.33%	2,000,000,000	4 th July, 2024	4 th July, 2029	Secured
10	INE572E07167	2 Years 4 Months 23 Days	8.28%	3,500,000,000	7 th August, 2024	30 th December, 2026	Secured
11	INE572E07175	3 Years 3 Months 30 Days	8.24%	4,000,000,000	25 th September, 2024	24 th January, 2028	Secured
12	INE572E07183	2 Years 9 Months 15 Days	8.15%	3,000,000,000	14 th October, 2024	29 th July, 2027	Secured
13	INE572E07191	3 years	8.15%	2,800,000,000	29 th November, 2024	29 th November, 2027	Secured
14	INE572E07209	3 Years 3 Months 13 Days	8.10%	4,000,000,000	7 th January, 2025	20 th April, 2028	Secured
15	INE572E07217	5 years	8.05%	3,000,000,000	6 th February, 2025	6 th February, 2030	Secured
Total				59,207,000,000			

» Listing of Commercial Paper

The Company has listed its Commercial Papers (CPs) on National Stock Exchange of India Limited. The details of outstanding CPs as on 31st March, 2025 are provided in the table below:

Sl. No.	ISIN No.	Tenor	Coupon Rate	Amount issued (in ₹)	Issuance date	Maturity Date	Secured/ Unsecured
1	INES72E14JQ2 (CP – 514)	91 Days	7.75	5,000,000,000	29 th January, 2025	30 th April, 2025	Unsecured
2	INES72E14JS8 (CP – 515)	91 Days	7.53	5,000,000,000	17 th February, 2025	19 th May, 2025	Unsecured
3	INES72E14JRO (CP – 515)	91 Days	7.53	15,000,000,000	18 th February, 2025	20 th May, 2025	Unsecured
4	INES72E14JM1 (CP – 509)	365 Days	8.02	7,500,000,000	25 th September, 2024	25 th September, 2025	Unsecured
Total				32,500,000,000			

Listing Fee

The annual listing fee as applicable for the financial year 2024-25 has been paid within the prescribed time to NSE and BSE, where the securities of the Company are listed. Further, the Company has paid Annual Listing Fee to the above Stock Exchanges for the financial year 2025-26 in advance, as required under Listing Regulations.

Custodial Fee

The Annual Custodial Fee as applicable for the financial year 2024-25 has been paid within the due dates to Central Depository Services Limited (CDSL) and National Securities Depository Limited (NSDL).

Suspension of Securities

The securities of the Company have never been suspended from trading, since its listing.

Registrar and Transfer Agents

MUFG Intime India Private Limited (formerly known as Link Intime India Private Limited) is the Registrar and Transfer Agent (RTA) for Equity and Debt securities of the Company.

The contact details are as below:

MUFG Intime India Private Limited
(Formerly known Link Intime Private Limited)
C-101, 1st Floor, 247 Park, Lal Bahadur Shastri Marg, Vikhroli (West), Mumbai- 400 083, Maharashtra
Tel No. 022-49186000
Email: rnt.helpdesk@in.mpms.mufig.com
Website: www.in.mpms.mufig.com

The grievances, if any, received from the investors, and other correspondences relating to change of address, transmission, dematerialisation, revalidation, mandates, etc., are processed by our RTA within stipulated timelines as per SEBI guidelines from time to time. The transfers of shares in demat mode are processed by NSDL/CDSL through respective Depository Participant.

The shareholders are requested to write to the RTA for any queries on transfer/ transmission of shares, change of address and shareholdings, at the address given above.

Further, the Company has provided the email ID Investor.services@pnbhousing.com on its website for the purpose of registering complaints, if any, by the investors and quick redressal of the same is ensured.

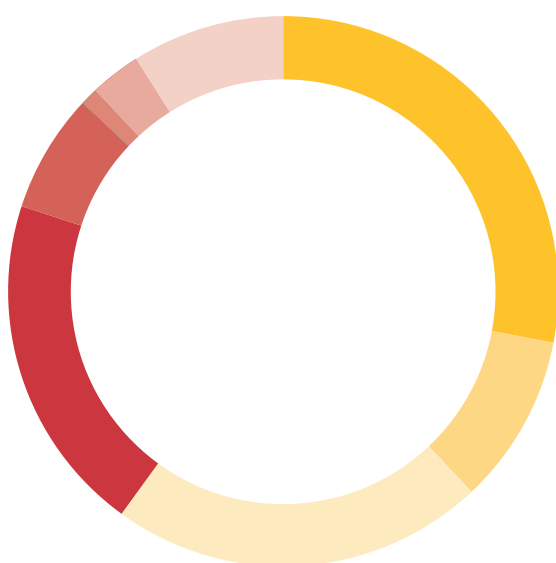
Share Transfer System

All the equity shares of the Company are held in Dematerialised form. The RTA receives a weekly report from the Depository about the beneficiaries as well as changes, if any.

Distribution of Shareholding as on 31st March, 2025

Sl. No.	Number of Shares	No. of shareholders	% of total	Total no. shares	% of total shares
1.	1 to 500	1,79,331	96.22	98,58,475	3.79
2.	501 to 1,000	3,796	2.03	26,78,532	1.03
3.	1,001 to 2,000	1,516	0.81	21,48,229	0.82
4.	2,001 to 3,000	499	0.26	12,35,320	0.47
5.	3,001 to 4,000	246	0.13	8,49,148	0.32
6.	4,001 to 5,000	139	0.07	6,37,568	0.24
7.	5,001 to 10,000	306	0.16	22,12,201	0.85
8.	10,001 to above	532	0.28	24,03,05,570	92.45
	Total	1,86,365	100.00	25,99,25,043	100.00

Shareholding Pattern as on 31st March, 2025



Promoters	28.10%
Quality Investment Holdings	10.44%
Foreign Institutional Investors	21.44%
Mutual Funds	20.08%
Insurance	6.68%
Bodies Corporates	1.26%
Alternative Investment Fund	3.11%
Public & Others	8.89%

Top 10 shareholders of the Company as on 31st March, 2025

Sl. No.	Name of the shareholder	Total No. of Equity Shares held	No. of Equity Shares held in DEMAT form	Total Shareholding as % of Total No. of Equity Shares
1.	Punjab National Bank-Promoter	7,30,51,205	7,30,51,205	28.10
2.	Quality Investment Holdings Pcc	2,71,24,311	2,71,24,311	10.44
3.	Government of Singapore	1,94,78,930	1,94,78,930	7.49
4.	Aditya Birla Sun Life Trustee Private Limited	76,98,539	76,98,539	2.96
5.	HSBC Mutual Fund	68,12,200	68,12,200	2.62
6.	Nippon Life India Trustee Ltd.	54,34,912	54,34,912	2.09
7.	Tata Mutual Fund	50,48,952	50,48,952	1.94
8.	HDFC Mutual Fund	44,65,255	44,65,255	1.71
9.	Axis Max Life Insurance Limited	43,07,557	43,07,557	1.66
10.	Canara Robeco Mutual Fund	42,27,310	42,27,310	1.63
Total		15,76,49,171	15,76,49,171	60.64

Dematerialisation of Shares and Liquidity

The Company's Equity Shares are compulsorily traded in dematerialised form on NSE and BSE. We have established connectivity with both the Depositories, i.e., NSDL and CDSL. The International Securities Identification Number (ISIN) allotted to the Ordinary (Equity) Shares under the Depository System is INE572E01012.

25,99,25,043 Equity Shares, representing 100% of the Company's share capital, are in dematerialised form as on 31st March, 2025.

Outstanding GDRs/ ADRs/ Warrants or any Convertible Instruments, Conversion Date and likely impact on Equity

The Company has not issued any GDRs/ ADRs/ Warrants or any convertible instruments in the past and hence, as on 31st March, 2025, the Company does not have any outstanding GDRs/ ADRs/ Warrants or any convertible instruments.

Commodity Price Risk or Foreign Exchange Risk and Hedging Activities

The Commodity price risk is not applicable to the Company. The Company has outstanding balance of its borrowings under External Commercial Borrowings and the Company has undertaken hedging to mitigate its foreign currency risk. The foreign currency risk is mitigated by entering into cross currency swaps and forward contracts.

Plant Locations

In view of the nature of the Company's business i.e., providing housing loan services, the Company is solely engaged in providing services and does not have any manufacturing plant location. However, the addresses of the branches are placed on the website of the Company.

Address for Correspondence

Registered Office:

PNB Housing Finance Limited

9th Floor, Antriksh Bhawan,

22 Kasturba Gandhi Marg,

New Delhi-110001

Phone Number: 011-66030500

Email Address: investor.services@pnbhousing.com

Extended Central Support Office:

'RMZ Infinity Park',

6th Floor,

Plot No.15, Udyog Vihar,

Gurugram, Haryana – 1220 08.

Phone Number: 0124-6030500

Email Address: investor.services@pnbhousing.com

Debenture Trustees

IDBI Trusteeship Services Limited is the Debenture Trustee for the NCDs issued by the Company.

The contact details are as below:

IDBI Trusteeship Services Limited

Universal Insurance Building,

Ground Floor, Sir P.M. Road,

Fort, Mumbai-400 001

Tel No. 022-40807000

E-mail: itsl@idbitrustee.com

Website: www.idbitrustee.com

Credit Rating

Ratings assigned by Credit Rating Agencies and migration, if any, of rating during the year are as follows:

During the year, CRISIL upgraded the Company's rating from AA 'Positive' to AA+ 'Stable' and ICRA assigned AA+ 'Stable' for bank term loans. The Company is rated AA+ 'Stable' from all the major rating agencies i.e. CARE, CRISIL, ICRA and India Ratings.

Particulars	As at 31st March, 2025	As at 31st March, 2024	Migration during the year
Deposits	CRISIL AA+ (Outlook-Stable)	CRISIL AA (Outlook -Positive)	Upgraded
	CARE AA+ (Outlook-Stable)	CARE AA+ (Outlook-Stable)	No change
Long-term bonds and debentures (Secured and Tier II BONDS)	CRISIL AA+ (Outlook-Stable)	CRISIL AA (Outlook-Positive)	Upgraded
	CARE AA+ (Outlook-Stable)	CARE AA+ (Outlook-Stable)	No change
	IND AA+ (Outlook-Stable)	IND AA+ (Outlook-Stable)	No change
	ICRA AA+ (Outlook-Stable)	ICRA AA+ (Outlook-Stable)	No change
Commercial Paper	CRISIL A1+	CRISIL A1+	No change
	CARE A1+	CARE A1+	No change
Bank Term Loans	CRISIL AA+ (Outlook-Stable)	CRISIL AA (Outlook-Positive)	Upgraded
	CARE AA+ (Outlook-Stable)	CARE AA+ (Outlook-Stable)	No change
	IND AA+ (Outlook-Stable)	IND AA+ (Outlook-Stable)	No change
	ICRA AA+ (Outlook-Stable)		Assigned

Unclaimed Dividend

In terms of Sections 124 and 125 of the Companies Act, 2013 (the Act) read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 (including any statutory modification(s) and/ or re-enactment(s) thereof for the time being in force) (IEPF Rules), Dividend, unpaid or unclaimed for a period of 7 years from the date of transfer to separate Unclaimed Dividend Account(s) of the Company, is liable to be transferred to the Investor Education and Protection Fund (IEPF).

Further, according to the Act read with the IEPF Rules, all the shares in respect of which dividend remains unpaid or unclaimed for 7 consecutive years or more shall also be transferred to the demat account of the IEPF Authority.

During the year under review, the Company did not have any unpaid or unclaimed Dividend or Shares that were liable to be transferred to IEPF, as the prescribed period of 7 years was not lapsed from the date of transfer of Dividend to separate Unclaimed Dividend Account(s) of the Company. Total unclaimed dividend amounts, pertaining to previous years, as on 31st March, 2025 was ₹3,92,004/-. The details are provided on the website of the Company.

Outstanding Unclaimed Shares

There are no shares in Demat Suspense Account / Unclaimed Suspense Account as on 31st March 2025.

Proceeds from Public Issue, Rights Issue, etc.

During the year, the Company has not raised capital through public issue, rights issue, etc.

Reconciliation of Share Capital Audit

As required by the SEBI (Depositories and Participants) Regulations, 2018, quarterly audit of the Company's share capital is being carried out by an independent external auditor with a view to reconcile the total share capital admitted with NSDL and CDSL and held in physical form, if any, with the issued and listed capital. The quarterly reports issued by Practicing Company Secretaries are submitted to NSE and BSE within the prescribed timelines and the same are also placed to the Board of Directors for information.

Updation of Shareholders Particulars

Shareholders holding shares in electronic/DEMAT form are requested to send their instructions directly to their Depository Participants (DPs) for registering nominations, update the bank account particulars, change of address, if any, mobile/ telephone numbers and the e-mail ID to the respective DPs for prompt and hassle-free updations and service.

Dispute Resolution through SCORES & Smart ODR

In terms of SEBI Circular dated March, 2018 on SEBI Complaints Redress System (SCORES), SEBI had requested the Members to approach the Company directly at the first instance for their grievance redressal. If the complaint does not get resolved within the prescribed timeline, then the Members may lodge a complaint with SEBI/Stock Exchanges for further action and the standard operating procedure for handling complaints by stock exchanges was provided under SEBI Circular dated 13th August, 2020. Accordingly, the Company is now required to resolve the complaints within a period of 30 days of receipt of the same.

The Company in co-ordination with the RTA, had sent SMS/ Emails/ registered letters to all its shareholders for creating awareness about the availability of online Dispute Resolution Mechanism at Stock Exchanges for registering their complaints against the Company/ RTA, for delay or default in processing their requests, in terms of SEBI circulars SEBI/HO/CFD/DIL2/P/CIR/2022/75 dated 5th May, 2022 and SEBI/HO/OIAE/2023/03391 dated 27th January, 2023.

SEBI ODR Portal

SEBI vide Circular Nos. SEBI/HO/OIAE/OIAE_IAD-1/P/CIR/2023/131 dated 31st July, 2023 (updated as on 11th August 2023), and SEBI/HO/OIAE/OIAE_IAD-1/P/CIR/2023/135 dated 4th August, 2023, post exhausting the option to resolve their grievances with the RTA/ Company directly and through existing SCORES platform, the investors can initiate dispute resolution through the ODR Portal (<https://smartodr.in/login>) and the same can also be accessed through the Company's website <https://www.pnbhousing.com/investors/contact>

The Company has also placed the related requisite information on its website.

Bank Account Particulars

In the light of developments in the field of electronic payment system by various modes viz., National Electronic Fund Transfer (NEFT), Real Time Gross Settlement (RTGS), etc., SEBI had issued a Circular CIR/MRD/ DP/10/2013 dated March 21, 2013 whereby it has been made mandatory for the Companies to maintain requisite bank details of their investors. Further, as per MCA General Circular No.20/2020 dated May 5, 2020, dividend amount in the earlier years were credited directly into the Bank accounts by way of NEFT, RTGS, etc. of the shareholders who had furnished bank account details to the Company/ RTA. In terms of the said circulars, the Company has been paying unclaimed dividend amounts, if any, to members through electronic mode into the bank account as per details sought from NSDL/ CDSL (demat accounts). Members are requested to update the bank account particulars or any change in the Bank account particulars promptly to their respective DPs.

The Company also had sent communication to the shareholders to claim their unclaimed dividends, if any, and to update their latest contact numbers, e-mail IDs, Bank account particulars, appointment of Nominees, etc. with their respective DPs.

Compliance Officers

Veena G. Kamath
Company Secretary
PNB Housing Finance Limited
9th Floor, Antriksh Bhawan,
22 K G Marg, New Delhi – 110 001
Email: investor.services@pnbhousing.com

Krishna Kant
Chief Compliance Officer
PNB Housing Finance Limited
9th Floor, Antriksh Bhawan,
22 K G Marg, New Delhi – 110 001
Email: compliance@pnbhousing.com

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF PNB HOUSING FINANCE LIMITED

Report on the audit of Standalone Financial Statements

Opinion

We have audited the accompanying Standalone financial statements of **PNB Housing Finance Limited** ("the Company"), which comprise the Standalone Balance Sheet as at 31st March 2025, the Standalone Statement of Profit and Loss (including Other Comprehensive Income), the Standalone Statement of Changes in Equity and the Standalone Statement of Cash Flows for the year then ended and notes to the standalone financial statements, including a summary of material accounting policies and other explanatory information (hereinafter referred to as "Standalone financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Standalone financial statements give the information required by the Companies Act, 2013 (the "Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended ("Ind AS"), the relevant circulars, guidelines and directions issued by the Reserve Bank of India (RBI) / National Housing Bank (NHB) from time to time (RBI / NHB Guidelines) and other accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March 2025, its standalone profit (including other comprehensive income), changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit of the Standalone financial statements in accordance with the Standards on Auditing (SAs) specified under Section 143(10) of the Act. Our responsibilities under those SAs are further described in the Auditor's Responsibilities for the Audit of the Standalone financial statements Section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ('ICAI') together with the ethical requirements that are relevant to our audit of the Standalone financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the Standalone financial statements.

Key Audit Matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the Standalone financial statements for the financial year ended 31st March 2025. These matters were addressed in the context of our audit of the Standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report.

Sr. No.	Key Audit Matter	Auditor's Response
1.	Assessment of impairment loss allowance of expected Losses (ECL) on loans	Audit Approach
	The Company has reported total gross loans of ₹75,886.93 crore and ₹1,119.36 crore of allowance for expected credit loss as on 31st March 2025 (Refer Note 6). The allowance for ECL on loan assets is a significant area of judgement and estimation in the Company's standalone financial statements. The determination of ECL under Ind AS 109 – Financial Instruments – involves the application of complex models and key assumptions, and requires significant management judgement. The Key aspects of ECL estimation include: » The application of the ECL model, which requires extensive and accurate data inputs » The use of judgemental models to estimate Probability of Default (PD), Loss Given Default (LGD), and Exposure at Default (EAD). PD and LGD, being the primary drivers of ECL estimates, are considered to be the most complex and judgemental areas of the Company's modelling approach. » The staging of loan assets based on qualitative and quantitative factors to assess significant increases in credit risk.	Our Audit approach to assess the allowance for Expected credit loss on loan assets included a combination of Controls and Substantive procedures as below: Understanding and evaluating the internal control environment » Testing key controls over the completeness and accuracy of data and assumptions used in the ECL model. » Assessing controls over the staging of loans, including the identification of significant increase in credit risk and default events. » Evaluating controls around model validation, governance, and approval processes. In addition to the above, we have performed the following procedures: » Obtaining an understanding of the methodology used by the Company for ECL computation and evaluating its compliance with the requirements of Ind AS 109.

Sr. No.	Key Audit Matter	Auditor's Response
	» The incorporation of forward-looking information, including macroeconomic forecasts and scenario-based modelling, requires management to apply significant judgement in selecting scenarios and determining their probability weightings. Given the high degree of estimation uncertainty, reliance on judgement, and the material impact of the ECL allowance on the standalone financial statements, this area has been identified as a key audit matter.	» Evaluation of the design and implementation of the model used by management for computing Expected Credit Loss (ECL) by assessing whether the programme logic aligns with the approved ECL methodology, including key assumptions. » Assessing the reasonableness of key assumptions such as Probability of Default (PD), Loss Given Default (LGD), and Exposure at Default (EAD). » Evaluating the appropriateness of the loan staging criteria and verifying staging for selected loan samples, including review of qualitative and quantitative triggers used by management. » Reperformance of the model calculations on a test basis, for testing the key inputs, assumptions, and validating the mathematical accuracy of the ECL. » Testing management controls over authorisation of management overlays, if any. » Assessing the incorporation of forward-looking information, including the evaluation of macroeconomic variables, scenario selection and weighting, and the overall reasonableness of the impact on ECL. Our procedures also included evaluating the adequacy of related disclosures in the standalone financial statements in accordance with the requirements of Ind AS 107 and Ind AS 109.
2.	Information Technology (IT) systems and controls over financial reporting	Audit Approach
	» The Company's financial reporting processes are highly dependent on its Enterprise Resource Planning (ERP) system, which interfaces with other operational systems that process key transactions related to loans, deposits, and borrowings. A significant portion of the Company's financial accounting and reporting is automated and relies on the effective functioning of these IT systems and controls » Given the complexity of the IT environment and the pervasive use of technology in processing and recording financial information, the integrity of financial data is highly reliant on the effectiveness of general IT controls (GITCs) and application-level controls. » If there are deficiencies in the IT control environment, there is a risk that errors or unauthorised changes could occur and not be detected, potentially leading to material misstatements in the standalone financial statements. Accordingly, due to the critical role of IT systems in financial reporting and the associated risk of material misstatement arising from IT control failures, the assessment of the design and operating effectiveness of general IT controls and relevant application controls has been identified as a key audit matter.	Our key audit procedures in this area included, but were not limited to, the following: » Obtain an understanding of the Company's information processing environment, including the IT General Controls (ITGCs) and automated application controls related to systems, databases, and operating platforms relevant to financial reporting. » Obtained an understanding of significant changes made to key IT applications and systems during the audit period that could impact financial accounting and reporting processes. » Performed the following procedures: - Tested IT General Controls related to User access management (including controls over privileged access, including provisioning, de-provisioning, and access review, change management processes for application and infrastructure changes, segregation of duties around programme development, back up management and disaster recovery and audit trail relating to key financial accounting and reporting processes. - Evaluated the Company's periodic access rights reviews, including inspection of approvals for system access changes and role assignments. - Tested key automated and business logic for key controls relevant to the audit; including testing of compensating controls or performed alternate procedures to assess whether there were any unaddressed IT risks that would materially impact control or completeness or accuracy of the Financial Statements. - We have relied on IS and other technology audits conducted during the year.

Information other than the Standalone financial statements and Auditors report thereon

The Company's Management and Board of Directors is responsible for the other information. The other information comprises the information included in the Company's Annual report but does not include the Standalone financial statements and our auditor's report thereon. The other information is expected to be made available to us after the date of this auditor's report.

Our opinion on the Standalone financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the Standalone financial statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the Standalone financial statements or our knowledge obtained during the course of our audit, or otherwise appears to be materially misstated.

When we read the other information, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance as required under SA 720 'The Auditor's responsibilities Relating to Other Information'.

Responsibilities of Management and Those Charged with Governance for the Standalone financial statements

The Company's Management and the Board of Directors is responsible for the matters stated in Section 134(5) of the Act with respect to the preparation and presentation of these Standalone financial statements that give a true and fair view of the financial position, financial performance, including other comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including Ind AS prescribed under Section 133 of the Act read with the Companies (Indian Accounting Standard) Rules 2015, and other accounting principles generally accepted in India and the applicable RBI/NHB guidelines.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgements and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Standalone financial statements, Management and the Board of Directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless Board of Director's either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Management and the Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of Standalone financial statements

Our objectives are to obtain reasonable assurance about whether the Standalone financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Standalone financial statements.

As part of an audit in accordance with SAs, we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

- » Identify and assess the risks of material misstatement of the Standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control;
- » Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system with reference to standalone financial statements in place and the operating effectiveness of such controls based on our audit;
- » Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by Management and Board of Directors;
- » Conclude on the appropriateness of Management and Board of Directors' use of the going concern basis of accounting in preparation of standalone financial statements and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern;

- » Evaluate the overall presentation, structure and content of the Standalone financial statements, including the disclosures, and whether the Standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation;

Materiality is the magnitude of misstatements in the standalone financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Standalone financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the Standalone financial statements.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal financial control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of Standalone financial statements of the financial year ended 31st March 2025 and are therefore the key audit matters. We describe these matters in our auditors' report unless law or regulation precludes public disclosures about the matters or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Other Matter

The standalone financial statements include the figures for the previous year ended 31st March 2024, which were audited by predecessor auditors who expressed an unmodified opinion as relevant on those Standalone financial statements vide their report dated 29th April 2024.

Our opinion on the standalone financial statements is not modified in respect of this matter.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-Section (11) of Section 143 of the Act, we give in the "Annexure A"

a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

2. As required by Section 143(3) of the Act, based on our audit, we report to the extent applicable that:
 - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the accompanying standalone financial statements;
 - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books except for the matters stated in paragraph 2(h)(vi) below on reporting under rule 11(g) of the companies(Audit and Auditors) Rules 2014 (as amended) ("the Rules").
 - (c) The Standalone Balance Sheet, the Standalone Statement of Profit and Loss (including other comprehensive income), the Standalone statement of changes in equity and the Standalone of Cash Flows dealt with by this Report are in agreement with the relevant books of account;
 - (d) In our opinion, the aforesaid Standalone financial statements comply with the Ind AS prescribed under Section 133 of the Act, read with the relevant rules issued thereunder;
 - (e) On the basis of the written representations received from the directors as on 31st March 2025 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March 2025 from being appointed as a director in terms of Section 164(2) of the Act;
 - (f) With respect to the adequacy of the internal financial controls with reference to the Standalone financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B"; Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial Controls with reference to the Standalone Financial statements;
 - (g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of Section 197(16) of the Act, as amended:

In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with

requisite approvals mandated by the provisions of Section 197 read with Schedule V of the Act; and

- (h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014 as amended, in our opinion and to the best of our information and according to the explanations given to us:
- i. The Company has disclosed the impact of pending litigations as on 31st March 2025, on its financial position in its Standalone financial statements – Refer Note 40 to the Standalone financial statements.
 - ii. The Company has recognised provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts – Refer Note 15 to the Standalone financial statements;
 - iii. The Company was regular in depositing the amounts required to be transferred to the Investor Education and Protection Fund except for the instances as reported in the Note 44.4 to the Standalone financial statements;
 - iv. (a) The Management has represented that, to the best of its knowledge and belief, as disclosed in Note 48 to the Standalone financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
 - (b) The Management has represented, that, to the best of its knowledge and belief, as disclosed in Note

48 to the Standalone financial statements no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and

- (c) Based on such audit procedures performed that have been considered reasonable and appropriate in the circumstances; nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.
- v. The Company has not paid any dividend during the year. Further, as stated in note 24.9 to the standalone financial statements, the Board of Directors of the Company has proposed final dividend for the year which is subject to the approval of the members at the ensuing Annual General Meeting. Such dividend proposed is in accordance with Section 123 of the Act, as applicable.
- vi. Based on our examination, which included test checks, the Company has used various accounting software for maintaining books of account which has feature of recording audit trail (edit log) facility and has been operated throughout the year for all relevant transactions recorded in the respective software, except that:
 - (a) At database level audit trail was not enabled in three software for the entire year and was enabled for part of the year in three software.
 - (b) In one accounting software which is hosted on third party service provider location independent service auditor's report made available to us does not contain any reporting reference with

regards to audit trail feature at the database level to log any direct data changes. Hence, we are unable to comment whether database level audit trail was enabled or not in respect of such software.

Further, other than as mentioned above, during the course of our examination, we did not come across any instance of audit trail feature being tampered with.

- (c) The Audit trail wherever available has been maintained by the Company as per the statutory requirements for records retention as per Proviso to Rule 3 (1) of the Companies (Accounts Rules) 2014.

For **M M Nissim & Co LLP**

Chartered Accountants

Firm Registration No. 107122W/W100672

For **C N K & Associates LLP**

Chartered Accountants

Firm Registration No. 101961W/W-100036

Navin Kumar Jain

Partner

Membership No. 090847

UDIN: 25090847BMIJGO7599

Place: Gurugram

Date: 28th April 2025

Hiren Shah

Partner

Membership No. 100052

UDIN: 25100052BMHUNQ4523

Place: Gurugram

Date: 28th April 2025

ANNEXURE “A” TO THE INDEPENDENT AUDITOR’S REPORT

(Referred to in paragraph 1 under “Report on other Legal and Regulatory requirements” in the Independent Auditor’s Report of even date to the members of PNB Housing Finance Limited (“the Company”) on the Standalone financial statements for the year ended 31st March 2025)

In terms of the information and explanations sought by us and given by the Company and the books of account and records examined by us in the normal course of audit and to the best of our knowledge and belief, we state that:

(i) In respect of the Company’s Property Plant and Equipment and Intangible assets:

- (a) A. The Company has maintained proper records showing full particulars, including quantitative details and situation of Property Plant and Equipment,
- B. The Company has maintained proper records showing full particulars, of Intangible assets;
- (b) The Company has a regular programme me of physical verification of its property, plant and equipment by which property, plant and equipment are verified once in two years, which in our opinion, is reasonable having regard to the size of the Company and nature of its property, plant and equipment. In accordance with this programme me, property, plant and equipment were not physically verified during the year.
- (c) According to the information and explanations given to us and based on examination of the records and registered sale deeds / transfer deeds / conveyance deeds provided to us, the title deeds, comprising all the immovable properties included in Note 12 of Standalone financial statements (i.e. Property, Plant and Equipment), are held in the name of the Company as at the balance sheet date.
- (d) The Company has not revalued its property, plant and equipment (including right-of-use assets) and intangible assets during the year and accordingly, reporting under clause 3(i)(d) of the Order is not applicable;
- (e) According to information and explanations given by the management and based on examination of the records, no proceedings have been initiated or are pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988, as amended and rules made thereunder and

accordingly, reporting under provisions of clause 3(1)(e) of the Order is not applicable;

- (ii) (a) The Company is engaged in providing financial services primarily into non-banking financial services (NBFC). Accordingly, it does not hold any inventories and, reporting under provisions of clause 3(ii)(a) of the Order is not applicable;
- (b) As per the information and explanations given to us, the Company has been sanctioned working capital limits in excess of five crore rupees, in aggregate, at points of time during the year, from banks or financial institutions on the basis of security of current assets. In our opinion and according to the information and explanations given to us, the quarterly returns or statements filed by the Company with such banks or financial institutions are in agreement with the unaudited books of account (principal outstanding) of the Company of the respective quarters and no discrepancies have been observed.
- (iii) (a) The Company’s principal business is to give loans and accordingly, reporting under clause 3(iii)(a) of the Order is not applicable;
- (b) According to the information and explanations given to us, the Company has not provided any guarantees or given any security or advances in the nature of loan during the year. Further, the investments made and the terms and conditions of the grant of loans during the year, are prima facie not prejudicial to the interest of the Company;
- (c) In respect of loans asset, the schedule of repayment of principal and payment of interest has been stipulated. Except for loans where there are delays or defaults in repayment of principal and/or payment of interest as at the balance sheet date, in respect of which the Company has disclosed the accounting policy in Note 2.21 and asset classification/staging in Note 6.2 to the Standalone Financial Statements in accordance with Ind AS and the guidelines issued by the regulators, the parties are repaying the principal amounts, as stipulated, and are also regular in payment of interest, as applicable. Having regard to the nature of the Company’s business and the voluminous nature of loan transactions involved, it is not practicable to furnish entity wise list of loan assets where delinquencies in the repayment of principal and interest have been identified.

- (d) The total amount overdue for more than ninety days, in respect of loans and advances granted by the Company in the nature of loans including interest thereon, as at 31st March 2025, is ₹872.20 crore (2,729 cases). The Company has taken reasonable steps in its normal course of business for recovery of overdue principal and interest in respect of such loans as stated in the applicable Regulations and Loan agreements.
- (e) According to the records of the Company examined by us, the Company is engaged primarily in providing loans and accordingly, reporting under the provisions of clause 3(iii)(e) of the Order are not applicable to the Company.
- (f) According to the records of the Company examined by us, the Company has not granted any loans or advances in the nature of loans either repayable on demand or without specifying any terms or period of repayment during the year and accordingly reporting under the provisions of clause 3(iii)(f) of the Order are not applicable;
- (iv) the Company has not granted any loans, made investments or provided guarantees and securities to the parties that are covered under the provision of Section 185 and 186 of the Act during the year. Accordingly, reporting under the provisions of clause 3(iv) of the Order are not applicable.
- (v) The Company has complied with the directives issued by the Reserve Bank of India with regard to the deposits accepted and amounts deemed to be deposits
- (vii) (b) Details of statutory dues referred to above which have not been deposited as on 31st March 2025 on account of dispute are given below:
- during the year except for delays in deposit to Investor Education and Protection Fund as is reported Note 44.4 of Standalone financial statements. The Company being a Housing Finance Company registered with National Housing Bank, provisions of Sections 73 to 76 or any other relevant provisions of the Act, and the Companies (Acceptance of Deposits) Rules, 2014, as amended are not applicable. According to the information and explanations given to us, no order has been passed by the Company Law Board or the National Company Law Tribunal or Reserve Bank of India or by any other court or tribunal with regard to aforesaid deposits.
- (vi) The maintenance of cost records has not been specified by the Central Government under Section 148(1) of the Act for the business activities carried out by the Company and accordingly, reporting under the provisions of clause 3(vi) of the Order are not applicable.
- (vii) (a) In our opinion the Company has been generally regular in depositing undisputed statutory dues, including provident fund, employee state insurance, income tax, goods and service tax, customs duty, cess and other material statutory dues applicable to it with appropriate authorities. There were no undisputed amounts payable in respect of provident fund, employee state insurance, income tax, goods and service tax, customs duty, cess and other material statutory dues in arrears as at 31st March 2025 for a period of more than six months from the date they became payable.

Name of Statute	Nature of disputed dues	Amount* (₹in crore)	Period to which it relates	Forum where dispute is pending
Income Tax Act	Income Tax Demand/ Penalty/ Interest	45.92	A.Y. 2017-18 to A.Y. 2020-21	National Faceless Assessment Center
Income Tax Act	Income Tax Demand/ Penalty/ Interest	0.50	AY 2024-25	National Faceless Assessment Center
Goods and Service tax Act, 2017	GST Tax Demand/ Penalty/ Interest	4.18	FY 2017-18 to 2019-2020	Commissioner
Goods and Service tax Act, 2017	GST Tax Demand/ Penalty/ Interest	0.27	FY 2017-18	Commissioner
Goods and Service tax Act, 2017	GST Tax Demand/ Penalty/ Interest	0.58	FY 2018-19	Commissioner
Goods and Service tax Act, 2017	GST Tax Demand/ Penalty/ Interest	1.25	FY 2019-20	Commissioner
Goods and Service tax Act, 2017	GST Tax Demand/ Penalty/ Interest	2.59	FY 2019-20 to 2022-2023	Commissioner
Goods and Service tax Act, 2017	GST Tax Demand/ Penalty/ Interest	34.31	FY 2020-21	Commissioner

*net of amount deposited under protest

- (viii) There were no transactions relating to previously unrecorded income that have been surrendered or disclosed as income during the year in the tax assessments under Income Tax Act, 1961.
- (ix) (a) The Company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender during the year.
- (b) According to information and explanations given by the management, the Company has not been declared wilful defaulter by any bank or financial institution or other lender or government or any government authority during the year.
- (c) According to the information and explanations given to us and based on examination of the records, the term loans raised during the year were applied for the purposes for which the loans were raised other than temporary deployment pending application of proceeds which were not required for immediate utilisation have been invested in readily realisable liquid investments.
- (d) According to the information and explanations given to us, and the procedures performed by us, and on an overall examination of the financial statements of the Company, we report that funds raised on short-term basis have, prima facie not been used for long-term purposes by the Company.
- (e) The Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries; The Company does not have any associates or joint ventures.
- (f) The company has not raised loans during the year on the pledge of securities held in its subsidiaries. The Company does not have any associates or joint ventures.
- (x) (a) The Company has not raised any money by way of initial public offer or further public offer (including debt instruments) during the year and accordingly, reporting under the provisions of clause 3(x)(a) of the Order are not applicable;
- (b) The Company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally) during the year and accordingly, reporting under clause 3(x) (b) of the Order are not applicable;.
- (xi) (a) According to the information and explanations given to us, and the procedures performed by us we report that no fraud by the Company and no fraud on the Company has been noticed or reported during the year;
- (b) No report under Section 143(12) of the Companies Act, 2013 has been filed by the auditors in Form ADT-4 as prescribed under Rule 13 of the Companies (Audit and Auditors) Rules, 2014 with the Central government during the year and up to the date of this report;
- (c) We have taken into consideration the whistle-blower complaints received from the Company during the year.
- (xii) The Company is not a Nidhi Company and accordingly reporting under clause 3(xii) of the Order is not applicable;
- (xiii) All transactions with the related parties are in compliance with Sections 177 and 188 of the Act, where applicable, and the requisite details have been disclosed in the Standalone financial statements, as required by the applicable Ind AS.
- (xiv) (a) Based on our examination, the Company has an adequate internal audit system as required under Section 138 of the Act which is commensurate with the size and nature of its business;
- (b) We have considered the reports of the internal auditors issued till date for the period under audit;
- (xv) In our opinion and according to the information and explanation given to us, Company has not entered into any non-cash transactions with its directors or persons connected with them during the year hence provision of Section 192 of the Act are not applicable to the Company and accordingly, reporting under the provisions of clause 3(xv) of the Order is not applicable;
- (xvi) (a) As the Company is a Non-Banking Financial Company and registered under National Housing Bank (NHB) Act, 1987, it has been exempted from the requirement of Registration under Section 45-IA of Reserve Bank of India Act, 1934. Accordingly, reporting under clause 3(xvi) (a) of the Order is not applicable to the Company;
- (b) The Company has conducted Housing Finance activities during the year with a valid Certificate

of Registration (CoR) from the National Housing Bank.

- (c) The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India and accordingly, reporting under clause 3(xvi)(c) of the Order is not applicable for the year;

- (d) There is no Core investment Company within the group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016) and accordingly reporting under clause 3 (xvi)(d) of the Order is not applicable;

- (xvii) The Company has not incurred cash losses in current year and in immediately preceding financial year and accordingly, reporting under clause 3(xvii) of the order is not applicable;

- (xviii) There was no resignation of statutory auditors during the year and accordingly, reporting under clause 3(xviii) of the Order is not applicable;

- (xix) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, assets liability maturity pattern (ALM) and other information accompanying Standalone financial statements, and on our knowledge of the Board of the Directors and Management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that there exists any material uncertainty as on the date of the audit report indicating that the Company is not capable of meeting its liabilities existing as the date

of the balance sheet as and when they fall due within a period of one year from the balance sheet date. We however state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on facts up to the date of the audit report and we neither give any guarantee nor assurance that all liabilities falling due within a period of one year from the Balance sheet date will get discharged by the Company as and when they fall due.

- (xx) (a) There are unspent amounts towards Corporate Social Responsibility ("CSR") other than ongoing projects requiring a transfer to a Fund specified in Schedule VII to the Companies Act, 2013 in compliance with second proviso to sub-Section (5) of Section 135 of the said Act. Accordingly, reporting under clause 3(xx)(a) of the Order is not applicable for the year.
- (b) The Company has transferred the amount remaining unspent in respect of ongoing projects, to a Special Account, before the date of the report and within a period of 30 days from the end of the financial year in compliance with the provision of Section 135(6) of the Act.

For **M M Nissim & Co LLP**
Chartered Accountants
Firm Registration No.
107122W/W100672

Navin Kumar Jain
Partner
Membership No. 090847
UDIN: 25090847BMIJGO7599
Place: Gurugram
Date: 28th April 2025

For **C N K & Associates LLP**
Chartered Accountants
Firm Registration No.
101961W/W-100036

Hiren Shah
Partner
Membership No. 100052
UDIN: 25100052BMHUNQ4523
Place: Gurugram
Date: 28th April 2025

ANNEXURE “B” TO THE INDEPENDENT AUDITOR’S REPORT

Report on the Internal Financial Controls with reference to the aforesaid Standalone financial statements under Clause (i) of sub-section 3 of Section 143 of the Companies Act, 2013 (“the Act”)
(Referred to in paragraph 2(f) under ‘Report on Other Legal and Regulatory Requirements’ Section of our report of even date)

We have audited the internal financial controls with reference to Standalone financial statements of PNB Housing Finance Limited (“the Company”) as of 31st March 2025, in conjunction with our audit of the Standalone financial statements of the Company for the year ended on that date.

Management and Board of Director’s Responsibilities for Internal Financial Controls

The Company’s management and the Board of Directors are responsible for establishing and maintaining internal financial controls based on the internal control with reference to Standalone financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (“Guidance Note”) issued by the Institute of Chartered Accountants of India (‘ICAI’). These responsibilities include the design, implementation and maintenance of adequate internal financial controls with reference to Standalone financial statements that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company’s policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors’ Responsibility

Our responsibility is to express an opinion on the Company’s internal financial controls with reference to Standalone financial statements based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting and the Standards on Auditing, issued by ICAI prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, , with reference to standalone financial statements both applicable to an audit of Internal Financial Controls with reference to Financial statements, both issued by the ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference

to Standalone financial statements were established and maintained and whether such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to the Standalone financial statements and their operating effectiveness. Our audit of internal financial controls with reference to Standalone financial statements includes obtaining an understanding of such internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor’s judgement, including the assessment of the risks of material misstatement of the Standalone financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the Company’s internal financial controls with reference to Standalone Financial Statements.

Meaning of Internal Financial Controls over Financial Reporting

A company’s internal financial controls with reference to Standalone financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of Standalone financial statements for external purposes in accordance with generally accepted accounting principles. A company’s internal financial control over financial reporting includes those policies and procedures that;

- (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company;
- (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of Standalone financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorisations of Management and Directors of the Company; and
- (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the Company’s assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting with reference to Standalone financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting with reference to Standalone financial statements to future periods are subject to the risk that the internal financial control over financial reporting with reference to Standalone financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, the Company has, in all material respects an adequate internal financial controls over financial reporting with reference to Standalone financial statements and such internal financial controls over financial reporting

with reference to Standalone financial statements were operating effectively as at 31st March 2025, based on the criteria for internal financial control over financial reporting with reference to Standalone financial statements established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (the "Guidance Note").

For **M M Nissim & Co LLP**
Chartered Accountants
Firm Registration No.
107122W/W100672

Navin Kumar Jain

Partner
Membership No. 090847
UDIN: 25090847BMIJG07599
Place: Gurugram
Date: 28th April 2025

For **C N K & Associates LLP**
Chartered Accountants
Firm Registration No.
101961W/W-100036

Hiren Shah

Partner
Membership No. 100052
UDIN: 25100052BMHUNQ4523
Place: Gurugram
Date: 28th April 2025

STANDALONE BALANCE SHEET

as at 31st March 2025

Particulars	Notes	(₹ in crore)	
		As at 31 st March 2025	As at 31 st March 2024
ASSETS			
Financial assets			
Cash and cash equivalents	3	2,097.35	2,141.77
Bank balance other than cash and cash equivalents	4	1,367.99	356.86
Derivative financial instruments	15	-	135.01
Receivables	5		
Trade receivables		49.85	52.07
Other receivables		0.41	0.08
Loans	6	74,767.57	64,204.76
Investments	7	3,380.76	4,345.26
Other financial assets	8	346.53	569.80
		82,010.46	71,805.61
Non-financial assets			
Current tax assets (net)	9	1.29	163.36
Deferred tax assets (net)	10	170.76	127.49
Investment property	11	0.51	0.51
Property, plant and equipment	12	81.79	66.47
Right-of-use assets	12	132.59	123.09
Capital work-in-progress	12.1	4.67	5.43
Intangible assets under development	12.2	11.47	9.82
Other Intangible assets	13	23.96	16.37
Other non- financial assets	14	59.03	53.06
		486.07	565.60
Total Assets		82,496.53	72,371.21
LIABILITIES AND EQUITY			
Liabilities			
Financial liabilities			
Derivative financial instruments	15	50.12	-
Payables			
Trade payables	16		
Total outstanding dues of micro enterprises and small enterprises		1.27	2.12
Total outstanding dues of creditors other than micro enterprises and small enterprises		23.36	45.32
Other payable			
Total outstanding dues of micro enterprises and small enterprises		-	-
Total outstanding dues of creditors other than micro enterprises and small enterprises		-	-
Debt securities	17	8,573.45	7,851.93
Borrowings (other than debt securities)	18	35,555.02	28,666.95
Deposits	19	17,641.55	17,758.17
Subordinated liabilities	20	539.59	739.49
Other financial liabilities	21	3,030.83	2,163.29
		65,415.19	57,227.27
Non-financial liabilities			
Provisions	22	20.58	19.78
Other non-financial liabilities	23	227.06	191.79
		247.64	211.57
Equity			
Equity share capital	24	259.93	259.72
Other equity	25	16,573.77	14,672.65
Total equity		16,833.70	14,932.37
Total Liabilities and Equity		82,496.53	72,371.21
Corporate and other information along with material accounting policies.	18&2		
The accompanying notes are an integral part of the standalone financial statements.			

In terms of our report of even date

For M M Nissim & Co LLP
Chartered Accountants
FR No.: 107122W/W100672

Navin Kumar Jain
Partner
M. No.: 090847
Place: Gurugram

For C N K & Associates LLP
Chartered Accountants
FR No.: 101961W/W-100036

Hiren Shah
Partner
M. No.: 100052
Place: Gurugram

Date: 28th April 2025

For and on behalf of the Board of Directors

Girish Kousgi
Managing Director & CEO
DIN: 08524205
Place: Gurugram

Tejendra Mohan Bhasin
Director
DIN: 03091429
Place: Jim Corbett

Vinay Gupta
Chief Financial Officer
ACA: 500609
Place: Gurugram

Veena Kamath
Company Secretary
ACS: 23788
Place: Gurugram

STANDALONE STATEMENT OF PROFIT AND LOSS

for the year ended 31st March 2025

(₹ in crore)			
Particulars	Notes	Current Year	Previous Year
Revenue from operations			
Interest income	26	7,241.23	6,706.24
Fees and commission income	27	364.31	272.89
Net gain on fair value changes	28	27.22	34.61
Total revenue from operations		7,632.76	7,013.74
Other income	29	28.46	10.24
Total income		7,661.22	7,023.98
Expenses			
Finance costs	30	4,552.55	4,262.42
Impairment on financial instruments and write offs	31	(158.55)	171.01
Employee benefits expenses	32	329.38	264.13
Fees and commission expenses		13.66	10.59
Depreciation, amortisation and impairment		55.75	50.98
Others expenses	33	372.56	293.17
Total expenses		5,165.35	5,052.30
Profit before exceptional items & tax		2,495.87	1,971.68
Exceptional items		-	-
Profit before tax		2,495.87	1,971.68
Tax expense/(credit)			
Current tax	34	566.88	420.89
Deferred tax (credit)/charge	34	(19.96)	23.37
Profit for the year		1,948.95	1,527.42
Other comprehensive (loss)/income			
A (i) Items that will not be reclassified to profit or loss			
Remeasurement (loss)/gain on defined benefit plan		(0.67)	(0.89)
(ii) Tax relating to items that will not be reclassified to profit or loss		0.17	0.22
Subtotal (A)		(0.50)	(0.67)
B (i) Items that will be reclassified to profit or loss			
Cash flow hedge		(92.65)	(21.07)
(ii) Tax relating to items that will be reclassified to profit or loss		23.32	5.30
Subtotal (B)		(69.33)	(15.77)
Other comprehensive (loss)/income (A + B)		(69.83)	(16.44)
Total comprehensive income for the year		1,879.12	1,510.98
Earnings per equity share (Face value of ₹10/- each fully paid up)			
Basic (₹)	35	75.02	59.12
Diluted (₹)	35	74.74	58.94
Corporate and other information alongwith material accounting policies. The accompanying notes are an integral part of the standalone financial statements.		1&2	

In terms of our report of even date

For M M Nissim & Co LLP
Chartered Accountants
FR No.: 107122W/W100672

Navin Kumar Jain
Partner
M. No.: 090847
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Director
DIN: 03091429
Place: Jim Corbett

Veena Kamath
Company Secretary
ACS: 23788
Place: Gurugram

STANDALONE STATEMENT OF CHANGES IN EQUITY

for the year ended 31st March 2025

A. Equity share capital*

As at 31st March 2025

(₹ in crore)

Particular	Balance as at 1 st April 2024	Changes in Equity Share Capital due to prior period errors	Restated balance as at 1 st April 2024	Changes in equity share capital during the current year	Balance as at 31 st March 2025
Equity share capital	259.72	-	259.72	0.21	259.93

As at 31st March 2024

(₹ in crore)

Particular	Balance as at 1 st April 2023	Changes in Equity Share Capital due to prior period errors	Restated balance as at 1 st April 2023	Changes in equity share capital during the previous year	Balance as at 31 st March 2024
Equity share capital	168.86	-	168.86	90.86	259.72

B. Other equity*

(₹ in crore)

Particular	Share application money pending allotment	Reserves and surplus					Other comprehensive income	Total other equity
		Securities premium	Special reserve	Statutory reserve	Share option outstanding account	Retained earnings	Effective portion of cash flow hedges	
Balances as at 1 st April 2023	0.20	4,072.48	1,179.76	334.97	50.01	5,189.12	(42.83)	10,783.71
Changes in accounting policy/prior period errors	-	-	-	-	-	-	-	-
Restated balance at the beginning of the year	0.20	4,072.48	1,179.76	334.97	50.01	5,189.12	(42.83)	10,783.71
Profit for the year	-	-	-	-	-	1,527.42	-	1,527.42
Fair value changes on derivatives	-	-	-	-	-	-	(15.77)	(15.77)
Remeasurement of net defined benefit liabilities/assets	-	-	-	-	-	(0.67)	-	(0.67)
Total comprehensive income for the year	-	-	-	-	-	1,526.75	(15.77)	1,510.98
Transfer to special reserve [#]	-	-	236.00	-	-	(236.00)	-	-
Transfer to statutory reserve ^{##}	-	-	-	70.00	-	(70.00)	-	-
Share allotted against share application money during the year	(0.20)	-	-	-	-	-	-	(0.20)
Premium on shares issued during the year	-	2,377.78	-	-	-	-	-	2,377.78
Employee stock option exercised during the year (Refer Note 24.8)	-	3.00	-	-	(3.00)	-	-	-
Share-based payment to employees (Refer Note 24.8 (iv))	-	-	-	-	14.46	-	-	14.46
Transfer on account of stock option lapsed/expired (net of taxes)	-	-	-	-	(14.92)	0.84	-	(14.08)

STANDALONE STATEMENT OF CHANGES IN EQUITY

for the year ended 31st March 2025

(₹ in crore)

Particular	Share application money pending allotment	Reserves and surplus					Other comprehensive income	Total other equity
		Securities premium	Special reserve	Statutory reserve	Share option outstanding account	Retained earnings	Effective portion of cash flow hedges	
Balances as at 31st March 2024	-	6,453.26	1,415.76	404.97	46.55	6,410.71	(58.60)	14,672.65
Changes in accounting policy/prior period errors	-	-	-	-	-	-	-	-
Restated balance at the beginning of the year	-	6,453.26	1,415.76	404.97	46.55	6,410.71	(58.60)	14,672.65
Profit for the year	-	-	-	-	-	1,948.95	-	1,948.95
Fair value changes on derivatives	-	-	-	-	-	-	(69.33)	(69.33)
Remeasurement of net defined benefit liabilities/assets	-	-	-	-	-	(0.50)	-	(0.50)
Total comprehensive income for the year	-	-	-	-	-	1,948.45	(69.33)	1,879.12
Transfer to special reserve [#]	-	-	345.00	-	-	(345.00)	-	-
Transfer to statutory reserve ^{##}	-	-	-	45.00	-	(45.00)	-	-
Share allotted against share application money during the year	-	-	-	-	-	-	-	-
Premium on shares issued during the year	-	6.76	-	-	-	-	-	6.76
Employee stock option exercised during the year (Refer Note 24.8)	-	3.61	-	-	(3.61)	-	-	-
Share based payment to employees (Refer Note 24.8 (iv))	-	-	-	-	17.68	-	-	17.68
Transfer on account of stock option lapsed/expired (net of taxes)	-	-	-	-	(9.68)	7.24	-	(2.44)
Balances as at 31st March 2025	-	6,463.63	1,760.76	449.97	50.94	7,976.40	(127.93)	16,573.77

*Refer Note 25 for nature and the purpose of reserves.

[#]As per Section 29C(i) of the National Housing Bank Act, 1987, the Company is required to transfer at least 20% of its net profit every year to a reserve before any dividend is declared. For this purpose any Special Reserve created by the Company under Section 36(1) (viii) of the Income Tax Act, 1961 is considered to be an eligible transfer. The Company has transferred an amount of ₹345.00 crore (Previous year ₹236.00 crore) to Special Reserve in terms of Section 36(1) (viii) of the Income Tax Act, 1961.

^{##}The Company has transferred an amount of ₹45.00 crore (Previous year ₹70.00 crore) to Statutory Reserve u/s 29C of the National Housing Bank Act, 1987.

The accompanying notes are an integral part of the standalone financial statements.

In terms of our report of even date

For M M Nissim & Co LLP
Chartered Accountants
FR No.: 107122W/W100672

Navin Kumar Jain
Partner
M. No.: 090847
Place: Gurugram

For C N K & Associates LLP
Chartered Accountants
FR No.: 101961W/W-100036

Hiren Shah
Partner
M. No.: 100052
Place: Gurugram

Date: 28th April 2025

For and on behalf of the Board of Directors

Girish Kousgi
Managing Director & CEO
DIN: 08524205
Place: Gurugram

Vinay Gupta
Chief Financial Officer
ACA: 500609
Place: Gurugram

Tejendra Mohan Bhasin
Director
DIN: 03091429
Place: Jim Corbett

Veena Kamath
Company Secretary
ACS: 23788
Place: Gurugram

STANDALONE STATEMENT OF CASH FLOW

for the year ended 31st March 2025

(₹ in crore)

Particulars	Current Year	Previous Year
Cash flow from operating activities		
Profit before tax	2,495.87	1,971.68
Adjustment to reconcile profit before tax to net cash flows:		
Depreciation, amortisation and impairment	55.75	50.98
Net (gain)/loss on sale of property, plant and equipment	(0.00)	0.25
Impairment on financial instruments	34.85	(182.60)
Assets held for sale written off	0.28	-
Net (gain) on financial asset at fair value through profit and loss	(13.44)	(16.15)
Share based payment expense	17.68	14.46
Impact of effective interest rate on financial assets	(171.55)	(70.69)
Impact of effective interest rate on financial liabilities	(3.43)	32.79
Interest expenses	4,542.31	4,255.20
Unwinding on derecognised (assigned) loans	210.95	177.76
Loss on restructured financial assets	24.30	9.81
Interest on leases including modification gain/(loss)	9.61	6.46
Bad debts written-off	253.77	452.49
	4,961.08	4,730.76
Operating profits before changes in working capital	7,456.95	6,702.44
Working Capital changes		
(Decrease)/increase in trade payables	(22.81)	2.97
Increase/(decrease) in provisions	0.80	1.50
Increase/(decrease) in other financial liabilities	831.77	78.15
Increase/(decrease) in non- financial liabilities	35.27	(33.66)
(Increase)/decrease in loans at amortised cost	(10,530.52)	(6,491.11)
Decrease/(increase) in receivables	1.63	(52.25)
Decrease/(increase) in other financial assets	11.87	6.52
(Increase)/decrease in other non- financial assets	(6.64)	1.96
Proceeds from sale of asset held for sale	(0.28)	-
(Increase)/decrease in bank balance other than cash and cash equivalents	(1,011.13)	(331.70)
	(10,690.04)	(6,817.62)
Cash (used in)/generated from operations before adjustments for interest and taxes paid	(3,233.09)	(115.18)
Interest Paid	(4,479.34)	(4,182.42)
Taxes paid (net of refunds)	(407.07)	(346.54)
Net cash (used in)/generated from operating activities	(8,119.50)	(4,644.14)
Cash flow from investing activities		
Purchase of property, plant and equipment and other intangible assets including Capital work-in-progress and intangible assets under development	(48.92)	(39.20)
Proceeds from sale of property, plant and equipment and other intangible assets	0.57	0.28
Investments (net)	804.99	(1,154.56)
Net cash generated/(used in) from investing activities	756.64	(1,193.48)

STANDALONE STATEMENT OF CASH FLOW

for the year ended 31st March 2025

(₹ in crore)

Particulars	Current Year	Previous Year
Cash flow from financing activities*		
Proceeds from		
Debt securities and subordinated liabilities	2,230.01	1,451.00
Borrowings from banks	35,667.87	21,885.45
Commercial paper	15,044.37	10,054.70
Repayment of		
Debt securities and subordinated liabilities	(1,605.00)	(1,399.00)
Borrowings from banks	(28,590.94)	(24,043.72)
Commercial paper	(15,150.00)	(6,750.00)
Deposits (net)	(161.83)	545.02
Lease Liability	(37.56)	(33.25)
Proceeds from issue of share capital including securities premium	6.97	2,468.44
Net cash generated from/(used in) financing activities	7,403.89	4,178.64
Net changes in cash & cash equivalents	41.03	(1,658.98)
Cash or cash equivalents at the beginning of the year	1,958.44	3,617.42
Cash or cash equivalents at the end the of the year	1,999.47	1,958.44
Net increase/(decrease) of cash & cash equivalents during the year	41.03	(1,658.98)
Components of cash and cash equivalents		
Cash on hand	1.43	1.77
Balances with banks in current account	1,193.72	359.85
Bank deposit with maturity of less than 3 months	602.52	540.55
Certificate of deposits with maturity of less than 3 months	299.68	1,239.60
Stamps on hand	0.00	0.00
Less: Overdraft facility against term deposits (as per note 18 to the financial statements)	(97.88)	(183.33)
Cash or cash equivalents at the end the of the year	1,999.47	1,958.44

*Refer Note no 44 for change in liabilities arising from financing activities.

Note : Figures in bracket denotes application of cash.

The accompanying notes are an integral part of the standalone financial statements.

In terms of our report of even date

For M M Nissim & Co LLP
Chartered Accountants
FR No.: 107122W/W100672

Navin Kumar Jain
Partner
M. No.: 090847
Place: Gurugram

For C N K & Associates LLP
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FR No.: 101961W/W-100036

Hiren Shah
Partner
M. No.: 100052
Place: Gurugram

Date: 28th April 2025

For and on behalf of the Board of Directors

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Managing Director & CEO
DIN: 08524205
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Vinay Gupta
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Tejendra Mohan Bhasin
Director
DIN: 03091429
Place: Jim Corbett

Veena Kamath
Company Secretary
ACS: 23788
Place: Gurugram

NOTES TO STANDALONE FINANCIAL STATEMENTS

for the year ended 31st March 2025

1. Corporate and other information

1.1. Corporate Overview

PNB Housing Finance Limited ('PNBHFL', 'the Company') was incorporated on 11th November 1988. The Company is primarily engaged in the business of providing loans to individuals and corporate bodies for purchase, construction, repair and up-gradation of houses. It also provides loans for commercial space, loan against property and loan for purchase of residential plots. The Company is deposit taking Housing Finance Company registered with National Housing Bank (NHB) under Section 29A of the National Housing Bank Act, 1987. The Company is listed on BSE Limited and National Stock Exchange of India Limited. The Company's registered office is at 9th floor, Antriksh Bhawan, 22, K.G. Marg, New Delhi - 110001.

These standalone financial statements are approved and adopted by the Board of Directors of the Company in their meeting held on 28th April 2025. However, the shareholders have the power to amend the financial statements after issue.

1.2. Statement of Compliance and basis of preparation and presentation

The standalone financial statements are prepared in accordance with provision contained in Section 129 of the Companies Act, 2013, read with Division III of Schedule III as amended from time to time. The Statement of Cash Flows has been prepared and presented as per Ind AS 7 "Statement of Cash Flows".

The standalone financial statements have been prepared under the historical cost convention on accrual basis except where quantum of accruals cannot be ascertained with reasonable certainty. Following are measured on each reporting date:

- » Certain financial assets and liabilities (including derivative instruments) that is measured at fair value.
- » Defined benefit liability/(assets): present value of defined benefit obligation less fair value of plan assets.
- » Financial instrument - measured at fair value.

The standalone financial statements comply in all material aspects with the Indian Accounting Standards (Ind AS) as per the Companies (Indian Accounting Standards) Rules, 2015 as amended from time to time, notified under Section 133 of the Companies Act, 2013 and the relevant provisions of the National Housing Bank Act, 1987 as amended from time to time and the Non-Banking Financial Company–Housing Finance Company (Reserve Bank) Directions, 2021 ('RBI Directions') as amended from time to time and the Master Direction – Reserve Bank of India (Non-Banking

Financial Company – Scale Based Regulation) Directions, 2023 dated 19th October 2023 as amended from time to time.

The standalone financial statements are presented in Indian Rupees (₹) which is the functional and presentation currency of the Company, and all values are rounded to the nearest crore with two decimals, except when otherwise indicated.

Balance sheet analysis regarding recovery or settlement within 12 months after the reporting date and more than 12 months after the reporting date is presented in note 45.

Accounting policies have been consistently applied except where a newly issued Ind AS is initially adopted or a revision to an existing Ind AS requires a change in the accounting policy hitherto in use.

2. Material accounting policies

2.1. Use of estimates, judgements and assumptions

The preparation of financial statements in conformity with Ind AS requires the management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and the disclosure of contingent liabilities, at the end of the reporting year. Although these estimates are based on the management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring a material adjustment to the carrying amounts of assets or liabilities in future periods. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to the accounting estimates are recognised in the period in which the estimates are known or materialised.

Some of the judgements, which have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities are:

a) Business model assessment

Classification and measurement of financial assets depends on the results of the solely payments of principal and interest (SPPI) and the business model test. The Company determines the business model at a level that reflects how groups of financial assets are managed together to achieve a particular business objective. This assessment includes judgement reflecting all relevant evidence including how the performance of the assets is evaluated and measured, the risks that affect the performance of the assets and how these are being managed. The Company monitors financial assets on a continuous basis to assess whether the business model for which the financial

NOTES TO STANDALONE FINANCIAL STATEMENTS

for the year ended 31st March 2025

assets are held continues to be appropriate and if it is not appropriate whether there has been a change in business model and so a prospective change to the classification of the assets.

b) Fair value of financial instruments

The fair value of financial instruments is the price that would be received upon selling of an asset or paid upon transfer of a liability in an orderly transaction in the principal (or most advantageous) market at the measurement date under current market conditions (i.e. an exit price) regardless of whether that price is directly observable or estimated using another valuation technique. When the fair values of financial assets and financial liabilities recorded in the balance sheet cannot be derived from active markets, they are determined using a variety of valuation techniques that include the use of valuation models. The inputs to these models are taken from observable markets where possible, but where this is not feasible, estimation is required in establishing fair values. Judgements and estimates include considerations of liquidity and model inputs related to items such as credit risk (both own and counterparty), funding value adjustments, correlation and volatility.

c) Effective Interest Rate (EIR) method

EIR methodology recognises interest income / expense using a rate of return that represents the best estimate of a constant rate of return over the expected behavioural life of loans given / taken and recognises the effect of potentially different interest rates at various stages and other characteristics of the product life cycle (including prepayments, penalty interest and charges).

This estimation, by nature, requires an element of judgement regarding the expected behavior and life-cycle of the instruments, as well as expected changes to interest rates and other fee income/expense that are integral parts of the instrument.

d) Impairment of financial asset

The measurement of impairment losses across all categories of financial assets requires judgement, in particular, the estimation of the amount and timing of future cash flows and collateral values when determining impairment losses and the assessment of a significant increase in credit risk. These estimates are driven by a number of factors, changes in which can result in different levels of allowances (Refer note 2.21).

e) Provisions and other contingent liabilities

The Company operates in a regulatory and legal environment that, by nature, has a heightened element of litigation risk inherent to its operations. Cases where Company can reliably measure the outflow of economic benefits in relation to a specific case and considers such outflows probable, it recognises a provision against the same. Where the probability of outflow is considered remote, or probable, but a reliable estimate cannot be made, a contingent liability is disclosed for the same.

f) Defined benefit plans

The cost of the defined benefit gratuity plan and the present value of the gratuity obligation are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases and mortality rates. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

g) Deferred tax assets

The extent to which deferred tax assets can be recognised is based on an assessment of the probability of the future taxable income against which the deferred tax assets can be utilised.

h) Useful Life of Property, Plant and Equipment (PPE) and Intangible assets

The Company reviews its estimate of the useful life of PPE and intangible assets at each reporting date, based on the expected utility of the PPE and intangible assets. Uncertainties in these estimates relate to technical and economic obsolescence that may change the utility of PPE and intangible assets. In case of a revision of useful life, the unamortised depreciable amount is charged over the remaining useful life of the PPE and intangible assets.

i) Share-Based Payments

The Company measures the cost of equity-settled transactions with employees using Black-Scholes Model to determine the fair value of the liability incurred on the grant date. Estimating fair value for share-based payment transactions requires determination of the most appropriate valuation model, which is dependent on the terms and conditions of the grant.

NOTES TO STANDALONE FINANCIAL STATEMENTS

for the year ended 31st March 2025

This estimate also requires determination of the most appropriate inputs to the valuation model including the expected life of the share option, volatility and dividend yield and making assumptions about them.

2.2 Cash and cash equivalents

Cash and cash equivalent comprises cash/ stamp on hand, demand deposits and time deposits with original maturity of less than three months from the date of acquisition, highly liquid investments that are readily convertible in the known amounts of cash and which are subject to insignificant risk of change in value, debit balance in cash credit account.

Deposits held with bank, with original maturity of more than three months but less than twelve months is a part of bank balance other than cash and cash equivalents.

For the purpose of the statement of cash flow, cash and cash equivalents consists of cash at banks and on hand and short-term deposits, as defined above.

2.3 Revenue Recognition

a) Interest and related income

Interest income for all financial instruments measured either at amortised cost or at fair value through other comprehensive income, is recorded using the effective interest rate (EIR). EIR is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the gross carrying amount of the financial asset. The calculation takes into account all contractual terms of the financial instrument (for example- prepayment options) and includes any discount or premium on acquisition, fees or incremental costs that are directly attributable and are an integral part of the EIR, but not future credit losses.

The Company calculates interest income by applying the EIR to the gross carrying amount of financial assets other than credit-impaired assets. When a financial asset becomes credit-impaired and is, therefore, regarded as 'Stage 3', the Company calculates interest income by applying the EIR on net amount (i.e. gross carrying amount less allowance for expected credit loss). If the financial assets cures and is no longer credit-impaired, the Company reverts to calculating interest income on a gross basis.

Interest income on all trading assets measured at fair value through profit and loss (FVTPL) is recognised using the contractual interest rate under interest income and the fair value impact is recognised in net gain / loss on fair value changes.

b) Dividend income

Dividend income is recognised when the Company's right to receive the payment is established, it is probable that the economic benefits associated with the dividend will flow to the entity and the amount of the dividend can be measured reliably. This is generally when shareholders approve the dividend.

c) Profit on derecognition of financial assets

When the Company transfers the financial asset in a transfer that qualifies for derecognition in its entirety then whole of the interest spread and net servicing fees (over the expected life of the asset) is recognised at present value on the date of derecognition itself as interest-only strip / net servicing fees receivable and correspondingly recognised as profit on derecognition of financial asset.

d) Fees and commission income

Fees and commissions income i.e. login fee, penal interest on defaults, pre-payment / other charges, fees on corporate agency, fees for advertising in offices / website etc. (other than for those items to which Ind AS 109 Financial Instruments are applicable) is recognised in accordance with the terms of the relevant contracts / agreements and when it is probable that the Company will collect the consideration.

e) Other income

Income from operating leases are recognised in the statement of profit and loss as per the contractual rentals.

Interest on tax refunds and other claims where quantum of accruals cannot be ascertained with reasonable certainty, are recognised as income only when revenue is virtually certain which generally coincides with receipts.

Other Income represents income earned from the activities incidental to the business and is recognised when the right to receive the income is established as per the terms of the contract.

2.4 Property, plant and equipment (PPE) and Intangible assets

a) PPE

PPE are stated at cost (including directly attributable expenses) less accumulated depreciation and impairment losses, if any. Cost includes deemed cost which represents the carrying value of PPE

NOTES TO STANDALONE FINANCIAL STATEMENTS

for the year ended 31st March 2025

recognised as at 1st April 2017 measured as per the previous Generally Accepted Accounting Principles (GAAP). The cost of PPE comprises the purchase price (excluding tax credits availed, if any) and any attributable cost of bringing the asset to its working condition for its intended use. Subsequent expenditure related to PPE are capitalised only when it is probable that future economic benefits associated with these will flow to the Company and the cost of item can be measured reliably. Other repairs and maintenance costs are expensed off as and when incurred.

An item of PPE and any significant part initially recognised is derecognised upon disposal or when no future economic benefits are expected from its use. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the statement of profit and loss when the asset is derecognised.

Capital work-in-progress includes assets which are not ready for the intended use at the end of the reporting year and is carried at cost including directly attributable expenses.

b) Intangible assets

Intangible assets acquired separately are measured on initial recognition at cost (excluding tax credits availed, if any) and are capitalised only when it is probable that future economic benefits associated with these will flow to the Company and the cost of item can be measured reliably. Cost comprises the purchase price (excluding tax credits availed, if any) and any attributable cost of bringing the asset to its working condition for its intended use. Subsequent expenditure related to Intangible assets are capitalised only when it is probable that future economic benefits associated with these will flow to the Company and the cost of item can be measured reliably. Subsequent to initial recognition, intangible assets are carried at cost less any accumulated amortisation and accumulated impairment losses (if any).

An intangible asset is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the statement of profit and loss when the asset is derecognised.

Intangible assets which are not ready for the intended use at the end of the reporting year are disclosed as Intangible assets under development.

2.5 Depreciation and amortisation

a) Depreciation

Depreciation on PPE is provided on straight-line method as per the useful life prescribed in Schedule II to the Companies Act, 2013, except for networking equipment and mobile phone instruments that are depreciated over a period of five years and three years respectively based on technical evaluation. Leasehold improvements are amortised over the period of five years however, where the lease term is less than five years amortisation is restricted to the underlying lease term.

All PPE individually costing ₹5,000/- or less are fully depreciated in the year of purchase.

Depreciation on additions to PPE is provided on a pro-rata basis from the date the asset is available for use. Depreciation on sale / derecognition of PPE is provided for up to the date of sale / derecognition, as the case may be.

The residual values, useful lives and methods of depreciation of PPE are reviewed at each financial year-end and changes (if any) are then treated as changes in accounting estimates.

b) Amortisation

Intangible assets are amortised over a period of five years or less on straight-line method except website development costs, which are amortised over a period of three years on a straight-line basis from the date when the assets are available for use or the life whichever is less.

The amortisation period and the amortisation method for these Intangibles with a finite useful life are reviewed at each financial year-end. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset are accounted for by changing the amortisation period or methodology, as appropriate, which are then treated as changes in accounting estimates.

2.6 Investment Property

Investment property comprises freehold properties that are held to earn rentals or for capital appreciation or both.

Investment properties are measured initially at cost, including transaction costs. Subsequent to initial recognition, investment properties are stated at cost

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less accumulated depreciation and accumulated impairment loss, if any.

Subsequent expenditure is capitalised to the assets carrying amount only when it is probable that future economic benefit associated with the expenditure will flow to the Company and the cost of the item can be measured reliably. All other repair and maintenance costs are recognised in statement of profit or loss as incurred.

Investment properties are depreciated using the straight-line method over their estimated useful lives prescribed in Schedule II of the Companies Act, 2013.

Though the Company measures investment property using cost based measurement, the fair value of investment property is disclosed in the notes. Fair values are determined based on an annual evaluation performed by a registered independent valuer.

Investment properties are derecognised either when they have been disposed off or when they are permanently withdrawn from use and no future economic benefit is expected from their disposal. The difference between the net disposal proceeds and the carrying amount of the asset is recognised in profit or loss in the period of derecognition.

2.7 Foreign currency

Transactions in foreign currencies are initially recorded by the Company at their respective functional currency spot rates at the date the transaction first qualifies for recognition.

Foreign currency denominated monetary assets and liabilities are translated at the functional currency spot rates of exchange at the reporting date and exchange gains and losses arising on settlement and restatement are recognised in the statement of profit and loss except for differences arising on cash flow hedges.

Non-monetary items that are measured at historical cost in a foreign currency are translated using the spot exchange rates as at the date of initial recognition.

2.8 Leases

The Company assesses at contract inception whether a contract is, or contains, a lease. That is, if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

Company as a lessee

The Company applies a single recognition and measurement approach for all leases, except for short-term leases and leases of low-value assets. The Company recognises lease liabilities to make lease payments and right-of-use assets representing the right-to-use the underlying assets.

The Company determines the lease term as the non-cancellable term of the lease, together with any periods covered by an option to extend the lease if it is reasonably certain to be exercised, or any periods covered by an option to terminate the lease, if it is reasonably certain not to be exercised.

Right-of-use assets - The Company recognises right-of-use assets at the commencement date of the lease (i.e., the date the underlying asset is available for use). Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses (if any), and adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognised, initial direct costs incurred and lease payments made at or before the commencement date less any lease incentives received. Right-of-use assets are depreciated on a straight-line basis over the lease term.

Lease liability - At the commencement date of the lease, the Company recognises lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments include fixed payments less any lease incentives receivable. Variable lease payments that do not depend on an index or a rate are recognised as expenses (unless they are incurred to produce inventories) in the period in which the event or condition that triggers the payment occurs.

In calculating the present value of lease payments, the Company uses its incremental borrowing rate at the lease commencement date because the interest rate implicit in the lease is not readily determinable. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a change in the lease term, a change in the lease payments or a change in the assessment of an option to purchase the underlying asset.

Short-term leases and leases of low-value assets -

The Company applies the short-term lease recognition exemption to its short-term leases (i.e., those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). It also applies the lease of low-value assets recognition exemption to leases of office equipment that are considered

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to be low value. Lease payments on short-term leases and leases of low-value assets are recognised as expense.

Company as a lessor

The Company as an intermediate lessor, account for the head lease and the sublease as two separate contracts. The sub-lease is classified as a finance or operating lease by reference to the right-of-use asset arising from the head lease.

2.9 Borrowing costs

Borrowing costs consists of interest and other cost that the Company incurred in connection with the borrowing of funds. Borrowing costs charged to the Statement of Profit and Loss on the basis of effective interest rate method.

2.10 Impairment of non-financial assets

The carrying amount of assets is reviewed at each reporting date. If there is any indication of impairment based on internal/external factors, an impairment loss is recognised in the statement of profit and loss wherever the carrying amount of an asset exceeds its recoverable amount.

After impairment, depreciation/amortisation is provided on the revised carrying amount of the asset over its remaining useful life.

If at the reporting date there is an indication that previously assessed impairment loss no longer exists, the recoverable amount is reassessed and the asset is reflected at the recoverable amount subject to maximum of depreciable historical cost.

2.11 Provisions

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event and it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation.

2.12 Contingent liabilities, Contingent assets and Commitments

The Company does not recognise a contingent liability but discloses its existence in the financial statements.

- a) Contingent liability is disclosed in case of –
 - » A present obligation arising from past events, when it is not probable that an outflow of resources will be required to settle the obligation.

- » A present obligation arising from past events, when no reliable estimate is possible.
- » A possible obligation arising from past events, unless the probability of outflow of resources is remote.

Contingent liabilities are reviewed at each balance sheet date.

- b) Contingent assets are not recognised in the financial statements.
- c) Commitments are future liabilities for contractual expenditure and is disclosed in case of –
 - » Estimated amount of contracts remaining to be executed on capital account and not provided for;
 - » Other non-cancellable commitments, if any, to the extent they are considered material and relevant in the opinion of management.

2.13 Employee Benefits

✓ Retirement and other employee benefits

Defined contribution plan

Retirement benefit in the form of provident fund and Employee State Insurance Scheme is a defined contribution scheme. The Company has no obligation, other than the contribution payable to the provident fund and Employee State Insurance scheme. The Company recognises contribution payable to the provident fund and Employee State Insurance scheme as an expense, when an employee renders the related service. If the contribution payable to the scheme for service received before the balance sheet date exceeds the contribution already paid, the deficit payable to the scheme is recognised as a liability after deducting the contribution already paid.

Defined benefit plan

The Company has defined benefit plans as Compensated absences and Gratuity for all eligible employees, the liability for which is determined based on actuarial valuation at each year-end using projected unit credit method.

Re-measurements, comprising of actuarial gains and losses, excluding amounts included in net interest on the net defined benefit liability, the effect of the asset ceiling, and the return on plan assets (excluding amounts included in net interest on the net defined benefit liability), are recognised immediately in the balance sheet with a corresponding debit or credit to retained earnings through OCI in the period in which

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they occur. Re-measurements are not reclassified to profit or loss in subsequent periods.

Past service costs are recognised in the statement of profit and loss on the earlier of:

- » The date of the plan amendment or curtailment, and
- » The date that the Company recognises related restructuring costs.

The Company recognises the following changes in the net defined benefit obligation as an employee benefits expense in the statement of profit and loss:

- » Service costs comprising current service costs, past-service costs, gains and losses on curtailments and non-routine settlements; and
- » Net interest expense or income

✓ Short-term and other long-term employee benefits

A liability is recognised for benefits to employees in respect of wages and salaries, annual leave, sick leave and short-term employee benefits in the year the related service is rendered. The undiscounted amount of short-term employee benefits expected to be paid in exchange for the services rendered by employees are recognised during the year when the employees render the service. These benefits include performance incentive and compensated absences, which are expected to occur within twelve months after the end of the period in which the employee renders the related service.

In case of accumulated compensated absences, when employees render the services that increase their entitlement of future compensated absences and liabilities recognised in respect of other long-term employee benefits are measured at the present value of the estimated future cash outflows expected to be made by the Company in respect of services provided by employees up to the reporting date.

✓ Share based payments

The Company operates a number of Employee Stock Option Scheme/ Restricted stock units ('the Scheme') which provides for the grant of options to acquire equity shares of the Company to its employees. The options granted to employees vest in a graded manner and these may be exercised by the employees within a specified period. These equity-settled share-based payments to employees are measured at the fair value of the equity instruments at the grant date.

The fair value determined at the grant date of the equity-settled share based payments is expensed on a straight-line basis over the vesting period, based on the Company's estimate of equity instruments that will eventually vest, with a corresponding increase in equity (Share option outstanding account). The fair value of options is estimated using valuation techniques, which incorporate exercise price, term, risk-free interest rates, the current share price, its expected volatility etc.

At the end of each reporting period, the Company revises its estimate of the number of equity instruments expected to vest. The impact of the revision of the original estimates, if any, is recognised in statement of profit and loss such that the cumulative expenses reflects the revised estimate, with a corresponding adjustment to the share option outstanding account.

The dilutive effect of outstanding options is reflected as additional share dilution in the computation of diluted earnings per share.

2.14 Taxes

Taxes on income

Tax expense comprises current and deferred tax.

a) Current tax

Current tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities in accordance with Income Tax Act, 1961, Income Computation and Disclosure Standards and other applicable tax laws. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date.

Current tax relating to items recognised outside profit and loss is recognised outside profit and loss (either in other comprehensive income or in equity). Current tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity.

Current tax assets and liabilities are offset if a legally enforceable right exists to set off the recognised amounts, and it is intended to realise the asset and settle the liability on a net basis or simultaneously.

b) Deferred tax

Deferred tax is provided on temporary differences at the reporting date between the tax bases of assets

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and liabilities and their carrying amounts for financial reporting purposes.

Deferred tax liabilities are recognised for all taxable temporary differences.

Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

Deferred tax relating to items recognised outside profit and loss is recognised outside profit and loss (either in other comprehensive income or in equity). Deferred tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity.

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity.

Goods and Services Input Tax Credit

Goods and Services tax input credit is recognised in the period in which the supply of goods or service received is recognised and the conditions to avail the credit are fulfilled as per the underlying law.

2.15 Earnings per share

Basic earnings per share are calculated by dividing the net profit or loss for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the period.

For the purpose of calculating diluted earnings per share, the net profit or loss for the year attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares except where the result would be antidilutive.

2.16 Financial instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

a) Financial assets

✓ Initial recognition and measurement

Financial assets, with the exception of loans and advances to customers, are initially recognised on the trade date, i.e. the date that the Company becomes a party to the contractual provisions of the instrument. Loans and advances to customers are recognised when funds are disbursed to the customers. The classification of financial assets at initial recognition depends on their purpose, characteristics and the intention of the management's while acquiring the same. All financial assets measured at fair value through profit or loss (FVTPL) are recognised initially at fair value. Financial assets measured at amortised cost or at fair value through other comprehensive income (FVTOCI) is recorded at fair value plus transaction costs that are attributable to the acquisition of that financial asset. Trade receivable that does not contain a significant financing component are measured at transaction price.

✓ Classification and subsequent measurement

For purposes of subsequent measurement, financial assets are classified in three categories:

- » Financial asset at amortised cost
- » Financial asset (debt instruments) at FVTOCI
- » Financial asset at FVTPL

Financial asset at amortised costs

Financial asset is measured at the amortised cost if both the following conditions are met:

- i) The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and
- ii) Contractual terms of the asset give rise on specified dates to cash flows that are solely

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payments of principal and interest (SPPI) on the principal amount outstanding.

After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method less impairment (if any). Amortised cost is calculated by taking into account any discount or premium on acquisition and fees received and the costs incurred on acquisition of financial asset. The EIR amortisation is included in interest income in the statement of profit and loss. The losses arising from impairment are recognised in the statement of profit and loss.

Financial assets (debt instruments) at FVTOCI

Financial asset (debt instruments) is classified as at the FVTOCI if both of the following criteria are met:

- i) The objective of the business model is achieved both by collecting contractual cash flows and selling the financial assets, and
- ii) The asset's contractual cash flows represent SPPI.

Financial assets included within the above category are measured initially as well as at each reporting date at fair value. Fair value movements are recognised in the other comprehensive income (OCI). However, the Company recognises interest income, impairment losses or reversals and foreign exchange gain or loss in the profit and loss. On derecognition of the asset, cumulative gain or loss previously recognised in OCI is reclassified from the equity to profit and loss. Interest earned whilst holding FVTOCI debt instrument is reported as interest income using the EIR method.

Financial asset at FVTPL

Financial asset which does not meet the criteria for categorisation as at amortised cost or as FVTOCI, is classified as at FVTPL. Financial assets classified under FVTPL category are measured at fair value with all changes recognised in the statement of profit and loss.

b) Financial liabilities

Financial liabilities are classified and measured at amortised cost or FVTPL. A financial liability is classified as at FVTPL if it is classified as held-for trading or it is designated as on initial recognition to

be measured at FVTPL. All financial liabilities, other than classified at FVTPL, are classified at amortised cost in which case they are initially measured at fair value, net of transaction costs and subsequently at amortised cost using effective interest rate.

Amortised cost is calculated by taking into account any fees, commission / brokerage and ancillary costs incurred in relation to the financial liability.

c) Equity instruments

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments are recognised at the face value and proceeds received in excess of the face value are recognised as share premium.

Offsetting a financial asset and a financial liability

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

2.17 Derivative financial instruments

A derivative is a financial instrument or other contract with all three of the following characteristics:

- » Its value changes in response to the change in a specified interest rate, financial instrument price, commodity price, foreign exchange rate, index of prices or rates, credit rating or credit index, or other variable, provided that, in the case of a non-financial variable, it is not specific to a party to the contract (i.e. the 'underlying').
- » It requires no initial net investment or an initial net investment that is smaller than what would be required for other types of contracts expected to have a similar response to changes in market factors.
- » It is settled at a future date.

The Company holds derivative to mitigate the risk of changes in exchange rates on foreign currency exposures as well as interest fluctuations. The counterparty for such contracts are generally banks.

Derivatives are recorded at fair value and carried as assets when their fair value is positive and as liabilities when their fair value is negative. Changes in the fair value of derivatives are included in net gain on fair value changes unless hedge accounting is applied.

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2.18 Hedge accounting

The Company makes use of derivative instruments to manage exposures to interest rate and foreign currency. In order to manage particular risks, the Company applies hedge accounting for transactions that meet specified criteria.

At the inception of a hedge relationship, the Company formally designates and documents the hedge relationship to which the Company wishes to apply hedge accounting and the risk management objective and strategy for undertaking the hedge. The documentation includes the Company's risk management objective and strategy for undertaking hedge, the hedging/ economic relationship, the hedged item or transaction, the nature of the risk being hedged, hedge ratio and how the entity will assess the effectiveness of changes in the hedging instrument's fair value in offsetting the exposure to changes in the hedged item's fair value or cash flows attributable to the hedged risk. Such hedges are expected to be highly effective in achieving offsetting changes in fair value or cash flows and are assessed on an ongoing basis to determine that they actually have been highly effective throughout the financial reporting periods for which they were designated.

A cash flow hedge is a hedge of the exposure to variability in cash flows that is attributable to a particular risk associated with a recognised asset or liability (such as all or some future interest payments on variable rate debt) or a highly probable forecast transaction and could affect profit or loss.

For designated and qualifying cash flow hedges, the effective portion of the cumulative gain or loss on the hedging instrument is initially recognised directly in OCI within equity (cash flow hedge reserve). The ineffective portion of the gain or loss on the hedging instrument is recognised immediately in net gain/loss on fair value changes in the profit and loss statement.

When the hedged cash flow affects the statement of profit and loss, the effective portion of the gain or loss on the hedging instrument is recorded in the corresponding income or expense line of the statement of profit and loss. When the forecast transaction subsequently results in the recognition of a non-financial asset or a non-financial liability, the gains and losses previously recognised in OCI are reversed and included in the initial cost of the asset or liability.

When a hedging instrument expires, is sold, terminated, exercised, or when a hedge no longer meets the criteria for hedge accounting, any cumulative gain or loss that has been recognised in OCI at that time remains in OCI and is recognised when the hedged forecast transaction is

ultimately recognised in the statement of profit and loss. When a forecast transaction is no longer expected to occur, the cumulative gain or loss that was reported in OCI is immediately transferred to the statement of profit and loss.

2.19 Reclassification of financial assets and liabilities

The Company doesn't reclassify its financial assets subsequent to their initial recognition, apart from the exceptional circumstances in which the Company acquires, disposes of, or terminates a business line. Further, whenever there is a change in the business model the underlying affected financial asset are reclassified. Financial liabilities has not been reclassified.

2.20 Derecognition of financial assets and liabilities

a) Financial assets

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is derecognised when the rights to receive cash flows from the financial asset have expired. The Company also derecognised the financial asset if it has transferred the financial asset and the transfer qualifies for derecognition.

The Company has transferred the financial asset if and only if, either:

- » It has transferred its contractual rights to receive cash flows from the financial asset

Or

- » It retains the rights to the cash flows, but has assumed an obligation to pay the received cash flows in full or in part without material delay to a third party under a 'pass-through' arrangement

Pass-through arrangements are transactions whereby the Company retains the contractual rights to receive the cash flows of a financial asset (the 'original asset'), but assumes a contractual obligation to pay those cash flows to one or more entities (the 'eventual recipients'), when all of the following three conditions are met:

- » The Company has no obligation to pay amounts to the eventual recipients unless it has collected equivalent amounts from the original asset
- » The Company cannot sell or pledge the original asset other than as security to the eventual recipients.
- » The Company has to remit any cash flows it collects on behalf of the eventual recipients without material delay.

In addition, the Company is not entitled to reinvest such cash flows, except for investments in cash or cash equivalents including interest earned, during the period

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between the collection date and the date of required remittance to the eventual recipients.

A transfer only qualifies for derecognition if either:

» The Company has transferred substantially all the risks and rewards of the asset

Or

» The Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

The Company considers control to be transferred if and only if, the transferee has the practical ability to sell the asset in its entirety to an unrelated third party and is able to exercise that ability unilaterally and without imposing additional restrictions on the transfer.

When the Company has neither transferred nor retained substantially all the risks and rewards and has retained control of the asset, the asset continues to be recognised only to the extent of the Company's continuing involvement, in which case, the Company also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Company has retained.

b) Financial liabilities

A financial liability is derecognised when the obligation under the liability is discharged, cancelled or expires. Where an existing financial liability is replaced by another from the same lender on substantially different terms or the terms of an existing liability are substantially modified, such an exchange or modification is treated as a derecognition of the original liability and the recognition of a new liability. The difference between the carrying value of the original financial liability and the consideration paid is recognised in the statement of profit and loss.

2.21 Measurement of Expected Credit Loss (ECL)

The Company records allowance for expected credit losses for all loans, other debt financial assets not held at FVTPL together with the financial guarantee contracts. Equity instruments are not subject to impairment under Ind AS 109.

The ECL allowance is based on the credit losses expected to arise over the life of the asset (the lifetime expected credit loss or LTECL), unless there has been no significant increase in credit risk (SICR) since origination, in which case, the allowance is based on the 12 months' expected credit loss (12mECL).

Default

Classification of default is based on the regulatory definition of Non-Performing Assets (NPA). Our regulator i.e. Reserve Bank of India defines NPA in Paragraph 8.3.5 in its Master Directions – Non Banking Financial Company – Housing Finance (Reserve Bank) Directions, 2021 as exposures where interest or principal is in arrears for a period of more than ninety days.

The Company will maintain the definition of default in line with any amendments made by the regulator from time to time through its circulars and through its Master Circular published from time to time.

Staging

The Company while assessing whether there has been a SICR of an exposure since origination, it compares the risk of a default occurring over the expected life of the financial instrument as at the reporting date with the risk of default as at the date of initial recognition. The Company classifies the account into three stages.

The mechanics and key inputs for classifying the stages and computing the ECL are defined below:

Stage Definition	Details	Classification
Stage 1	Low credit risk Days Past Due (DPD) 0-30	Financial instruments are treated as Stage 1 which are not credit impaired and for which the credit risk has not increased significantly since initial recognition. The Company calculates the 12 month ECL allowance.
Stage 2	DPD 31-90 Qualitative indicators of SICR	Financial instruments having SICR since initial recognition (origination of facilities) are classified under (if not impaired) Stage 2. The Company calculates the lifetime ECL allowance.
Stage 3	90+/ NPA	Remaining financial instruments which are credit impaired are treated as Stage 3. The Company uses regulatory definition as a consistent measure for default across all product classes. The Company records an allowance for the LTECLs.

Key components for computation of Expected Credit Loss are:

» Probability of default (PD)

Probability of Default (PD) is one of the three risk components needed to estimate ECL under Ind AS 109. PD is defined as the probability that a borrower will be unable to meet their debt obligations over a stipulated time. The PD estimate incorporates information relevant for assessing the borrower's ability and willingness to repay its debts, as well as information about the economic environment in which the borrower operates.

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The Company uses 12-month PD for stage 1 assets and lifetime PD for stage 2 and stage 3 assets.

» Loss given default (LGD)

The Loss given default (LGD) is an estimate of the loss arising in the case where a default occurs at a given time. It is based on the expected cash flows, including from the realisation of available collateral.

» Exposure at default (EAD)

Exposure at default (EAD) is an estimate of the exposure at a future default date, taking into account expected changes in the exposure after the reporting date, including repayments of principal and future interests.

The Company has adopted the following methodology for ECL computation:

Particulars	PD	LGD
Retail loans	Multinomial logistic regression	Workout Method
Corporate loans	Pluto-Tasche	Asset coverage based / Expected Collateral Realisation (ECR)

Broadly, the Company has grouped the portfolio into retail and corporate category. ECL computation is based on collective approach except for a few large exposure of corporate finance portfolio where loss estimation is based on ECR. Further, given the characteristics and inherent risks of the various sub categories of the portfolio the Company has used appropriate PD / LGD computation techniques which are detailed below:

Retail loans

Probability of default

The retail portfolio is segregated into homogenous pools at the product level and occupational level.

For ECL computation, basis risk emergence curve movement, the Company has adopted statistical techniques of multinomial logistic regression, observed default rate based on customer classification etc using behaviour and credit variables. For life time PDs computation, the Company has used survival analysis using Kaplan-Meier technique.

Previous year(s) portfolio behaviour of homogenous pools is considered for PD estimation. The Company has further stressed the PDs for such selective group of customers who are falling in early warning signal pool like customers who have had experienced delinquency with other financial institutions but remained good with us, customers showing very early signs of stress in emerging delinquencies.

Loss given default

The LGD for the retail portfolio is modelled through a workout approach. Historical NPA data of last few years has been used to arrive at behavioral LGD. Loss estimation have been done either basis distressed value or actual/expected recoveries, depending on resolution strategies already materialised or in the process of materialisation. Multiple factors are considered for determining the LGD including time taken for resolutions, geographies, collection feedback, underlying security etc.

Exposure at default

EAD is the sum of the outstanding principle, interest outstanding and future interest receivables for the expected life of the asset, computed basis the behavioral analysis of the Company's historical experience.

Corporate loans

Probability of default

PDs for the corporate portfolio are determined by using external ratings as cohorts along with ever default behaviour of an account in last 12 months (basis external ratings based statistical technique of Pluto-Tasche). PDs are further stressed basis operational variables like construction variance, sales velocity, resolution team feedback etc. For life time PDs computation, the Company has used survival analysis using Kaplan-Meier technique.

Loss given default

For LGD estimates, the Company has used ECR approach and have applied business logic based on security coverage ratio of existing portfolio. Sensitivity analysis, resolution feedbacks are applied on probability weighted scenarios to compute loss given default.

Exposure at default

EAD is the sum of the outstanding principle, interest outstanding and future interest receivables for the expected life of the asset, computed basis the behavioral analysis of the Company's historical experience.

Significant increase in credit risk (SICR)

The Company monitors all financial assets that are subject to impairment requirements to assess whether there has been a significant increase in credit risk since initial recognition. If there has been a significant increase in credit risk in the assets falling in stage 1 then the Company measures the loss allowance over the lifetime of the loan instead of 12 month ECL.

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Retail loans:

The qualitative criteria for triggering SICR in retail exposure is:

- i. Those stage 1 loan assets where underlying property is under construction and expected construction progress is likely to remain slow based on historical data / market feedback.
- ii. Those stage 1 assets which are restructured under RBI OTR scheme of Aug 2020 and May 2021 and have shown higher degree of risk basis their performance with us and/or with other financial institutions.

Corporate loans:

The Company has its own qualitative assessment criteria comprising various operational and repayment variables like construction variance, historical delinquency rates, sales velocity, asset coverage ratio, resolution team feedback etc. Basis the review and management overlay, the Company identifies assets where likelihood of deterioration in credit quality is high and for such assets SICR has been triggered.

Incorporation of forward-looking information

Ind AS 109 requires entities to model their ECL and apply forward looking macroeconomic scenarios taking into consideration possibility of favourable, neutral, adverse and stressed economic conditions. Multiple scenarios are required to be applied to the ECL and a probability weighted ECL is then computed. In order to compute probability weighted ECL considering the impact of COVID-19 several macroeconomic variables such as GDP at constant prices, Housing Price Index (HPI) inflation, Gross national savings, unemployment rate etc. were considered from the International Monetary Fund (IMF), NHB and RBI websites and the Company's historical data were analysed.

A model was then built, and forecasts were generated, and scenario creation carried out to finally arrive at the final macroeconomic overlay. Identification of relevant macroeconomic variables was done combining statistical analysis (correlation) and business intuition (sign of correlation).

The macroeconomic variables (MEVs) of the final model were used to generate multiple simulations for forecasting under different probabilistic scenarios, i.e., favorable, neutral, adverse and stress scenarios. Under each scenario, based on the independent variable forecasts, the forecasted default rates are obtained using the final model relationship between the default rates and macroeconomic variables. The scenarios are identified based on the probability of occurrence, i.e. expected probability of the

future economic state. An anchor variable (GDP) analysis was performed in order to select a particular scenario for future quarters. Accordingly, the probability weighted ECL is computed using the likelihood as weights.

Trade receivables, other receivables and other financial assets

The Company records allowance for expected credit losses on trade receivables, other receivables and other financial assets. The allowance is based on the credit losses expected to arise over the life of the asset (the lifetime expected credit loss or LTECL), unless there has been no significant increase in credit risk (SICR) since origination, in which case, the allowance is based on the 12 months' expected credit loss (12mECL).

When making this assessment, the Company uses the change in the risk of a default occurring over the expected life of the financial asset. To make that assessment, the Company compares the risk of a default occurring on the financial asset as at the balance sheet date with the risk of a default occurring on the financial asset as at the date of initial recognition and considers reasonable and supportable information, that is available without undue cost or effort, that is indicative of significant increases in credit risk since initial recognition. The Company assumes that the credit risk on a financial asset has not increased significantly since initial recognition if the financial asset is determined to have low credit risk at the balance sheet date.

2.22 ECL on financial guarantee contracts

ECL on financial guarantee contracts has been computed basis the methodologies defined under note 2.21.

2.23 Write offs

The Company undertakes write off on a loan, in full or in part, when the amount is construed as irrecoverable after enforcement of available means of resolution. The authority of write off is vested with committee of senior officials of the Company. In case the Company writes off an asset, the recoveries resulting from the write off activity may result in impairment gains.

2.24 Collateral

The Company is in business of secured lending and all loans are adequately covered by either residential collateral or commercial collateral. The collaterals are assessed at the time of origination and are being re-assessed as and when required.

The illustrative factors considered while evaluation of collateral are liquidity, enforceability, marketability, ease

NOTES TO STANDALONE FINANCIAL STATEMENTS

for the year ended 31st March 2025

and efficiency in custody and settlement. The Company complies with local by-laws and relevant jurisdictions to ensure that the collaterals are free from all encumbrances. The assessment of collateral is undertaken by empanelled team of independent and qualified technical / legal agencies.

The Company has specified the maximum loan-to-value ratio for various types of asset to be accepted as collateral. Such ratios commensurate with the relative risk of the assets as prescribed by RBI and provides an adequate buffer against potential losses.

On case-to-case basis, the Company may ask for additional security, which may in the form of guarantee or financial assets or any other real estate assets.

The Company may take actions as provided in the SARFAESI Act which enables it to enforce the underlying collateral of stage 3 assets without court intervention.

2.25 Dividend

The Company recognises a liability to make cash distributions to equity holders when the distribution is authorised and the distribution is no longer at the discretion of the Company. Final dividends on shares are recorded as a liability on the date of approval by the Shareholders and interim dividends are recorded as a liability on the date of declaration by the Company's Board of Directors.

2.26 Unclaimed deposits

Deposits, which has become overdue but have not been presented for payment or renewal, are transferred to unclaimed deposits. Deposit remaining unclaimed for more than seven years have been transferred to the Investor Education and Protection Fund (IEPF). Interest for the period from last maturity date to the date of renewal of unclaimed deposits is accounted for during the year of its renewal.

2.27 Securities premium

Securities premium is credited:

- » when shares are issued at premium;
- » with the fair value of the stock options which are treated as expense (if any), in respect of shares allotted pursuant to Employee Stock Options Scheme

Securities premium can be utilised only for limited purposes such as issuance of bonus shares or adjustment of share issue expenses, net of tax, as permissible under Section 52(2) of the Companies Act, 2013, to the extent of balance available and thereafter, the balance portion is charged to the statement of profit and loss, as incurred.

2.28 Assets held for sale

The Company repossess properties or other assets to settle outstanding recoverable and the surplus (if any) post auction is refunded to the obligors. These assets acquired by the Company under SARFAESI Act, 2002 has been classified as assets held for sale, as their carrying amounts will be recovered principally through a sale of asset. In accordance with Ind AS 105, the Company is committed to sell these assets and they are measured at the lower of their carrying amount and the fair value less costs of disposal.

2.29 Segment reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker (CODM). CODM is responsible for allocating the resources, assess the financial performance and position of the Company and makes strategic decision. Company's main business is to provide loans against/for purchase, construction, repairs & renovations of houses/flats/commercial properties etc. All other activities of the Company revolve around the main business. As such, there are no separate reportable segment, as per the Operating Segments (Ind AS 108), notified by the Companies (Accounting Standard) Rules, 2015 as amended from time to time.

2.30 Investment in subsidiaries

Investments in subsidiaries are measured at cost as per Ind AS 27 – Separate Financial Statements.

NOTES TO STANDALONE FINANCIAL STATEMENTS

for the year ended 31st March 2025

Note 3 Cash and cash equivalents

Particulars	(₹ in crore)	
	As at 31 st March 2025	As at 31 st March 2024
Cash on hand	1.43	1.77
Balance with banks in current account	1,193.72	359.85
Bank deposit with maturity of less than 3 months (Refer Note 3.1)	602.52	540.55
Certificate of deposits with maturity of less than 3 months (Refer Note 3.1)	299.68	1,239.60
Stamps on hand [₹10,190 (Previous year ₹10,190)]	0.00	0.00
Total	2,097.35	2,141.77

Note 3.1: Short-term deposits and certificate of deposits earn interest at the respective deposit rates.

Note 4 Bank balance other than cash and cash equivalents

Particulars	(₹ in crore)	
	As at 31 st March 2025	As at 31 st March 2024
Bank Deposits (More than 3 months & up to 12 months) (Refer Note 4.1)	1,367.12	356.27
Earmarked balances with bank (Refer Note 4.2)	0.87	0.59
Total	1,367.99	356.86

Note 4.1: Bank deposit amounting to Nil (Previous Year ₹25.00 crore) has been pledged against the bank guarantee issued for Rights Issue of the Company.

Note 4.2: Earmarked balances with bank represents unclaimed dividend on equity shares and unspent amount of CSR activities.

Note 5 Receivables

Particulars	(₹ in crore)	
	As at 31 st March 2025	As at 31 st March 2024
Trade receivables (a)		
Receivable considered good- Secured	-	-
Receivable considered good- Unsecured	44.49	44.01
Receivables from related parties- Unsecured (Refer Note 5.2)	5.81	8.17
Receivables which have significant increase in credit risk	-	-
Receivables – credit impaired	-	-
	50.30	52.18
Other receivables (b)		
Receivable considered good- Unsecured (Refer Note 5.2)	0.32	0.08
Receivables which have significant increase in credit risk	0.09	-
	0.41	0.08
Total (a+b)	50.71	52.26
Less : Provision for impairment	0.45	0.11
Total (net)	50.26	52.15

NOTES TO STANDALONE FINANCIAL STATEMENTS

for the year ended 31st March 2025

Note 5.1: Trade and other receivables ageing (excluding provision for impairment)

(₹in crore)

Particulars	Not due	Outstanding for following periods from due date of payment					
		As at 31 st March 2025					
		Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
Undisputed trade and other receivables – considered good	-	13.89	-	-	-	-	13.89
Undisputed trade and other receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
Undisputed trade and other receivables – credit impaired	-	-	-	-	-	-	-
Disputed trade and other receivables– considered good	-	-	-	-	-	-	-
Disputed trade and other receivables – which have significant increase in credit risk	-	0.02	0.02	0.04	0.01	-	0.09
Disputed trade and other receivables – credit impaired	-	-	-	-	-	-	-
Unbilled trade and other receivables	36.73	-	-	-	-	-	36.73
Total	36.73	13.91	0.02	0.04	0.01	-	50.71

(₹in crore)

Particulars	Not due	Outstanding for following periods from due date of payment					
		As at 31 st March 2024					
		Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
Undisputed trade and other receivables – considered good	-	25.68	0.02	0.01	-	-	25.71
Undisputed trade and other receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
Undisputed trade and other receivables – credit impaired	-	-	-	-	-	-	-
Disputed trade and other receivables– considered good	-	-	-	-	-	-	-
Disputed trade and other receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
Disputed trade and other receivables – credit impaired	-	-	-	-	-	-	-
Unbilled trade and other receivables	26.55	-	-	-	-	-	26.55
Total	26.55	25.68	0.02	0.01	-	-	52.26

Note 5.2: No trade or other receivable are due from directors or other officers of the Company either severally or jointly with any other person. Nor any trade or other receivable are due from firms or private companies respectively in which any director is a partner, director or member.

NOTES TO STANDALONE FINANCIAL STATEMENTS

for the year ended 31st March 2025

Note 6 Loans (at Amortised Cost)

Particulars	(₹ in crore)	
	As at 31 st March 2025	As at 31 st March 2024
Term Loans	75,886.93	65,454.33
Total Gross	75,886.93	65,454.33
Less: Impairment loss allowance	1,119.36	1,249.57
Total Net	74,767.57	64,204.76
Secured by tangible assets	75,886.93	65,454.33
Total Gross	75,886.93	65,454.33
Less: Impairment loss allowance	1,119.36	1,249.57
Total Net	74,767.57	64,204.76
Loans in India		
Public Sector	-	-
Others	75,886.93	65,454.33
Total Gross	75,886.93	65,454.33
Less: Impairment loss allowance	1,119.36	1,249.57
Total Net (a)	74,767.57	64,204.76
Loans outside India	-	-
Less: Impairment loss allowance	-	-
Total Net (b)	-	-
Total Net (a+b)	74,767.57	64,204.76

Note 6.1: Detail of loans & advances sanctioned out of which outstanding balance to Directors / KMP / Senior officers / Related Parties

Particulars	(₹ in crore)	
	As at 31 st March 2025	As at 31 st March 2024
Directors and their relatives	-	-
Entities associated with directors and their relatives	-	-
KMP/Senior Officers and their relatives	5.48	5.23
Total	5.48	5.23

Note 6.2: Loans - Staging Analysis[#]

Analysis of change in gross carrying amount of loans is as follows:

Particulars	As at 31 st March 2025				As at 31 st March 2024			
	Stage 1 [^]	Stage 2	Stage 3	Total	Stage 1 [^]	Stage 2	Stage 3	Total
Opening gross carrying amount	62,523.09	1,946.56	984.68	65,454.33	55,064.88	2,005.13	2,271.36	59,341.37
Increase in EAD - new asset originated or purchased / further increase in existing asset (net)	21,844.62	31.78	25.29	21,901.69	17,541.74	12.71	39.52	17,593.97
Asset paid in part or full (excluding write off) (net)	(10,639.76)	(393.04)	(209.74)	(11,242.54)	(9,649.39)	(397.13)	(201.08)	(10,247.60)
Stressed loans transferred to ARC	-	-	-	-	-	-	(784.06)	(784.06)
Asset written off	(6.60)	(0.21)	(219.74)	(226.55)	(7.65)	(21.30)	(420.40)	(449.35)
Transfer to stage 1	501.85	(439.59)	(62.26)	-	587.28	(501.73)	(85.55)	-
Transfer to stage 2	(804.90)	846.28	(41.38)	-	(896.31)	980.84	(84.53)	-
Transfer to stage 3	(168.26)	(171.69)	339.95	-	(117.46)	(131.96)	249.42	-
Closing gross carrying amount	73,250.04	1,820.09	816.80	75,886.93	62,523.09	1,946.56	984.68	65,454.33

NOTES TO STANDALONE FINANCIAL STATEMENTS

for the year ended 31st March 2025

(₹in crore)

Particulars	As at 31 st March 2025				As at 31 st March 2024			
	Stage 1^	Stage 2	Stage 3	Total	Stage 1^	Stage 2	Stage 3	Total
Retail Loans	72,302.15	1,805.43	816.80	74,924.38	60,665.43	1,820.20	916.71	63,402.34
Total	72,302.15	1,805.43	816.80	74,924.38	60,665.43	1,820.20	916.71	63,402.34
% of total	96.50%	2.41%	1.09%	100.00%	95.68%	2.87%	1.45%	100.00%

Movement (in %) of loan assets is as follows:		Current Year	Previous Year
a)	Movement of Stage 1:		
i)	% of loan assets moved out of books by year end	11.33%	16.62%
ii)	Residual portfolio either remained in stage 1 or had forward flows		
b)	Movement of Stage 2:		
i)	% of loan assets moved out of books by year end	12.58%	17.07%
ii)	Residual portfolio either remained in stage 2 or had forward or backward flows		
c)	Movement of Stage 3:		
i)	% of loan assets moved out of books by year end	32.91%	44.15%
ii)	Residual portfolio either remained in stage 3 or had backward flows		

(₹in crore)

Particulars	As at 31 st March 2025				As at 31 st March 2024			
	Stage 1^	Stage 2	Stage 3	Total	Stage 1^	Stage 2	Stage 3	Total
Corporate Loans	947.89	14.66	-	962.55	1,857.66	126.36	67.97	2,051.99
Total	947.89	14.66	-	962.55	1,857.66	126.36	67.97	2,051.99
% of total	98.48%	1.52%	0.00%	100.00%	90.53%	6.16%	3.31%	100.00%

Movement (in %) of loan assets is as follows:		Current Year	Previous Year
a)	Movement of Stage 1:		
i)	% of loan assets moved out of books by year end	20.09%	33.67%
ii)	Residual portfolio either remained in stage 1 or had forward flows		
b)	Movement of Stage 2:		
i)	% of loan assets moved out of books by year end	83.55%	0.00%
ii)	Residual portfolio either remained in stage 2 or had forward or backward flows		
c)	Movement of Stage 3:		
i)	% of loan assets moved out of books by year end	100.00%	91.75%
ii)	Residual portfolio either remained in stage 3 or had backward flows		

Note 6.3: Expected Credit Loss (ECL) - Staging analysis[#]

(₹in crore)

Particulars	As at 31 st March 2025				As at 31 st March 2024			
	Stage 1^	Stage 2	Stage 3	Total	Stage 1^	Stage 2	Stage 3	Total
Retail Loans	286.67	284.81	294.44	865.92	259.73	251.97	322.01	833.71
Total	286.67	284.81	294.44	865.92	259.73	251.97	322.01	833.71

NOTES TO STANDALONE FINANCIAL STATEMENTS

for the year ended 31st March 2025

ECL movement as on 31st March 2024 and 31st March 2025

- Overall ECL % POS have decreased by 16 bps on account improvement in Asset quality.
- ECL % POS has increased by 1.93% as on 31st March 2025 in stage 2.
- The loan assets in stage 2 were 2.41% as on 31st March 2025 as against 2.87% as on 31st March 2024. The Company has applied qualitative SICR criteria owing to which stage 1 assets of ₹356.88 crore has moved to stage 2 assets. Pre SICR, the stage 2 loan assets as on 31st March 2025 would be 1.93% against 2.13% as on 31st March 2024.
- Stage 3 ECL % POS have increased to 36.05% as on 31st March 2025 as against 35.13% as on 31st March 2024.

ECL movement as on 31st March 2023 and 31st March 2024

- Overall ECL % POS have decreased by 42 bps on account improvement in Asset quality.
- ECL % POS has increased by 1.14% as on 31st March 2024 in stage 2.
- The loan assets in stage 2 were 2.87% as on 31st March 2024 as against 3.61% as on 31st March 2023. The Company has applied qualitative SICR criteria owing to which stage 1 assets of ₹469.34 crore has moved to stage 2 assets. Pre SICR, the stage 2 loan assets as on 31st March 2024 would be 2.13% against 2.56% as on 31st March 2023.
- Stage 3 ECL % POS have increased to 35.13% as on 31st March 2024 as against 32.74% as on 31st March 2023.

(₹in crore)

Particulars	As at 31 st March 2025				As at 31 st March 2024			
	Stage 1 [^]	Stage 2	Stage 3	Total	Stage 1 [^]	Stage 2	Stage 3	Total
Corporate Loans	250.77	2.67	-	253.44	304.97	65.10	45.79	415.86
Total	250.77	2.67	-	253.44	304.97	65.10	45.79	415.86

ECL movement as on 31st March 2024 and 31st March 2025

- Stage 1 ECL % of POS increased from 16.42% to 26.46%.
- The loan assets in stage 2 were reduced to 1.52% as on 31st March 2025 from 6.16% as on 31st March 2024 majorly due to shift of stage 2 asset to stage 1.
- The Company's stage 3 asset ratio has reduced to 0.00% as on 31st March 2025 from 3.31% as on 31st March 2024.

ECL movement as on 31st March 2023 and 31st March 2024

- Stage 1 ECL % of POS increased from 9.47% to 16.42%.
- The loan assets in stage 2 were increased to 6.16% as on 31st March 2024 from 0.00% as on 31st March 2023 majorly due to shift of stage 1 asset to stage 2.
- The Company's stage 3 asset ratio has decreased from 22.25% as on 31st March 2023 to 3.31% as on 31st March 2024.

[^]The restructuring was done for Stage 1 account, total restructured assets were ₹585.93 crore (previous year ₹696.38 crore), against which provision of ₹75.44 crore (Previous year ₹94 crore) is held.

[#]Refer Note 2.21, 2.22, 2.23 and 46.1.

NOTES TO STANDALONE FINANCIAL STATEMENTS

for the year ended 31st March 2025

Note 6.4: Loans due from borrowers are secured wholly or partly by any one or all of the below as applicable:

Tangible securities

- i) Equitable/ Simple/ English Mortgage of immovable property;
- ii) Mortgage of Development Rights / FSI / any other benefit flowing from the immovable property;
- iii) Hypothecation of rent receivables, cash flow of the project, debt service reserve account, fixed deposit, current and escrow account;

Intangible securities

- i) Demand Promissory Note;
- ii) Post dated cheques towards the repayment of the debt;
- iii) Personal / Corporate Guarantees;
- iv) Undertaking to create a security;
- v) Letter of Continuity.

Note 7 Investments

(₹in crore)

Particulars	As at 31 st March 2025			
	Amortised cost	At fair value through profit or loss	Others*	Total
Investments in India (a)				
Government securities^ (Refer Note 36.31)	2,427.78	-	-	2,427.78
Debt securities	-	952.68	-	952.68
Subsidiaries (Wholly-owned)				
2,50,000 (31 st March 2024 : 2,50,000) equity shares of face value of ₹10 each of PHFL Home Loans and Services Limited	-	-	0.25	0.25
50,000 (31 st March 2024 : 50,000) equity shares of face value of ₹10 each of PEHEL Foundation	-	-	0.05	0.05
16,89,478 (31 st March 2024 : Nil) 0.1% Non-Cumulative, Non-Convertible, Non-Participating and Redeemable Preference Shares of face value of ₹10 each of Ornate Spaces Private Limited	-	0.00	-	0.00
Security Receipts -ACRE-122 -Trust	-	0.00	-	0.00
Security Receipts -CFMARC-140 -Trust	-	0.00	-	0.00
Total (a)	2,427.78	952.68	0.30	3,380.76
Investments outside India (b)	-	-	-	-
Total (a+b)	2,427.78	952.68	0.30	3,380.76

NOTES TO STANDALONE FINANCIAL STATEMENTS

for the year ended 31st March 2025

(₹in crore)

Particulars	As at 31 st March 2024			
	Amortised cost	At fair value through profit or loss	Others*	Total
Investments in India (a)				
Government securities^ (Refer Note 36.31)	2,338.29	-	-	2,338.29
Other approved securities^	50.66	-	-	50.66
Debt securities	-	1,915.56	-	1,915.56
Subsidiaries (Wholly owned)				
2,50,000 (31 st March 2023 : 2,50,000) equity shares of face value of ₹10 each of PHFL Home Loans and Services Limited	-	-	0.25	0.25
50,000 (31 st March 2023 : 50,000) equity shares of face value of ₹10 each of PEHEL Foundation	-	-	0.05	0.05
Security Receipts - ACRE-122 -Trust	-	40.45	-	40.45
Total (a)	2,388.95	1,956.01	0.30	4,345.26
Investments outside India (b)	-	-	-	-
Total (a+b)	2,388.95	1,956.01	0.30	4,345.26

(₹in crore)

Name of Subsidiaries	Principle place of business	Ownership interest (including nominees)	
		As at 31 st March 2025	As at 31 st March 2024
PHFL Home Loans and Services Limited	India	100.00%	100.00%
PEHEL Foundation	India	100.00%	100.00%

*Others include investment in subsidiaries which have been carried at cost.

^Expected credit loss provision has not been recognised on investments made in government securities and other approved securities.

Note 8: Other financial assets

Note 8 Other financial assets

(₹in crore)

Particulars	As at 31 st March 2025	As at 31 st March 2024
Receivable considered good- Unsecured		
Receivables on assignment and co-lending of loans (Refer Note 8.1, 8.2 and 8.3)	324.84	544.88
Security deposits	21.46	25.53
Other Receivables (Refer Note 8.4)	2.76	1.73
Security deposits - credit impaired	0.75	0.54
Total gross (a)	349.81	572.68
Less: Impairment loss allowance (b)	3.28	2.88
Total net (a-b)	346.53	569.80

NOTES TO STANDALONE FINANCIAL STATEMENTS

for the year ended 31st March 2025

Note 8.1: During the year ended 31st March 2025 and 31st March 2024, the Company had not sold any loans and advances measured at amortised cost. As per the terms of deal, the de-recognition criteria as per IND AS 109, including transfer of substantially all the risks and rewards relating to assets being transferred to the buyer is met and the assets have been derecognised.

The table below summarises the carrying amount of the derecognised financial assets:

Loans and advances measured at amortised cost	(₹in crore)	
	As at 31 st March 2025	As at 31 st March 2024
Carrying amount of derecognised financial assets	4,631.88	5,884.77

Since the Company transferred the above financial asset in a transfer that qualified for derecognition in its entirety, therefore the whole of the interest spread and net servicing fees (over the expected life of the assets) is recognised at present value on the date of derecognition as interest-only strip / net servicing fees receivable ("Receivables on assignment of loan") and correspondingly recognised as profit on derecognition of financial assets.

Note 8.2: Includes receivable from related party ₹0.52 crore (previous year ₹1.92 crore.)

Note 8.3: Disclosure pursuant to RBI Notification dated 24th September, 2021 on "Transfer of Loan Exposures" are given below:

- (a) The Company has not acquired any stressed loans or loans not in default during the year ended 31st March 2025 and 31st March 2024.
- (b) The Company has not transferred any loans not in default during the year ended 31st March 2025 and 31st March 2024.
- (c) Details of stressed loans transferred:

Particulars	(₹in crore)	
	To Asset Reconstruction Companies (ARC) - NPA- Corporate	
	Current Year [#]	Previous Year [*]
Number of account	1	1
Aggregate principal outstanding of loan transferred	258.96	784.06
Weighted average residual tenor of the loans transferred (years)	NA	2
Net book value of loans transferred (at the time of transfer)	177.00	584.74
Aggregate consideration	-	828.00
Additional consideration realised in respect of account transferred in earlier years	-	-
Excess provisions reversed to the profit and loss account on account of sale	-	199.32

* Security Receipts are rated as IVR RR3 (Previous year IVR RR2).

[#]The Company has sold written off assets to eligible transferee for a consideration of ₹177.00 crore comprising of cash consideration of ₹53.10 crore and security receipts amounting to ₹123.90 crore against which 100% impairment provision/fair value change has been recorded in the books of account.

Note 8.4: Includes amount receivable from related party ₹0.05 crore (Previous year Nil).

NOTES TO STANDALONE FINANCIAL STATEMENTS

for the year ended 31st March 2025

Note 9 Current tax (net)

Particulars	(₹ in crore)	
	As at 31 st March 2025	As at 31 st March 2024
Net current tax asset / (liability) at the beginning (a)	163.36	251.57
Current tax expense (b)	568.32	421.01
Current tax expense on OCI (c)	(0.17)	(0.22)
Tax on ESOPs/RSU (d)	2.43	14.08
Current tax paid (e)	564.92	427.35
Current tax refund (f)	157.85	80.81
Tax related to earlier years (g)	(1.44)	(0.12)
Net current tax asset / (liability) at the end (a-b-c-d+e-f-g)	1.29	163.36

Note 10 Deferred tax assets (net)

As at 31st March 2025

Particulars	(₹ in crore)			
	Deferred Tax Asset	Deferred Tax Liabilities	(Charged)/ credit during the year	Other comprehensive income
Depreciation on property, plant and equipment and amortisation of Other Intangible assets	10.88	-	(1.31)	-
Provision for employee benefits	5.18	-	0.20	-
Impairment allowance for financial assets	343.14	-	8.63	-
Derivative instruments in cash flow hedge	43.02	-	-	23.32
Expenses paid in advance (net of income received in advance)	-	146.96	(45.34)	-
Interest spread on assigned loans	-	77.02	53.09	-
Fair valuation of financial instruments held for trading	-	2.17	(2.40)	-
Others temporary differences	4.01	9.32	7.09	-
Total	406.23	235.47	19.96	23.32

As at 31st March 2024

Particulars	(₹ in crore)			
	Deferred Tax Asset	Deferred Tax Liabilities	(Charged)/ credit during the year	Other comprehensive income
Depreciation on property, plant and equipment and amortisation of Other Intangible assets	12.19	-	(0.12)	-
Provision for employee benefits	4.98	-	0.60	-
Impairment allowance for financial assets	334.51	-	(45.88)	-
Derivative instruments in cash flow hedge	19.70	-	-	5.30
Expenses paid in advance (net of income received in advance)	-	101.62	(21.18)	-
Interest spread on assigned loans	-	130.11	44.74	-
Fair valuation of financial instruments held for trading	0.23	-	(4.06)	-
Others temporary differences	3.05	15.44	2.53	-
Total	374.66	247.17	(23.37)	5.30

NOTES TO STANDALONE FINANCIAL STATEMENTS

for the year ended 31st March 2025

Note 11 Investment Property

Particulars	Gross carrying value			Depreciation		Net carrying value		
	As at 1 st April 2024	Addition during the year	Adjustments/ Deductions during the year	As at 31 st March 2025	As at 1 st April 2024	For the year	As at 31 st March 2025	As at 31 st March 2024
Buildings	0.58	-	-	0.58	0.07	0.00	0.07	0.51
Total	0.58	-	-	0.58	0.07	0.00	0.07	0.51

Particulars	Gross carrying value			Depreciation		Net carrying value		
	As at 1 st April 2023	Addition during the year	Adjustments/ Deductions during the year	As at 31 st March 2024	As at 1 st April 2023	For the year	As at 31 st March 2024	As at 31 st March, 2023
Buildings	0.58	-	-	0.58	0.06	0.01	0.07	0.52
Total	0.58	-	-	0.58	0.06	0.01	0.07	0.52

Note 11.1: The Company has leased out its investments properties and same has been classified as operating leases on account that there was no transfer of substantial risk and rewards incidental to the ownership of the assets. Recognition of income and related expenses in profit or loss for investment properties are tabulated below:

Particulars	Current Year		Previous Year
Rental Income	0.13	0.13	0.13
Profit from investment properties before depreciation	0.13	0.13	0.13
Depreciation	(0.00)	(0.00)	(0.01)
Profit from investment properties	0.13	0.13	0.12

Note 11.2: Investment properties are leased to tenants under long-term operating leases with rentals receivable on monthly basis. Minimum undiscounted lease payments receivable under non-cancellable leases of investment properties after the reporting period:

Particulars	As at 31 st March 2025	As at 31 st March 2024
Within one year	0.08	0.12
Later than one year but not later than five year	-	0.08
Later than five years	-	-

NOTES TO STANDALONE FINANCIAL STATEMENTS

for the year ended 31st March 2025

Note 11.3: The fair value of the investment property has been determined on the basis of valuation carried out at the reporting date by a registered valuer as defined under rule 2 of Companies (Registered Valuers and Valuation) Rules, 2017. The fair value measurement for investment property has been categorised as Level 2 based on the valuation techniques used and inputs applied. The main inputs considered by the valuer are government rates, property location, market research, contracted rentals, discount rates and comparable values, as appropriate. The best estimate of fair value is current prices in an active market for similar properties. Fair value are as follows:

Reconciliation of fair value

Particulars	As at 31 st March 2025	As at 31 st March 2024
Opening balance	5.64	5.64
Addition during the year	118	-
Deletion during the year	-	-
Variation in Fair value	-	-
Closing balance	6.82	5.64

Note 12 Property plant and equipment

Particulars	Gross carrying value			Depreciation		Net carrying value	
	As at 1 st April 2024	Addition during the year	Adjustments/ Deductions during the year	As at 31 st March 2025	For the year ended 31 st March 2025	As at 31 st March 2025	As at 31 st March 2024
Buildings	37.72	-	-	37.72	1.21	6.42	31.30
Furniture & Fixtures	1916	3.28	1.75	20.69	2.45	13.51	7.18
Computers	53.17	13.71	0.80	66.08	9.81	42.58	23.50
Office Equipment & Others	33.64	5.50	1.59	37.55	2.26	28.39	9.16
Leasehold Improvements	34.44	10.63	3.93	41.14	1.50	30.49	10.65
Total	178.13	33.12	8.07	203.18	17.23	121.39	81.79

Particulars	Gross carrying value			Depreciation		Net carrying value	
	As at 1 st April 2023	Addition during the year	Adjustments/ Deductions during the year	As at 31 st March 2024	For the year ended 31 st March 2024	As at 31 st March 2024	As at 31 st March, 2023
Buildings	37.72	-	-	37.72	1.20	5.21	32.51
Furniture & Fixtures	1911	0.83	0.78	1916	1.88	12.47	6.69
Computers	41.17	12.02	0.02	53.17	7.25	33.52	19.65
Office Equipment & Others	31.66	3.17	1.19	33.64	2.48	27.57	6.07
Leasehold Improvements	39.58	0.88	6.02	34.44	3.14	32.89	1.55
Total	169.24	16.90	8.01	178.13	15.95	111.66	66.47

- (i) There were no revaluation carried out by the Company during the years reported above.
- (ii) Title deeds of immovable property are held in the name of the Company.

NOTES TO STANDALONE FINANCIAL STATEMENTS

for the year ended 31st March 2025

Right of use[#]

Particulars	Gross carrying value			Depreciation			Net carrying value		
	As at 1 st April 2024	Addition during the year	Adjustments/ Deductions during the year	As at 31 st March 2025	As at 1 st April 2024	For the year	As at 31 st March 2025	As at 31 st March 2024	As at 31 st March 2024
Building	189.66	43.13	33.61	199.18	66.84	31.10	66.76	132.42	122.82
Vehicle	0.31	-	-	0.31	0.04	0.10	0.14	0.17	0.27
Total	189.97	43.13	33.61	199.49	66.88	31.20	66.90	132.59	123.09

Particulars	Gross carrying value			Depreciation			Net carrying value		
	As at 1 st April 2023	Addition during the year	Adjustments/ Deductions during the year	As at 31 st March 2024	As at 1 st April 2023	For the year	As at 31 st March 2024	As at 31 st March 2023	As at 31 st March 2023
Building	169.74	91.13	71.21	189.66	104.21	27.39	66.84	122.82	65.53
Vehicle	-	0.31	-	0.31	-	0.04	0.04	0.27	-
Total	169.74	91.44	71.21	189.97	104.21	27.43	66.88	123.09	65.53

[#]All lease deeds are executed in favour of the Company.

Note 12.1: Capital Work-in-Progress

(a) Capital-Work-in Progress ageing

Particulars	As at 31 st March 2025				
	CWIP for a period of				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Projects in progress	4.30	0.36	0.01	-	4.67
Projects temporarily suspended	-	-	-	-	-

Particulars	As at 31 st March 2024				
	CWIP for a period of				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Projects in progress	5.42	0.01	-	-	5.43
Projects temporarily suspended	-	-	-	-	-

NOTES TO STANDALONE FINANCIAL STATEMENTS

for the year ended 31st March 2025

(b) For capital work-in-progress, where completion is overdue or has exceeded its cost compared to its original plan

Particulars	As at 31 st March 2025				(₹ in crore)
	To be completed in				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Overdue Projects	1.48	-	-	-	1.48

Particulars	As at 31 st March 2024				(₹ in crore)
	To be completed in				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Overdue Projects	0.09	-	-	-	0.09

Note 12.2: Intangible assets under development

(a) Intangible assets under development ageing

Particulars	As at 31 st March 2025				(₹ in crore)
	CWIP for a period of				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress	7.90	3.25	0.32	-	11.47
Projects temporarily suspended	-	-	-	-	-
Particulars	As at 31 st March 2024				(₹ in crore)
	CWIP for a period of				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress	8.05	1.77	-	-	9.82
Projects temporarily suspended	-	-	-	-	-

NOTES TO STANDALONE FINANCIAL STATEMENTS

for the year ended 31st March 2025

(b) For intangible assets under development, where completion is overdue or has exceeded its cost compared to its original plan

Particulars	As at 31 st March 2025					(₹in crore)
	To be completed in					
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total	
Overdue Projects	11.02	-	-	-	11.02	

Particulars	As at 31 st March 2024					(₹in crore)
	To be completed in					
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total	
Overdue Projects	4.25	-	-	-	4.25	

Note 13 Other intangible assets

Particulars	Gross carrying value				Amortisation				Net carrying value				(₹ in crore)
	As at 1 st April 2024	Addition during the year	Adjustments/ Deductions during the year	As at 31 st March 2025	As at 1 st April 2024	For the year	Adjustments/ Deductions during the year	As at 31 st March 2025	As at 31 st March 2025	As at 31 st March 2025	As at 31 st March 2024	As at 31 st March 2024	
	1 st April 2024	the year	during the year	31 st March 2025	1 st April 2024	For the year	during the year	31 st March 2025	31 st March 2025	31 st March 2025	31 st March 2024	31 st March 2024	
Software	70.80	14.91	-	85.71	54.43	7.32	-	61.75	23.96	23.96	16.37	16.37	
Total	70.80	14.91	-	85.71	54.43	7.32	-	61.75	23.96	23.96	16.37	16.37	

Particulars	Gross carrying value				Amortisation				Net carrying value				(₹ in crore)
	As at 1 st April 2023	Addition during the year	Adjustments/ Deductions during the year	As at 31 st March 2024	As at 1 st April 2023	For the year	Adjustments/ Deductions during the year	As at 31 st March 2024	As at 31 st March 2024	As at 31 st March 2024	As at 31 st March 2023	As at 31 st March 2023	
	1 st April 2023	the year	during the year	31 st March 2024	1 st April 2023	For the year	during the year	31 st March 2024	31 st March 2024	31 st March 2024	31 st March 2023	31 st March 2023	
Software	60.63	10.21	0.04	70.80	46.88	7.59	0.04	54.43	16.37	16.37	13.75	13.75	
Total	60.63	10.21	0.04	70.80	46.88	7.59	0.04	54.43	16.37	16.37	13.75	13.75	

NOTES TO STANDALONE FINANCIAL STATEMENTS

for the year ended 31st March 2025

Note 14 Other non-financial assets

Particulars	(₹ in crore)	
	As at 31 st March 2025	As at 31 st March 2024
Unsecured considered good		
Prepaid expenses	11.32	10.91
GST input credit	27.97	31.29
Others	19.74	10.86
Total	59.03	53.06

Note 15 Derivative financial instruments*

Particulars	As at 31 st March 2025			As at 31 st March 2024		
	Notional amounts	Fair value assets	Fair value liabilities	Notional amounts	Fair value assets	Fair value liabilities
Currency derivatives:						
Spot and forwards	1,490.16	4.73	53.88	816.40	-	55.35
Currency swaps	3,637.21	24.68	61.87	1,459.04	190.36	-
(i)	5,127.37	29.41	115.75	2,275.44	190.36	55.35
Interest rate derivatives:						
Forward rate agreements and interest rate swaps	1,000.00	-	-	1,000.00	-	-
(ii)	1,000.00	-	-	1,000.00	-	-
Margin money received from/(paid to) counter party bank						
Currency derivatives	-	15.10	-	-	-	-
Interest rate derivatives	-	21.12	-	-	-	-
(iii)	-	36.22	-	-	-	-
Total derivative financial instruments (i)+(ii)+(iii)	6,127.37	65.63	115.75	3,275.44	190.36	55.35
Included in above are derivatives held for hedging and risk management purposes as follows:						
Cash flow hedging:						
Currency derivatives	5,127.37	44.51	115.75	2,275.44	190.36	55.35
Interest rate derivatives	1,000.00	21.12	-	1,000.00	-	-
Total derivative financial instruments	6,127.37	65.63	115.75	3,275.44	190.36	55.35

*Refer note 18.3, 43 and 46.2

Note 16 Trade payables

Particulars	(₹ in crore)	
	As at 31 st March 2025	As at 31 st March 2024
Total outstanding dues of micro enterprises and small enterprises	1.27	2.12
Total outstanding dues of creditors other than micro enterprises and small enterprises	16.25	17.57
Due to related parties	7.11	27.75
Total	24.63	47.44

NOTES TO STANDALONE FINANCIAL STATEMENTS

for the year ended 31st March 2025

Note 16.1: Trade Payables ageing

(₹in crore)

Particulars	Outstanding for following periods from due date of payment					
	As at 31 st March 2025					
	Unbilled	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) MSME	1.27	0.00	-	-	-	1.27
(ii) Others	15.79	7.49	0.08	-	-	23.36
(iii) Disputed dues – MSME	-	-	-	-	-	-
(iv) Disputed dues – Others	-	-	-	-	-	-
Total	17.06	7.49	0.08	-	-	24.63

Particulars	Outstanding for following periods from due date of payment					
	As at 31 st March 2024					
	Unbilled	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) MSME	2.07	0.05	-	-	-	2.12
(ii) Others	17.41	27.91	-	-	0.00	45.32
(iii) Disputed dues – MSME	-	-	-	-	-	-
(iv) Disputed dues – Others	-	-	-	-	-	-
Total	19.48	27.96	-	-	0.00	47.44

Note 16.2: The details of amounts outstanding to Micro, Small and Medium Enterprises under the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act) has been determined to the extent such parties have been identified on the basis of Information available with the Company. The amount of principal and interest outstanding during the year is as follows:

(₹in crore)

Particulars	As at 31 st March 2025	As at 31 st March 2024
1. Principal amount due and remaining unpaid	0.00	0.05
2. Interest due on (1) above and the unpaid interest	-	-
3. Interest paid on all delayed payment under the MSMED Act	0.01	0.04
4. Payment made beyond the appointed day during the year	3.12	4.68
5. Interest due and payable for the period of delay other than (3) above	0.01	-
6. Interest accrued and remaining unpaid	0.01	0.02
7. Amount of further interest remaining due and payable in succeeding years	-	-
Total	3.15	4.79

Note 17 Debt securities

(₹in crore)

Particulars	As at 31 st March 2025				As at 31 st March 2024			
	At amortised cost	At fair value through profit or loss	Designated at fair value through profit or loss	Total	At amortised cost	At fair value through profit or loss	Designated at fair value through profit or loss	Total
Secured								
Redeemable non convertible bonds	2,493.59	-	-	2,493.59	2,946.84	-	-	2,946.84
Redeemable non convertible debentures	2,880.85	-	-	2,880.85	1,600.39	-	-	1,600.39

NOTES TO STANDALONE FINANCIAL STATEMENTS

for the year ended 31st March 2025

(₹ in crore)

Particulars	As at 31 st March 2025				As at 31 st March 2024			
	At amortised cost	At fair value through profit or loss	Designated at fair value through profit or loss	Total	At amortised cost	At fair value through profit or loss	Designated at fair value through profit or loss	Total
Unsecured								
Commercial papers	3,199.01	-	-	3,199.01	3,304.70	-	-	3,304.70
Total	8,573.45	-	-	8,573.45	7,851.93	-	-	7,851.93
Debt securities in India	8,573.45	-	-	8,573.45	7,851.93	-	-	7,851.93
Debt securities outside India	-	-	-	-	-	-	-	-
Total	8,573.45	-	-	8,573.45	7,851.93	-	-	7,851.93

Note 17.1: Nature of security and terms of repayment:

a) Nature of security

Redeemable non-convertible bonds and debentures are secured by hypothecation of specific book debts to the extent of 1.00 to 1.25 times of outstanding amount.

b) Terms of repayment

(₹ in crore)

Maturities	As at 31 st March 2025				As at 31 st March 2024			
	≤ 1 year	1 - 3 years	3 - 5 years	> 5 years	≤ 1 year	1 - 3 years	3 - 5 years	> 5 years
Bonds								
Rate of interest								
6.01% - 8.00%	-	-	-	-	455.00	-	-	-
8.01% - 9.00%	500.00	1,000.00	1,000.00	-	-	1,000.00	1,000.00	500.00
Debentures								
Rate of interest								
8.01% - 9.00%	-	1,552.00	1,300.00	29.00	950.00	222.00	400.00	29.00
	500.00	2,552.00	2,300.00	29.00	1,405.00	1,222.00	1,400.00	529.00

Note 17.2: The rate of interest and amount of repayment appearing in note 17.1(b) are as per the term of the debt instruments (i.e. excluding impact of effective interest rate). Further, refer note 44.1, 44.2 and 44.3 for compliance in relation to the utilisation of the borrowed fund and submission of underlying returns/statements.

Note 18 Borrowings (other than debt securities)

(₹ in crore)

Particulars	As at 31 st March 2025				As at 31 st March 2024			
	At amortised cost	At fair value through profit or loss	Designated at fair value through profit or loss	Total	At amortised cost	At fair value through profit or loss	Designated at fair value through profit or loss	Total
Secured								
Term loans								
National Housing Bank	8,449.78	-	-	8,449.78	5,090.33	-	-	5,090.33
Banks	16,564.13	-	-	16,564.13	17,313.02	-	-	17,313.02
Financial Institution	522.49	-	-	522.49	157.49	-	-	157.49
External commercial borrowing	3,620.75	-	-	3,620.75	1,456.15	-	-	1,456.15
Bank overdraft	97.88	-	-	97.88	160.00	-	-	160.00
Loans from related party	5,149.99	-	-	5,149.99	2,691.63	-	-	2,691.63

NOTES TO STANDALONE FINANCIAL STATEMENTS

for the year ended 31st March 2025

(₹ in crore)

Particulars	As at 31 st March 2025				As at 31 st March 2024			
	At amortised cost	At fair value through profit or loss	Designated at fair value through profit or loss	Total	At amortised cost	At fair value through profit or loss	Designated at fair value through profit or loss	Total
Unsecured								
Term loans								
Banks	1,150.00	-	-	1,150.00	1,775.00	-	-	1,775.00
Bank overdraft	-	-	-	-	23.33	-	-	23.33
Total	35,555.02	-	-	35,555.02	28,666.95	-	-	28,666.95
Borrowings in India	31,934.27	-	-	31,934.27	27,210.80	-	-	27,210.80
Borrowings outside India	3,620.75	-	-	3,620.75	1,456.15	-	-	1,456.15
Total	35,555.02	-	-	35,555.02	28,666.95	-	-	28,666.95

Note 18.1: Refinance from National Housing Bank (NHB):

a) Nature of security

- All the present and outstanding refinancing from NHB are secured by hypothecation of specific loans/ book debts to the extent of 1.0 to 1.20 times of outstanding amount.
- During FY25, the Company has availed ₹5,000.00 crore (previous year ₹3,000.00) under Liberalised Refinance Scheme ₹3,751.00 crore and Affordable Housing Finance ₹1249.00 crore to provide refinance assistance in respect of eligible individual Housing loans.

b) Terms of repayment

(₹ in crore)

Maturities	As at 31 st March 2025				As at 31 st March 2024			
	≤ 1 year	1 - 3 years	3 - 5 years	> 5 years	≤ 1 year	1 - 3 years	3 - 5 years	> 5 years
4.50% - 5.50%	283.04	592.87	584.78	352.15	215.85	327.26	222.39	211.82
8.01% - 8.50%	843.63	1,940.74	1,417.88	2,434.69	643.50	1,376.13	931.57	1,161.81
	1,126.67	2,533.61	2,002.66	2,786.84	859.35	1,703.39	1,153.96	1,373.63

Note 18.2: Term loan from Banks and Financial Institutions:

a) Nature of security

- Term loan from Punjab National Bank (related party) are secured by hypothecation by way of exclusive charge on specific standard book debts of the Company with minimum asset cover of 1.10 times to be maintained at all times.
- Term loans from banks other than Punjab National Bank and financial institution are secured by hypothecation of specific book debts to the extent of 1.0 to 1.12 times of outstanding amount.

b) Terms of repayment

(₹ in crore)

Maturities	As at 31 st March 2025				As at 31 st March 2024			
	≤ 1 year	1 - 3 years	3 - 5 years	> 5 years	≤ 1 year	1 - 3 years	3 - 5 years	> 5 years
from related party:								
7.01% - 8.00%	1,500.00	200.00	100.00	-	1,200.00	-	-	-
8.01% - 9.00%	685.71	1,371.43	971.42	321.43	551.66	569.97	370.00	-
from others:								
7.01% - 8.00%	1,961.74	629.95	141.25	-	2,235.00	-	-	-
8.01% - 9.00%	6,555.65	6,605.10	2,232.05	118.61	5,703.98	8,042.23	3,013.97	260.70
	10,703.10	8,806.48	3,444.72	440.04	9,690.64	8,612.20	3,383.97	260.70

NOTES TO STANDALONE FINANCIAL STATEMENTS

for the year ended 31st March 2025

Note 18.3: External commercial borrowing:

a) Nature of security

- i) The ECB borrowings are secured against eligible housing loans/book debts and are hedged through currency swaps, interest rate swaps and forward contracts as per the applicable RBI guidelines.
- ii) The derivative contracts are initially recognised at fair value on the date of the transaction and all outstanding derivative transactions, on the date of balance sheet, are subsequently measured at fair value on that date. Where cash flow hedge accounting is used, fair value changes of the derivative contracts are recognised through the cash flow hedge reserve (through other comprehensive income) which is reclassified to profit and loss account as the hedged item effects profit and loss. Premium paid / discount received in advance (if any) on the derivative contracts, which are not intended for trading or speculation purposes, are amortised over the period of the contracts, if such contracts relate to monetary items as at the balance sheet date.
- iii) As at 31st March 2025, the Company has outstanding ECB of USD 425.00 million (equivalent to ₹3,637.21 crore) (31st March 2024 USD 175.00 million (equivalent to ₹1,459.04 crore)). The Company has undertaken cross currency swaps and principal only swaps to hedge the foreign currency risk of the ECB principal. Whereas the Company has entered floating to fixed coupon only swaps to hedge the floating interest and foreign currency risk of the coupon payments. All the derivative instruments are purely for hedging the underlying ECB transactions as per applicable RBI guidelines and not for any speculative purpose.

b) Terms of repayment

(₹in crore)

Maturities	As at 31 st March 2025				As at 31 st March 2024			
	≤ 1 year	1 - 3 years	3 - 5 years	> 5 years	≤ 1 year	1 - 3 years	3 - 5 years	> 5 years
SOFR + 120 - 140 bps	-	2,995.35	-	-	-	-	-	-
SOFR + 140 - 200 bps	641.86	-	-	-	833.74	625.30	-	-
	641.86	2,995.35	-	-	833.74	625.30	-	-

Note 18.4: Bank overdraft:

a) Nature of security

Overdraft facilities are secured by hypothecation of specific book debts to the extent of 1.0 to 1.12 times of outstanding amount.

b) Terms of Repayment

(₹in crore)

Maturities	As at 31 st March 2025				As at 31 st March 2024			
	≤ 1 year	1 - 3 years	3 - 5 years	> 5 years	≤ 1 year	1 - 3 years	3 - 5 years	> 5 years
Secured								
7.50% -8.50%	49.98	-	-	-	160.00	-	-	-
8.51% -9.50%	47.90	-	-	-	-	-	-	-
Unsecured								
7.50% -8.50%	-	-	-	-	23.33	-	-	-

Note 18.5: The rate of interest and amount of repayment appearing in note 18.1(b), 18.2(b) and 18.3(b) are as per the term of the respective instruments (i.e. excluding impact of effective interest rate). Further, refer note 44.1, 44.2 and 44.3 for compliance in relation to the utilisation of the borrowed fund and submission of underlying returns/statements.

NOTES TO STANDALONE FINANCIAL STATEMENTS

for the year ended 31st March 2025

Note 19 Deposits

(₹ in crore)

Particulars	As at 31 st March 2025				As at 31 st March 2024			
	At amortised cost	At fair value through profit or loss	Designated at fair value through profit or loss	Total	At amortised cost	At fair value through profit or loss	Designated at fair value through profit or loss	Total
Unsecured Deposits								
(i) From public* (Refer Note 19.2)	15,416.48	-	-	15,416.48	15,677.46	-	-	15,677.46
(ii) From banks (Refer Note 19.3)	296.40	-	-	296.40	295.75	-	-	295.75
(iii) From others	1,928.67	-	-	1,928.67	1,784.96	-	-	1,784.96
Total	17,641.55	-	-	17,641.55	17,758.17	-	-	17,758.17

*Refer note 36.31

Note 19.1: Refer Note 44 for compliance in relation to the utilisation of the borrowed fund and submission of underlying returns/statements.

Note 19.2: Includes amount payable to related party ₹0.11 crore (Previous year Nil).

Note 19.3: Includes amount payable to related party ₹249.13 crore (Previous year ₹ 124.38 crore).

Note 20 Subordinated liabilities

(₹ in crore)

Particulars	As at 31 st March 2025				As at 31 st March 2024			
	At amortised cost	At fair value through profit or loss	Designated at fair value through profit or loss	Total	At amortised cost	At fair value through profit or loss	Designated at fair value through profit or loss	Total
Unsecured								
Redeemable non-convertible bonds	539.59	-	-	539.59	739.49	-	-	739.49
Total	539.59	-	-	539.59	739.49	-	-	739.49
Subordinated liabilities in India	539.59	-	-	539.59	739.49	-	-	739.49
Subordinated liabilities outside India	-	-	-	-	-	-	-	-
Total	539.59	-	-	539.59	739.49	-	-	739.49

Note 20.1: Nature of security and terms of repayment:

a) Nature of security

Redeemable non-convertible subordinated bonds are subordinated debt to present and future senior indebtedness of the Company and based on the balance term to maturity as at 31st March 2025, ₹81.82 crore (31st March 2024 ₹189.76 crore) qualify as Tier II Capital under regulatory guidelines for assessing capital adequacy.

b) Terms of repayment

(₹ in crore)

Maturities	As at 31 st March 2025				As at 31 st March 2024			
	≤ 1 year	1 - 3 years	3 - 5 years	> 5 years	≤ 1 year	1 - 3 years	3 - 5 years	> 5 years
Rate of interest								
8.01% - 9.00%	210.00	290.00	-	-	200.00	500.00	-	-
9.01% - 10.00%	-	-	39.70	-	-	-	39.70	-
	210.00	290.00	39.70	-	200.00	500.00	39.70	-

NOTES TO STANDALONE FINANCIAL STATEMENTS

for the year ended 31st March 2025

Note 20.2: The rate of interest and amount of repayment appearing in note 20.1(b) are as per the term of the debt instruments.(i.e. excluding impact of effective interest rate). Further, refer note 44.1, 44.2 and 44.3 for compliance in relation to the utilisation of the borrowed fund and submission underlying returns/statements.

Note 21 Other financial liabilities

Particulars	(₹in crore)	
	As at 31 st March 2025	As at 31 st March 2024
Interest accrued but not due on deposits	0.24	4.33
Interest accrued but not due on borrowings (Refer Note 21.1)	401.69	334.63
Unpaid matured deposits and interest accrued thereon	0.18	40.13
Amount payable under assignments (Refer Note 21.2)	110.34	156.49
Bank overdraft	1,821.39	1,166.61
Unpaid dividends	0.04	0.07
Other liabilities (Refer Note 21.3)	551.31	328.14
Lease liabilities (Refer Note 37)	145.64	132.89
Total	3,030.83	2,163.29

Note 21.1: Includes amount payable to related party ₹ 1.15 crore (previous year ₹ 0.99 crore).

Note 21.2: Includes amount payable to related party ₹ 54.67 crore (previous year ₹ 73.39 crore).

Note 21.3: Includes amount payable to related party ₹ 61.12 crore (previous year ₹ 27.21 crore).

Note 22 Provisions

Particulars	(₹in crore)	
	As at 31 st March 2025	As at 31 st March 2024
Retirement benefits	20.58	19.78
Total	20.58	19.78

Note 23 Other non-financial liabilities

Particulars	(₹in crore)	
	As at 31 st March 2025	As at 31 st March 2024
Advance received from customers	87.01	72.77
Statutory dues Payable	94.79	85.76
Other liabilities	45.26	33.26
Total	227.06	191.79

Note 24 Equity Share capital

Particulars	(₹in crore)	
	As at 31 st March 2025	As at 31 st March 2024
Authorised		
50,00,00,000 equity shares of ₹10/- each (31 st March 2024: 50,00,00,000)	500.00	500.00
Total	500.00	500.00
Issued, subscribed and paid-up		
25,99,25,043 equity shares of ₹10/- each fully paid up (31 st March 2024: 25,97,23,886)	259.93	259.72
Total	259.93	259.72

NOTES TO STANDALONE FINANCIAL STATEMENTS

for the year ended 31st March 2025

Note 24.1: Reconciliation of number of shares outstanding and the amount of share capital at the beginning and end of the year:

Particulars	As at 31 st March 2025		As at 31 st March 2024	
	No. of shares	₹ in crore	No. of shares	₹ in crore
At the beginning of the year	259,723,886	259.72	168,855,818	168.86
Add: Share allotted pursuant to Rights Issue [^]	-	-	90,681,828	90.68
Add: Share allotted pursuant to exercise of stock option	201,157	0.21	186,240	0.18
Outstanding at the end of the year	259,925,043	259.93	259,723,886	259.72

Note 24.2: Detail of equity shareholding of Promoter

Promoter name	As at 31 st March 2025		
	No. of shares	% of total shares	% Change during the year*
Punjab National Bank	73,051,205	28.10%	(0.03%)

Promoter name	As at 31 st March 2024		
	No. of shares	% of total shares	% Change during the year*
Punjab National Bank	73,051,205	28.13%	(4.39%)

*Change during the year was on account of exercise of ESOPs by employees however previous year change was on account of Right issues and exercise of ESOPs by employees.

[^]During the previous year (4th May 2023) the Company had allotted 9,06,81,828 fully paid-up equity shares at a price of ₹275 per equity share (including premium of ₹265/- per equity share) aggregating to ₹2,493.76 crore to the eligible shareholders, as on the record date (5th April 2023). The offer was in the ratio of 29 rights equity shares for every 54 equity shares held by the eligible equity shareholders on the said record date. The expenses in relation to the Rights Issue was ₹37.62 crore (excluding GST). The Rights Issue proceeds were utilised in accordance with the objects of the issue as stated in the offer document.

Note 24.3: Details of shareholders holding more than 5% of equity shares in the Company:

Particulars	As at 31 st March 2025		As at 31 st March 2024	
	No. of shares	% of Holding	No. of shares	% of Holding
Punjab National Bank	73,051,205	28.10	73,051,205	28.13
Quality Investments Holdings Pcc	27,124,311	10.44	84,884,311	32.68
Government Of Singapore	19,478,930	7.49	-	-
Asia Opportunities V (Mauritius) Limited	-	-	25,650,006	9.88
General Atlantic Singapore FII Pte. Limited	-	-	25,504,424	9.82

Note 24.4: Terms / Rights attached to equity shares

The Company has only one class of shares referred to as equity shares having a par value of ₹10/- per share. Each holder of equity shares is entitled to one vote per share. The Company declares and pays dividend in ₹ per share basis. Dividend distribution is for all equity shareholders who are eligible for dividend as on record date. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

Note 24.5: The Company has not allotted any share pursuant to contracts without payment being received in cash nor it has issued any bonus shares or bought back any shares, during the period of five years immediately preceding the reporting date.

NOTES TO STANDALONE FINANCIAL STATEMENTS

for the year ended 31st March 2025

Note 24.6: The Company has not:

- i. Issued any securities convertible into equity / preference shares.
- ii. Issued any shares where calls are unpaid.
- iii. Forfeited any shares.

Note 24.7: Capital Management:

The Company maintains an actively managed capital base to cover risks inherent in the business and is meeting the capital adequacy requirements as per the directives of the regulator. The adequacy of the Company capital is monitored using, among other measures, the regulations issued by NHB & RBI from time to time. Company has complied in full with all its externally imposed capital requirements.

The primary objectives of the Company capital management policy are to ensure that it complies with externally imposed capital requirements and maintains strong credit ratings and healthy capital ratios in order to support its business and to maximise shareholder's value.

The Company manages its capital structure after taking in to consideration the inherent business risk and the changes in economic conditions. In order to maintain or adjust the capital structure, the Company may adjust the amount of dividend payment to shareholders, return of capital to shareholders or issue capital securities.

No changes have been made to the objectives, policies and processes from the previous years and they are reviewed by the Board of Director's at regular intervals.

Regulatory capital consists of Tier I capital, which includes owned funds comprising share capital, share premium, retained earnings including current year profit and free reserves less cash flow hedge reserve, deferred revenue expenditure and intangible assets. The book value of investment in shares of other non-banking financial companies including housing finance companies and in shares, debentures, bonds, outstanding loans and advances including hire purchase and lease finance made to and deposits with subsidiaries and companies in the same group exceeding, in aggregate 10% of owned funds will be reduced while arriving at the Tier I capital.

The other component of regulatory capital is Tier II Capital Instruments, which includes non convertible preference shares, revaluation reserve, general provision and loss reserves to the extent of one and one fourth percent of risk weighted asset, hybrid capital instruments and subordinated debts. (Refer Note 36.1)

Net debt to equity ratio

Particulars	(₹ in crore)	
	As at 31 st March 2025	As at 31 st March 2024
Debt securities	8,573.45	7,851.93
Borrowings (other than debt securities)	35,555.02	28,666.95
Deposits	17,641.73	17,798.30
Subordinated liabilities	539.59	739.49
Less: Cash and cash equivalents	(2,097.35)	(2,141.77)
Less: Bank balance other than cash and cash equivalents (other than earmarked balances)	(1,367.12)	(356.27)
Net debt	58,845.32	52,558.63
Total equity- Shareholder funds	16,833.70	14,932.37
Net debt to equity ratio	3.50	3.52

NOTES TO STANDALONE FINANCIAL STATEMENTS

for the year ended 31st March 2025

Note 24.8: Shares reserved for issue under ESOS

(i) Employee Stock Option Scheme and related scheme wise details are as follows:

Particulars	ESOS - 2016 Tranche I	ESOS - 2016 Tranche II	ESOS - 2016 Tranche III	ESOS - 2016 Tranche IV
Date of grant	22 nd April 2016	30 th August 2017	23 rd February 2018	27 th July 2018
Number of options granted	38,07,690	4,05,700	1,00,000	1,36,485
Exercise price per option	₹338.00	₹1,600.60	₹1,206.35	₹1,333.35
Date of vesting	The vesting will be as under:			
	25% on 22 nd April 2017	25% on 30 th August 2018	20% on 23 rd February 2019	25% on 27 th July 2019
	25% on 22 nd April 2018	25% on 30 th August 2019	20% on 23 rd February 2020	25% on 27 th July 2020
	25% on 22 nd April 2019	25% on 30 th August 2020	20% on 23 rd February 2021	25% on 27 th July 2021
	25% on 22 nd April 2020	25% on 30 th August 2021	20% on 23 rd February 2022	25% on 27 th July 2022
	-	-	20% on 23 rd February 2023	-
Exercise period	Within 3 years from the date of respective vesting			
Method of settlement	Through allotment of one equity share for each option granted			
Vesting conditions	Employee to remain in service on the date of vesting			

Particulars	ESOS - 2018 Tranche I	ESOS - 2018 Tranche II	ESOS - 2018 Tranche III	ESOS - 2018 Tranche IV
Date of grant	27 th July 2018	27 th July 2018	19 th March 2019	19 th August 2020
Number of options granted	18,15,000	2,35,000	1,81,200	45,000
Exercise price per option	₹1,333.35	₹1,333.35	₹847.40	₹261.15
Date of vesting	The vesting will be as under:			
	15% on 27 th July 2020	25% on 27 th July 2019	25% on 19 th March 2020	10% on 19 th August 2021
	28% on 27 th July 2021	25% on 27 th July 2020	25% on 19 th March 2021	20% on 19 th August 2022
	28% on 27 th July 2022	25% on 27 th July 2021	25% on 19 th March 2022	30% on 19 th August 2023
	29% on 27 th July 2023	25% on 27 th July 2022	25% on 19 th March 2023	40% on 19 th August 2024
Exercise period	Within 3 years from the date of respective vesting			
Method of settlement	Through allotment of one equity share for each option granted			
Vesting conditions	Employee to remain in service on the date of vesting			

Particulars	ESOS - 2016 Tranche V	ESOS - 2016 Tranche VI	ESOS - Restricted stock units 2020 Tranche I	ESOS - Restricted stock units 2020 Tranche II
Date of grant	19 th August 2020	21 st October 2022	15 th February 2021	26 th April 2022
Number of options granted	5,50,000	5,75,000	2,75,676	25,000
Exercise price per option	₹261.15	₹444.05	₹10.00	₹10.00
Date of vesting	The vesting will be as under:		The vesting will be as under:	
	10% on 19 th August 2021	20% on 21 st October 2023	10% on 15 th February 2022	10% on 26 th April 2023
	20% on 19 th August 2022	20% on 21 st October 2024	20% on 15 th February 2023	20% on 26 th April 2024
	30% on 19 th August 2023	30% on 21 st October 2025	30% on 15 th February 2024	30% on 26 th April 2025
	40% on 19 th August 2024	30% on 21 st October 2026	40% on 15 th February 2025	40% on 26 th April 2026
Exercise period	Within 3 years from the date of respective vesting		Within 1 years from the date of respective vesting	
Method of settlement	Through allotment of one equity share for each option granted		Through allotment of one equity share for each option granted	
Vesting conditions	Employee to remain in service on the date of vesting	Employee to remain in service on the date of vesting and other applicable performance conditions.	Employee to remain in service on the date of vesting and other applicable performance conditions.	

NOTES TO STANDALONE FINANCIAL STATEMENTS

for the year ended 31st March 2025

Particulars	ESOS - 2018 Tranche VI	ESOS - 2018 Tranche V	ESOS - 2018 Tranche VII
Date of grant	8 th October, 2021	26 th July 2021	28 th October 2021
Number of options granted	22,000	1,00,000	75,000
Exercise price per option	₹644.70	₹690.35	₹507.20
Date of vesting	The vesting will be as under:		
	10% on 8 th October, 2022	10% on 26 th July 2022	10% on 28 th October 2022
	20% on 8 th October, 2023	20% on 26 th July 2023	20% on 28 th October 2023
	30% on 8 th October, 2024	30% on 26 th July 2024	30% on 28 th October 2024
	40% on 8 th October, 2025	40% on 26 th July 2025	40% on 28 th October 2025
Exercise period	Within 3 years from the date of respective vesting	Within 3 years from the date of respective vesting	
Method of settlement	Through allotment of one equity share for each option granted	Through allotment of one equity share for each option granted	
Vesting conditions	Employee to remain in service on the date of vesting	Employee to remain in service on the date of vesting and other applicable performance conditions.	

Particulars	ESOS - 2018 Tranche VIII	ESOS - 2018 Tranche IX	ESOS - 2018 Tranche X	ESOS - 2018 Tranche XI
Date of grant	10 th December 2021	9 th June 2022	8 th August 2022	27 th October 2022
Number of options granted	75,000	25,000	6,78,559	2,00,000
Exercise price per option	₹588.10	₹345.20	₹345.30	₹431.20
Date of vesting	The vesting will be as under:			
	10% on 10 th December 2022	20% on 9 th June 2023	20% on 8 th August 2023	20% on 27 th October 2023
	20% on 10 th December 2023	20% on 9 th June 2024	20% on 8 th August 2024	20% on 27 th October 2024
	30% on 10 th December 2024	30% on 9 th June 2025	30% on 8 th August 2025	30% on 27 th October 2025
	40% on 10 th December 2025	30% on 9 th June 2026	30% on 8 th August 2026	30% on 27 th October 2026
Exercise period	Within 3 years from the date of respective vesting			
Method of settlement	Through allotment of one equity share for each option granted			
Vesting conditions	Employee to remain in service on the date of vesting and other applicable performance conditions.			

Particulars	ESOS - 2018 Tranche XII	ESOS - 2022 Tranche I	ESOS - 2022 Tranche II	ESOS - 2022 Tranche III
Date of grant	13 th April 2023	31 st May 2023	18 th July 2023	25 th September 2023
Number of options granted	60,000	2,86,500	18,000	41,000
Exercise price per option	₹438.85	₹483.15	₹643.40	₹688.15
Date of vesting	The vesting will be as under:			
	20% on 13 th April 2024	20% on 31 st May 2024	20% on 18 th July 2024	20% on 27 th October 2024
	20% on 13 th April 2025	20% on 31 st May 2025	20% on 18 th July 2025	20% on 27 th October 2025
	30% on 13 th April 2026	30% on 31 st May 2026	30% on 18 th July 2026	30% on 27 th October 2026
	30% on 13 th April 2027	30% on 31 st May 2027	30% on 18 th July 2027	30% on 27 th October 2027
Exercise period	Within 3 years from the date of respective vesting			
Method of settlement	Through allotment of one equity share for each option granted			
Vesting conditions	Employee to remain in service on the date of vesting and other applicable performance conditions.			

NOTES TO STANDALONE FINANCIAL STATEMENTS

for the year ended 31st March 2025

Particulars	ESOS - 2022 Tranche IV	ESOS - Restricted stock units 2020 Tranche III	ESOS - Restricted stock units 2020 Tranche IV
Date of grant	16 th December 2023	31 st May 2023	5 th June 2024
Number of options granted	30,000	67,500	72,500
Exercise price per option	₹803.40	₹10	₹10
Date of vesting	The vesting will be as under:		
	20% on 16 th December 2024	20% on 31 st May 2024	20% on 5 th June 2025
	20% on 16 th December 2025	20% on 31 st May 2025	20% on 5 th June 2026
	30% on 16 th December 2026	30% on 31 st May 2026	30% on 5 th June 2027
	30% on 16 th December 2027	30% on 31 st May 2027	30% on 5 th June 2028
Exercise period	Within 3 years from the date of respective vesting	Within 1 years from the date of respective vesting	
Method of settlement	Through allotment of one equity share for each option granted	Through allotment of one equity share for each option granted	
Vesting conditions	Employee to remain in service on the date of vesting and other applicable performance conditions.	Employee to remain in service on the date of vesting and other applicable performance conditions.	

Particulars	ESOS - 2018 Tranche XIII	ESOS - 2018 Tranche XIV	ESOS - 2018 Tranche XV
Date of grant	5 th June 2024	12 th June 2024	20 th June 2024
Number of options granted	4,34,500	50,000	50,000
Exercise price per option	₹671.95	₹808.15	₹864.80
Date of vesting	The vesting will be as under:		
	20% on 5 th June 2025	20% on 12 th June 2025	20% on 20 th June 2025
	20% on 5 th June 2026	20% on 12 th June 2026	20% on 20 th June 2026
	30% on 5 th June 2027	30% on 12 th June 2027	30% on 20 th June 2027
	30% on 5 th June 2028	30% on 12 th June 2028	30% on 20 th June 2028
Exercise period	Within 3 years from the date of respective vesting		
Method of settlement	Through allotment of one equity share for each option granted		
Vesting conditions	Employee to remain in service on the date of vesting		

(ii) (a) Employee stock option scheme movement and related weighted average exercise price are as follows:

Particulars	As at 31 st March 2025		
	ESOS - 2016 Tranche II	ESOS - 2016 Tranche IV	ESOS - 2016 Tranche VI
Options outstanding at the beginning of the year (a)	-	-	460,000
Options exercisable at the beginning of the year (b)	22,075	12,743	115,000
Options granted during the year (c)	-	-	-
Options lapsed / expired during the year (d)	22,075	7,621	-
Options vested during the year (e)	-	-	115,000
Options exercised during the year (f)	-	-	-
Options forfeited during the year (g)	-	-	-
Options outstanding at end of the year (h) = (a+c-e-g)	-	-	345,000
Options exercisable at the end of the year (i) = (b+e-d-f)	-	5,122	230,000
Weighted average exercise price per option (₹)	1,600.60	1,333.35	444.05
Weighted average remaining contractual life (year)	-	-	1.95

NOTES TO STANDALONE FINANCIAL STATEMENTS

for the year ended 31st March 2025

Particulars	As at 31 st March 2025	
	ESOS - Restricted stock units 2020 Tranche I	ESOS - Restricted stock units 2020 Tranche II
Options outstanding at the beginning of the year (a)	41,990	22,500
Options exercisable at the beginning of the year (b)	12,298	-
Options granted during the year (c)	-	-
Options lapsed / expired during the year (d)	205	-
Options vested during the year (e)	36,134	4,400
Options exercised during the year (f)	18,950	4,400
Options forfeited during the year (g)	5,856	600
Options outstanding at end of the year (h) = (a+c-e-g)	-	17,500
Options exercisable at the end of the year (i) = (b+e-d-f)	29,277	-
Weighted average exercise price per option (₹)	10.00	10.00
Weighted average remaining contractual life (year)	0.18	0.81

Particulars	As at 31 st March 2025			
	ESOS - 2018 Tranche I	ESOS - 2018 Tranche II	ESOS - 2018 Tranche III	ESOS - 2018 Tranche IV
Options outstanding at the beginning of the year (a)	-	-	-	8,000
Options exercisable at the beginning of the year (b)	336,175	19,750	15,000	-
Options granted during the year (c)	-	-	-	-
Options lapsed / expired during the year (d)	120,430	11,750	7,000	-
Options vested during the year (e)	-	-	-	8,000
Options exercised during the year (f)	-	-	2,500	8,000
Options forfeited during the year (g)	-	-	-	-
Options outstanding at end of the year (h) = (a+c-e-g)	-	-	-	-
Options exercisable at the end of the year (i) = (b+e-d-f)	215,745	8,000	5,500	-
Weighted average exercise price per option (₹)	1,333.35	1,333.35	847.40	261.15
Weighted average remaining contractual life (year)	0.24	0.04	0.12	-

Particulars	As at 31 st March 2025		
	ESOS - 2018 Tranche V	ESOS - 2018 Tranche VIII	ESOS - 2018 Tranche IX
Options outstanding at the beginning of the year (a)	70,000	52,500	20,000
Options exercisable at the beginning of the year (b)	22,600	11,700	-
Options granted during the year (c)	-	-	-
Options lapsed / expired during the year (d)	-	-	-
Options vested during the year (e)	26,400	19,800	4,400
Options exercised during the year (f)	-	-	4,400
Options forfeited during the year (g)	3,600	2,700	600
Options outstanding at end of the year (h) = (a+c-e-g)	40,000	30,000	15,000
Options exercisable at the end of the year (i) = (b+e-d-f)	49,000	31,500	-
Weighted average exercise price per option (₹)	690.35	588.10	345.20
Weighted average remaining contractual life (year)	1.22	1.49	1.65

NOTES TO STANDALONE FINANCIAL STATEMENTS

for the year ended 31st March 2025

Particulars	As at 31 st March 2025			
	ESOS - 2018 Tranche X	ESOS - 2018 Tranche XI	ESOS - 2018 Tranche XII	ESOS - Restricted stock units 2020 Tranche III
Options outstanding at the beginning of the year (a)	394,075	160,000	60,000	58,000
Options exercisable at the beginning of the year (b)	19,773	-	-	-
Options granted during the year (c)	-	-	-	-
Options lapsed / expired during the year (d)	-	-	-	229
Options vested during the year (e)	89,412	35,200	10,560	9,164
Options exercised during the year (f)	69,837	-	10,560	6,784
Options forfeited during the year (g)	21,121	4,800	1,440	7,636
Options outstanding at end of the year (h) = (a+c-e-g)	283,542	120,000	48,000	41,200
Options exercisable at the end of the year (i) = (b+e-d-f)	39,348	35,200	-	2,151
Weighted average exercise price per option (₹)	345.30	431.20	438.85	10.00
Weighted average remaining contractual life (year)	1.79	1.96	2.33	1.71

Particulars	As at 31 st March 2025			
	ESOS - 2022 Tranche I	ESOS - 2022 Tranche II	ESOS - 2022 Tranche III	ESOS - 2022 Tranche IV
Options outstanding at the beginning of the year (a)	234,000	18,000	41,000	30,000
Options exercisable at the beginning of the year (b)	-	-	-	-
Options granted during the year (c)	-	-	-	-
Options lapsed / expired during the year (d)	50	-	-	-
Options vested during the year (e)	42,627	3,420	7,370	5280
Options exercised during the year (f)	32,207	-	2,280	-
Options forfeited during the year (g)	36,173	180	830	720
Options outstanding at end of the year (h) = (a+c-e-g)	155,200	14,400	32,800	24,000
Options exercisable at the end of the year (i) = (b+e-d-f)	10,370	3,420	5,090	5,280
Weighted average exercise price per option (₹)	483.15	643.40	688.15	803.40
Weighted average remaining contractual life (year)	2.45	2.57	2.74	2.94

Particulars	As at 31 st March 2025			
	ESOS - Restricted stock units 2020 Tranche IV	ESOS - 2018 Tranche XIII	ESOS - 2018 Tranche XIV	ESOS - 2018 Tranche XV
Options outstanding at the beginning of the year (a)	-	-	-	-
Options exercisable at the beginning of the year (b)	-	-	-	-
Options granted during the year (c)	72,500	434,500	50,000	50,000
Options lapsed / expired during the year (d)	-	-	-	-
Options vested during the year (e)	-	-	-	-
Options exercised during the year (f)	-	-	-	-
Options forfeited during the year (g)	4,500	11,000	-	-
Options outstanding at end of the year (h) = (a+c-e-g)	68,000	423,500	50,000	50,000
Options exercisable at the end of the year (i) = (b+e-d-f)	-	-	-	-
Weighted average exercise price per option (₹)	10.00	671.95	808.15	864.80
Weighted average remaining contractual life (year)	2.38	3.38	3.40	3.42

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for the year ended 31st March 2025

Particulars	As at 31 st March 2024			
	ESOS - 2016 Tranche I	ESOS - 2016 Tranche II	ESOS - 2016 Tranche IV	ESOS - 2016 Tranche VI
Options outstanding at the beginning of the year (a)	-	-	-	575,000
Options exercisable at the beginning of the year (b)	10,300	51,650	19,114	-
Options granted during the year (c)	-	-	-	-
Options lapsed / expired during the year (d)	4,250	29,575	6,371	-
Options vested during the year (e)	-	-	-	115,000
Options exercised during the year (f)	6,050	-	-	-
Options forfeited during the year (g)	-	-	-	-
Options outstanding at end of the year (h) = (a+c-e-g)	-	-	-	460,000
Options exercisable at the end of the year (i) = (b+e-d-f)	-	22,075	12,743	115,000
Weighted average exercise price per option (₹)	338.00	1,600.60	1,333.35	444.05
Weighted average remaining contractual life (year)	-	0.05	-	2.80

Particulars	As at 31 st March 2024	
	ESOS - Restricted stock units 2020 Tranche I	ESOS - Restricted stock units 2020 Tranche II
Options outstanding at the beginning of the year (a)	81,209	25,000
Options exercisable at the beginning of the year (b)	23,194	-
Options granted during the year (c)	-	-
Options lapsed / expired during the year (d)	8,123	-
Options vested during the year (e)	23,970	2,100
Options exercised during the year (f)	26,743	2,100
Options forfeited during the year (g)	15,249	400
Options outstanding at end of the year (h) = (a+c-e-g)	41,990	22,500
Options exercisable at the end of the year (i) = (b+e-d-f)	12,298	-
Weighted average exercise price per option (₹)	10.00	10.00
Weighted average remaining contractual life (year)	0.68	1.62

Particulars	As at 31 st March 2024			
	ESOS - 2018 Tranche I	ESOS - 2018 Tranche II	ESOS - 2018 Tranche III	ESOS - 2018 Tranche IV
Options outstanding at the beginning of the year (a)	139,200	-	-	14,000
Options exercisable at the beginning of the year (b)	340,800	34,125	33,450	6,000
Options granted during the year (c)	-	-	-	-
Options lapsed / expired during the year (d)	136,575	14,375	18,450	-
Options vested during the year (e)	131,950	-	-	6,000
Options exercised during the year ^{##} (f)	-	-	-	12,000
Options forfeited during the year (g)	7,250	-	-	-
Options outstanding at end of the year (h) = (a+c-e-g)	-	-	-	8,000
Options exercisable at the end of the year (i) = (b+e-d-f)	336,175	19,750	15,000	-
Weighted average exercise price per option (₹)	1,333.35	1,333.35	847.40	261.15
Weighted average remaining contractual life (year)	0.57	0.21	0.37	1.27

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for the year ended 31st March 2025

Particulars	As at 31 st March 2024			
	ESOS - 2018 Tranche V	ESOS - 2018 Tranche VII	ESOS - 2018 Tranche VIII	ESOS - 2018 Tranche IX
Options outstanding at the beginning of the year (a)	90,000	13,500	67,500	25,000
Options exercisable at the beginning of the year (b)	10,000	1,500	7,500	-
Options granted during the year (c)	-	-	-	-
Options lapsed / expired during the year (d)	3,000	450	7,500	-
Options vested during the year (e)	15,600	1,680	11,700	3,800
Options exercised during the year (f)	-	2,730	-	3,800
Options forfeited during the year (g)	4,400	11,820	3,300	1,200
Options outstanding at end of the year (h) = (a+c-e-g)	70,000	-	52,500	20,000
Options exercisable at the end of the year (i) = (b+e-d-f)	22,600	-	11,700	-
Weighted average exercise price per option (₹)	690.35	507.20	588.10	345.20
Weighted average remaining contractual life (year)	1.97	2.19	2.29	2.47

Particulars	As at 31 st March 2024			
	ESOS - 2018 Tranche X	ESOS - 2018 Tranche XI	ESOS - 2018 Tranche XII	ESOS - Restricted stock units 2020 Tranche III
Options outstanding at the beginning of the year (a)	566,590	200,000	-	-
Options exercisable at the beginning of the year (b)	-	-	-	-
Options granted during the year (c)	-	-	60,000	67,500
Options lapsed / expired during the year (d)	-	-	-	-
Options vested during the year (e)	79,881	31,200	-	-
Options exercised during the year (f)	60,108	31,200	-	-
Options forfeited during the year (g)	92,634	8,800	-	9,500
Options outstanding at end of the year (h) = (a+c-e-g)	394,075	160,000	60,000	58,000
Options exercisable at the end of the year (i) = (b+e-d-f)	19,773	-	-	-
Weighted average exercise price per option (₹)	345.30	431.20	438.85	10.00
Weighted average remaining contractual life (year)	2.62	2.82	3.24	2.67

Particulars	As at 31 st March 2024			
	ESOS - 2022 Tranche I	ESOS - 2022 Tranche II	ESOS - 2022 Tranche III	ESOS - 2022 Tranche IV
Options outstanding at the beginning of the year (a)	-	-	-	-
Options exercisable at the beginning of the year (b)	-	-	-	-
Options granted during the year (c)	286,500	18,000	41,000	30,000
Options lapsed / expired during the year (d)	-	-	-	-
Options vested during the year (e)	-	-	-	-
Options exercised during the year (f)	-	-	-	-
Options forfeited during the year (g)	52,500	-	-	-
Options outstanding at end of the year (h) = (a+c-e-g)	234,000	18,000	41,000	30,000
Options exercisable at the end of the year (i) = (b+e-d-f)	-	-	-	-
Weighted average exercise price per option (₹)	483.15	643.40	688.15	803.40
Weighted average remaining contractual life (year)	3.37	3.50	3.69	3.91

NOTES TO STANDALONE FINANCIAL STATEMENTS

for the year ended 31st March 2025

(ii) (b) Pursuant to Rights Issue: Employee Stock Option Scheme movement and related weighted average exercise price are as follows:

Particulars	As at 31 st March 2025		
	ESOS - 2016 Tranche II	ESOS - 2016 Tranche IV	ESOS - 2016 Tranche VI
Options Outstanding at the beginning of the year (a)	-	-	133,907
Options exercisable at the beginning of the year (b)	60,870	12,891	33,477
Options granted during the year (c)	-	-	-
Options lapsed / expired during the year (d)	60,870	7,710	-
Options vested during the year (e)	-	-	33,477
Options exercised during the year (f)	-	-	-
Options forfeited during the year (g)	-	-	-
Options outstanding at end of the year (h) = (a+c-e-g)	-	-	100,430
Options exercisable at the end of the year (i) = (b+e-d-f)	-	5,181	66,954
Weighted Average Exercise Price per option (₹)	-	1,333.35	444.05
Weighted average remaining contractual life (year)	-	0.32	3.26

Particulars	As at 31 st March 2025			
	ESOS - 2018 Tranche I	ESOS - 2018 Tranche II	ESOS - 2018 Tranche III	ESOS - 2018 Tranche IV
Options Outstanding at the beginning of the year (a)	1	-	-	2,451
Options exercisable at the beginning of the year (b)	340,071	27,658	37,356	-
Options granted during the year (c)	-	-	-	-
Options lapsed / expired during the year (d)	121,826	16,455	13,697	-
Options vested during the year (e)	-	-	-	2,451
Options exercised during the year (f)	-	-	9,962	2,451
Options forfeited during the year (g)	1	-	-	-
Options outstanding at end of the year (h) = (a+c-e-g)	-	-	-	-
Options exercisable at the end of the year (i) = (b+e-d-f)	218,245	11,203	13,697	-
Weighted Average Exercise Price per option (₹)	1,333.35	1,333.35	847.40	261.15
Weighted average remaining contractual life (year)	0.83	0.32	0.97	-

Particulars	As at 31 st March 2025		
	ESOS - 2018 Tranche V	ESOS - 2018 Tranche VIII	ESOS - 2018 Tranche IX
Options Outstanding at the beginning of the year (a)	27,501	17,978	5,590
Options exercisable at the beginning of the year (b)	8,879	4,006	-
Options granted during the year (c)	-	-	-
Options lapsed / expired during the year (d)	-	-	-
Options vested during the year (e)	10,371	6,780	1,230
Options exercised during the year (f)	-	-	1,230
Options forfeited during the year (g)	1,415	925	168
Options outstanding at end of the year (h) = (a+c-e-g)	15,715	10,273	4,192
Options exercisable at the end of the year (i) = (b+e-d-f)	19,250	10,786	-
Weighted Average Exercise Price per option (₹)	690.35	588.10	345.20
Weighted average remaining contractual life (year)	2.44	2.99	3.69

NOTES TO STANDALONE FINANCIAL STATEMENTS

for the year ended 31st March 2025

Particulars	As at 31 st March 2025			
	ESOS - 2018 Tranche X	ESOS - 2018 Tranche XI	ESOS - Restricted stock units 2020 Tranche I	ESOS - Restricted stock units 2020 Tranche II
Options Outstanding at the beginning of the year (a)	108,417	46,048	7,129	3,847
Options exercisable at the beginning of the year (b)	6,747	-	1,889	-
Options granted during the year (c)	-	-	-	-
Options lapsed / expired during the year (d)	-	-	13	-
Options vested during the year (e)	24,585	10,130	6,091	752
Options exercised during the year (f)	23,613	-	3,231	752
Options forfeited during the year (g)	5,824	1,382	1,038	103
Options outstanding at end of the year (h) = (a+c-e-g)	78,008	34,536	-	2,992
Options exercisable at the end of the year (i) = (b+e-d-f)	7,719	10,130	4,736	-
Weighted Average Exercise Price per option (₹)	345.30	431.20	10.00	10.00
Weighted average remaining contractual life (year)	3.70	3.74	0.88	1.64

Particulars	As at 31 st March 2024			
	ESOS - 2016 Tranche I	ESOS - 2016 Tranche II	ESOS - 2016 Tranche IV	ESOS - 2016 Tranche VI
Options Outstanding at the beginning of the year (a)	-	-	-	-
Options exercisable at the beginning of the year (b)	-	-	-	-
Options granted during the year (c)	6,364	142,428	19,334	167,384
Options lapsed / expired during the year (d)	31	73,974	6,443	-
Options vested during the year (e)	6,364	134,844	19,334	33,477
Options exercised during the year (f)	6,333	-	-	-
Options forfeited during the year (g)	-	7,584	-	-
Options outstanding at end of the year (h) = (a+c-e-g)	-	-	-	133,907
Options exercisable at the end of the year (i) = (b+e-d-f)	-	60,870	12,891	33,477
Weighted Average Exercise Price per option (₹)	-	1,600.60	1,333.35	444.05
Weighted average remaining contractual life (year)	-	0.42	0.82	4.26

Particulars	As at 31 st March 2024			
	ESOS - 2018 Tranche I	ESOS - 2018 Tranche II	ESOS - 2018 Tranche III	ESOS - 2018 Tranche IV
Options Outstanding at the beginning of the year (a)	-	-	-	-
Options exercisable at the beginning of the year (b)	-	-	-	-
Options granted during the year (c)	485,563	47,790	83,301	6,129
Options lapsed / expired during the year (d)	129,179	20,132	45,945	-
Options vested during the year (e)	469,250	47,790	83,301	3,678
Options exercised during the year (f)	-	-	-	3,678
Options forfeited during the year (g)	16,312	-	-	-
Options outstanding at end of the year (h) = (a+c-e-g)	1	-	-	2,451
Options exercisable at the end of the year (i) = (b+e-d-f)	340,071	27,658	37,356	-
Weighted Average Exercise Price per option (₹)	1,333.35	1,333.35	847.40	261.15
Weighted average remaining contractual life (year)	1.34	0.67	1.47	3.39

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for the year ended 31st March 2025

Particulars	As at 31 st March 2024			
	ESOS - 2018 Tranche V	ESOS - 2018 Tranche VII	ESOS - 2018 Tranche VIII	ESOS - 2018 Tranche IX
Options Outstanding at the beginning of the year (a)	-	-	-	-
Options exercisable at the beginning of the year (b)	-	-	-	-
Options granted during the year (c)	39,288	5,758	25,683	6,988
Options lapsed / expired during the year (d)	-	-	-	-
Options vested during the year (e)	8,879	1,048	4,006	1,062
Options exercised during the year (f)	-	1,048	-	1,062
Options forfeited during the year (g)	2,908	4,710	3,699	336
Options outstanding at end of the year (h) = (a+c-e-g)	27,501	-	17,978	5,590
Options exercisable at the end of the year (i) = (b+e-d-f)	8,879	-	4,006	-
Weighted Average Exercise Price per option (₹)	690.35	-	588.10	345.20
Weighted average remaining contractual life (year)	3.43	-	3.98	4.32

Particulars	As at 31 st March 2024			
	ESOS - 2018 Tranche X	ESOS - 2018 Tranche XI	ESOS - Restricted stock units 2020 Tranche I	ESOS - Restricted stock units 2020 Tranche II
Options Outstanding at the beginning of the year (a)	-	-	-	-
Options exercisable at the beginning of the year (b)	-	-	-	-
Options granted during the year (c)	155,876	57,560	17,872	4,274
Options lapsed / expired during the year (d)	-	-	-	-
Options vested during the year (e)	21,964	8,979	6,722	359
Options exercised during the year (f)	15,217	8,979	4,833	359
Options forfeited during the year (g)	25,495	2,533	4,021	68
Options outstanding at end of the year (h) = (a+c-e-g)	108,417	46,048	7,129	3,847
Options exercisable at the end of the year (i) = (b+e-d-f)	6,747	-	1,889	-
Weighted Average Exercise Price per option (₹)	345.30	431.20	10.00	10.00
Weighted average remaining contractual life (year)	4.36	4.70	1.68	2.29

For the year ended 31st March 2025

ESOS - 2018 Tranche III: Weighted average share price at the date of the exercise of the stock option is ₹995.70

ESOS - 2018 Tranche IV: Weighted average share price at the date of the exercise of the stock option is ₹995.70

ESOS - 2018 Tranche IX: Weighted average share price at the date of the exercise of the stock option is ₹903.98

ESOS - 2018 Tranche X: Weighted average share price at the date of the exercise of the stock option is ₹866.74

ESOS - 2018 Tranche XII: Weighted average share price at the date of the exercise of the stock option is ₹995.70

ESOS - 2022 Tranche I: Weighted average share price at the date of the exercise of the stock option is ₹925.17

ESOS - 2022 Tranche III: Weighted average share price at the date of the exercise of the stock option is ₹963.15

NOTES TO STANDALONE FINANCIAL STATEMENTS

for the year ended 31st March 2025

ESOS - Restricted stock units 2020 Tranche I: Weighted average share price at the date of the exercise of the stock option is ₹851.39

ESOS - Restricted stock units 2020 Tranche II: Weighted average share price at the date of the exercise of the stock option is ₹866.60

ESOS - Restricted stock units 2020 Tranche III: Weighted average share price at the date of the exercise of the stock option is ₹927.79

For the year ended 31st March 2024

ESOS - 2016 Tranche I: Weighted average share price at the date of the exercise of the stock option is ₹571.88

ESOS - 2018 Tranche IV: Weighted average share price at the date of the exercise of the stock option is ₹656.39

ESOS - 2018 Tranche VII: Weighted average share price at the date of the exercise of the stock option is ₹782.90

ESOS - 2018 Tranche IX: Weighted average share price at the date of the exercise of the stock option is ₹778.40

ESOS - 2018 Tranche X: Weighted average share price at the date of the exercise of the stock option is ₹698.67

ESOS - 2018 Tranche XI: Weighted average share price at the date of the exercise of the stock option is ₹796.05

ESOS - Restricted stock units 2020 Tranche I: Weighted average share price at the date of the exercise of the stock option is ₹694.70

ESOS - Restricted stock units 2020 Tranche II: Weighted average share price at the date of the exercise of the stock option is ₹730.58

(iii) Black-Scholes Model have been used to derive the fair value of the stock option granted, taking in to account the terms and conditions upon which the share options were granted. The fair value of each stock options and the related parameters considered for the same are:

Particulars	ESOS - 2016 Tranche I	ESOS - 2016 Tranche II	ESOS - 2016 Tranche III	ESOS - 2016 Tranche IV
Estimated value of stock option (₹)	111.71	546.15	487.10	511.64
Share price at grant date (₹)	338.00	1,600.60	1,206.35	1,333.35
Exercise price (₹)	338.00	1,600.60	1,206.35	1,333.35
Expected volatility (%)*	40.65	40.97	35.60	35.60
Dividend yield rate (%)	1.24	0.31	0.39	0.55
Expected life of options** (year)	3.00	3.00	4.50	4.00
Risk free rate of interest (%)	7.23	6.30	7.43	7.79

Particulars	ESOS - 2018 Tranche I	ESOS - 2018 Tranche II	ESOS - 2018 Tranche III	ESOS - 2018 Tranche IV
Estimated value of stock option (₹)	593.17	511.64	321.87	120.56
Share price at grant date (₹)	1,333.35	1,333.35	847.40	261.15
Exercise price (₹)	1,333.35	1,333.35	847.40	261.15
Expected volatility (%)*	35.60	35.60	41.02	48.34
Dividend yield rate (%)	0.53	0.55	1.06	-
Expected life of options** (year)	5.21	4.00	4.00	4.50
Risk free rate of interest (%)	7.90	7.79	6.97	5.06

NOTES TO STANDALONE FINANCIAL STATEMENTS

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Particulars	ESOS - 2016 Tranche V	ESOS - 2016 Tranche VI	ESOS - Restricted stock units 2020 Tranche I	ESOS - Restricted stock units 2020 Tranche II
Estimated value of stock option (₹)	120.56	214.75	348.04	380.13
Share price at grant date (₹)	261.15	444.05	356.40	388.20
Exercise price (₹)	261.15	444.05	10.00	10.00
Expected volatility (%)*	48.34	50.64	49.05	52.01
Dividend yield rate (%)	-	-	-	-
Expected life of options** (year)	4.50	4.21	3.50	3.50
Risk free rate of interest (%)	5.06	7.26	5.10	6.07

Particulars	ESOS - 2018 Tranche V	ESOS - 2018 Tranche VI	ESOS - 2018 Tranche VII	ESOS - 2018 Tranche VIII
Estimated value of stock option (₹)	332.79	308.88	243.69	282.65
Share price at grant date (₹)	690.35	644.70	507.20	588.10
Exercise price (₹)	690.35	644.70	507.20	588.10
Expected volatility (%)*	51.06	50.77	50.91	51.04
Dividend yield rate (%)	-	-	-	-
Expected life of options** (year)	4.50	4.50	4.50	4.50
Risk free rate of interest (%)	5.28	5.20	5.24	5.19

Particulars	ESOS - 2018 Tranche IX	ESOS - 2018 Tranche X	ESOS - 2018 Tranche XI	ESOS - 2018 Tranche XII
Estimated value of stock option (₹)	166.72	166.16	208.11	214.71
Share price at grant date (₹)	345.20	345.30	431.20	438.85
Exercise price (₹)	345.20	345.30	431.20	438.85
Expected volatility (%)*	51.30	51.03	50.65	52.25
Dividend yield rate (%)	-	-	-	-
Expected life of options** (year)	4.21	4.21	4.21	4.21
Risk free rate of interest (%)	6.94	6.92	7.19	6.97

Particulars	ESOS - 2022 Tranche I	ESOS - 2022 Tranche II	ESOS - 2022 Tranche III	ESOS - 2022 Tranche IV
Estimated value of stock option (₹)	233.39	311.81	332.51	373.48
Share price at grant date (₹)	483.15	643.40	688.15	803.40
Exercise price (₹)	483.15	643.40	688.15	803.40
Expected volatility (%)*	51.56	51.62	51.00	47.82
Dividend yield rate (%)	-	-	-	-
Expected life of options** (year)	4.21	4.21	4.21	4.21
Risk free rate of interest (%)	6.81	6.90	7.06	7.03

Particulars	ESOS - Restricted stock units 2020 Tranche III	ESOS - Restricted stock units 2020 Tranche IV	ESOS - 2018 Tranche XIII	ESOS - 2018 Tranche XIV
Estimated value of stock option (₹)	475.08	663.92	313.91	377.90
Share price at grant date (₹)	483.15	671.95	671.95	808.15
Exercise price (₹)	10.00	10.00	671.95	808.15
Expected volatility (%)*	51.25	47.53	48.47	48.64
Dividend yield rate (%)	-	-	-	-
Expected life of options** (year)	3.20	3.20	4.20	4.20
Risk free rate of interest (%)	6.78	6.95	6.96	6.91

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Particulars	ESOS - 2018 Tranche XV
Estimated value of stock option (₹)	392.74
Share price at grant date (₹)	864.80
Exercise price (₹)	864.80
Expected volatility (%)*	48.68
Dividend yield rate (%)	-
Expected life of options** (year)	4.20
Risk free rate of interest (%)	6.88

*Expected volatility has been computed basis the expected life.

**Expected life of the share option is based on the date of grant and is not necessarily indicative of exercise pattern that may occur.

(iv) The expenses recognised for the employee services received during the year are as follows:

Particulars	(₹ in crore)	
	Current Year	Previous Year
Expenses arising from equity settled share based payment transaction	17.68	14.46
Expenses arising from cash settled share based payment transaction	-	-
Total	17.68	14.46

Note 24.9: Dividend declared and paid

Dividend declared during the financial year:

Particulars	Net profit for the accounting period (₹ in crore)	Rate of dividend (per cent)*	Amount of dividend (₹ in crore)	Dividend pay out ratio (per cent)
April 2024- March 2025	1,948.95	50%	129.96	6.67%
April 2023- March 2024	1,527.42	-	-	-

*The Board of Directors have recommended a dividend of ₹5 per equity share (Previous Year Nil). This is subject to the approval of shareholders at the ensuing Annual General Meeting.

Dividend paid during the financial year:

Particulars	(₹ in crore)	
	Current Year	Previous Year
Dividend on ordinary shares:		
Final dividend for 2025: Nil per share	-	-
Final dividend for 2024: Nil per share	-	-
Total	-	-

Note 25 Other equity (Nature and purpose of reserves)

Particulars	(₹ in crore)	
	As at 31 st March 2025	As at 31 st March 2024
Share application money	-	-
Share premium reserve	6,463.63	6,453.26
Special reserve	1,760.76	1,415.76
Statutory reserve	449.97	404.97
Share option outstanding account	50.94	46.55
Retained earnings	7,976.40	6,410.71
Effective portion of cash flow hedges	(127.93)	(58.60)
Total	16,573.77	14,672.65

NOTES TO STANDALONE FINANCIAL STATEMENTS

for the year ended 31st March 2025

Share application money

Share application money pending allotment whereby the amount has been received on the application, of which allotment is not yet made.

Securities premium

Securities premium includes :

- » amount of premium received on issue of equity shares and;
- » fair value of the stock options which are treated as expense, if any, in respect of shares allotted pursuant to Employee Stock Options Scheme.

The securities premium can be utilised only for limited purposes such as issuance of bonus shares, issue expenses of securities which qualify as equity instruments in accordance with the provisions of the Companies Act, 2013.

Special reserve and Statutory reserve

In accordance with Section 29C(i) of the National Housing Bank Act, 1987, the Company is required to transfer at least 20% of its net profit every year to a reserve fund (statutory reserve) before any dividend is declared. The Company has created a special reserve in terms of clause (viii) of sub-Section (1) of Section 36 of the Income-tax Act, 1961 and the same is considered to be an eligible transfer for the purposes of Section 29C (i).

Share option outstanding account

The cost of equity settled transactions is determined by the fair value at the date when the grant is made using the Black-Scholes Model. The cumulative expense recognised for equity settled transaction is credited to share option outstanding account in equity.

Retained Earnings

Retained earnings are profits earned by the Company after transfer to general reserve and payment of dividend to shareholders.

Effective portion of cash flow hedges

The Company uses hedging instruments as part of its management of foreign currency risk and interest rate risk associated on borrowings. For hedging foreign currency and interest rate risk, the Company uses foreign currency forward contracts, cross currency swaps and interest rate swaps. To the extent these hedges are effective, the change in fair value of the hedging instrument is recognised in the cash flow hedging reserve. Amounts recognised in the cash flow hedging reserve is reclassified to the statement of profit or loss when the hedged item affects profit or loss (e.g. interest payments).

Note 26 Interest income

(₹in crore)

Particulars	Current Year			Previous Year		
	On financial assets measured at Amortised cost	Interest income on financial assets classified as fair value through profit or loss	Total	On financial assets measured at Amortised cost	Interest income on financial assets classified as fair value through profit or loss	Total
Loans	6,863.87	-	6,863.87	6,215.63	-	6,215.63
Investments						
Financial investments - Debt	172.22	-	172.22	173.82	-	173.82
Financial asset valued at fair value through profit and loss	-	155.39	155.39	-	175.03	175.03
Deposits with banks	43.96	-	43.96	136.84	-	136.84
Other Interest income						
Loan against deposits	5.79	-	5.79	4.92	-	4.92
Total	7,085.84	155.39	7,241.23	6,531.21	175.03	6,706.24

NOTES TO STANDALONE FINANCIAL STATEMENTS

for the year ended 31st March 2025

Note 27 Fees and commission income

Particulars	(₹ in crore)	
	Current Year	Previous Year
Fees income	44.35	41.21
Fees income on corporate insurance agency	232.34	141.58
Other charges recovered	87.62	90.10
Total	364.31	272.89
Geographical markets		
India	364.31	272.89
Outside India	-	-
Total	364.31	272.89
Timing of revenue recognition		
Services transferred at a point in time	364.31	272.89
Services transferred over time	-	-
Total	364.31	272.89
Contract Assets		
Fees and other receivables (net of impairment allowance)	49.93	56.17
Contract Liabilities		
Advance received from customers	-	3.58

Note 28 Net gain on fair value changes

Particulars	(₹ in crore)	
	Current Year	Previous Year
Net gain on financial instruments at fair value through profit or loss		
Others		
Investments	27.22	34.61
Total	27.22	34.61
Fair value changes:		
Realised	13.78	18.46
Unrealised	13.44	16.15
Total	27.22	34.61

Note 29 Other income

Particulars	(₹ in crore)	
	Current Year	Previous Year
Interest on income tax refund	18.60	2.56
Other miscellaneous income	9.86	7.68
Total	28.46	10.24

NOTES TO STANDALONE FINANCIAL STATEMENTS

for the year ended 31st March 2025

Note 30 Finance costs

(₹in crore)

Particulars	Current Year			Previous Year		
	On financial liabilities measured at fair value through Profit or loss	On financial liabilities measured at Amortised cost	Total	On financial liabilities measured at fair value through Profit or loss	On financial liabilities measured at Amortised cost	Total
Interest on debt securities	-	743.96	743.96	-	516.70	516.70
Interest on borrowings	-	2,332.41	2,332.41	-	2,328.80	2,328.80
Interest on deposits	-	1,397.70	1,397.70	-	1,322.20	1,322.20
Interest on subordinated liabilities	-	57.03	57.03	-	76.96	76.96
Interest on lease liabilities	-	10.24	10.24	-	7.22	7.22
Interest on Income tax	-	-	-	-	0.02	0.02
Fee and other charges	-	11.21	11.21	-	10.52	10.52
Total	-	4,552.55	4,552.55	-	4,262.42	4,262.42

Note 31 Impairment on financial instruments and write offs

(₹in crore)

Particulars	Current Year			Previous Year		
	On financial instruments measured at fair value through OCI	On financial instruments measured at Amortised cost	Total	On financial instruments measured at fair value through OCI	On financial instruments measured at Amortised cost	Total
Loans	-	(130.21)	(130.21)	-	(183.27)	(183.27)
Bad debts written off (net)	-	(193.40)	(193.40)	-	353.61	353.61
Investments*	-	164.35	164.35	-	-	-
Other receivables	-	0.45	0.45	-	0.56	0.56
Trade receivables	-	0.26	0.26	-	0.11	0.11
Total	-	(158.55)	(158.55)	-	171.01	171.01

* Including fair value (gain)/loss on security receipts.

Note 32 Employee benefits expenses

(₹in crore)

Particulars	Current Year	Previous Year
Salaries, allowances and benefits	289.28	231.42
Contribution to provident and other funds	16.69	13.57
Share based payments to employees	17.68	14.46
Staff welfare expenses	5.73	4.68
Total	329.38	264.13

NOTES TO STANDALONE FINANCIAL STATEMENTS

for the year ended 31st March 2025

Note 33 Other expenses

Particulars	(₹ in crore)	
	Current Year	Previous Year
Rent expenses	2.94	4.36
Rates and taxes	0.09	0.26
Electricity and water expenses	9.49	9.33
Repairs and maintenance	24.40	26.22
Office running and maintenance expenses	45.45	38.25
Business support services	68.89	47.86
Legal and professional charges	93.06	62.90
Royalty Fee	33.33	29.66
Advertisement and publicity	22.21	14.17
Corporate social responsibility expenses (Refer Note 33.1)	30.06	22.69
Communication costs	14.93	11.19
Travelling and conveyance	13.04	11.95
Printing and stationery	5.95	4.48
Training and recruitment expenses	3.01	2.90
Director's fees, allowances and expenses	3.41	3.10
Auditor's fees and expenses (Refer Note 33.2)	1.19	1.08
Insurance	0.45	0.60
Bank charges	0.35	1.92
Net loss on derecognition of property, plant and equipment	-	0.25
Assets held for sale written off	0.28	-
Other expenditure	0.03	-
Total	372.56	293.17

Note 33.1: Corporate Social Responsibility expense (CSR)

As per Section 135 of the Companies Act, 2013 along with Companies (Corporate Social Responsibility Policy) Rules 2021 as amended, the Company is required to spend for CSR activities in accordance with its CSR policy. The details of the CSR expenses for the year are as under:

Particulars	(₹ in crore)	
	Current Year	Previous Year
a) Gross amount required to be spent by the Company during the year	30.06	22.69
b) Amount spent during the year		
i) Construction/acquisition of any asset	-	-
ii) On purposes other than (i) above		
- Contribution to various Trust/NGOs/Societies/Agencies and utilisation thereon	5.80	16.70
- Expenditure on administrative overheads for CSR^	1.32	0.89
- Expenditure on Impact Assessment study	0.05	0.21
Total	7.17	17.80
c) Shortfall at the end of year	22.89	4.89
d) Total of previous years shortfall	0.84	0.42
e) Reason for shortfall	Refer note 33.1(i)	Refer note 33.1(i)
f) Details of related party transactions, contribution to a trust controlled by the Company in relation to CSR expenditure trust		
- Pehel Foundation	10.26	22.64

NOTES TO STANDALONE FINANCIAL STATEMENTS

for the year ended 31st March 2025

(₹in crore)		
Particulars	Current Year	Previous Year
g) Nature of CSR activities		
Nature of CSR activities undertaken by the Company are in relation to:		
– Healthcare	4.99	16.28
– Education	1.93	2.33
– Women Empowerment	0.90	1.96
– Environmental Sustainability	0.75	2.07
– Sports	0.71	-
– Village Development	0.93	-
– Others	0.05	0.05
h) CSR amount spent or unspent for the financial year		
– Total Amount Spent for the Financial Year	7.17	17.80
– Total Amount transferred to Unspent CSR Account as per Section 135(6)	22.89	4.89
– Amount transferred to Unspent Corporate Social Responsibility Account with in specified period	Yes	Yes
– Amount transferred to any fund specified under Schedule VII as per second proviso to Section 135(5)	-	-

Note 33.1 (i): For optimal and proper utilisation of the CSR funds, projects have been designed as an ongoing multi year projects for effective and long-term impact. Accordingly, funds for the same projects will be utilised as planned from unspent account in the subsequent financial years.

^The administrative overheads considered on the actual to be spent during the year.

Note 33.2: Auditor's fees and expenses

(₹in crore)		
Particulars	Current Year	Previous Year
Statutory audit fee	0.46	0.45
Tax audit fee	0.08	0.08
Limited review fee	0.31	0.32
Other certification fee	0.17	0.12
Out of pocket expenses	0.07	0.03
GST expenses on Auditor's fees and expenses	0.10	0.08
Total	1.19	1.08

Note 34 Income taxes

The components of income tax expense are:

(₹in crore)		
Particulars	Current Year	Previous Year
Current tax	568.32	421.01
Adjustments in respect of current income tax of prior years	(1.44)	(0.12)
Deferred tax relating to origination and reversal of temporary differences	(19.96)	23.37
Total	546.92	444.26
Current tax	566.88	420.89
Deferred tax (Refer Note 10)	(19.96)	23.37

NOTES TO STANDALONE FINANCIAL STATEMENTS

for the year ended 31st March 2025

Note 34.1: Reconciliation of tax expense and the accounting profit multiplied by statutory income tax rate for the year ended 31st March 2025 and 31st March 2024 is as follows:

		(₹in crore)	
Particulars		Current Year	Previous Year
Accounting profit before tax	(a)	2,495.87	1,971.68
Statutory income tax rate (%)	(b)	25.168	25.168
Tax at statutory income tax rate	(c) = (a*b)	628.16	496.23
Adjustments in respect of current income tax of prior years	(d)	(1.44)	(0.12)
Impact of:			
– Income not subject to tax	(e)	41.95	27.15
– Non deductible expenses	(f)	(15.00)	(44.31)
– Deduction under Section 36 (1) (viii)	(g)	(86.78)	(58.05)
– Other deductions	(h)	(0.01)	(0.01)
Total current tax expense	(c+d+e+f+g+h)	566.88	420.89
Effective tax rate (%)		21.91	22.53
Other comprehensive income			
Tax expense on re-measurement gains/ (losses) on defined benefit plan		0.17	0.22
Total tax on other comprehensive income		0.17	0.22

Note 35 Earning per share

i) The Earnings Per Share (EPS) is calculated as follows:

Particulars	Unit	Current Year	Previous Year
a) Amount used as the numerator for basic EPS profit for the year	(₹in crore)	1,948.95	1,527.42
b) Weighted average number of equity shares for basic EPS	Number	25,98,00,371	25,83,67,514
c) Weighted average number of equity shares for diluted EPS	Number	26,07,62,937	25,91,30,272
d) Nominal value per share	(in ₹)	10/-	10/-
e) Earnings per share:			
– Basic (a/b)	(in ₹)	75.02	59.12
– Diluted (a/c)	(in ₹)	74.74	58.94

ii) The basic earnings per share has been computed by dividing the net profit after tax attributable to equity share holders of the Company by the weighted average number of equity shares outstanding during the year. The diluted earnings per share has been computed by dividing the net profit after tax attributable to equity share holders of the Company by the weighted average number of equity shares considered for deriving basic earning per equity share and also the weighted average number of equity shares that could have been issued upon conversion of all dilutive potential equity shares. The dilutive potential equity shares are adjusted for the proceeds receivable had the equity shares been actually issued at fair value (i.e. the average market value of the outstanding equity shares). Diluted potential equity shares are deemed converted as of the beginning of the period unless issued at a later date. Diluted potential equity shares are determined independently for each period presented. Diluted earnings per share does not include conversion or exercise of potential ordinary shares that would have an antidilutive effect on earnings per share.

NOTES TO STANDALONE FINANCIAL STATEMENTS

for the year ended 31st March 2025

Reconciliation of equity shares used in computation of basic and diluted earning per equity share is as follows:-

Particulars	(₹in crore)	
	Year ended 31 st March 2025	Year ended 31 st March 2024
Weighted average number of equity shares at the beginning of the year	25,97,23,886	16,88,55,818
Weighted average number of equity shares issued during the year	76,485	8,95,11,696
Weighted average number of equity shares for computation of basic earnings per share	25,98,00,371	25,83,67,514
Effect of dilutive equity shares - share option outstanding	9,62,566	7,62,758
Weighted average number of equity shares for computation of dilutive earnings per share	26,07,62,937	25,91,30,272

Note 36 Disclosure as per regulatory guidelines

The Company has been classified as Upper Layer entity under Scale Based Regulations issued by Reserve Bank of India.

The following additional disclosures have been given in compliance with:

- Master Direction – Non-Banking Financial Company-Housing Finance Company (Reserve Bank) Directions, 2021 ('RBI directions') issued by RBI vide notification number RBI/2020-21/73/DOR.FIN.HFC.CC.No.120/03.10.136/2020-21 dated 17th February, 2021 as amended from time to time; and
- Master Direction – Reserve Bank of India (Non-Banking Financial Company – Scale Based Regulation) Directions, 2023 ('RBI directions') issued by RBI vide notification number RBI/DoR/2023-24/106/DoR.FIN.REC.No.45/03.10.119/2023-24 dated 19th October, 2023 as amended from time to time.

Note 36.1: Capital to Risk Assets Ratio (CRAR)

Particulars	(₹in crore)	
	As at 31 st March 2025	As at 31 st March 2024
i) CRAR (%)^	29.38	29.26
ii) CRAR – Tier I Capital (%)	28.39	27.90
iii) CRAR – Tier II Capital (%)	0.99	1.36
(iv) Amount of subordinated debt raised as Tier-II Capital	-	-
(v) Amount raised by issue of Perpetual Debt Instruments	-	-

^The CAR or the CRAR is computed by dividing the total capital fund of the Company with aggregated risk-weighted assets/exposure.

Note 36.2: Reserve Fund u/s 29C of NHB Act, 1987

Particulars	(₹in crore)	
	Current Year	Previous Year
Balance at the beginning of the year		
(a) Statutory Reserve u/s 29C of NHB Act, 1987	404.97	334.97
(b) Amount of Special Reserve u/s 36 (1)(viii) of Income Tax Act, 1961 taken into account for the purposes of Statutory Reserve u/s 29C of NHB Act, 1987	1,415.76	1,179.76
(c) Total	1,820.73	1,514.73
Addition / Appropriation / Withdrawal during the year		
Add:		
(a) Amount transferred u/s 29C of the NHB Act, 1987	45.00	70.00
(b) Amount of Special Reserve u/s 36 (1)(viii) of Income Tax Act, 1961 taken into account for the purpose of Statutory Reserve u/s 29C of NHB Act, 1987	345.00	236.00

NOTES TO STANDALONE FINANCIAL STATEMENTS

for the year ended 31st March 2025

Particulars	(₹ in crore)	
	Current Year	Previous Year
Less:		
(a) Amount appropriated from Statutory Reserve u/s 29C of the NHB Act, 1987	-	-
(b) Amount withdrawn from Special Reserve u/s 36 (1)(viii) of Income Tax Act, 1961 which has been taken into account for the purpose of provision u/s 29C of NHB Act, 1987	-	-
Balance at the end of the year		
(a) Statutory Reserve u/s 29C of NHB Act, 1987	449.97	404.97
(b) Amount of Special Reserve u/s 36 (1)(viii) of Income Tax Act, 1961 taken into account for the purposes of Statutory Reserve u/s 29C of the NHB Act, 1987	1,760.76	1,415.76
(c) Total	2,210.73	1,820.73

Note 36.3: Investments

Particulars	(₹ in crore)	
	Current Year	Previous Year
Value of Investments		
(i) Gross value of Investments		
(a) In India	3,623.66	4,423.81
(b) Outside India	-	-
(ii) Provisions for Depreciation		
(a) In India	242.90	78.55
(b) Outside India	-	-
(iii) Net value of Investments		
(a) In India	3,380.76	4,345.26
(b) Outside India	-	-
Movement of provisions held towards depreciation on investments		
(i) Opening balance	78.55	78.55
(ii) Add: Provisions made during the year	164.35	-
(iii) Less: Write-off / Written-back of excess provisions during the year	-	-
(iv) Closing balance	242.90	78.55

Particulars	(₹ in crore)	
	As at 31 st March 2025	As at 31 st March 2024
Current investments	952.68	1,915.56
Non-current investments	2,428.08	2,429.70
Total	3,380.76	4,345.26

Note 36.4: Derivatives

i) Forward Rate Agreement (FRA) / Interest Rate Swap (IRS)

Particulars	(₹ in crore)	
	As at 31 st March 2025	As at 31 st March 2024
(i) The notional principal of swap agreements	6,127.37	3,275.44
(ii) Losses which would be incurred if counterparties failed to fulfil their obligations under the agreements	65.63	190.36
(iii) Collateral required by the HFC upon entering into swaps	Nil	Nil
(iv) Concentration of credit risk arising from the swaps ^a	6,127.37	3,275.44
(v) The fair value of the swap book	(50.12)	135.01

^a The Company has entered into swap and forward agreements with various banks having almost equal exposure with each of them. Hence, there is no concentration of credit risk which could be exposure to particular industries or swaps with highly geared companies.

NOTES TO STANDALONE FINANCIAL STATEMENTS

for the year ended 31st March 2025

ii) Exchange Traded Interest Rate (IR) Derivative – There is no exchange traded interest rate derivative.

(₹in crore)

Particulars	As at 31 st March 2025	As at 31 st March 2024
(i) Notional principal amount of exchange traded IR derivatives undertaken during the year	-	-
(ii) Notional principal amount of exchange traded IR derivatives outstanding as on 31 st March	-	-
(iii) Notional principal amount of exchange traded IR derivatives outstanding and not "highly effective"	-	-
(iv) Mark-to-market value of exchange traded IR derivatives outstanding and not "highly effective"	-	-

iii) Disclosure on Risk Exposure in Derivatives

A. Qualitative Disclosure

Particulars	Details
a) the structure and organisation for management of risk in derivatives trading,	Financial Risk Management of the Company constitutes the Asset Liability Committee (ALCO) and Risk Management Committee (RMC) and has a Market Risk Management policy under its supervision. The Company manages its risk in accordance with the guidelines prescribed in its 'Asset Liability Management' and 'Market Risk Management' policies. As a policy, the Company doesn't trade in derivative products. The Company has entered into derivative product for its ECB borrowing for financing prospective buyers of eligible housing units under automatic route in terms of RBI guidelines. Interest rate risks is mitigated by entering into interest rate swaps. The currency risk on the borrowings is actively managed mainly through a combination of swaps and forward contracts. As a part of Asset Liability Management, the Company has entered into interest rate swaps wherein it has converted a portion of its floating rate liabilities into fixed rate.
b) the scope and nature of risk measurement, risk reporting and risk monitoring systems,	The RMC has put in place the control measures to contain these risks. The Company has a robust mechanism to ensure an ongoing monitoring and review of systems, policies, processes and procedures to contain and mitigate risk that arise from time to time.
c) policies for hedging and / or mitigating risk and strategies and processes for monitoring the continuing effectiveness of hedges / mitigants, and	The Company has not entered into any speculative derivative transaction (without underlying exposure). The Company has entered in to derivative transaction only for hedging its foreign currency and interest rate exposure against foreign currency borrowing which has been availed for financing prospective buyers of eligible housing units. The derivative transactions entered into for hedging the ECB borrowings are as per the applicable guidelines of RBI. The hedging is guided by the Board resolution authorising the Company to borrow through ECB route and hedging of the underlying exposure.
d) accounting policy for recording hedge and non-hedge transactions; recognition of income, premiums and discounts; valuation of outstanding contracts; provisioning, collateral and credit risk mitigation.	The derivative contracts are initially recognised at fair value on the date of the transaction and all outstanding derivative transactions, on the date of balance sheet, are revalued at their fair market value, on that date. Where Cash Flow hedge accounting is used, fair value changes of the derivative contracts are recognised through the Cash Flow Hedge Reserve in the same period they are accrued. Any profit/loss arising on cancellation/unwinding of derivative contracts are recognised as income or expenses for the period. Premium paid / discount received in advance on derivative contracts, which are not intended for trading or speculation purposes, are amortised over the period of the contracts, if such contracts relate to monetary items as at the balance sheet date.

B. Quantitative Disclosure

(₹in crore)

Particulars	As at 31 st March 2025		As at 31 st March 2024	
	Currency Derivatives	Interest Rate Derivatives	Currency Derivatives	Interest Rate Derivatives
(i) Derivatives (Notional Principal Amount) for Hedging	5,127.37	1,000.00	2,275.44	1,000.00
(ii) Marked to Market Positions				
(a) Assets (+)*	44.51	21.12	190.36	-
(b) Liability (-)	(115.75)	-	(55.35)	-
(iii) Credit Exposure	-	-	-	-
(iv) Unhedged Exposures	-	-	-	-

* Including margin money received from counter party bank.

NOTES TO STANDALONE FINANCIAL STATEMENTS

for the year ended 31st March 2025

Note 36.5: Assignment / Securitisation

- i) There are no SPVs sponsored by PNB Housing Finance Limited.
- ii) During the year, the Company has not sold any financial assets to Securitisation / Reconstruction Company for Asset Reconstruction (Previous year Nil).
- iii) Details of assignment transactions undertaken:

(₹in crore)

Particulars	Current Year	Previous Year
(i) No. of Accounts	-	-
(ii) Aggregate value (net of provisions) of account assigned	-	-
(iii) Aggregate consideration	-	-
(iv) Additional consideration realised in respect of account transferred in earlier years	-	-
(v) Aggregate gain / loss over net book value	-	-

- iv) During the year, the Company has not purchased any non-performing financial assets (Previous year Nil).
- v) During the year, the Company has sold non-performing financial assets details of which are given in Note 8.3 (c) .

Note 36.6: Assets Liability Management (Maturity pattern of certain items of Assets and Liabilities)

The residual maturity profile of Assets and Liabilities is carried out based on the current estimates and assumptions regarding behavioural pattern of pre-payments/maturities and renewals which have been relied upon by the auditors. Maturity pattern of certain items of assets and liabilities are as follows:

As at 31st March 2025

(₹in crore)

Particulars	Liabilities				Assets		
	Deposits	Borrowings from banks and Financial Institutions	Market borrowings	Foreign Currency liabilities	Net advances	Investments	Foreign currency assets
1 day to 7 days	44.00	479.13	-	-	269.93	-	-
8 days to 14 days	41.12	423.75	-	-	807.79	4.51	-
15 days to 30/31 days	123.41	115.71	500.00	641.86	656.12	3,257.89	-
Over 1 month to 2 months	267.51	116.43	2,000.00	10.04	1,175.66	-	-
Over 2 months to 3 months	293.74	2,964.40	-	16.44	1,161.08	-	-
Over 3 months to 6 months	1,040.76	2,746.32	750.00	538.08	3,364.98	5.09	-
Over 6 months to 1 year	2,283.51	4,233.62	710.00	283.74	6,237.75	-	-
Over 1 year to 3 years	7,532.75	11,340.03	2,842.00	2,978.85	19,614.82	88.13	-
Over 3 years to 5 years	3,852.06	5,448.10	2,311.04	-	13,249.13	-	-
Over 5 years	2,162.87	3,218.52	-	-	28,230.31	25.14	-
Total	17,641.73	31,086.01	9,113.04	4,469.01	74,767.57	3,380.76	-

NOTES TO STANDALONE FINANCIAL STATEMENTS

for the year ended 31st March 2025

As at 31st March 2024

(₹in crore)

Particulars	Liabilities				Assets		
	Deposits	Borrowings from banks	Market borrowings	Foreign Currency liabilities	Net advances	Investments	Foreign currency assets
1 day to 7 days	87.25	303.26	-	-	269.60	-	-
8 days to 14 days	67.10	803.75	-	-	729.31	-	-
15 days to 30/31 days	167.48	156.25	-	-	645.36	568.92	-
Over 1 month to 2 months	325.76	586.15	1,500.00	-	1,154.71	10.31	-
Over 2 months to 3 months	316.32	2,765.71	1,980.00	-	1,135.62	1,336.25	-
Over 3 months to 6 months	1,249.93	2,549.94	475.00	833.74	3,283.60	203.47	-
Over 6 months to 1 year	2,187.10	3,567.25	1,000.00	-	6,039.64	90.89	-
Over 1 year to 3 years	7,070.09	10,315.62	1,722.00	622.41	18,356.40	786.45	-
Over 3 years to 5 years	4,128.58	4,538.04	1,439.70	-	11,709.89	828.64	-
Over 5 years	2,198.69	1,624.83	474.72	-	20,880.63	520.33	-
Total	17,798.30	27,210.80	8,591.42	1,456.15	64,204.76	4,345.26	-

Note 36.7: Exposure:

i) Exposure to Real Estate Sector

(₹in crore)

Particulars	As at 31 st March 2025	As at 31 st March 2024
i) Direct Exposure		
A. Residential Mortgages (including loan against residential property): Lending fully secured by mortgages on residential property that is or will be occupied by the borrower or that is rented. Exposure also include non-fund based (NFB) limits.	68,445.86	57,292.18
B. Commercial Real Estate: Lending secured by mortgages on commercial real estates. Exposure also include non-fund based (NFB) limits	7,373.73	8,090.41
C. Investments in Mortgage Backed Securities (MBS) and other securitised exposures –		
i) Residential	-	-
ii) Commercial Real Estate	-	-
ii) Indirect Exposure		
Fund based and non-fund based exposures on National Housing Bank and Housing Finance Companies (HFCs)	-	-
Total exposures to real estate sector	75,819.59	65,382.59

Note: While computing the above information, certain estimates, assumptions and adjustments have been made by the Management which have been relied upon by the auditors. Further, in addition of total exposure to real estate sector the Company has also advanced loan against deposit amounting to ₹67.34 crore (Previous year ₹71.74 crore).

NOTES TO STANDALONE FINANCIAL STATEMENTS

for the year ended 31st March 2025

ii) Sectoral exposure

(₹in crore)

Sectors	As at 31 st March 2025			As at 31 st March 2024		
	Total Exposure (includes on balance sheet and off balance sheet exposure)	Gross NPAs	Percentage of Gross NPAs to total exposure in that sector	Total Exposure (includes on balance sheet and off balance sheet exposure)	Gross NPAs	Percentage of Gross NPAs to total exposure in that sector
1. Agriculture and Allied Activities	-	-	-	-	-	-
2. Industry	-	-	-	-	-	-
3. Services	-	-	-	-	-	-
4. Personal Loans	83,529.50	816.80	0.98%	72,282.05	984.68	1.36%
i Retail Housing Loans	59,979.84	511.42	0.85%	51,509.42	520.41	1.01%
ii Retail Non Housing Loans	22,587.06	305.38	1.35%	18,686.53	396.30	2.12%
iii Non Retail Loans	962.60	-	0.00%	2,086.10	67.97	3.26%

- iii) As on 31st March 2025, the Company does not have any exposure to Capital Market (Previous year Nil).
- iv) As on 31st March 2025, the Company has not financed any product of the parent company (Previous year Nil).
- v) As on 31st March 2025, the Company has not exceeded the prudential exposure limit for single borrower or group borrower (Previous year Nil).
- vi) As on 31st March 2025, the Company has not given any unsecured advances (Previous year Nil).
- vii) As on 31st March 2025, all advances of the Company are secured against tangible assets and there are no advances against intangible assets (Previous year Nil).
- viii) As on 31st March 2025, the Company has no exposures to group companies engaged in the real estate business (Previous year Nil).
- ix) As on 31st March 2025, the Company has no Intra-group exposures with in the group companies as defined by RBI (Previous year Nil).
- x) Unhedged foreign currency exposure Refer Note 36.4.

Note 36.8: Registration obtained from financial sector regulators

NHB : vide registration number 01.0018.01

Ministry of Corporate Affairs : L65922DL1988PLC033856

Insurance Regulatory and Development Authority of India : CA0862. The registration shall be valid from 21-Jul-2023 to 20-Jul-2026.

Note 36.9: Disclosure of Penalties and strictures imposed by NHB/RBI and other regulators

During the financial year ended 31st March 2025 and 31st March 2024, there is no penalty imposed by Regulators.

NOTES TO STANDALONE FINANCIAL STATEMENTS

for the year ended 31st March 2025

Note 36.10: Related Party Transactions

Name of the Related Party	Nature of Relationship
i) Pehel Foundation	Wholly owned Subsidiary
ii) PHFL Home Loans and Services Limited	Wholly owned Subsidiary
iii) Punjab National Bank	Promoter/Enterprise having Significant Influence
iv) Quality Investment Holding Pcc (formerly Quality Investment Holdings)	Enterprise having Significant Influence [^]
v) PNB Investment Services Limited	Promoter group company
vi) PNB Gilts Limited	Promoter group company
vii) PNB Metlife India Insurance Co Ltd	Promoter group company
viii) Assam Gramin Vikash Bank	Promoter group company
ix) Tripura Gramin Bank	Promoter group company
x) Bangiya Gramin Vikash Bank	Promoter group company
xi) Mr. Atul Kumar Goel (Non-Executive Nominee Director)*	Key Management Personnel
xii) Mr. Sunil Kaul (Non-Executive Nominee Director)	Key Management Personnel
xiii) Mr. Kapil Modi (Non-Executive Nominee Director)**	Key Management Personnel
xiv) Mr. Neeraj Madan Vyas [#] (Independent Director)	Key Management Personnel
xv) Mr. Chandrasekaran Ramakrishnan (Independent Director)	Key Management Personnel
xvi) Mr. Nilesh S Vikamsey (Independent Director)	Key Management Personnel
xvii) Dr. Tejendra Mohan Bhasin (Independent Director)	Key Management Personnel
xviii) Mr. Sudarshan Sen (Independent Director)	Key Management Personnel
xix) Ms. Gita Nayyar (Independent Director)	Key Management Personnel
xx) Mr. Pavan Pal Kaushal (Independent Director)	Key Management Personnel
xxi) Mr. Dilip Kumar Jain (Non-Executive Nominee Director)	Key Management Personnel
xxii) Mr. Ashwani Kumar Gupta (Independent Director)***	Key Management Personnel
xxiii) Ms. Anjali Bhasin	Relative of Key Management Personnel
xxiv) Mr. R. Santhanam	Relative of Key Management Personnel
xxv) Mr. Hardayal Prasad (Managing Director and CEO)****	Key Managerial Personnel
xxvi) Mr. Girish Kousgi (Managing Director and CEO)	Key Managerial Personnel
xxvii) Ms. Veena Kamath (Company Secretary) (w.e.f. 1 st February 2024)	Key Managerial Personnel
xxviii) Mr. Sanjay Jain (Company Secretary)*****	Key Managerial Personnel
xxix) Mr. Vinay Gupta (Chief Financial Officer)	Key Managerial Personnel

*Ceased to be a Director w.e.f. 1st January 2025

**Ceased to be a Director w.e.f. 31st July 2024

***Ceases to be Independent Director w.e.f. 11th May 2022

****Ceased to be Managing Director and CEO w.e.f. 20th October 2022

*****Ceased to be Company Secretary w.e.f. 31st January 2024

[#]Independent Director since 21st August 2024.

[^]Ceased to have significant influence on account of reduction in shareholding from 32.68% to 10.44%.

NOTES TO STANDALONE FINANCIAL STATEMENTS

for the year ended 31st March 2025

Transactions with Related Parties

The nature & volume of transactions of the Company during the year, with the related parties were as follows. These transactions were carried out in ordinary course of business and were at arm's length price:

Particulars	Promoter/Enterprises having significant influence				Wholly owned subsidiaries				Key Managerial Personnel/ Relatives of Key Managerial Personnel		Key Management Personnel/ Relatives of Key Management Personnel		Total	
	Current Year	Previous Year	Current Year	Previous Year	Current Year	Previous Year	Current Year	Previous Year	Current Year	Previous Year	Current Year	Previous Year	Current Year	Previous Year
Transaction														
Pehel Foundation														
- Donation paid	-	-	10.26	22.64	-	-	-	-	-	-	-	-	10.26	22.64
PHFL Home Loans and Services Limited														
- Management and deputation services	-	-	3.44	3.14	-	-	-	-	-	-	-	-	3.44	3.14
- Rental income	-	-	0.25	0.25	-	-	-	-	-	-	-	-	0.25	0.25
- Commission & support services expense	-	-	228.79	179.53	-	-	-	-	-	-	-	-	228.79	179.53
- Property service charges	-	-	5.14	0.68	-	-	-	-	-	-	-	-	5.14	0.68
Punjab National Bank^														
- Principal paid on assignment of loans	575.63	679.76	-	-	-	-	-	-	-	-	-	-	575.63	679.76
- Interest & other charges paid on assignment of loans	230.61	276.45	-	-	-	-	-	-	-	-	-	-	230.61	276.45
- Servicing fees received on assignment of loan portfolio	3.39	4.28	-	-	-	-	-	-	-	-	-	-	3.39	4.28
- Term loan raised	4,525.00	5,305.00	-	-	-	-	-	-	-	-	-	-	4,525.00	5,305.00
- Term loan repaid	2,066.64	5,071.30	-	-	-	-	-	-	-	-	-	-	2,066.64	5,071.30
- ECB repaid	-	1,863.40	-	-	-	-	-	-	-	-	-	-	-	1,863.40
- Interest Paid on Term Loan Instalment / ECB / OD"	322.69	279.51	-	-	-	-	-	-	-	-	-	-	322.69	279.51
- Upfront fees paid on ECB and Loans	0.10	-	-	-	-	-	-	-	-	-	-	-	0.10	-
- Rent & Maintenance Charges	0.28	0.39	-	-	-	-	-	-	-	-	-	-	0.28	0.39
- Bank Charges	0.34	0.25	-	-	-	-	-	-	-	-	-	-	0.34	0.25
- Royalty fees	30.58	27.21	-	-	-	-	-	-	-	-	-	-	30.58	27.21
PNB Investment Service Private Limited														
Fees paid	-	0.02	-	-	-	-	-	-	-	-	-	-	-	0.02

NOTES TO STANDALONE FINANCIAL STATEMENTS

for the year ended 31st March 2025

Particulars	Promoter/Enterprises having significant influence										Key Managerial Personnel/Relatives of Key Managerial Personnel				Key Management Personnel/Relatives of Key Management Personnel				Total	
	Current Year		Previous Year		Current Year		Previous Year		Current Year		Previous Year		Current Year		Previous Year		Current Year		Previous Year	
	Current Year	Previous Year	Current Year	Previous Year	Current Year	Previous Year	Current Year	Previous Year	Current Year	Previous Year	Current Year	Previous Year	Current Year	Previous Year	Current Year	Previous Year	Current Year	Previous Year	Current Year	Previous Year
PNB Gilts Limited																				
- Purchase of securities (inter-mediatory)	893.59	2,280.12	-	-	-	-	-	-	-	-	-	-	-	-	-	-	893.59	2,280.12	-	-
- Redemption of securities	790.00	2,456.97	-	-	-	-	-	-	-	-	-	-	-	-	-	-	790.00	2,456.97	-	-
- Service charges	0.01	0.02	-	-	-	-	-	-	-	-	-	-	-	-	-	-	0.01	0.02	-	-
- Interest income on securities	185.34	201.51	-	-	-	-	-	-	-	-	-	-	-	-	-	-	185.34	201.51	-	-
PNB Metlife India Insurance Co Ltd																				
- Insurance premium given on behalf of customer	112.25	102.04	-	-	-	-	-	-	-	-	-	-	-	-	-	-	112.25	102.04	-	-
- Insurance claims received on behalf of customer	10.65	6.26	-	-	-	-	-	-	-	-	-	-	-	-	-	-	10.65	6.26	-	-
- Insurance premium received back	7.69	9.71	-	-	-	-	-	-	-	-	-	-	-	-	-	-	7.69	9.71	-	-
- Fees income on corporate insurance agency	27.41	15.76	-	-	-	-	-	-	-	-	-	-	-	-	-	-	27.41	15.76	-	-
Assam Gramin Vikash Bank																				
- Deposits received	25.00	45.00	-	-	-	-	-	-	-	-	-	-	-	-	-	-	25.00	45.00	-	-
- Interest on deposit received	6.71	7.38	-	-	-	-	-	-	-	-	-	-	-	-	-	-	6.71	7.38	-	-
- Deposits Matured (including interest)	13.47	47.08	-	-	-	-	-	-	-	-	-	-	-	-	-	-	13.47	47.08	-	-
- Non Convertible debentures redeemed	20.00	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	20.00	-	-	-
- Interest on Non convertible debentures	1.74	3.48	-	-	-	-	-	-	-	-	-	-	-	-	-	-	1.74	3.48	-	-
Tripura Gramin Bank																				
- Deposits received	110.00	5.00	-	-	-	-	-	-	-	-	-	-	-	-	-	-	110.00	5.00	-	-
- Interest on deposit received	12.25	4.67	-	-	-	-	-	-	-	-	-	-	-	-	-	-	12.25	4.67	-	-
- Deposits Matured	10.83	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	10.83	-	-	-
Bangiya Gramin Vikash Bank																				
- Non Convertible debentures redeemed	-	4.00	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	4.00	-	-
- Interest on Non convertible debentures	-	0.10	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	0.10	-	-
Transactions with KMPs and relatives:																				
Sitting Fee and Commission paid to Directors																				
- Mr. Chandrasekaran Ramakrishnan	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	0.44	0.41	-	-
- Mr. Sudarshan Sen	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	0.45	0.43	-	-
- Mr. Nitesh S Vikamsey	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	0.44	0.40	-	-
- Mr. Ashwani Kumar Gupta	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	0.02	-	-
- Mr. Neeraj Madan Vyas	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	0.47	0.48	-	-

NOTES TO STANDALONE FINANCIAL STATEMENTS

for the year ended 31st March 2025

Particulars	Total									
	Promoter/Enterprises having significant influence		Wholly owned subsidiaries		Key Managerial Personnel/ Relatives of Key Managerial Personnel		Key Management Personnel/ Relatives of Key Management Personnel		Total	
	Current Year	Previous Year	Current Year	Previous Year	Current Year	Previous Year	Current Year	Previous Year	Current Year	Previous Year
- Dr. Tejendra Mohan Bhasin	-	-	-	-	-	-	0.48	0.46	0.48	0.46
- Ms. Gita Nayyar	-	-	-	-	-	-	0.40	0.36	0.40	0.36
- Mr. Pavan Pal Kaushal	-	-	-	-	-	-	0.45	0.31	0.45	0.31
Rental expense:										
- Dr. Tejendra Mohan Bhasin	-	-	-	-	-	-	0.12	0.12	0.12	0.12
- Ms. Anjali Bhasin	-	-	-	-	-	-	0.12	0.12	0.12	0.12
R Santhanam										
- Deposits received	-	-	-	-	-	-	0.05	-	0.05	-
- Interest on deposit received	-	-	-	-	-	-	0.00	-	0.00	-
Veena Kamath										
- Deposits received	-	-	-	-	0.05	-	-	-	0.05	-
- Interest on deposit received	-	-	-	-	0.00	-	-	-	0.00	-
- Loan and advances	-	-	-	-	1.23	-	-	-	1.23	-
- Interest on Loan and advances	-	-	-	-	0.10	-	-	-	0.10	-
Remuneration expense[#]:										
- Mr. Girish Kousgi	-	-	-	-	4.13	2.81	-	-	4.13	2.81
- Mr. Vinay Gupta	-	-	-	-	1.57	1.19	-	-	1.57	1.19
- Mr. Hardayal Prasad	-	-	-	-	-	1.25	-	-	-	1.25
- Mr. Sanjay Jain	-	-	-	-	0.20	0.91	-	-	0.20	0.91
- Ms. Veena Kamath	-	-	-	-	0.73	0.10	-	-	0.73	0.10

[^] Excluding running current / overdraft account transactions.

[#] Excluding perquisites on exercise of stock options during the year.

NOTES TO STANDALONE FINANCIAL STATEMENTS

for the year ended 31st March 2025

Particulars	Promoter/Enterprises having significant influence		Wholly owned subsidiaries		Key Managerial Personnel/ Relatives of Key Managerial Personnel		Key Management Personnel/ Relatives of Key Management Personnel		Total	
	Current Year	Previous Year	Current Year	Previous Year	Current Year	Previous Year	Current Year	Previous Year	Current Year	Previous Year
Outstanding balances#										
Punjab National Bank										
Receivables										
- Servicing fees receivable on assignment on loans	0.52	1.92	-	-	-	-	-	-	0.52	1.92
Payables										
- Term loans	5,149.99	2,691.63	-	-	-	-	-	-	5,149.99	2,691.63
<i>Maximum during the year</i>	5,149.99	2,691.63	-	-	-	-	-	-	5,149.99	2,691.63
- External Commercial Borrowings##	-	-	-	-	-	-	-	-	-	-
<i>Maximum during the year</i>	-	2,201.04	-	-	-	-	-	-	-	2,201.04
- Interest accrued on term loans and external commercial borrowings	1.15	0.99	-	-	-	-	-	-	1.15	0.99
- Payable on assignment on loans	54.67	73.39	-	-	-	-	-	-	54.67	73.39
- Payable against Royalty	30.00	27.21	-	-	-	-	-	-	30.00	27.21
PHFL Home Loans and Services Limited										
Payables										
Others (net)	-	-	37.94	27.13	-	-	-	-	37.94	27.13
Assam Gramin Vikash Bank										
- Deposits received	97.60	79.36	-	-	-	-	-	-	97.60	79.36
<i>Maximum during the year</i>	97.60	81.77	-	-	-	-	-	-	97.60	81.77
Tripura Gramin Bank										
- Deposits received	151.53	45.02	-	-	-	-	-	-	151.53	45.02
<i>Maximum during the year</i>	151.53	45.02	-	-	-	-	-	-	151.53	45.02
PNB Metlife India Insurance Co Ltd										
Receivables										
Insurance Commission on Corporate Agency	5.52	7.54	-	-	-	-	-	-	5.52	7.54
Refund of insurance commission	0.05	-	-	-	-	-	-	-	0.05	-
Key Managerial Personnel										
Receivables										
Veena Kamath										
-Loan and advances	-	-	-	11.4	-	-	-	-	-	11.4
-Interest on loan and advances	-	-	-	0.01	-	-	-	-	-	0.01
Payables										
Veena Kamath										
- Deposits received	-	-	-	0.06	-	-	-	-	-	0.06
R Santhanam										
- Deposits received	-	-	-	-	-	-	0.05	-	-	0.05

NOTES TO STANDALONE FINANCIAL STATEMENTS

for the year ended 31st March 2025

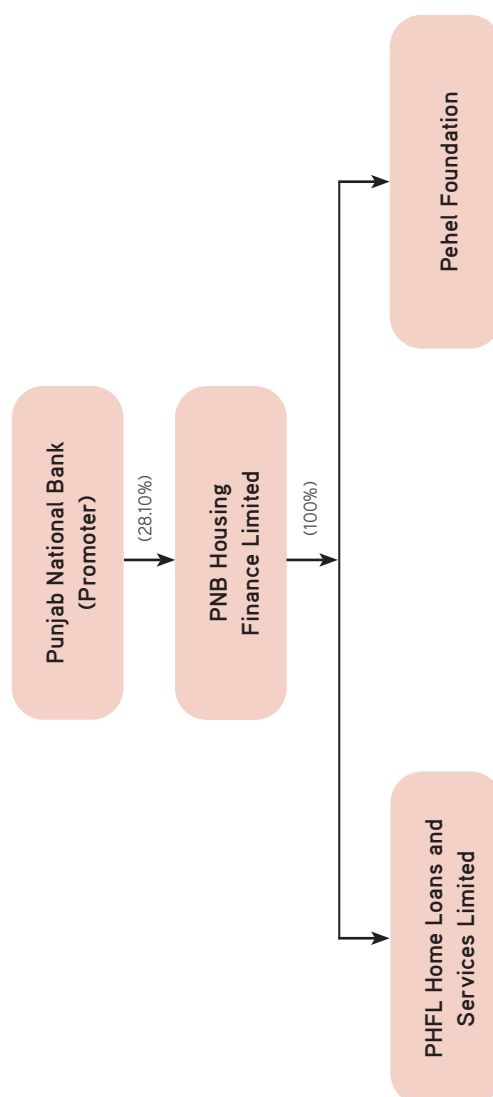
Particulars	Promoter/Enterprises having significant influence		Wholly owned subsidiaries		Key Managerial Personnel/ Relatives of Key Managerial Personnel		Key Management Personnel/ Relatives of Key Management Personnel		Total	
	Current Year	Previous Year	Current Year	Previous Year	Current Year	Previous Year	Current Year	Previous Year	Current Year	Previous Year
Retirement benefits (as per actuarial valuation)										
- Mr. Girish Kousgi	-	-	-	-	0.41	0.22	-	-	0.41	0.22
- Mr. Vinay Gupta	-	-	-	-	0.19	0.11	-	-	0.19	0.11
- Ms. Veena Kamath	-	-	-	-	0.06	0.02	-	-	0.06	0.02

*Excluding running current account balances.

**Including mark to market adjustment.

The policy on dealing with Related Party Transactions is available on our website www.pnbhousing.com

Note 36.11: Diagrammatic representation of group structure along with holding percentage is tabulated below. Further, the Company has complied with the provisions relating to number of layers as prescribed under clause (87) of Section 2 of the Companies Act, 2013, read with Companies (Restriction on number of Layers) Rules, 2017.



NOTES TO STANDALONE FINANCIAL STATEMENTS

for the year ended 31st March 2025

Note 36.12: Rating assigned by Credit Rating Agencies and migration of rating during the year are as follows:

Nature of Instrument	As at 31 st March 2025	As at 31 st March 2024	Migration during the year
Deposits	CRISIL AA+ (Outlook - Stable)	CRISIL AA (Outlook - Positive)	Upgraded
	CARE AA+ (Outlook - Stable)	CARE AA+ (Outlook - Stable)	No change
Long term bonds and debentures (Secured and Tier-II bonds)	CRISIL AA+ (Outlook-Stable)	CRISIL AA (Outlook - Positive)	Upgraded
	CARE AA+ (Outlook - Stable)	CARE AA+ (Outlook - Stable)	No change
	IND AA+ (Outlook - Stable)	IND AA+ (Outlook - Stable)	No change
	ICRA AA+ (Outlook - Stable)	ICRA AA+ (Outlook - Stable)	No change
Commercial Paper	CRISIL A1+	CRISIL A1+	No change
	CARE A1+	CARE A1+	No change
Bank Term Loan	CRISIL AA+ (Outlook-Stable)	CRISIL AA (Outlook - Positive)	Upgraded
	CARE AA+ (Outlook - Stable)	CARE AA+ (Outlook - Stable)	No change
	IND AA+ (Outlook - Stable)	IND AA+ (Outlook - Stable)	No change
	ICRA AA+ (Outlook - Stable)	-	Assigned

Note 36.13: Remuneration of Directors: Details of Remuneration of Directors are disclosed in Note 36.10.

Note 36.14: Management: Management Discussion and Analysis report will be part of annual report.

Note 36.15: During the year, no transaction was accounted which was related to prior period (Previous year Nil).

Note 36.16: During the year, no item of revenue recognition has been postponed except as disclosed in accounting policy for revenue recognition (Refer Note 2.3).

Note 36.17: Consolidated Financial Statements (CFS): Consolidated Financial Statements shall be referred for the relevant disclosures.

Note 36.18: Provisions and Contingencies:

Break up of 'Provisions and Contingencies' shown under the head Expenditure in Statement of Profit and Loss is given as follows:

Particulars	(₹ in crore)	
	Current Year	Previous Year
1. Provisions for depreciation on Investment	164.35	-
2. Provision made towards Income tax	566.88	420.89
3. Provision towards NPA	(73.36)	(285.59)
4. Provision for Standard Assets		
i) Teaser Loans	-	-
ii) CRE	(74.80)	2.71
iii) CRE - RH	(56.30)	83.44
iv) Other Loans	74.25	16.17
Total (i + ii + iii + iv)	(56.85)	102.32
5. Other Provision and Contingencies (Refer Note 2.21)	0.71	0.67

Note 36.19: Break-up of Loan & Advances and Provisions thereon:

The Company has complied with the norms prescribed by the regulator for recognising Non-Performing Assets (NPA) in preparation of account. As per the norms, NPAs are recognised on the basis of more than 90 days overdue. NPAs are to be treated as Bad & Doubtful, if they remain outstanding for more than 15 months. The Company has made adequate provisions on Non-Performing Assets and Standard Assets in respect of Housing and Non-Housing Loans as prescribed under directions issued by the regulator.

NOTES TO STANDALONE FINANCIAL STATEMENTS

for the year ended 31st March 2025

(₹ in crore)

Particulars	Housing		Non-Housing	
	As at 31 st March 2025	As at 31 st March 2024	As at 31 st March 2025	As at 31 st March 2024
Standard Assets				
a) Total Outstanding Amount	54,027.26	46,954.13	21,042.87	17,515.52
b) Provision made	646.02	621.57	178.90	260.20
Sub-Standard Assets				
a) Total Outstanding Amount	231.93	181.00	123.76	104.06
b) Provision made	54.08	44.46	16.23	25.56
Doubtful Assets - Category-I				
a) Total Outstanding Amount	102.50	130.62	47.11	83.10
b) Provision made	41.54	48.45	13.68	20.31
Doubtful Assets - Category-II				
a) Total Outstanding Amount	128.77	250.73	80.56	158.17
b) Provision made	67.62	127.29	20.12	57.20
Doubtful Assets - Category-III				
a) Total Outstanding Amount	48.23	26.03	53.94	50.97
b) Provision made	35.33	11.69	45.84	32.84
Loss Assets				
a) Total Outstanding Amount	-	-	-	-
b) Provision made	-	-	-	-
TOTAL				
a) Total Outstanding Amount	54,538.69	47,542.51	21,348.24	17,911.82
b) Provision made	844.59	853.46	274.77	396.11

Note 36.20: Draw Down from Reserves: During the year there were no draw down from Reserves.

Note 36.21 (a): Concentration of Public Deposits

(₹ in crore)

Particulars	As at 31 st March 2025	As at 31 st March 2024
Total deposits of twenty largest depositors	1,783.39	1,700.02
Percentage of deposits of twenty largest depositors to total deposits	11.57%	10.81%

Note 36.21 (b): Concentration of Deposits

(₹ in crore)

Particulars	As at 31 st March 2025	As at 31 st March 2024
Total deposits of twenty largest depositors	2,430.27	2,082.33
Percentage of deposits of twenty largest depositors to total deposits	13.78%	11.70%

Note 36.22: Concentration of Loans & Advances

(₹ in crore)

Particulars	As at 31 st March 2025	As at 31 st March 2024
Total loans & advances to twenty largest borrowers	1,174.07	2,189.13
Percentage of loans & advances to twenty largest borrowers to total advances	1.55%	3.34%

NOTES TO STANDALONE FINANCIAL STATEMENTS

for the year ended 31st March 2025

Note 36.23: Concentration of all Exposure (including off-balance sheet exposure)

(₹in crore)

Particulars	As at 31 st March 2025	As at 31 st March 2024
Total exposure to twenty largest borrowers /customers	1,174.11	2,223.24
Percentage of exposures to twenty largest borrowers / customers to total exposure of the HFC on borrowers / customers	1.41%	3.08%

Note 36.24: Concentration of NPAs

(₹in crore)

Particulars	As at 31 st March 2025	As at 31 st March 2024
Total Exposure to top ten NPA account	112.08	165.92

Note 36.25: Sector-wise NPAs

Particulars	Percentage of NPAs to Total Advances in that sector	
	As at 31 st March 2025	As at 31 st March 2024
A. Housing Loans:	0.94	1.24
1. Individuals	0.92	1.08
2. Builders/Project Loans	-	3.53
3. Corporates	6.98	12.57
4. Others (specify)	-	-
B. Non-Housing Loans:	1.43	2.22
1. Individuals	1.29	2.16
2. Builders/Project Loans	-	-
3. Corporates	4.40	3.20
4. Others (specify)	-	-

Note 36.26: Movement of NPAs

(₹in crore)

	Current Year	Previous Year
(I) Net NPAs to Net Advances (%)	0.69%	0.95%
(II) Movement of NPAs (Gross)		
a) Opening balance	984.68	2,271.36
b) Additions during the year	572.55	564.49
c) Reductions during the year	740.43	1,851.17
d) Closing balance	816.80	984.68
(III) Movement of Net NPAs		
a) Opening balance	616.88	1,617.97
b) Additions during the year	458.55	424.88
c) Reductions during the year	553.07	1,425.97
d) Closing balance	522.36	616.88
(IV) Movement of provisions for NPAs (excluding provisions on standard assets)		
a) Opening balance	367.80	653.39
b) Provisions made during the year	114.00	139.61
c) Write-off/write-back of excess provisions	187.36	425.20
d) Closing balance	294.44	367.80

NOTES TO STANDALONE FINANCIAL STATEMENTS

for the year ended 31st March 2025

Note 36.27: As on 31st March 2025, the Company does not have any assets outside the country (Previous year Nil).

Note 36.28: As on 31st March 2025, the Company does not have any Off-Balance Sheet SPVs sponsored which are required to be consolidated as per accounting norms (Previous year Nil).

Note 36.29: (A) Disclosure of Complaints

	Current Year	Previous Year
Complaints received from customers		
a) No. of complaints pending at the beginning of the year	27	10
b) No. of complaints received during the year	1,576	1,618
c) No. of complaints disposed during the year	1,588	1,601
c) (i) Of which, no. of complaints rejected	110	144
d) No. of complaints pending at the end of the year	15	27
Maintainable complaints received from Office of Ombudsman		
a) No. of maintainable complaints received from Office of Ombudsman	-	-
(i) Of a, no. of complaints resolved in favour of the Company by Office of Ombudsman	-	-
(ii) Of a, no. of complaints resolved through conciliation/mediation/advisories issued by Office of Ombudsman	-	-
(iii) Of a, no. of complaints resolved after passing of Awards by Office of Ombudsman against the Company	-	-
Number of Awards unimplemented within the stipulated time (other than those appealed)	-	-

(B) Top five grounds of complaints received by the NBFCs from customers:

Grounds of complaints, (i.e. complaints relating to)	Number of complaints pending at the beginning of the year	Number of complaints received during the year	% increase/decrease in the number of complaints received over the previous year	Number of complaints pending at the end of the year	Number of complaints pending beyond 30 days
Current Year					
Ground - 1 Pre Closure Related	5	568	(8.00)	1	-
Ground - 2 ROI Conversion/ Rate repricing	1	213	61.00	4	-
Ground - 3 Disbursement Related	3	133	(39.00)	1	-
Ground - 4 Loan Application Status	2	111	22.00	4	-
Ground - 5 PDD Related	2	92	360.00	-	-
Ground - 6 Others	14	459	(15.00)	5	-
Total	27	1,576	(3.00)	15	-
Previous Year					
Ground - 1 Pre Closure Related	2	616	65.00	5	-
Ground - 2 ROI Conversion/ Rate repricing	-	132	(9.00)	1	-
Ground - 3 Disbursement Related	2	219	6.00	3	-
Ground - 4 Loan Application Status	-	91	(21.00)	2	-
Ground - 5 Property Papers Related	-	83	(8.00)	1	-
Ground - 6 Others	6	477	(53.00)	15	-
Total	10	1,618	(10.00)	27	-

NOTES TO STANDALONE FINANCIAL STATEMENTS

for the year ended 31st March 2025

Note 36.30: As on 31st March 2025, the Company has not granted any loans and has no outstanding loans (Nil % of total assets) against collateral gold jewellery (Previous year Nil).

Note 36.31: Deposit includes Public Deposits as defined in Paragraph 4.1.30 of RBI Directions, are secured by floating charge on the Statutory Liquid Assets maintained in terms of sub-Sections (1) & (2) of Section 29B of the National Housing Bank Act, 1987. As on 31st March 2025, the public deposits (including accrued interest) outstanding amounts to ₹15,416.85 crore (excluding effective interest rate ₹15,513.55 crore) [Previous year ₹15,721.35 crore (excluding effective interest rate ₹15,822.00 crore)].

The Company is carrying Statutory Liquid Assets amounting to ₹2,427.78 crore (Previous year ₹2,388.95 crore).

Note 36.32: As on 31st March 2025, the Company operates within India and does not have any joint venture or overseas subsidiary.

Note 36.33: Liquidity Risk Management and Liquidity Coverage Ratio

(a) Liquidity Risk Management disclosures as at 31st March 2025:

(i) Funding Concentration based on significant counterparty (both deposits and borrowings)

As at	Number of Significant Counterparties	Amount (₹in crore)	% of total deposits*	% of total liabilities
31 st March 2025	14	36,157	NA	55.07%
31 st March 2024	18	31,850	NA	55.45%

*Company does not have any depositor who would be eligible as significant counterparty

(ii) Top 20 large deposits

Particulars	As at 31 st March 2025	% of total deposits	As at 31 st March 2024	% of total deposits
Total deposits of top twenty largest depositors	2,430.27	13.78%	2,082.33	11.70%

(iii) Top 10 borrowings

Particulars	As at 31 st March 2025	% of total liabilities	As at 31 st March 2024	% of total liabilities
Total exposure of top ten lenders	32,834.88	50.01%	25,178.61	43.84%

(iv) Funding Concentration based on significant instrument/product

Name of the instrument/product	As at 31 st March 2025	% of total liabilities	As at 31 st March 2024	% of total liabilities
Secured Non-Convertible Bonds	2,493.59	3.80%	2,946.84	5.13%
Secured Non-Convertible Debentures	2,880.85	4.39%	1,600.39	2.79%
Commercial Papers	3,199.01	4.87%	3,304.70	5.75%
Refinance Facility from NHB	8,449.78	12.87%	5,090.33	8.86%
Bank Facilities (Long Term + Short Term)	22,962.00	34.97%	21,962.98	38.24%
Financial Institution Facilities (Long Term + Short Term)	522.49	0.80%	157.49	0.27%
External Commercial Borrowings	3,620.75	5.51%	1,456.15	2.54%
Deposits including unpaid matured deposits and interest accrued thereon	17,641.73	26.87%	17,798.30	30.99%
Subordinated Tier-II Non-Convertible Debentures	539.59	0.82%	739.49	1.29%
Total Borrowings	62,309.79	94.90%	55,056.67	95.86%
Total Liabilities	65,662.83		57,438.84	

NOTES TO STANDALONE FINANCIAL STATEMENTS

for the year ended 31st March 2025

(v) Stock ratios

Particulars	As at 31 st March 2025			As at 31 st March 2024		
	as a % of total public funds	as a % of total liabilities	as a % of total assets	as a % of total public funds	as a % of total liabilities	as a % of total assets
Commercial papers	5.13%	4.87%	3.88%	6.00%	5.75%	4.57%
Non-convertible Bonds & Debentures (original maturity of less than 1 year)	NA	NA	NA	NA	NA	NA
Other short term liabilities*	7.61%	7.22%	5.75%	8.14%	7.81%	6.19%

* Includes short term funds with original maturity of less than 1 year and includes funds from Refinance from NHB, Short Term Lines / OD / WCDL

(vi) Institutional set-up for liquidity risk management

The Board of Directors of the Company has constituted the Asset Liability Management Committee (ALCO) and the Risk Management Committee. The Board has the overall responsibility for management of liquidity risk. The Board decides the strategy, policies and procedures to manage liquidity risk in accordance with the liquidity risk tolerance/limits approved by it. The Risk Management Committee (RMC), which is a committee of the Board, is responsible for evaluating and monitoring the integrated risk management system of the Company including liquidity risk. The ALCO is responsible for ensuring adherence to the liquidity risk tolerance/limits set out in the Board approved Asset Liability Management (ALM) policy. The role of the ALCO with respect to liquidity risk includes, inter alia, decision on desired maturity profile for assets & liabilities, responsibilities and controls for managing liquidity risk and overseeing the liquidity position of the Company. The ALM Policy is reviewed periodically to realign the same pursuant to any regulatory changes/changes in the economic landscape or business needs and tabled to the Board for approval.

Management regularly reviews the position of cash and cash equivalents by aligning the same with the projected maturity of financial assets and financial liabilities, economic environment, liquidity position in the financial market, anticipated pipeline of future borrowing & future liabilities and threshold of minimum liquidity defined in the ALM policy with additional liquidity buffers as management overlay.

(b) Disclosure pursuant to Liquidity Risk Management Framework for Housing Finance Companies

A. Qualitative Disclosure

As per above circular, all deposit taking HFCs irrespective of their asset size, shall maintain a liquidity buffer in terms of Liquidity Coverage Ratio (LCR) which will promote resilience of HFCs to potential liquidity disruptions by ensuring that they have sufficient High Quality Liquid Asset (HQLA) to survive any acute liquidity stress scenario lasting for 30 days. The timeline on adhering to LCR guidelines are tabulated below.

Periods	1 st December 2020	1 st December 2021	1 st December 2022	1 st December 2023	1 st December 2024
Minimum LCR (%)	50%	60%	70%	85%	100%

The objective of the LCR is to promote an environment wherein balance sheet carry a strong liquidity for short term cash flow requirements. To ensure strong liquidity NBFCs are required to maintain adequate pool of unencumbered HQLA which can be easily converted into cash to meet their stressed liquidity needs for 30 calendar days. The LCR is expected to improve the ability of financial sector to absorb the shocks arising from financial and/or economic stress, thus reducing the risk of spill over from financial sector to real economy.

The Liquidity Risk Management of the Company is managed by the ALCO under the governance of Board approved Liquidity Risk Framework comprising of Asset Liability Management policy, Contingency Funding Policy, Funding Strategy and Resource Mobilisation Policy, and Market Risk Management Policy. The LCR levels for the balance sheet date is derived by arriving the stressed expected cash inflow and outflow for the next calendar month. To compute stressed cash outflow, all expected and contracted cash outflows are considered by applying a stress of 15%. Similarly, inflows for the Company is arrived at by considering all expected and contracted inflows by applying a haircut of 25%.

NOTES TO STANDALONE FINANCIAL STATEMENTS

for the year ended 31st March 2025

The main drivers of LCR are:

Outflows comprises of:

- All the contractual debt repayments and interest payments
- Expected operating expense based on projections for FY25
- Committed credit facilities contracted with customers for both sanctioned but partly disbursed cases and sanctioned but undisbursed cases based on historical experience and other expected or contracted cash outflows like expected payouts under contracted direct assignment deals.

The potential debt which may be recalled by the lenders on account of covenant breach has not been considered since the Company has not experienced such debt recall by any lender so far despite having breached covenants in the past.

Inflows comprises of:

- Expected receipt (scheduled EMIs) from all performing loans
- Liquid investment either in the form of short tenure Fixed Deposits with banks or in units of Debt Mutual Fund Schemes (like Overnight Liquid and Money Market Schemes) which are unencumbered and have not been considered as part of HQLA
- Sanctioned and undrawn lines of credit from banks.

For the purpose of HQLA the Company considers unencumbered government securities and cash/bank balances with nil haircuts.

The unencumbered government securities held as part of HQLA are identified separately from the government securities which are lien marked in favour of Trustee for public deposits accepted by the Company. The LCR is computed by dividing the stock of HQLA by its total net cash outflows over one-month stress period."

LCR guidelines are effective from 1st December 2021. LCR has been calculated and monitored as per methodology prescribed in the RBI scale based regulation. LCR has been calculated as a simple average of the total number of days in a quarter on daily basis. The Company is compliant with maintenance of stipulated LCR. Further, the Company has been monitoring the daily LCR for the period of April 2024 to March 2025. The minimum and maximum daily required HQLA for regulatory compliance has been ₹464.54 crore and ₹2,205.12 crore respectively for the period of April 2024 to March 2025.

The Company has maintained the daily average LCR of 215.67% for FY25.

The Company maintains diversified sources of funding comprising short/long-term loans from banks, Non-Convertible Debentures (NCDs), Bonds, External Commercial Borrowings (ECBs), Deposits, Refinance from National Housing Bank (NHB) and Commercial Papers (CPs). The funding pattern is reviewed on monthly basis by the management and on quarterly basis by the ALM Committee and Risk Management Committee.

Funding profile of the Company is tabulated below:

Particulars	As at 31 st March 2025		As at 31 st March 2024	
	(₹in crore)	%	(₹in crore)	%
Secured Non-Convertible Bonds	2,493.59	3.73%	2,946.84	4.84%
Secured Non-Convertible Debentures	2,880.85	4.30%	1,600.39	2.63%
Commercial Papers	3,199.01	4.78%	3,304.70	5.42%
Refinance Facility from NHB	8,449.78	12.62%	5,090.33	8.35%
Bank Facilities (Long Term + Short Term)	22,962.00	34.30%	21,962.98	36.04%
Financial Institution Facilities (Long Term + Short Term)	522.49	0.78%	157.49	0.26%
External Commercial Borrowings	3,620.75	5.41%	1,456.15	2.39%
Deposits including unpaid matured deposits and interest accrued thereon	17,641.73	26.35%	17,798.30	29.20%
Subordinated Tier-II Non-Convertible Debentures	539.59	0.81%	739.49	1.21%
Total (a)	62,309.79		55,056.67	
Assignment of loans (b)	4,631.88	6.92%	5,884.77	9.66%
Total (a+b)	66,941.67	100.00%	60,941.44	100.00%

NOTES TO STANDALONE FINANCIAL STATEMENTS

for the year ended 31st March 2025

Derivative exposures and potential collateral calls: To hedge ECBs and mitigate the Interest rate risk on NCDs, the Company enters into derivative transactions. All the derivatives of the Company are for hedging purpose and not for any speculative or trading purpose. As on 31st March 2025, the notional amount of outstanding derivatives is ₹6,127.37 crore (Previous year ₹3,275.44 crore) with net negative MTM of ₹86.34 crore (Previous year positive ₹135.01 crore). Further, the Company has executed bilateral Credit Support Agreement with few of its derivative counterparties. As on 31st March 2025 there is outstanding margin of ₹36.22 crore (Previous year Nil).

Currency mismatch in LCR: There is no mismatch required to be reported in LCR as on 31st March 2025 and 31st March 2024 since all the Foreign Currency liabilities are reinstated to ₹ as per the corresponding derivative/ forward deals and closing RBI reference / FBIL exchange rates.

B. Quantitative Disclosure

(₹in crore)

Particulars	Quarter ended March 2025		Quarter ended December 2024	
	Total Unweighted** Value	Total Weighted# Value	Total Unweighted** Value	Total Weighted# Value
High Quality Liquid Assets				
Total High Quality Liquid Assets (HQLA)	3,383.27	2,769.05	3,321.68	2,714.20
(i) Cash in hand & Bank balance	94.54	94.54	63.66	63.66
(ii) CP/Corporate Bond	870.41	739.85	882.58	750.19
(iii) SLR Securities	2,418.32	1,934.66	2,375.44	1,900.35
(iv) Government securities	-	-	-	-
Cash Outflows				
Deposits	411.56	473.29	576.19	662.62
Unsecured wholesale funding	850.56	978.14	1,632.61	1,877.50
Secured wholesale funding	1,618.97	1,861.82	1,249.05	1,436.41
Additional requirements, of which				
(i) Outflows related to derivative exposures and other collateral requirements	-	-	-	-
(ii) Outflows related to loss of funding on debt products	-	-	-	-
(iii) Credit and liquidity facilities	-	-	-	-
Other contractual funding obligations	1,302.23	1,497.56	1,244.19	1,430.82
Other contingent funding obligations	145.32	167.12	189.12	217.49
Total Cash Outflows	4,328.64	4,977.93	4,891.16	5,624.84
Cash Inflows				
Secured lending	-	-	-	-
Inflows from fully performing exposures	924.35	693.26	915.62	686.72
Other cash inflows	10,918.85	8,189.14	10,986.64	8,239.98
Total Cash Inflows	11,843.20	8,882.40	11,902.26	8,926.70
		Total Adjusted Value		
Total HQLA		2,769.05		2,714.20
Total Net Cash Outflows		1,244.48		1,406.21
Liquidity Coverage Ratio (%)		222.51%		193.02%
Required LCR	in %	100.00%	in %	100.00%
	in ₹	1,244.48	in ₹	1,406.21

NOTES TO STANDALONE FINANCIAL STATEMENTS

for the year ended 31st March 2025

(₹in crore)

Particulars	Quarter ended September 2024		Quarter ended June 2024	
	Total Unweighted** Value	Total Weighted# Value	Total Unweighted** Value	Total Weighted# Value
High Quality Liquid Assets				
Total High Quality Liquid Assets (HQLA)	3,586.89	2,951.00	3,974.43	3,289.09
(i) Cash in hand & Bank balance	98.59	98.59	111.52	111.52
(ii) CP/Corporate Bond	1,235.52	1,050.19	1,471.39	1,250.68
(iii) SLR Securities	2,252.78	1,802.22	2,323.16	1,858.53
(iv) Government securities	-	-	68.36	68.36
Cash Outflows				
Deposits	552.73	635.64	475.23	546.51
Unsecured wholesale funding	1,502.72	1,728.13	1,446.98	1,664.03
Secured wholesale funding	1,761.89	2,026.17	1,247.91	1,435.10
Additional requirements, of which				
(i) Outflows related to derivative exposures and other collateral requirements	-	-	-	-
(ii) Outflows related to loss of funding on debt products	-	-	-	-
(iii) Credit and liquidity facilities	-	-	-	-
Other contractual funding obligations	1,338.34	1,539.09	1,023.73	1,177.29
Other contingent funding obligations	169.22	194.60	155.54	178.87
Total Cash Outflows	5,324.90	6,123.63	4,349.39	5,001.80
Cash Inflows				
Secured lending	-	-	-	-
Inflows from fully performing exposures	865.07	648.80	867.59	650.69
Other cash inflows	8,381.01	6,285.76	9,573.11	7,179.83
Total Cash Inflows	9,246.08	6,934.56	10,440.70	7,830.52
		Total Adjusted Value		
Total HQLA		2,951.00		3,289.09
Total Net Cash Outflows		1,530.91		1,250.45
Liquidity Coverage Ratio (%)		192.76%		263.03%
Required LCR	in %	85.00%	in %	85.00%
	in ₹	1,301.27	in ₹	1,062.88

(₹in crore)

Particulars	Quarter ended March 2024		Quarter ended December 2023	
	Total Unweighted** Value	Total Weighted# Value	Total Unweighted** Value	Total Weighted# Value
High Quality Liquid Assets				
Total High Quality Liquid Assets (HQLA)	3,980.52	3,285.16	3,816.18	3,195.78
(i) Cash in hand & Bank balance	82.22	82.22	105.11	105.11
(ii) CP/Corporate Bond	1,620.92	1,377.78	1,025.01	871.26
(iii) SLR Securities	2,261.11	1,808.89	2,333.25	1,866.60
(iv) Government securities	16.27	16.27	352.81	352.81
Cash Outflows				
Deposits	439.03	504.88	399.28	459.17
Unsecured wholesale funding	1,845.60	2,122.44	647.28	744.37
Secured wholesale funding	1,253.85	1,441.93	1,719.82	1,977.79
Additional requirements, of which				
(i) Outflows related to derivative exposures and other collateral requirements	-	-	-	-
(ii) Outflows related to loss of funding on debt products	-	-	-	-
(iii) Credit and liquidity facilities	-	-	-	-
Other contractual funding obligations	1,212.32	1,394.17	1,208.71	1,390.02
Other contingent funding obligations	157.98	181.68	179.56	206.49
Total Cash Outflows	4,908.78	5,645.10	4,154.65	4,777.84

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for the year ended 31st March 2025

(₹ in crore)

Particulars	Quarter ended March 2024		Quarter ended December 2023	
	Total Unweighted** Value	Total Weighted# Value	Total Unweighted** Value	Total Weighted# Value
Cash Inflows				
Secured lending	-	-	-	-
Inflows from fully performing exposures	795.32	596.49	772.27	579.20
Other cash inflows	11,066.45	8,299.84	11,572.15	8,679.11
Total Cash Inflows	11,861.77	8,896.33	12,344.42	9,258.31
	Total Adjusted Value			
Total HQLA		3,285.16		3,195.78
Total Net Cash Outflows		1,411.28		1,194.46
Liquidity Coverage Ratio (%)		232.78%		267.55%
Required LCR	in %	85.00%	in %	85.00%
	in ₹	1,199.58	in ₹	1,015.29

(₹ in crore)

Particulars	Quarter ended September 2023		Quarter ended June 2023	
	Total Unweighted** Value	Total Weighted# Value	Total Unweighted** Value	Total Weighted# Value
High Quality Liquid Assets				
Total High Quality Liquid Assets (HQLA)	3,550.47	2,988.67	3,272.74	2,743.55
(i) Cash in hand & Bank balance	96.45	96.45	93.59	93.59
(ii) CP/Corporate Bond	648.27	551.03	536.99	456.44
(iii) SLR Securities	2,322.80	1,858.24	2,243.20	1,794.56
(iv) Government securities	482.95	482.95	398.96	398.96
Cash Outflows				
Deposits	445.47	512.29	445.14	511.91
Unsecured wholesale funding	358.70	412.51	-	-
Secured wholesale funding	1,654.63	1,902.82	1,735.70	1,996.06
Additional requirements, of which				
(i) Outflows related to derivative exposures and other collateral requirements	-	-	0.38	0.44
(ii) Outflows related to loss of funding on debt products	-	-	-	-
(iii) Credit and liquidity facilities	-	-	-	-
Other contractual funding obligations	1,082.63	1,245.02	1,108.85	1,275.18
Other contingent funding obligations	172.62	198.51	138.81	159.63
Total Cash Outflows	3,714.05	4,271.16	3,428.88	3,943.21
Cash Inflows				
Secured lending	-	-	-	-
Inflows from fully performing exposures	768.03	576.02	802.16	601.62
Other cash inflows	8,689.83	6,517.37	8,108.76	6,081.57
Total Cash Inflows	9,457.86	7,093.39	8,910.92	6,683.19
	Total Adjusted Value			
Total HQLA		2,988.67		2,743.55
Total Net Cash Outflows		1,067.79		985.80
Liquidity Coverage Ratio (%)		279.89%		278.31%
Required LCR	in %	70.00%	in %	70.00%
	in ₹	747.45	in ₹	690.06

**Unweighted values are calculated as outstanding balances maturing or callable within 30 days (for inflows and outflows).

#Weighted values are calculated after the application of respective haircuts (for HQLA) and stress factors on inflow and outflow.

NOTES TO STANDALONE FINANCIAL STATEMENTS

for the year ended 31st March 2025

Note 36.34: Disclosure as per Annexure III of RBI directions:

		(₹in crore)	
Particulars		Amount outstanding	Amount overdue
S.No Liabilities side			
1	Loans and advances availed by the HFC inclusive of interest accrued thereon but not paid:		
(a)	Bonds/ Debentures : Secured	5,563.55	-
	: Unsecured	561.51	-
	(other than falling within the meaning of public deposits)		
(b)	Deferred Credits	-	-
(c)	Term Loans	35,745.67	-
(d)	Inter-corporate loans and borrowing	2,225.12	-
(e)	Commercial Paper	3,199.01	-
(f)	Public Deposits	15,416.85	-
(g)	Other Loans (specify nature)	-	-
2	Break-up of (1)(f) above (Outstanding public deposits inclusive of interest accrued thereon but not paid):		
(a)	In the form of Unsecured debentures	-	-
(b)	In the form of partly secured debentures i.e. debentures where there is a shortfall in the value of security	-	-
(c)	Other public deposits	15,416.85	-
Assets side			Amount outstanding
3	Break-up of Loans and Advances including bills receivables [other than those included in (4) below]:		
(a)	Secured		75,886.93
(b)	Unsecured		-
4	Break up of Leased Assets and stock on hire and other assets counting towards asset financing activities		
(i)	Lease assets including lease rentals under sundry debtors		
(a)	Financial lease		-
(b)	Operating lease		-
(ii)	Stock on hire including hire charges under sundry debtors		
(a)	Assets on hire		-
(b)	Repossessed Assets		-
(iii)	Other loans counting towards asset financing activities		
(a)	Loans where assets have been repossessed (net of provision)		-
(b)	Loans other than (a) above		-
5	Break-up of Investments		
	Current Investments		
1.	Quoted		
(i)	Shares		
(a)	Equity		-
(b)	Preference		-
(ii)	Debentures and Bonds		952.68
(iii)	Units of mutual funds		-
(iv)	Government Securities		-
(v)	Others		-

NOTES TO STANDALONE FINANCIAL STATEMENTS

for the year ended 31st March 2025

Assets side	Amount outstanding
2. Unquoted	
(i) Shares	
(a) Equity	-
(b) Preference	-
(ii) Debentures and Bonds	-
(iii) Units of mutual funds	
(iv) Government Securities	-
(v) Others (please specify)	-
Long-Term Investments	
1. Quoted	
(i) Shares	
(a) Equity	-
(b) Preference	-
(ii) Debentures and Bonds	-
(iii) Units of mutual funds	-
(iv) Government Securities	2,427.78
(v) Others	-
2. Unquoted	
(i) Shares	
(a) Equity	0.30
(b) Preference (recognised at ₹1)	0.00
(ii) Debentures and Bonds	-
(iii) Units of mutual funds	-
(iv) Government Securities	-
(v) Others (Security receipts)	0.00

		Amount net of provisions		
		Secured	Unsecured	Total
6	Borrower group-wise classification of assets financed as in (3) and (4) above:			
	Category			
1.	Related Parties			
	(a) Subsidiaries	-	-	-
	(b) Companies in the same group	-	-	-
	(c) Other related parties	1.14	-	1.14
2.	Other than related parties	74,766.43	-	74,766.43
	Total	74,767.57	-	74,767.57

		Market Value / Break up or fair value or NAV	Total Book Value (net of provisions)
7	Investor group-wise classification of all investments (current and long-term) in shares and securities (both quoted and unquoted) :		
	Category		
1.	Related Parties		
	(a) Subsidiaries*	151.33	0.30
	(b) Companies in the same group	-	-
	(c) Other related parties	-	-
2.	Other than related parties	3,422.79	3,380.46
	Total	3,574.12	3,380.76

NOTES TO STANDALONE FINANCIAL STATEMENTS

for the year ended 31st March 2025

Particulars	Amount
8 Other information	
1. Gross Non-Performing Assets	
(a) Related Parties	-
(b) Other than related parties	816.80
2. Net Non-Performing Assets	
(a) Related Parties	-
(b) Other than related parties	522.36
Assets acquired in satisfaction of debt	-

*Equity capital contributed by the Company has been considered as break up value for subsidiary formed under Section 8 of the Company Act, 2013 as the subsidiary is prohibited to give any right over its profits to any of its members.

Note 36.35: Breach of covenant of loans availed and debt securities issued

During the current and previous year there is no breach of covenant of loans availed and debt securities issued.

Note 36.36: RBI vide its circular number RBI/2020-21/60/DOR.NBFC (HFC) CC.NO 118/03.10.136/2020-21 dated 22nd October 2020 defined the principal business criteria for HFCs.

Details of principal business criteria as follows:

As at 31 st March 2025		As at 31 st March 2024	
% of total assets towards housing finance	% of total assets towards housing finance for individuals	% of total assets towards housing finance	% of total assets towards housing finance for individuals
66.86%	65.32%	66.33%	63.28%

Note 36.37: During the year there is no fraud, However during the previous year the Company had reported one fraud case in relation to loan advanced to a borrower amounting to ₹2.00 crore (loss recognised ₹1.97 crore) to NHB.

Note 36.38: The comparison between provisions required under IRACP and impairment allowances made under Ind AS 109 is tabulated below:

(₹ in crore)						
Asset Classification as per RBI Norms (1)	Asset classification as per Ind AS 109 (2)	Gross Carrying Amount as per Ind AS 109 (3)	Loss Allowances (Provisions) as required under Ind AS 109 (4)	Net Carrying Amount (5)=(3)-(4)	Provisions required as per IRACP norms (6)	Difference between Ind AS 109 provisions and IRACP norms (7) = (4)-(6)
Performing Assets						
Standard	Stage 1	73,250.04	537.44	72,712.60	223.77	313.67
	Stage 2	1,820.09	287.48	1,532.61	13.03	274.45
Subtotal		75,070.13	824.92	74,245.21	236.80	588.12
Non-Performing Assets (NPA)						
Substandard	Stage 3	355.69	70.31	285.38	76.55	(6.24)
Doubtful - up to 1 year	Stage 3	149.61	55.22	94.39	46.21	9.01
1 to 3 years	Stage 3	209.33	87.74	121.59	85.08	2.66
More than 3 years	Stage 3	102.17	81.17	21.00	80.46	0.71
Subtotal for doubtful		461.11	224.13	236.98	211.75	12.38
Loss	Stage 3	-	-	-	-	-
Subtotal for NPA		816.80	294.44	522.36	288.30	6.14
Other items such as guarantees, loan commitments, etc. which are in the scope of Ind AS 109 but not covered under current Income Recognition, Asset Classification and Provisioning (IRACP) norms	Stage 1	399.68	2.89	396.79	-	2.89
	Stage 2	-	-	-	-	-
	Stage 3	0.84	0.84	-	0.84	-

NOTES TO STANDALONE FINANCIAL STATEMENTS

for the year ended 31st March 2025

(₹in crore)

Asset Classification as per RBI Norms (1)	Asset classification as per Ind AS 109 (2)	Gross Carrying Amount as per Ind AS 109 (3)	Loss Allowances (Provisions) as required under Ind AS 109 (4)	Net Carrying Amount (5)=(3)-(4)	Provisions required as per IRACP norms (6)	Difference between Ind AS 109 provisions and IRACP norms (7) = (4)-(6)
Subtotal		400.52	3.73	396.79	0.84	2.89
Total	Stage 1	73,649.72	540.33	73,109.39	223.77	316.56
	Stage 2	1,820.09	287.48	1,532.61	13.03	274.45
	Stage 3	817.64	295.28	522.36	289.14	6.14
Total		76,287.45	1,123.09	75,164.36	525.94	597.15

Note 36.39: There are no divergence as per the regulator for FY24 and hence no details are required to be disclosed in the prescribed format.

Note 36.40: In compliance with RBI circular number RBI/2020-21/16/DOR.No.BP.BC/3/21.04.048/2020-21 dated 6th August 2020, the disclosure in relation to resolution plan implemented under the Resolution Framework for COVID-19-related stress is tabulated below:

For half-year ended 31st March 2025

(₹in crore)

Type of Borrower	Exposure to account classified as Standard consequent to implementation of resolution plan – Position as at the end of the previous half-year (A) (\$)	Of (A), aggregate debt that slipped into NPA during the half-year	Of (A) amount written off during the half-year	Of (A) amount paid by the borrowers during the half year	Exposure to account classified as Standard consequent to implementation of resolution plan – Position as at the end of this half-year (B)
Personal Loans*	1,215.18	162.64	5.34	146.93	1,062.91
Corporate persons					
of which, MSMEs					
Others^	-	-	-	-	-
Total	1,215.18	162.64	5.34	146.93	1,062.91

*Retail loans

\$Principal outstanding as on 30th September 2024.

@Principal outstanding (including capitalised interest) for live restructured account as on 31st March 2025.

^Corporate finance loans

For half-year ended 30th September 2024

(₹in crore)

Type of Borrower	Exposure to account classified as Standard consequent to implementation of resolution plan – Position as at the end of the previous half-year (A) (\$)	Of (A), aggregate debt that slipped into NPA during the half-year	Of (A) amount written off during the half-year	Of (A) amount paid by the borrowers during the half year	Exposure to account classified as Standard consequent to implementation of resolution plan – Position as at the end of this half-year (B)
Personal Loans*	1,381.20	115.91	33.39	132.63	1,215.18
Corporate persons					
of which, MSMEs					
Others^	19.25	-	-	19.25	-
Total	1,400.45	115.91	33.39	151.88	1,215.18

*Retail loans

\$Principal outstanding as on 31st March 2024.

@Principal outstanding (including capitalised interest) for live restructured account as on 30th September 2024.

NOTES TO STANDALONE FINANCIAL STATEMENTS

for the year ended 31st March 2025

^Corporate finance loans

Note 37 Leases

(i) Movement of lease liability

Particulars	(₹in crore)	
	As at 31 st March 2025	As at 31 st March 2024
Lease liability as at the beginning of the year (a)	132.89	74.67
Additions (b)	43.13	91.44
Accretion of interest (c)	10.24	7.22
Payments (d)	37.56	33.25
Modification (e)	3.06	7.19
Lease liability as at the end of the year (a+b+c-d-e)	145.64	132.89

(ii) Maturity analysis of minimum undiscounted lease payments after the reporting period:

Particulars	(₹in crore)	
	As at 31 st March 2025	As at 31 st March 2024
Less than one year	36.51	34.84
Later than one year but not later than five years	98.31	91.79
Later than five years	49.05	39.31
Total	183.87	165.94

(iii) Maturity analysis of minimum discounted lease payments after the reporting period:

Particulars	(₹in crore)	
	As at 31 st March 2025	As at 31 st March 2024
Less than one year	26.56	25.98
Later than one year but not later than five years	75.18	72.23
Later than five years	43.90	34.68
Total	145.64	132.89

(iv) There are no gains or losses from sales and leaseback for the year ended 31st March 2025 and 31st March 2024.

(v) There are no variable lease payments for the year ended 31st March 2025 and 31st March 2024.

Note 38 Derivatives

The Company uses derivative financial instruments such as forwards and swaps to hedge its risks associated with foreign exchange fluctuation, price risk and interest rate movements. The fair values of all such derivative financial instruments are recognized as assets or liabilities at the balance sheet date.

(a) The Asset and Liability position of various outstanding derivative financial instruments is given below:

Particulars	Nature of Risk being Hedged	As at 31 st March 2025			As at 31 st March 2024		
		Assets	Liabilities	Net fair value	Assets	Liabilities	Net fair value
Cash flow hedges	Currency risk, Interest rate risk	65.63	115.75	(50.12)	190.36	55.35	135.01
Fair Value Hedge	Interest rate risk	-	-	-	-	-	-
Total		65.63	115.75	(50.12)	190.36	55.35	135.01

NOTES TO STANDALONE FINANCIAL STATEMENTS

for the year ended 31st March 2025

(b) Outstanding position and fair value of various foreign exchange derivative financial instruments:

(₹in crore)

Particulars	Currency Pair	As at 31 st March 2025		As at 31 st March 2024	
		Notional Value in foreign currency	Fair Value Gain/(Loss)	Notional Value in foreign currency	Fair Value Gain/(Loss)
Cash flow hedges					
Currency swap	USD_INR	3,637.21	(37.19)	1,459.04	190.36
Interest rate swap	USD_INR	-	-	-	-
Foreign currency spot and forwards	USD_INR	1,490.16	(49.15)	816.40	(55.35)
Fair value hedges					
Interest rate swap	INR_INR	1,000.00	-	1,000.00	-

*Additionally margin money paid to counter party bank is ₹36.22 crore.

(c) The following table presents details of amount held, effective portion of cash flow hedge and cost of hedging reserve and the period during which these are going to be released and affecting Statement of Profit and Loss.

(₹in crore)

Effective Portion of Cash Flow Hedges	As at 31 st March 2025			As at 31 st March 2024		
	Within 12 Months	After 12 Months	Total	Within 12 Months	After 12 Months	Total
Currency swap	14.38	(51.57)	(37.19)	144.38	45.98	190.36
Interest rate swap	-	-	-	-	-	-
Foreign currency spot and forwards	(49.15)	-	(49.15)	(0.75)	(54.60)	(55.35)
Total	(34.77)	(51.57)	(86.34)	143.62	(8.62)	135.01
Deferred tax on above	(8.75)	(12.98)	(21.73)	36.15	(2.17)	33.98
Total	(26.02)	(38.59)	(64.61)	107.48	(6.45)	101.03

(d) The following tables presents the amount of gain/(loss) recognized for effective portion of cash flow hedge and cost of hedging reserve and recycled during the financial year 2024-25 along with closing amount in hedging reserve:

Effective Portion of Cash Flow Hedges	Opening Balance	Net Amount recognised OCI	Net Amount to P&L	Net Amount added to Non-Financial Assets	Recycled	Closing Balance
Currency swap	190.36	227.55	-	-	-	(37.19)
Interest rate swap	-	-	-	-	-	-
Foreign currency spot and forwards	(55.35)	(6.20)	-	-	-	(49.15)

(e) The Company's hedging policy allows for effective hedge relationships to be established. The effective portion of hedge is recognised in OCI, while ineffective portion of hedge is recognised immediately in the Statement of Profit and Loss. For Cash flow hedges, the Company uses hypothetical derivative method to assess effectiveness based on "lower off" assessment.

Sources of Hedge ineffectiveness summarised by risk category are as follows :

Risk Category	Sources of Hedge Ineffectiveness	Type of Hedge
Price Risk	Critical terms Mismatch	Cash Flow and Fair Value Hedge
	Basis Risk	Fair Value Hedge
	Credit Risk Adjustment	Cash Flow and Fair Value Hedge
Exchange Risk	Credit Risk Adjustment	Cash Flow Hedge

NOTES TO STANDALONE FINANCIAL STATEMENTS

for the year ended 31st March 2025

Note 39 Segment Reporting

Company's main business is to provide loans against/for purchase, construction, repairs & renovations of Houses/ Flats/ Commercial Properties etc. All other activities of the Company revolve around the main business. As such, there are no separate reportable segment, as per the Operating Segments (Ind AS 108), notified by the Companies (Accounting Standard) Rules, 2015. The Company operates within India and does not have operations in economic environments with different risks and returns, hence it is considered operating in single geographical segment.

The Company is not reliant on revenues from transactions with any single external customer and does not receive 10% or more of its revenues from transactions with any single external customer.

Note 40 Contingent Liabilities and Commitments

- i) Contingent liabilities in respect of Income-tax of ₹54.54 crore (Previous year ₹56.01 crore) is disputed and are under appeals. The Company expects the demands to be set aside by the appellate authority, hence no additional provision is considered necessary.
- ii) Contingent liabilities in respect of Goods and Service Tax of ₹43.70 crore (Previous year ₹0.47 crore) is disputed and appeals has been filed for ₹9.44 crore (Previous year ₹0.33 crore). Further, the Company in the process of filing of appeal for ₹34.26 crore (Previous year ₹0.14 crore). The Company expects the demands to be set aside by the appellate authority, hence no additional provision is considered necessary.
- iii) Estimated amount of contracts remaining to be executed on capital account and not provided for (net of advances) is ₹32.34 crore (Previous year ₹20.23 crore).
- iv) Claims against the Company not acknowledged as debt is ₹0.48 crore (Previous year ₹1.20 crore)
- v) Company had issued corporate financial guarantee amounting to ₹0.25 crore to "UNIQUE IDENTIFICATION AUTHORITY OF INDIA (UIDAI)" in relation to Aadhar Authentication Services. During the previous year corporate financial guarantee amounting to ₹22.19 crore was provided to "National Stock Exchange of India Ltd" and "UNIQUE IDENTIFICATION AUTHORITY OF INDIA (UIDAI)" in relation to Rights Issue of the Company and Aadhar Authentication Services.

Note 41 Disclosure in respect of Employee Benefits

In accordance with Indian Accounting Standards on "Employee Benefits" (Ind AS 19), the following disclosure have been made:

Defined Contribution Plans:

Note 41.1: The Company makes contributions towards provident fund to a defined contribution retirement benefit plan for qualifying employees. Under the plan, the Company is required to contribute a specified percentage of payroll cost to the retirement benefit plan to fund the benefits. The contribution has been recognised in the Statement of Profit and Loss which are included under "Contribution to Provident Fund and Other Funds" in Note 32.

Particulars	(₹ in crore)	
	Current Year	Previous Year
Contribution to Provident Fund and Other Funds	12.67	10.35

NOTES TO STANDALONE FINANCIAL STATEMENTS

for the year ended 31st March 2025

Note 41.2: Defined Benefit Plans

The Company has a defined benefit gratuity plan. Every employee is entitled to gratuity as per the provisions of the Payment of Gratuity Act, 1972. The scheme is funded and the same is managed by Life Insurance Corporation of India. The liability of Gratuity is recognised on the basis of actuarial valuation.

The most recent actuarial valuation of plan assets and the present value of the defined benefit obligation for gratuity were carried out as at 31st March 2025. The present value of the defined benefit obligations and the related current service cost and past service cost, were measured using the Projected Unit Credit Method.

Risks associated with defined benefit plan

Interest rate risk: A fall in the discount rate, which is linked to the Government Securities rate, will increase the present value of the liability requiring higher provision. A fall in the discount rate generally increases the mark to market value of the assets depending on the duration of asset.

Salary Risk: The present value of the defined benefit plan liability is calculated by reference to the future salary of members. As such, an increase in the salary of the members more than assumed level may increase the plan's liability.

Mortality risk: Since the benefits under the plan is not payable for life time and payable till retirement age only, plan does not have any longevity risk.

GRATUITY LIABILITY

Change in present value of obligation

Particulars	(₹ in crore)	
	Current Year	Previous Year
Present value of obligation as at the beginning of the year	14.39	13.18
Interest cost	1.00	0.93
Current service cost	4.05	3.22
Past service cost including curtailment gains/losses	0.00	-
Benefits paid	(1.35)	(3.57)
Actuarial (gain) / loss on obligation	0.83	0.63
Present value of obligation as at the end of year	18.92	14.39

Change in fair value of plan assets*

Particulars	(₹ in crore)	
	Current Year	Previous Year
Fair value of plan assets as at the beginning of the year	14.95	13.50
Actual return on plan assets	1.20	0.74
Employer Contributions	4.16	3.50
Benefits paid	(1.35)	(2.79)
Fair value of plan assets as at the end of year	18.96	14.95
Funded status	0.71	1.02
Unfunded status	(0.67)	(0.46)

NOTES TO STANDALONE FINANCIAL STATEMENTS

for the year ended 31st March 2025

Expense recognised in the statement of Profit and Loss

Particulars	(₹in crore)	
	Current Year	Previous Year
Service cost	4.05	3.22
Interest on net defined assets/liability	(0.03)	0.01
Expenses recognised in the statement of profit and loss	4.02	3.23

Expense recognised in the Other Comprehensive Income

Particulars	(₹in crore)	
	Current Year	Previous Year
Remeasurement (loss)/gain in Other Comprehensive Income (OCI)	(0.67)	(0.89)
Net cumulative unrecognised actuarial gain/(loss) opening	0.03	0.03
Actuarial gain / (loss) for the year on PBO	(0.86)	(0.66)
Actuarial gain /(loss) for the year on Asset	0.16	(0.26)
Expected contribution for the next financial year	3.30	3.99

Assumptions

Particulars	Current Year	Previous Year
a) Discounting Rate	6.70%-7.13%	7.22%-7.23%
b) Future salary Increase	3.00%-8.00%	3.00%-8.00%
c) Retirement Age (Years)	58-60 years	58-60 years
d) Mortality Table	IALM (2012-14)	IALM (2012-14)

Maturity profile of defined benefits obligation

Particulars	(₹in crore)	
	Current Year	Previous Year
With in the next 12 months	1.92	1.21
above 1 year and up to 5 years	7.26	4.76
above 5 year	9.74	8.42

Sensitivity analysis of the defined benefit obligation**

Particulars	(₹in crore)			
	Current Year			
	Discount Rate		Future salary increase	
Sensitivity Level	0.5% increase	0.5% decrease	0.5% increase	0.5% decrease
Impact on defined benefit obligation	(0.70)	0.75	0.63	(0.61)

Particulars	(₹in crore)			
	Previous Year			
	Discount Rate		Future salary increase	
Sensitivity Level	0.5% increase	0.5% decrease	0.5% increase	0.5% decrease
Impact on defined benefit obligation	(0.50)	0.53	0.47	(0.44)

*100% of the plan assets are managed by the insurer for current as well as previous year for employees on the Company payroll. However, for contractual employees there are no plan assets.

**Sensitivities due to mortality and withdrawals are not material and hence impact of change due to these are not calculated. Sensitivities as to rate of inflation, rate of increase of pensions in payment, rate of increase of pensions before retirement and life expectancy are not applicable being a lump sum benefit on retirement.

NOTES TO STANDALONE FINANCIAL STATEMENTS

for the year ended 31st March 2025

Note 42 Expenditure in Foreign Currency

(₹ in crore)

Particulars	Current Year	Previous Year
Interest expenses	96.53	259.58
Other expenses	16.41	3.57

Note 43 Derivative financial assets / liabilities

Derivative financial assets subject to offsetting, netting arrangements

(₹ in crore)

Particulars	Offsetting recognised on the balance sheet			Netting potential not recognised on the balance sheet			Derivative assets not subject to netting arrangements	Total derivative assets	Maximum exposure to risk
	Gross derivative assets before offset	Offset with gross derivative liabilities	Net derivative assets recognised on the balance sheet	Derivative liabilities	Collaterals received	Derivative assets after consideration of netting potential	Derivative Assets recognised on the balance sheet	Recognised in the balance sheet	After consideration of netting potential
Derivative assets	A	B	C = (A + B)	D	E	F = (C + D + E)	G	H = (C + G)	I = (H + D + E)
At 31 st March, 2025*	65.63	(65.63)	-	-	-	-	-	-	-
At 31 st March, 2024	190.36	(55.35)	135.01	-	-	135.01	-	135.01	135.01

Derivative financial liabilities subject to offsetting, netting arrangements

(₹ in crore)

Particulars	Offsetting recognised on the balance sheet			Netting potential not recognised on the balance sheet			Derivative liabilities not subject to netting arrangements	Total derivative liabilities	Maximum exposure to risk
	Gross derivative liabilities before offset	Offset with gross derivative assets	Net derivative liabilities recognised on the balance sheet	Derivative Assets	Collaterals given	Derivative liabilities after consideration of netting potential	Derivative liabilities recognised on the balance sheet	Recognised in the balance sheet	After consideration of netting potential
Derivative liabilities	A	B	C = (A + B)	D	E	F = (C + D + E)	G	H = (C + G)	I = (H + D + E)
At 31 st March, 2025*	115.75	65.63	(50.12)	-	-	(50.12)	-	(50.12)	(50.12)
At 31 st March, 2024	(55.35)	55.35	-	-	-	-	-	-	-

*Net of margin money paid to counter party bank.

Note 44 Change in liabilities arising from financing activities

(₹ in crore)

Particulars	As at 1 st April 2024	Cash flows (net)	Exchange difference	Others	As at 31 st March 2025
Debt securities & subordinated liabilities	5,286.72	625.01	-	2.30	5,914.03
Borrowings from bank and Financial Institutions	28,666.95	7,026.62	(127.61)	(10.94)	35,555.02
Deposits	17,798.30	(161.83)	-	5.26	17,641.73
Commercial paper	3,304.70	(105.63)	-	(0.06)	3,199.01
Lease liabilities	132.89	(37.56)	-	50.31	145.64

NOTES TO STANDALONE FINANCIAL STATEMENTS

for the year ended 31st March 2025

Particulars	(₹ in crore)				
	As at 1 st April 2023	Cash flows (net)	Exchange difference	Others	As at 31 st March 2024
Debt securities & subordinated liabilities	5,232.44	52.00	-	2.28	5,286.72
Borrowings from Bank and Financial Institutions	31,174.70	(2,158.27)	(370.62)	21.14	28,666.95
Deposits	17,243.90	545.02	-	9.38	17,798.30
Commercial paper	-	3,304.70	-	-	3,304.70
Lease liabilities	74.67	(33.25)	-	91.47	132.89

Note 44.1: The borrowings has been utilised for the purpose for which it has been taken from banks and financial institutions.

Note 44.2: The borrowings which has been repaid during the year whereby satisfaction is yet to be filed with Registrar of Companies (ROC):

Lender Name	Amount (₹ in crore)	Location of registrar	Reason for delay
Bank of Baroda	500.00	ROC- Delhi	Awaiting NOC from the lender
PNB Bank	500.00	ROC- Delhi	Awaiting NOC from the lender

Note 44.3: Quarterly returns/statements of current assets filed with banks or financial institutions against the underlying borrowings are in agreement with the books of account (principal outstanding).

Note 44.4: The Company is generally regular in transferring the unclaimed deposit amount for more than seven years to the Investor Education and Protection Fund (IEPF). However, in four instances amounting to ₹0.01 crore there was a delay in depositing the same to IEPF. Further, the Company is in the process of approaching depositors to refund / deposit in IEPF the overdue interest amounting to ₹0.23 crore.

Note 45 Maturity analysis of assets and liabilities

The table below shows an analysis of assets and liabilities analysed according to when they are expected to be recovered or settled. However, with regard to loans and advances to customers and investments, the Company has used the contractual maturities for recovery/settlement. Borrowings (including debt securities and deposits) are reflected basis the contractual maturities.

Particulars	(₹ in crore)					
	As at 31 st March 2025			As at 31 st March 2024		
	Within 12 Months	After 12 Months	Total	Within 12 Months	After 12 Months	Total
ASSETS						
Financial assets						
Cash and cash equivalents	2,097.35	-	2,097.35	2,141.77	-	2,141.77
Bank balance other than cash and cash equivalents	1,367.99	-	1,367.99	356.86	-	356.86
Derivative financial instruments	-	-	-	135.01	-	135.01
Trade and other receivables	50.26	-	50.26	52.15	-	52.15
Loans	3,915.70	70,851.87	74,767.57	3,398.04	60,806.72	64,204.76
Investments	987.63	2,393.13	3,380.76	1,134.45	3,210.81	4,345.26
Other financial assets	72.03	274.50	346.53	99.66	470.14	569.80
Total (a)	8,490.96	73,519.50	82,010.46	7,317.94	64,487.67	71,805.61

NOTES TO STANDALONE FINANCIAL STATEMENTS

for the year ended 31st March 2025

(₹ in crore)

Particulars	As at 31 st March 2025			As at 31 st March 2024		
	Within 12 Months	After 12 Months	Total	Within 12 Months	After 12 Months	Total
Non-financial assets						
Current tax assets (net)	-	1.29	1.29	-	163.36	163.36
Deferred tax assets (net)	-	170.76	170.76	-	127.49	127.49
Investment property	-	0.51	0.51	-	0.51	0.51
Property, plant and equipment	-	81.79	81.79	-	66.47	66.47
Right of use assets	-	132.59	132.59	-	123.09	123.09
Capital work-in-progress	-	4.67	4.67	-	5.43	5.43
Intangible assets under development	-	11.47	11.47	-	9.82	9.82
Other Intangible assets	-	23.96	23.96	-	16.37	16.37
Other non-financial assets	58.35	0.68	59.03	51.76	1.30	53.06
Total (b)	58.35	427.72	486.07	51.76	513.84	565.60
Total asset c = (a+b)	8,549.31	73,947.22	82,496.53	7,369.70	65,001.51	72,371.21
LIABILITIES						
Financial liabilities						
Derivative financial instruments	19.66	30.46	50.12	-	-	-
Trade Payables	24.63	-	24.63	47.44	-	47.44
Debt Securities	3,696.84	4,876.61	8,573.45	4,707.90	3,144.03	7,851.93
Borrowings (other than debt securities)	12,559.31	22,995.71	35,555.02	11,559.35	17,107.60	28,666.95
Deposits	5,947.68	11,693.87	17,641.55	6,022.33	11,735.84	17,758.17
Subordinated liabilities	209.92	329.67	539.59	200.00	539.49	739.49
Other financial liabilities	2,896.35	134.48	3,030.83	1,899.01	264.28	2,163.29
Total (d)	25,354.39	40,060.80	65,415.19	24,436.03	32,791.24	57,227.27
Non-financial liabilities						
Provisions	3.31	17.27	20.58	5.94	13.84	19.78
Other Non-financial Liabilities	181.80	45.26	227.06	158.53	33.26	191.79
Total (e)	185.11	62.53	247.64	164.47	47.10	211.57
Total liabilities f = (d+e)	25,539.50	40,123.33	65,662.83	24,600.49	32,838.35	57,438.84
Net (c-f)			16,833.70			14,932.37

Note 46 Risk Management

The Company has formulated a comprehensive enterprise risk management policy to take care of major risks, such as credit risk, market risk, liquidity risk. The Company has an integrated risk management policy (IRM) in place, which communicates the risk management strategy, framework, and risk processes across the organisation, and has been approved by the Board. The risk management framework broadly includes governance, risk appetite approach, risk-specific guidelines, risk measurement, mitigation, monitoring reporting, and key risk indicators (KRIs). The Company has developed a clearly articulated risk appetite statement, functional policies, and KRIs to explicitly define the level and nature of risk that an organisation willing to take in order to pursue the articulated mission on behalf of various stakeholders. The Board has delegated the responsibility of risk management to its risk management committee (RMC), which reviews the efficacy of our risk management framework, provides important oversight, and assesses whether it is consistent with the risk tolerance levels laid down. The RMC gives directions to executive risk management committee (ERMC), comprising senior management.

Note 46.1: Credit Risk

The Company's asset base comprises of retail loans and corporate loans.

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Retail loans mainly focuses on financing of acquisition or construction of houses that includes repair, upgradation, and development of plot of land. In retail loans category, the Company also provides loan against properties and loans for purchase & construction of non-residential premises.

Corporate finance loans are given mainly to developers for financing the construction of residential / commercial properties, i.e. construction finance loans, and for general corporate purpose loans. i.e. corporate term loans and lease rental discounting loans.

Being in the lending domain, credit risk is one of the major risks in the business model of the Company. Credit risk stems from outright default due to inability or unwillingness of a customer or counterparty to meet the contractual commitments. The essence of credit risk management in the Company pivots around the early assessment of stress, both at a portfolio and account level, and taking appropriate measures.

Credit Risk Management

Credit risk of the Company is managed through a robust Credit Risk Management set-up at various levels. Given the pervasiveness of credit risk in the Company's line of business, the Board and the senior management consider credit risk management to be an integral part of the organisational strategy. The Board has constituted a Risk Management Committee (RMC) that owns the risk management framework. The RMC oversees the Risk Management practices and gives direction to the Executive Risk Management Committee (ERMC), comprising of the MD and CEO along with functional heads, in implementing the risk management framework and policy. The policies and procedures have been drafted in close consultation with process owners, ERMC and RMC.

The risk management function is led by the Chief Risk Officer who is independent and has direct access to the RMC.

The Company's Risk Framework for credit risk management is mentioned below:

1) Established an appropriate credit risk environment

The Company has developed credit risk strategy which reflects its risk tolerance and level of profitability it expects to achieve. The execution of strategy is done through policies, guidelines and processes supervised by team of experienced professionals in the mortgage business.

2) Ensure sound credit approval process

The Company's Target Operating Model (TOM) primarily comprises of Hub and Spoc structure, advanced technology platform, experienced and specialised professionals and mark to market policies and products. The Company's TOM allows to manage various type of risks in a better manner which in turn helps building a robust portfolio.

The Company has clear segregation of duties between transaction originators in the business function and approvers in the credit risk function. Spoc or branch act as the primary point of sale, undertake loan originations, collection, deposit sourcing and customer service. Hubs perform functions, such as loan processing, credit appraisal and monitoring through subject matter experts comprising team of underwriters, fraud control unit, legal counsels, and technical evaluators.

The credit sanction is done through a well-defined delegation matrix under four eye principle. All functions are subject to audit, undertaken by an independent team directly reporting to the Board.

Hubs and Spocs are supported by Central Support Office (CSO), Centralised Operations (COPS) and Central Processing Centre (CPC).

3) Maintains an appropriate credit administration, measurement and monitoring process

Policies and procedures have been developed for identifying, measuring, monitoring and mitigating credit risk. Portfolio monitoring allows a proactive approach to identify, at an early stage, credit quality deterioration. A system of independent, periodical reviews of the Company's credit risk management process is established and the results of such

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reviews are communicated across the levels for corrective actions as applicable. The excepted credit loss on financial instruments has been presented in respective note.

Adequate controls are in place to ensure that the credit approval function is being properly managed and that credit exposures are within levels consistent with prudential standards and internal limits.

Note 46.2: Derivative Financial Instruments

Credit risk arising from derivative financial instruments is, at any time, limited to those with positive fair values, as recorded on the balance sheet.

Note 46.3: Analysis of risk concentration

(i) Risk concentrations on loans

An analysis of the Company's credit risk concentrations per product / sub product is provided in the below mentioned table:

Particulars	(₹in crore)	
	As at 31 st March 2025	As at 31 st March 2024
Concentration by sector - Retail		
Housing loans	53,590.80	45,617.79
Non housing loans	21,333.58	17,784.55
Total (a)	74,924.38	63,402.34
Concentration by sector - Corporate		
Construction finance	947.89	1,924.72
Corporate term loan	14.66	127.27
Lease rental discounting	-	-
Total (b)	962.55	2,051.99
Total (a+b)	75,886.93	65,454.33

(ii) Risk concentrations on financial assets other than loans

Particulars	(₹in crore)				Total
	Government	Financial Services	Corporate	Others	
As at 31st March 2025					
Cash and cash equivalents	-	2,095.92	-	1.43	2,097.35
Bank balance other than cash and cash equivalents	-	1,367.99	-	-	1,367.99
Trade and other receivables	-	-	50.24	0.02	50.26
Investments	2,427.78	-	952.98	-	3,380.76
Other financial assets	-	322.47	3.14	20.92	346.53
Total	2,427.78	3,786.38	1,006.36	22.37	7,242.89
As at 31st March 2024					
Cash and cash equivalents	-	2,140.00	-	1.77	2,141.77
Bank balance other than cash and cash equivalents	-	356.86	-	-	356.86
Derivative financial instruments	-	135.01	-	-	135.01
Trade and other receivables	-	-	52.08	0.07	52.15
Investments	2,338.29	-	1,966.52	40.45	4,345.26
Other financial assets	-	542.55	10.97	16.28	569.80
Total	2,338.29	3,174.42	2,029.56	58.58	7,600.85

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Note 46.4: Market Risk

Market risk is the risk that the fair value or future cash flows of financial instruments will fluctuate due to changes in market variables such as interest rates, foreign exchange rates and equity prices. The Company monitors such changes and presents to the management on a regular basis. It undertakes scenario analysis as well as other techniques like earnings at risk to quantify the expected impact upon the change of market variables. The Board approved investment policy defines the overall exposure limits and specific limits pertaining to the exposure to a particular entity /counterparty as well as type of securities.

Note 46.4.1 Total market risk exposure

Particulars	(₹in crore)		Primary risk sensitivity
	As at	As at	
	31 st March 2025	31 st March 2024	
	Carrying amount		
ASSETS			
Financial assets			
Cash and cash equivalents	2,097.35	2,141.77	-
Bank balance other than cash and cash equivalents	1,367.99	356.86	-
Derivative financial instruments	-	135.01	-
Trade and other receivables	50.26	52.15	-
Loans	74,767.57	64,204.76	Interest rate
Investments	3,380.76	4,345.26	Interest rate
Other financial assets	346.53	569.80	Interest rate
Total	82,010.46	71,805.61	
LIABILITIES			
Financial liabilities			
Derivative financial instruments	50.12	-	-
Trade payables	24.63	47.44	-
Debt securities	8,573.45	7,851.93	Interest rate
Borrowings (other than debt securities)	35,555.02	28,666.95	Interest rate/ Currency risk
Deposits	17,641.55	17,758.17	Interest rate
Subordinated liabilities	539.59	739.49	Interest rate
Other financial liabilities	3,030.83	2,163.29	-
Total	65,415.19	57,227.27	

46.4.2 Interest rate risk

Interest rate risk arises from the possibility that changes in interest rates will affect future cash flows or the fair values of financial instruments. The Board has established limits on interest rate sensitive assets and interest rate sensitive liabilities. The Company's policy is to monitor positions on a regular basis and hedging strategies are used to ensure positions are maintained within the established limits.

The following tables assesses the sensitivity of the assets and liabilities over the profit and loss with change in interest rates.

Areas	Financial year	(₹in crore)	
		Increase / (decrease) in basis points	Sensitivity of profit and (loss)
Loans	2024-25	100 bps / (100) bps	743.42 / (743.42)
	2023-24	100 bps / (100) bps	641.31 / (641.31)
Investments	2024-25	100 bps / (100) bps	8.80 / (9.11)
	2023-24	100 bps / (100) bps	21.83 / (23.04)
Other financial assets	2024-25	25 bps / (25) bps	0.86 / (0.86)
	2023-24	25 bps / (25) bps	56.52 / (56.52)

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(₹in crore)

Areas	Financial year	Increase / (decrease) in basis points	Sensitivity of profit and (loss)
External Commercial Borrowing	2024-25	100 bps / (100) bps	-
	2023-24	100 bps / (100) bps	-
Debt securities, Borrowings (other than debt securities), Deposits and Subordinated liabilities	2024-25	100 bps / (100) bps	(413.27) / 413.27
	2023-24	100 bps / (100) bps	(384.82) / 384.82

46.4.3 Currency risk

Currency risk is the risk that the value of a financial instrument will fluctuate due to changes in foreign exchange rates. Foreign currency risk arises majorly on account of foreign currency borrowings which are primarily in US Dollar (\$). The Company manages its foreign currency risk by entering into cross currency swaps and forward contracts. When a derivative is entered into for the purpose of being as hedge, the Company negotiates the terms of those derivatives to match with the terms of the hedge exposure.

Currently, the Company is exposed to currency risk by virtue of its ECBs. But, the Company has undertaken hedging and mitigate such risk.

The following table assesses the sensitivity of the assets and liabilities over the profit and loss and other comprehensive income with change in currency rates.

(₹in crore)

Areas	Financial year	Increase / (decrease) in %	Sensitivity on profit and loss / other comprehensive income
External Commercial Borrowing	2024-25	10 % / (10) %	-
	2023-24	10 % / (10) %	-

Note 46.4.4: Equity price risk :

The Company's investment in non-listed equity securities are accounted at cost in the financial statement net of impairment (if any). The expected cash flow from these entities are regularly monitored to identify impairment indicators.

Note 46.5: Liquidity risk and funding management

Liquidity risk is defined as the risk that the Company will encounter in meeting obligations associated with financial liabilities that are settled by delivering cash or another financial asset. Liquidity risk arises because of the possibility that the Company might be unable to meet its payment obligations when they fall due as a result of mismatches in the timing of the cash flows under both normal and stress circumstances. Such scenarios could occur when funding needed for illiquid asset positions is not available to the Company on acceptable terms. To limit this risk, management has arranged for diversified funding sources and investors in addition to its core deposit base, also adopted a policy of managing assets with liquidity in mind and monitoring future cash flows and liquidity on a regular basis. The Company also keeps lines of credit and liquid investments that it can access to meet liquidity needs. The lines of credit are from various banks and institutions. The liquid investments are made for shorter tenor and kept in instruments like debt mutual funds, fixed deposits, liquid bonds, certificate of deposit, government securities etc., limits of which are defined as per investment policy based on the type of security, rating of entity and instrument. In accordance with the Company's policy, the liquidity position is assessed under a variety of scenarios. The Company follows both stock and flow approaches to monitor and assess the liquidity position. Moreover, the Company keeps a track of the expected funds inflows and outflows along with the avenues of raising the funds. This incorporates an assessment of expected cash flows and the availability of high grade collateral which could be used to secure additional funding if required.

The Company has a Board approved Asset and Liability Management (ALM) policy. The policy has constituted an Asset and Liability Committee (ALCO) which meets at regular intervals and review the asset liability profile both at the particular time bucket level and cumulative level as well as the interest rate profile of the Company. The policy also defines the limits on

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such monitored items and these are further presented to the Board for information and further action, if any. Apart from the regulatory defined tools, the Company has voluntarily instituted various liquidity parameters that are presented to the ALCO and further to the Board. Moreover, the position of liquidity is presented to the Risk Management Committee of the Board.

Note 46.5.1: Analysis of financial liabilities by remaining contractual maturities

The table below summarises the maturity profile of the undiscounted cash flows (including interest) of the Company's financial liabilities.

Particulars	As at 31 st March 2025			As at 31 st March 2024		
	Within 12 Months	After 12 Months	Total	Within 12 Months	After 12 Months	Total
Financial liabilities						
Derivative financial instruments	19.66	30.46	50.12	-	-	-
Trade payables	24.63	-	24.63	47.44	-	47.44
Debt securities	3,696.84	4,876.61	8,573.45	4,707.90	3,144.03	7,851.93
Borrowings (other than debt securities)	12,559.31	22,995.71	35,555.02	11,559.35	17,107.60	28,666.95
Deposits	5,947.68	11,693.87	17,641.55	6,022.33	11,735.84	17,758.17
Subordinated liabilities	209.92	329.67	539.59	200.00	539.49	739.49
Interest on borrowings (including debt securities / deposits / subordinated liabilities)*	3,665.16	5,779.43	9,444.59	3,718.03	5,089.83	8,807.86
Other financial liabilities	2,494.42	134.48	2,628.90	1,560.05	264.28	1,824.33
Total	28,617.62	45,840.23	74,457.85	27,815.10	37,881.07	65,696.17

*Interest on borrowings includes undiscounted future interest.

The table below shows the contractual expiry by maturity of the Company's contingent assets, liabilities and commitments.

Particulars	(₹in crore)		
	Within 12 Months	After 12 Months	Total
As at 31st March 2025			
Undrawn commitments relating to advances	4,944.78	2,697.79	7,642.57
Undrawn commitments relating to financial guarantee	-	0.25	0.25
Undrawn sanction relating to borrowings	7,391.22	-	7,391.22
As at 31st March 2024			
Undrawn commitments relating to advances	4,338.28	2,489.44	6,827.72
Undrawn commitments relating to financial guarantee	21.93	0.25	22.18
Undrawn sanction relating to borrowings	5,766.68	-	5,766.68

Note 46 Fair value measurement

The principles and techniques of fair valuation measurement of both financial and non-financial instruments are as follows:

(a) Valuation principles

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction in the principal (or most advantageous) market at the measurement date under current market conditions (i.e., an exit price), regardless of whether that price is directly observable or estimated using a valuation technique.

For determination of fair value, financial instruments are classified based on a hierarchy of valuation techniques, as summarised below:

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Level 1: Those where the inputs used in the valuation are unadjusted quoted prices from active markets for identical assets or liabilities that the Company has access to at the measurement date. The Company considers markets as active only if there are sufficient trading activities with regards to the volume and liquidity of the identical assets or liabilities and when there are binding and exercisable price quotes available on the balance sheet date.

Level 2: Those where the inputs that are used for valuation are significant and are derived from directly or indirectly observable market data available over the entire period of the instrument's life. Such inputs include quoted prices for similar assets or liabilities in active markets, quoted prices for identical instruments in inactive markets and observable inputs other than quoted prices such as interest rates and yield curves, implied volatilities and credit spreads. In addition, adjustments may be required for the condition or location of the asset or the extent to which it relates to items that are comparable to the valued instrument.

Level 3: Those that include one or more unobservable input that is significant to the measurement as whole.

(b) Valuation governance

The Company's fair value methodology and the governance over its models includes a number of controls and other procedures to ensure appropriate safeguards are in place to ensure its quality and adequacy. All new product initiatives and their valuations are subject to approvals by related functions of the Company.

(c) Assets and liabilities by fair value hierarchy

The following table shows an analysis of financial instruments recorded at fair value by level of the fair value hierarchy

As at 31st March 2025

(₹ in crore)

Particulars	Level 1	Level 2	Level 3	Total
Assets measured at fair value on a recurring basis				
Assets measured at fair value through profit or loss				
Investments				
Debt securities	-	952.68	-	952.68
Security Receipt in ACRE 122 trust	-	-	0.00	0.00
Security Receipt in CFMARC-140-Trust	-	-	0.00	0.00
Redeemable Preference Shares of Ornate Spaces Private Limited	-	-	0.00	0.00
Derivative financial instruments				
Currency swaps	-	44.51	-	44.51
Interest rate swaps	-	21.12	-	21.12
Total assets measured at fair value on a recurring basis (a)	-	1,018.31	0.00	1,018.31
Assets measured at fair value on a non-recurring basis				
Other assets	-	-	-	-
Total assets measured at fair value on a non-recurring basis (b)	-	-	-	-
Total assets measured at fair value (a)+(b)	-	1,018.31	0.00	1,018.31
Liabilities measured at fair value through profit or loss				
Derivative financial instruments				
Forward contracts and currency swaps	-	115.75	-	115.75
Total liabilities measured at fair value through profit or loss	-	115.75	-	115.75

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As at 31st March 2024

(₹ in crore)				
Particulars	Level 1	Level 2	Level 3	Total
Assets measured at fair value on a recurring basis				
Assets measured at fair value through profit or loss				
Investments				
Debt securities	-	1,915.56	-	1,915.56
Security Receipt in ACRE 122 trust	-	-	40.45	40.45
Derivative financial instruments				
Currency swaps	-	190.36	-	190.36
Total assets measured at fair value on a recurring basis (a)	-	2,105.92	40.45	2,146.37
Assets measured at fair value on a non-recurring basis				
Other assets	-	-	-	-
Total assets measured at fair value on a non-recurring basis (b)	-	-	-	-
Total assets measured at fair value (a)+(b)	-	2,105.92	40.45	2,146.37
Liabilities measured at fair value through profit or loss				
Derivative financial instruments				
Forward contracts and currency swaps	-	55.35	-	55.35
Total liabilities measured at fair value through profit or loss	-	55.35	-	55.35

Valuation methodologies of financial instruments measured at fair value

Below are the methodologies and assumptions used to determine fair values for the above financial instruments which are recorded and measured at fair value in the Company's financial statements.

1. Debt securities

The Company's debt instruments are standard fixed rate securities. The Company uses market prices whenever available, or other observable inputs to estimate the corresponding fair value. These Corporate bonds are generally Level 2 instruments.

2. Derivative financial instruments

Interest rate derivatives

For Interest rate derivatives Company has interest rate swaps and cross currency swaps. The valuation techniques are the mark to market positions with forward pricing on the swap models using present value calculations by estimating future cash flows and discounting them with the appropriate yield curves like the OIS yield curve. These contracts are generally Level 2 unless adjustments to yield curves or credit spreads are based on significant non-observable inputs, in which case, they are Level 3.

Foreign exchange contracts

Foreign exchange contracts include spot contracts, foreign exchange forward and swap contracts. However, the Company has not entered into any foreign exchange options. These instruments are valued by either observable foreign exchange rates, observable or calculated forward points and option valuation models. Company classifies these foreign exchange contracts as Level 2.

3. Security Receipt and Redeemable Preference Shares

The Company has invested in security receipt and Redeemable Preference Shares whereby the valuation is based on the underlying ratings of the security. The Company classifies these investments as Level 3.

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(d) Fair Value of financial instruments not measured at fair value

As at 31st March 2025

(₹in crore)

Particulars	Carrying Value	Fair Value			Total
		Level 1	Level 2	Level 3	
Financial assets					
Financial assets measured at amortised cost:					
Loans and advances to customers (net of ECL)	74,767.57	-	74,746.14	-	74,746.14
Investment [#]					
Government Securities (at amortised cost) & Equity (at cost)	2,428.08	-	2,470.41	-	2,470.41
Total financial assets	77,195.65	-	77,216.55	-	77,216.55
Financial liabilities					
Financial liabilities measured at amortised cost:					
Debt securities (including interest accrued)	8,762.56	-	8,827.29	-	8,827.29
Deposits (including interest accrued)	17,641.97	-	-	17,659.83	17,659.83
Subordinated liabilities (including interest accrued)	561.51	-	564.85	-	564.85
Total financial liabilities	26,966.04	-	9,392.14	17,659.83	27,051.97

As at 31st March 2024

(₹in crore)

Particulars	Carrying Value	Fair Value			Total
		Level 1	Level 2	Level 3	
Financial assets					
Financial assets measured at amortised cost:					
Loans and advances to customers (net of ECL)	64,204.76	-	64,183.33	-	64,183.33
Investment [#]					
Government Securities (at amortised cost) & Equity (at cost)	2,389.25	-	2,399.94	-	2,399.94
Total financial assets	66,594.01	-	66,583.27	-	66,583.27
Financial liabilities					
Financial liabilities measured at amortised cost:					
Debt securities (including interest accrued)	8,005.34	-	8,006.98	-	8,006.98
Deposits (including interest accrued)	17,802.63	-	-	17,775.72	17,775.72
Subordinated liabilities (including interest accrued)	770.18	-	769.59	-	769.59
Total financial liabilities	26,578.15	-	8,776.57	17,775.72	26,552.29

[#]Fair value has been disclosed for those valued at amortised cost.

Valuation methodologies of financial instruments not measured at fair value

Below are the methodologies and assumptions used to determine fair values for the above financial instruments which are not recorded and measured at fair value in the Company's financial statements.

1. Financial assets and liabilities (Short term)

Cash and cash equivalents, bank balances other than cash and cash equivalents, trade receivables, other financial assets, trade payables, commercial papers and other financial liabilities has been recognised at amortised cost in the financial statements.

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In accordance with Ind AS 107.29(a), fair value is not required to be disclosed in relation to the financial instruments having short-term maturity (less than twelve months), where carrying amount (net of impairment) is a reasonable approximation of their fair value. Hence the fair value of cash and cash equivalents, bank balances other than cash and cash equivalents, trade receivables, other financial assets, trade payables, commercial papers and other financial liabilities has not been disclosed.

2. Financial assets

Loans and advances to customers

Substantial amount of the loans are based on floating rate of interest, carrying amount of which represents the fair value of these loans. Minuscule amount of loans are based on fixed to floating rate of interest, the fair values of these loans are computed by discounted cash flow models incorporating prevailing interest rate. The Company classifies these assets as Level 2.

Government debt securities

Government debt securities are financial instruments issued by sovereign governments and include both long-term bonds and short-term bills with fixed or floating rate interest payments. These instruments are generally liquid and traded in active markets resulting in a Level 1 classification. When active market prices are not available, the Company uses observable market inputs of similar instruments and bond prices to estimate future index levels and extrapolating yields outside the range of active market trading, in which instances the Company classifies those securities as Level 2. The Company does not have Level 3 government securities where valuation inputs would be unobservable.

3. Financial liabilities

Debt securities and Subordinated liabilities

Debt securities and subordinated liabilities are generally liquid and traded in active markets resulting in a Level 1 classification. When active market prices are not available, the Company uses observable market inputs of similar instruments and bond prices to estimate future index levels and extrapolating yields outside the range of active market trading, in which instances the Company classifies those securities as Level 2.

Deposits

The fair values of deposits are computed by discounted cash flow models that incorporates prevailing interest rate. The Company classifies these liabilities as Level 3.

Financial assets or liabilities other than those mentioned above resembles the value approximate to their fair value.

- (e) There have been no transfers among Level 1, Level 2 and Level 3, during the year ended 31st March 2025, and 31st March 2024.

Note 48 Other disclosures

- (i) There is no income which is required to be recorded in the books of account that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961.
- (ii) The Company has not been declared willful defaulter by any Banks/Financial Institutions.
- (iii) The Company has not traded or invested in Crypto currency or Virtual currency during the year.
- (iv) There are no proceedings which have been initiated or pending against the Company for holding any benami property under the Prohibition of Benami Properties Transactions Act, 1988 and the rules made thereunder.
- (v) Disclosure in relation to Struck off Companies:

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Name of struck off Company/LLP	Nature of transactions with struck-off Company	Balance outstanding as at 31 st March 2025	Balance outstanding as at 31 st March 2024	Relationship with the Struck off company/LLP
Step 2 Vihaari Financial Services Pvt Ltd	Business transaction related to commission	-	-	Vendor
Payal Financial Services Pvt Ltd	Business transaction related to commission	-	-	Vendor
Sharp Mindz Marketing Private Limited	Repayment of loan and payment of charges	-	-	Customer
Online Outdoor Media Services Pvt Ltd	Repayment of loan and payment of charges	-	-	Customer
Vidhya Information System Pvt Ltd	Repayment of loan and payment of charges	-	-	Customer
Indus Heritage India Pvt Ltd	Repayment of loan and payment of charges	-	-	Customer
Online Outdoor Media Services	Repayment of loan and payment of charges	-	-	Customer
Sameeksha Infratel Private Limited	Repayment of loan and payment of charges	-	-	Customer
Cansa Construction Pvt. Ltd.	Repayment of loan and payment of charges	-	-	Customer
Iconnect Broadband Solutions Private Limited	Repayment of loan and payment of charges	-	-	Customer
Suraksha Gold Plaster Ltd	Repayment of loan and payment of charges	-	-	Customer

(vi) The Company has not advanced or loaned or invested funds (either borrowed funds or share premium or any other sources or kind of funds) to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding (whether recorded in writing or otherwise) that the Intermediary shall:

- (a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (Ultimate Beneficiaries) or
- (b) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries;

(vii) The Company has not received any funds from any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding (whether recorded in writing or otherwise) that the Company shall:

- (a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or
- (b) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries;

(viii) The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India and the Group has no CICs as part of the Group.

(ix) The Company has not entered into Scheme of Arrangement in terms of Section 230 to 237 of the Company Act, 2013.

In terms of our report of even date

For M M Nissim & Co LLP
Chartered Accountants
FR No.: 107122W/W100672

Navin Kumar Jain
Partner
M. No.: 090847
Place: Gurugram

For C N K & Associates LLP
Chartered Accountants
FR No.: 101961W/W-100036

Hiren Shah
Partner
M. No.: 100052
Place: Gurugram

Date: 28th April 2025

For and on behalf of the Board of Directors

Girish Kousgi
Managing Director & CEO
DIN: 08524205
Place: Gurugram

Vinay Gupta
Chief Financial Officer
ACA: 500609
Place: Gurugram

Tejendra Mohan Bhasin
Director
DIN: 03091429
Place: Jim Corbett

Veena Kamath
Company Secretary
ACS: 23788
Place: Gurugram

FORM AOC-1

(Pursuant to first proviso to sub-Section (3) of Section 129 read with rule 5 of Companies (Accounts) Rules, 2014)

Statement containing salient features of the financial statement of subsidiaries or associate companies or joint ventures

Part A Subsidiaries

Sr. No.	Particulars	Details/ Amount (₹in crore)
1	Name of the subsidiary	PHFL Home Loans and Services Limited
2	Date since when subsidiary was acquired/ incorporated	PHFL Home Loans and Services Limited was not acquired, however it was incorporated as wholly-owned subsidiary of the Company as on 22 nd August 2017
3	Reporting period for the subsidiary concerned, if different from the holding company's reporting period.	Reporting period of the subsidiary is the same as that of the holding i.e. 1 st April 2024 to 31 st March 2025
4	Reporting currency and exchange rate as on the last date of the relevant financial year in the case of foreign subsidiaries.	Not applicable as this is the domestic subsidiary
5	Share capital	0.25
6	Reserves and surplus	151.67
7	Total assets	182.55
8	Total Liabilities	30.63
9	Investments	0.41
10	Turnover	244.78
11	Profit before taxation	15.63
12	Provision for taxation	2.65
13	Profit after taxation	12.98
14	Proposed Dividend	50.00
15	Extent of shareholding (in percentage)	100

Sr. No.	Particulars	Details/ Amount (₹in crore)
1	Name of the subsidiary	PEHEL Foundation
2	Date since when subsidiary was acquired/ incorporated	Pehel Foundation was not acquired, however it was incorporated as wholly owned subsidiary of the Company as on 14 th October 2019
3	Reporting period for the subsidiary concerned, if different from the holding company's reporting period.	Reporting period of the subsidiary is the same as that of the holding i.e. 1 st April 2024 to 31 st March 2025
4	Reporting currency and exchange rate as on the last date of the relevant financial year in the case of foreign subsidiaries.	Not applicable as this is the domestic subsidiary
5	Share capital	0.05
6	Reserves and surplus	0.06
7	Total assets	0.12
8	Total Liabilities	0.01
9	Investments	0.02
10	Turnover	10.83
11	Loss before taxation / excess of income over expenditure	0.03
12	Provision for taxation	-
13	Loss after taxation / excess of expenditure over income	0.03
14	Proposed Dividend	-
15	Extent of shareholding (in percentage)	100

Notes:

1. Names of subsidiaries which are yet to commence operations: None
2. Names of subsidiaries which have been liquidated or sold during the year: None

Part B Associates and Joint Ventures

The Company has no associate company or joint venture.

For and on behalf of the Board of Directors

Girish Kousgi

Managing Director & CEO
DIN: 08524205
Place: Gurugram

Tejendra Mohan Bhasin

Director
DIN: 03091429
Place: Jim Corbett

Vinay Gupta

Chief Financial Officer
ACA: 500609
Place: Gurugram

Veena Kamath

Company Secretary
ACS: 23788
Place: Gurugram

Date: 28th April 2025

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF PNB HOUSING FINANCE LIMITED

Report on the Audit of Consolidated Financial Statements

Opinion

We have audited the accompanying Consolidated Financial Statements of **PNB Housing Finance Limited** ("the Holding Company") and its subsidiary (the Holding Company and its subsidiary together referred to as "the Group"), which comprise the Consolidated Balance Sheet as at 31st March 2025, the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Statement of Changes in Equity and the Consolidated Statement of Cash Flows for the year ended on that date and notes to the Consolidated Financial Statements, including a summary of material accounting policies and other explanatory information (herein after referred to as "Consolidated Financial Statements").

In our opinion and to the best of our information and according to the explanations given to us and based on the consideration of reports of other auditors on separate financial statements of the subsidiary referred to in the Other Matters section below, the aforesaid Consolidated Financial Statement give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended ("Ind AS") and other accounting principles generally accepted in India, of the Consolidated state of affairs of the Group as at 31st March 2025, their consolidated profit and other comprehensive income, consolidated changes in equity and consolidated cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit of the Consolidated Financial Statements in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act. Our responsibilities under those SAs are further described in the Auditor's Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Group in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ('ICAI') together with the ethical requirements that are relevant to our audit of the consolidated financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us and the audit evidence obtained by the other auditors in terms of their report referred to in the sub-paragraphs (a) of the Other Matters section below, is sufficient and appropriate to provide a basis for our opinion on the Consolidated Financial Statements.

Key Audit Matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the Consolidated Financial Statements for the year ended 31st March 2025. These matters were addressed in the context of our audit of the Consolidated Financial Statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report.

Sr. No	Key Audit Matter	Auditor's Response
1.	Assessment of impairment loss allowance of expected losses (ECL) on loans The Holding Company has reported total gross loans of ₹75,764.68 crore and ₹1,119.36 crore of allowance for expected credit loss as on 31 st March 2025 (Refer Note 6). The allowance for ECL on loan assets is a significant area of judgement and estimation in the Holding Company's consolidated financial statements. The determination of ECL under Ind AS 109 – Financial Instruments – involves the application of complex models and key assumptions, and requires significant management judgement. The Key aspects of ECL estimation include: » The application of the ECL model, which requires extensive and accurate data inputs » The use of judgemental models to estimate Probability of Default (PD), Loss Given Default (LGD), and Exposure at Default (EAD). PD and LGD, being the primary drivers of ECL estimates, are considered to be the most complex and judgemental areas of the Holding Company's modelling approach.	Audit Approach Our Audit approach to assess the allowance for Expected credit loss on loan assets included a combination of Controls and Substantive procedures as below: Understanding and evaluating the internal control environment » Testing key controls over the completeness and accuracy of data and assumptions used in the ECL model. » Assessing controls over the staging of loans, including the identification of significant increase in credit risk and default events. » Evaluating controls around model validation, governance, and approval processes. In addition to the above, we have performed the following procedures: » Obtaining an understanding of the methodology used by the Holding Company for ECL computation and evaluating its compliance with the requirements of Ind AS 109.

Sr. No	Key Audit Matter	Auditor's Response
	» The staging of loan assets based on qualitative and quantitative factors to assess significant increases in credit risk. » The incorporation of forward-looking information, including macroeconomic forecasts and scenario-based modelling, requires management to apply significant judgement in selecting scenarios and determining their probability weightings. Given the high degree of estimation uncertainty, reliance on judgement, and the material impact of the ECL allowance on the standalone financial statements, this area has been identified as a key audit matter.	» Evaluation of the design and implementation of the model used by management for computing Expected Credit Loss (ECL) by assessing whether the programme logic aligns with the approved ECL methodology, including key assumptions. » Assessing the reasonableness of key assumptions such as Probability of Default (PD), Loss Given Default (LGD), and Exposure at Default (EAD) » Evaluating the appropriateness of the loan staging criteria and verifying staging for selected loan samples, including review of qualitative and quantitative triggers used by management of the Holding Company. » Reperformance of the model calculations on a test basis, for testing the key inputs, assumptions, and validating the mathematical accuracy of the ECL » Testing management controls over authorisation of management overlays, if any » Assessing the incorporation of forward-looking information, including the evaluation of macroeconomic variables, scenario selection and weighting, and the overall reasonableness of the impact on ECL. Our procedures also included evaluating the adequacy of related disclosures in the financial statements in accordance with the requirements of Ind AS 107 and Ind AS 109.
2.	Information Technology (IT) systems and controls over financial reporting	Audit Approach
	» The Holding Company's financial reporting processes are highly dependent on its Enterprise Resource Planning (ERP) system, which interfaces with other operational systems that process key transactions related to loans, deposits, and borrowings. A significant portion of the Company's financial accounting and reporting is automated and relies on the effective functioning of these IT systems and controls » Given the complexity of the IT environment and the pervasive use of technology in processing and recording financial information, the integrity of financial data is highly reliant on the effectiveness of general IT controls (GITCs) and application-level controls. » If there are deficiencies in the IT control environment, there is a risk that errors or unauthorised changes could occur and not be detected, potentially leading to material misstatements in the consolidated financial statements. Accordingly, due to the critical role of IT systems in financial reporting and the associated risk of material misstatement arising from IT control failures, the assessment of the design and operating effectiveness of general IT controls and relevant application controls has been identified as a key audit matter.	Our key audit procedures in this area included, but were not limited to, the following: » Obtain an understanding of the Holding Company's information processing environment, including the IT General Controls (ITGCs) and automated application controls related to systems, databases, and operating platforms relevant to financial reporting. » Obtained an understanding of significant changes made to key IT applications and systems during the audit period that could impact financial accounting and reporting processes. » Performed the following procedures: - Tested IT General Controls related to User access management (including controls over privileged access, including provisioning, de-provisioning, and access review, change management processes for application and infrastructure changes, segregation of duties around program development, back up management and disaster recovery and audit trail relating to key financial accounting and reporting processes. - Evaluated the Holding Company's periodic access rights reviews, including inspection of approvals for system access changes and role assignments. - Tested key automated and business logic for key controls relevant to the audit; including testing of compensating controls or performed alternate procedures to assess whether there were any unaddressed IT risks that would materially impact control or completeness or accuracy of the Financial Statements. - We have relied on IS and other technology audits conducted during the year.

Information other than the consolidated financial statements and Auditors report thereon

The Holding Company's Management and Board of Directors are responsible for other information. The other information comprises the information included in the Holding Company's Annual report, but does not include the Consolidated Financial Statements and our auditor's report thereon. The other information is expected to be made available to us after the date of this auditor's report.

Our opinion on the Consolidated financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the Consolidated Financial Statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the Consolidated Financial Statements or our knowledge obtained during the course of our audit, or otherwise appears to be materially misstated.

When we read the other information, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance as required under SA 720 "The Auditor's responsibilities Relating to Other Information"

Responsibilities of Management and Those Charged with Governance for the Consolidated Financial Statements

The Holding Company's Management and the Board of Directors is responsible for the matters stated in Section 134(5) of the Act with respect to the preparation and presentation of these consolidated financial statements that give a true and fair view of the consolidated financial position, consolidated financial performance, including other comprehensive income, consolidated cash flows and consolidated statement of changes in equity of the Group in accordance with the accounting principles generally accepted in India, including the Ind AS prescribed under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015 as amended, and other accounting principles generally accepted in India. The respective management and the board of directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Group and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgements and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose

of preparation of the Consolidated financial statements by the Management and the Board of Directors of the Holding Company as aforesaid.

In preparing the Consolidated financial statements, the respective Management and Board of Directors of the Companies included in the Group are responsible for assessing the ability of the Group to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

The respective Management and the Board of Directors of the Companies included in the Group are also responsible for overseeing the financial reporting process of the group.

Auditor's Responsibilities for the Audit of Consolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

As part of an audit in accordance with SAs, we exercise professional judgement and maintain professional skepticism throughout the audit. We also:

- » Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control;
- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Companies in the group have adequate internal financial controls system with reference to consolidated financial statements in place and the operating effectiveness of such controls;
- » Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by Management and Board of Directors;

- » Conclude on the appropriateness of Holding Company's Management's and Board of Directors use of the going concern basis of accounting in preparation of consolidated financial statements and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- » Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation; and
- » Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the consolidated financial statements of which we are the independent auditors. For the other entities, included in the consolidated financial statements which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion. Our responsibilities in this regard are further described in "Other Matters" paragraph below.

Materiality is the magnitude of misstatements in the consolidated financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the consolidated financial Statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our audit work; and (ii) to evaluate the effect of any identified misstatements in the consolidated financial statements.

We communicate with those charged with governance of the Holding Company regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal financial control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of consolidated financial statements of the financial year ended 31st March 2025 and are therefore the Key Audit Matters. We describe these matters in our auditors' report unless law or regulation precludes public disclosures about the matters or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Other Matters:

These consolidated financial statements include audited financial statements of one subsidiary which reflect total assets (before consolidation adjustments) of ₹ 182.55 crore as at 31st March 2025, total revenues (before consolidation adjustments) of ₹ 244.78 crore, total net profit after tax (before consolidation adjustments) of ₹ 12.98 crore, and total comprehensive profit (before consolidation adjustments) of ₹ 13.14 crore for year ended 31st March 2025, and net cash inflow (before consolidation adjustments) of ₹ 62.53 crore for the year ended on 31st March 2025, as considered in the consolidated financial statements. These financial statements of the subsidiary have been audited by other auditor whose report have been furnished to us by the Management of Holding Company. Our opinion on the Consolidated Financial Statements, in so far as it relates to the amounts and disclosures included in respect of this subsidiary and our report in terms of sub-sections (3) of section 143 of the Companies Act, 2013 in so far as it relates to the aforesaid subsidiary, is based solely on the report of the other auditor.

Our opinion on the consolidated financial statements above and our report on the "Other Legal and Regulatory Requirements" below, is not modified in respect of the above matters with respect to our reliance on the work done and the report of the other auditors

These Consolidated Financial Statements include the figures for the previous year ended 31st March 2024 which were audited by predecessor auditors who expressed an unmodified opinion as relevant on those Consolidated Financial Statements vide their report dated 29th April 2024. Our opinion on the Consolidated Financial Statements is not modified in respect of this matter.

Report on Other Legal and Regulatory Requirements

1. As required by Section 143(3) of the Act, based on our audit and on the consideration of report of the other auditor on separate financial statements and the other financial information of subsidiary as noted in 'Other matters' paragraph, we report to the extent applicable that:

- (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid Consolidated Financial Statements.
- (b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept by the group so far as it appears from our examination of those books and reports of the other auditors, except for the matters stated in paragraph 1(h)(vi) below on reporting under rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 (as amended) ("the Rules").
- (c) The Consolidated Balance Sheet, the consolidated Statement of Profit and Loss (including other comprehensive income), the consolidated Statement of changes in equity and Consolidated Statement of Cash Flows dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements.
- (d) In our opinion, the aforesaid consolidated financial statements comply with the Ind AS prescribed under Section 133 of the Act, read with the relevant rules issued thereunder.
- (e) On the basis of the written representations received from the directors of the Holding Company taken on records by the Board of Directors and based on the reports of the statutory auditor of its subsidiary, none of the directors of the Group companies is disqualified as on 31st March 2025 from being appointed as a director in terms of Section 164(2) of the Act.
- (f) With respect to the adequacy of the internal financial controls with reference to the Consolidated Financial statements and the operating effectiveness of such controls, refer to our separate report in "Annexure A" which is based on auditors' report of the Holding Company and subsidiary company incorporated in India. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the internal financial controls with reference to consolidated financial statements of those companies.
- (g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of Section 197(16) of the Act, as amended
- In our opinion and to the best of our information and according to the explanations given to us and based on the auditor's report of the subsidiary company incorporated in India, the remuneration paid by the Holding Company and subsidiary company incorporated in India to its directors during the year is in accordance with the provisions of Section 197 read with schedule V of the Act; and
- (h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us and based on the consideration of report of the other auditors on separate financial statements and other financial information of the subsidiary, as noted in 'Other matters' paragraph:
- i. The Consolidated Financial Statements disclose the impact of pending litigations on the consolidated financial position of the Group in its consolidated financial statements – Refer Note 40 to the consolidated financial statements.
 - ii. The Group has recognised provision as on 31st March 2025 as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long term contracts including derivative contracts - Refer Note 15 to the Consolidated financial statements;
 - iii. The Holding Company was regular in depositing the amounts required to be transferred to the Investor Education and Protection Fund except for the instances as reported in the Note 45.4 to the Consolidated Financial Statements. Based on the report of the other auditor, there were no amounts which were required to be transferred to the Investor Education and Protection Fund by the subsidiary company.
 - iv.
 - a. The respective Managements of the Holding Company and its subsidiary whose financial statements have been audited under the Act have represented us and the other auditor of such subsidiary respectively that to the best of their knowledge and belief, as disclosed in Note 49 to the consolidated financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Holding Company or by the subsidiary to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf

- of the Holding Company and such subsidiary ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
- b. The respective Managements of the Holding Company and its Subsidiary whose financial statements have been audited under the Act have represented to us and to the other auditor of such subsidiary that to the best of their knowledge and belief, as disclosed in Note 49 to the consolidated financial statements no funds have been received by the Holding Company, its subsidiary from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Holding Company or such subsidiary shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and
- c. Based on such audit procedures that we have considered reasonable and appropriate in the circumstances performed by us and that performed by the auditor of the subsidiary,; nothing has come to our or other auditor's attention to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement;
- v. The Group has not paid any dividend during the year. Further, as stated in Note 24.9 to the Consolidated Financial Statements, the Board of Directors of the Holding company has proposed final dividend for the year which is subject to approval of the members of the ensuing Annual General Meeting. Such dividend proposed is in accordance with Section 123 of the Act.
- vi. Based on our examination, which included test checks, and based on the auditor's report of its subsidiary company whose financial statements have been audited under the Act, the Holding Company and its subsidiary company has used various accounting softwares for maintaining books of accounts which has feature of recording audit trail (edit log) facility and has been operated throughout the year for all relevant transactions recorded in the respective softwares, except that:
- At database level audit trail was not enabled in three software for the entire year and was enabled for part of the year in three software.
 - In one accounting software which is hosted on third party service provider location independent service auditor's report made available to us does not contain any reporting reference with regards to audit trail feature at the database level to log any direct data changes. Hence, we are unable to comment whether database level audit trail was enabled or not in respect of such software.
- Further, other than as mentioned above, during the course of our examination, we did not come across any instance of audit trail feature being tampered with.
- The Audit trail where ever applicable has been maintained by the Holding as well as subsidiary Company as per the statutory requirements for records retention as per Proviso to Rule 3 (1) of the Companies (Accounts Rules) 2014
2. With respect to the matters specified in paragraphs 3(xxi) and 4 of the Companies (Auditor's Report) Order, 2020 (the "Order"/ "CARO") issued by the Central Government in terms of Section 143(11) of the Act, according to the information and explanations given to us, and based on the CARO reports issued by us and the auditor of subsidiary company included in the consolidated financial statements to which reporting under CARO is applicable, as provided to us by the Management of the Holding Company, we report that there are no qualifications or adverse remarks by the auditor in the CARO reports of the said company included in the consolidated financial statements except for reporting on holding company under clause (v) where there was a delay in deposit to Investor Education and Protection Fund as is reported Note 45.4 of Consolidated financial statements.

For **M M Nissim & Co LLP**

Chartered Accountants

Firm Registration No. 107122W/
W100672

Navin Kumar Jain

Partner

Membership No. 090847

UDIN: 25090847BMIJGP3872

Place: Gurugram

Date: 28th April, 2025

For **C N K & Associates LLP**

Chartered Accountants

Firm Registration No.
101961W/W-100036

Hiren Shah

Partner

Membership No. 100052

UDIN: 25100052BMHUNR9890

Place: Gurugram

Date: 28th April, 2025

ANNEXURE “A” TO THE INDEPENDENT AUDITOR’S REPORT

Report on the Internal Financial Controls with reference to the aforesaid Consolidated Financial Statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 (“the Act”)
(Referred to in paragraph 2(f) under ‘Report on Other Legal and Regulatory Requirements’ section of our report of even date)

We have audited the internal financial controls over financial reporting of **PNB Housing Finance Limited** (“the Holding Company”) and its subsidiary company wherein such audit of internal financial controls over financial reporting was carried out by other auditors whose reports have been forwarded to us and have been appropriately dealt with by us in making this report as of 31st March 2025 in conjunction with our audit of the Consolidated Financial Statements of the Group for the year ended on that date.

Management’s and Board of Directors Responsibilities for Internal Financial Controls

The respective Management and the Board of Directors of the Holding Company and its subsidiary are responsible for establishing and maintaining internal financial controls with reference to Consolidated Financial Statement based on criteria established by the respective companies considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (“Guidance Note”) issued by the Institute of Chartered Accountants of India (‘ICAI’). These responsibilities include the design, implementation and maintenance of adequate internal financial controls with reference to Consolidated financial statements that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to policies of the Holding company and the subsidiary respectively, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors’ Responsibility

Our responsibility is to express an opinion on the internal financial controls over financial Reporting of the Holding Company and its subsidiary with reference to consolidated financial statements based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting and the Standards on Auditing issued by ICAI prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of internal financial controls with reference to consolidated financial statements, both

issued by the ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to consolidated financial statements of the Group were established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to consolidated financial statements and their operating effectiveness. Our audit of internal financial controls over financial reporting with reference to consolidated financial statements included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor’s judgement, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained, and the audit evidence obtained by the other auditors of the subsidiary company in terms of their reports referred to in the ‘Other Matters’ paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls system over financial reporting.

Meaning of Internal Financial Controls over Financial Reporting

A company’s internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of consolidated financial statements for external purposes in accordance with generally accepted accounting principles. A company’s internal financial control over financial reporting with reference to financial statement includes those policies and procedures that;

- (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;
- (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of consolidated financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and

- (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the consolidated financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting with reference to consolidated financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion to the best of our information and according to the explanations given to us and based on the consideration of the report of the other auditor referred to in the Other Matters paragraph below the Holding company and its subsidiary company have in all material respects, internal financial controls with reference to consolidated financial statements of the company and such internal financial controls over financial reporting were operating effectively as at 31st March 2025; based on the internal control over financial reporting criteria established by

such companies considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (the "Guidance Note").

Other Matters

Our aforesaid report under Section 143(3)(i) of the Act on the adequacy and the operating effectiveness of the internal financial controls over financial reporting with reference to Consolidated financial statements in so far as it relates to the subsidiary company, is based solely on the corresponding report of the auditor of such company.

Our opinion is not modified in respect of above matters.

For **M M Nissim & Co LLP**

Chartered Accountants

Firm Registration No.

107122W/W100672

Navin Kumar Jain

Partner

Membership No. 090847

UDIN: 25090847BMIJGP3872

Place: Gurugram

Date: 28th April, 2025

For **C N K & Associates LLP**

Chartered Accountants

Firm Registration No.

101961W/W-100036

Hiren Shah

Partner

Membership No. 100052

UDIN: 25100052BMHUNR9890

Place: Gurugram

Date: 28th April, 2025

CONSOLIDATED BALANCE SHEET

as at 31st March 2025

Particulars	Notes	(₹ in crore)	
		As at 31 st March 2025	As at 31 st March 2024
ASSETS			
Financial assets			
Cash and cash equivalents	3	2,160.38	2,142.20
Bank balance other than cash and cash equivalents	4	1,439.75	464.73
Derivative financial instruments	15	-	135.01
Receivables	5		
Trade receivables		49.56	51.45
Other receivables		0.41	0.08
Loans	6	74,645.32	64,108.24
Investments	7	3,380.92	4,346.01
Other financial assets	8	346.55	569.80
		82,022.89	71,817.52
Non-financial assets			
Current tax assets (net)	9	7.48	185.17
Deferred tax assets (net)	10	171.16	127.69
Investment property	11	0.51	0.51
Property, plant and equipment	12	81.84	66.56
Right of use assets	12	132.63	123.14
Capital work-in-progress	12.1	4.67	5.43
Intangible assets under development	12.2	11.47	9.82
Other Intangible assets	13	24.20	16.57
Other non- financial assets	14	63.51	52.44
		497.47	587.33
Total Assets		82,520.36	72,404.85
LIABILITIES AND EQUITY			
Liabilities			
Financial liabilities			
Derivative financial instruments	15	50.12	-
Payables			
Trade payables	16		
Total outstanding dues of micro enterprises and small enterprises		1.27	2.12
Total outstanding dues of creditors other than micro enterprises and small enterprises		16.27	17.62
Other payable			
Total outstanding dues of micro enterprises and small enterprises		-	-
Total outstanding dues of creditors other than micro enterprises and small enterprises		-	-
Debt securities	17	8,573.45	7,851.93
Borrowings (other than debt securities)	18	35,555.02	28,666.95
Deposits	19	17,641.55	17,758.22
Subordinated liabilities	20	539.59	739.49
Other financial liabilities	21	3,024.19	2,179.86
		65,401.46	57,216.19
Non-financial liabilities			
Provisions	22	21.96	20.23
Other non-financial liabilities	23	233.81	193.99
		255.77	214.22
Equity			
Equity share capital	24	259.93	259.72
Other equity	25	16,603.20	14,714.72
Total equity		16,863.13	14,974.44
Total Liabilities and Equity		82,520.36	72,404.85
Corporate and other information along with material accounting policies.	18&2		
The accompanying notes are an integral part of the consolidated financial statements.			

In terms of our report of even date

For M M Nissim & Co LLP
Chartered Accountants
FR No.: 107122W/W100672

Navin Kumar Jain
Partner
M. No.: 090847
Place: Gurugram

For C N K & Associates LLP
Chartered Accountants
FR No.: 101961W/W-100036

Hiren Shah
Partner
M. No.: 100052
Place: Gurugram

Date: 28th April, 2025

For and on behalf of the Board of Directors

Girish Kousgi
Managing Director & CEO
DIN: 08524205
Place: Gurugram

Tejendra Mohan Bhasin
Director
DIN: 03091429
Place: Jim Corbett

Vinay Gupta
Chief Financial Officer
ACA: 500609
Place: Gurugram

Veena Kamath
Company Secretary
ACS: 23788
Place: Gurugram

CONSOLIDATED STATEMENT OF PROFIT AND LOSS

for the year ended 31st March 2025

(₹ in crore)			
Particulars	Notes	Current Year	Previous Year
Revenue from operations			
Interest income	26	7,273.73	6,742.21
Fees and commission income	27	364.32	272.89
Net gain on fair value changes	28	27.30	34.98
Total revenue from operations		7,665.35	7,050.08
Other income	29	26.28	7.01
Total income		7,691.63	7,057.09
Expenses			
Finance costs	30	4,551.40	4,261.12
Impairment on financial instruments and write offs	31	(158.53)	171.12
Employee benefits expenses	32	421.47	337.34
Fees and commission expenses		13.82	12.34
Depreciation, amortisation and impairment		55.89	51.19
Others expenses	33	321.81	270.08
Total expenses		5,205.86	5,103.19
Profit before exceptional items & tax		2,485.77	1,953.90
Exceptional items		-	-
Profit before tax		2,485.77	1,953.90
Tax expense/(credit)			
Current tax	34	569.83	422.67
Deferred tax (credit)/charge	34	(20.20)	23.22
Profit for the year		1,936.14	1,508.01
Other comprehensive (loss)/income			
A (i) Items that will not be reclassified to profit or loss			
Remeasurement (loss)/gain on defined benefit plan		(0.44)	(0.64)
(ii) Tax relating to items that will not be reclassified to profit or loss		0.11	0.16
Subtotal (A)		(0.33)	(0.48)
B (i) Items that will be reclassified to profit or loss			
Cash flow hedge		(92.65)	(21.07)
(ii) Tax relating to items that will be reclassified to profit or loss		23.32	5.30
Subtotal (B)		(69.33)	(15.77)
Other comprehensive (loss)/income (A + B)		(69.66)	(16.25)
Total comprehensive income for the year		1,866.48	1,491.76
Profit for the year, net of tax attributable to			
Owners of the parent		1,936.14	1,508.01
Non-controlling interest		-	-
Other comprehensive income/(loss) for the year, net of tax attributable to			
Owners of the parent		(69.66)	(16.25)
Non-controlling interest		-	-
Total comprehensive income for the year, net of tax attributable to			
Owners of the parent		1,866.48	1,491.76
Non-controlling interest		-	-
Earnings per equity share (Face value of ₹10/- each fully paid up)			
Basic (₹)	35	74.52	58.37
Diluted (₹)	35	74.25	58.20
Corporate and other information alongwith material accounting policies.	182		
The accompanying notes are an integral part of the consolidated financial statements.			

In terms of our report of even date

For M M Nissim & Co LLP
Chartered Accountants
FR No.: 107122W/W100672

Navin Kumar Jain
Partner
M. No.: 090847
Place: Gurugram

For C N K & Associates LLP
Chartered Accountants
FR No.: 101961W/W-100036

Hiren Shah
Partner
M. No.: 100052
Place: Gurugram

Date: 28th April, 2025

For and on behalf of the Board of Directors

Girish Kousgi
Managing Director & CEO
DIN: 08524205
Place: Gurugram

Vinay Gupta
Chief Financial Officer
ACA: 500609
Place: Gurugram

Tejendra Mohan Bhasin
Director
DIN: 03091429
Place: Jim Corbett

Veena Kamath
Company Secretary
ACS: 23788
Place: Gurugram

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

for the year ended 31st March 2025

A. Equity share capital*

As at 31st March 2025

(₹ in crore)

Particular	Balance as at 1 st April, 2024	Changes in Equity Share Capital due to prior period errors	Restated balance as at 1 st April, 2024	Changes in equity share capital during the current year	Balance as at 31 st March 2025
Equity share capital	259.72	-	259.72	0.21	259.93

As at 31st March 2024

(₹ in crore)

Particular	Balance as at 1 st April, 2023	Changes in Equity Share Capital due to prior period errors	Restated balance as at 1 st April, 2023	Changes in equity share capital during the previous year	Balance as at 31 st March 2024
Equity share capital	168.86	-	168.86	90.86	259.72

*Refer note 24.

B. Other equity*

(₹ in crore)

Particular	Share application money pending allotment	Reserves and surplus						Other comprehensive income	Total other equity
		Securities premium	Special reserve	Statutory reserve	General reserve	Share option outstanding account	Retained earnings	Effective portion of cash flow hedges	
Balances as at 1 st April, 2023	0.20	4,072.48	1,179.76	334.97	-	50.01	5,250.41	(42.83)	10,845.00
Changes in accounting policy/ prior period errors	-	-	-	-	-	-	-	-	-
Restated balance at the beginning of the year	0.20	4,072.48	1,179.76	334.97	-	50.01	5,250.41	(42.83)	10,845.00
Profit for the year	-	-	-	-	-	-	1,508.01	-	1,508.01
Fair value changes on derivatives	-	-	-	-	-	-	-	(15.77)	(15.77)
Remeasurement of net defined benefit liabilities/assets	-	-	-	-	-	-	(0.48)	-	(0.48)
Total comprehensive income for the year	-	-	-	-	-	-	1,507.53	(15.77)	1,491.76
Transfer to special reserve [#]	-	-	236.00	-	-	-	(236.00)	-	-
Transfer to statutory reserve ^{##}	-	-	-	70.00	-	-	(70.00)	-	-
Share allotted against share application money during the year	(0.20)	-	-	-	-	-	-	-	(0.20)
Premium on shares issued during the year	-	2,377.78	-	-	-	-	-	-	2,377.78
Employee stock option exercised during the year (Refer Note 24.8)	-	3.00	-	-	-	(3.00)	-	-	-
Share based payment to employees (Refer Note 24.8 (iv))	-	-	-	-	-	14.46	-	-	14.46
Transfer on account of stock option lapsed/ expired (net of taxes)	-	-	-	-	-	(14.92)	0.84	-	(14.08)
Balances as at 31 st March 2024	-	6,453.26	1,415.76	404.97	-	46.55	6,452.78	(58.60)	14,714.72

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

for the year ended 31st March 2025

(₹ in crore)

Particular	Share application money pending allotment	Reserves and surplus						Other comprehensive income	Total other equity
		Securities premium	Special reserve	Statutory reserve	General reserve	Share option outstanding account	Retained earnings	Effective portion of cash flow hedges	
Changes in accounting policy/prior period errors	-	-	-	-	-	-	-	-	-
Restated balance at the beginning of the year	-	6,453.26	1,415.76	404.97	-	46.55	6,452.78	(58.60)	14,714.72
Profit for the year	-	-	-	-	-	-	1,936.14	-	1,936.14
Fair value changes on derivatives	-	-	-	-	-	-	-	(69.33)	(69.33)
Remeasurement of net defined benefit liabilities/assets	-	-	-	-	-	-	(0.33)	-	(0.33)
Total comprehensive income for the year	-	-	-	-	-	-	1,935.81	(69.33)	1,866.48
Transfer to special reserve [#]	-	-	345.00	-	-	-	(345.00)	-	-
Transfer to statutory reserve ^{##}	-	-	-	45.00	-	-	(45.00)	-	-
Share allotted against share application money during the year	-	-	-	-	-	-	-	-	-
Premium on shares issued during the year	-	6.76	-	-	-	-	-	-	6.76
Employee stock option exercised during the year (Refer Note 24.8)	-	3.61	-	-	-	(3.61)	-	-	-
Share based payment to employees (Refer Note 24.8 (iv))	-	-	-	-	-	17.68	-	-	17.68
Transfer on account of stock option lapsed/ expired (net of taxes)	-	-	-	-	-	(9.68)	7.24	-	(2.44)
Balances as at 31st March 2025	-	6,463.63	1,760.76	449.97	-	50.94	8,005.83	(127.93)	16,603.20

*Refer Note 25 for nature and the purpose of reserves.

[#]As per Section 29C(i) of the National Housing Bank Act, 1987, the Company is required to transfer at least 20% of its net profit every year to a reserve before any dividend is declared. For this purpose any Special Reserve created by the Company under Section 36(1) (viii) of the Income Tax Act, 1961 is considered to be an eligible transfer. The Company has transferred an amount of ₹345.00 crore (Previous year ₹236.00 crore) to Special Reserve in terms of Section 36(1) (viii) of the Income Tax Act, 1961.

^{##}The Company has transferred an amount of ₹45.00 crore (Previous year ₹70.00 crore) to Statutory Reserve u/s 29C of the National Housing Bank Act, 1987.

The accompanying notes are an integral part of the consolidated financial statements.

In terms of our report of even date

For M M Nissim & Co LLP
Chartered Accountants
FR No.: 107122W/W100672

Navin Kumar Jain
Partner
M. No.: 090847
Place: Gurugram

For C N K & Associates LLP
Chartered Accountants
FR No.: 101961W/W-100036

Hiren Shah
Partner
M. No.: 100052
Place: Gurugram

Date: 28th April, 2025

For and on behalf of the Board of Directors

Girish Kousgi
Managing Director & CEO
DIN: 08524205
Place: Gurugram

Vinay Gupta
Chief Financial Officer
ACA: 500609
Place: Gurugram

Tejendra Mohan Bhasin
Director
DIN: 03091429
Place: Jim Corbett

Veena Kamath
Company Secretary
ACS: 23788
Place: Gurugram

CONSOLIDATED STATEMENT OF CASH FLOW

for the year ended 31st March 2025

(₹ in crore)

Particulars	Current Year	Previous Year
Cash flow from operating activities		
Profit before tax	2,485.77	1,953.90
Adjustment to reconcile profit before tax to net cash flows:		
Depreciation, amortisation and impairment	55.89	51.19
Net (gain)/loss on sale of property, plant and equipment	(0.00)	0.25
Impairment on financial instruments	34.87	(182.61)
Assets held for sale written off	0.28	-
Net (gain) on financial asset at fair value through profit and loss	(13.44)	(16.12)
Share based payment expense	17.68	14.46
Impact of effective interest rate on financial assets	(145.82)	(42.90)
Impact of effective interest rate on financial liabilities	(3.49)	32.57
Interest expenses	4,541.15	4,253.90
Unwinding on derecognised (assigned) loans	210.95	177.76
Loss on restructured financial assets	24.30	9.81
Interest on leases including modification gain/(loss)	9.61	6.46
Bad debts written-off	253.77	452.61
	4,985.75	4,757.38
Operating profits before changes in working capital	7,471.52	6,711.28
Working Capital changes		
(Decrease)/increase in trade payables	(2.20)	(10.51)
Increase/(decrease) in provisions	1.73	1.87
Increase/(decrease) in other financial liabilities	808.60	75.54
Increase/(decrease) in non- financial liabilities	39.82	(33.35)
(Increase)/decrease in loans at amortised cost	(10,530.52)	(6,491.11)
Decrease/(increase) in receivables	1.27	(38.87)
Decrease/(increase) in other financial assets	11.86	6.51
(Increase)/decrease in other non-financial assets	(11.51)	2.26
Proceeds from sale of asset held for sale	(0.28)	-
(Increase)/decrease in bank balance other than cash and cash equivalents	(975.02)	(346.35)
	(10,656.25)	(6,834.01)
Cash (used in) / generated from operations before adjustments for interest and taxes paid	(3,184.73)	(122.73)
Interest Paid	(4,478.18)	(4,181.12)
Taxes paid (net of refunds)	(394.42)	(357.66)
Net cash (used in) / generated from operating activities	(8,057.33)	(4,661.51)
Cash flow from investing activities		
Purchase of property, plant and equipment and other intangible assets including Capital work-in-progress and intangible assets under development	(49.05)	(39.29)
Proceeds from sale of property, plant and equipment and other intangible assets	0.57	0.28
Investments (net)	805.58	(1,147.07)
Net cash generated/(used in) from investing activities	757.10	(1,186.08)

CONSOLIDATED STATEMENT OF CASH FLOW

for the year ended 31st March 2025

(₹ in crore)

Particulars	Current Year	Previous Year
Cash flow from financing activities*		
Proceeds from		
Debt securities and subordinated liabilities	2,230.01	1,451.00
Borrowings from banks	35,667.87	21,885.45
Commercial paper	15,044.37	10,054.70
Repayment of		
Debt securities and subordinated liabilities	(1,605.00)	(1,399.00)
Borrowings from banks	(28,590.94)	(24,043.72)
Commercial paper	(15,150.00)	(6,750.00)
Deposits (net)	(161.82)	545.01
Lease Liability	(37.60)	(33.25)
Proceeds from issue of share capital including securities premium	6.97	2,468.44
Net cash generated from / (used in) financing activities	7,403.86	4,178.63
Net changes in cash & cash equivalents	103.63	(1,668.96)
Cash or cash equivalents at the beginning of the year	1,958.87	3,627.83
Cash or cash equivalents at the end the of the year	2,062.50	1,958.87
Net increase/(decrease) of cash & cash equivalents during the year	103.63	(1,668.96)
Components of cash and cash equivalents		
Cash on hand	1.43	1.77
Balances with banks in current accounts	1,193.95	360.28
Bank deposit with maturity of less than 3 months	665.32	540.55
Certificate of deposits with maturity of less than 3 months	299.68	1,239.60
Stamps on hand	0.00	0.00
Less: Overdraft facility against term deposits (as per note 18 to the financial statements)	(97.88)	(183.33)
Cash or cash equivalents at the end the of the year	2,062.50	1,958.87

*Refer Note no 45 for change in liabilities arising from financing activities.

Note : Figures in bracket denotes application of cash.

The accompanying notes are an integral part of the consolidated financial statements.

In terms of our report of even date

For M M Nissim & Co LLP
Chartered Accountants
FR No.: 107122W/W100672

Navin Kumar Jain
Partner
M. No.: 090847
Place: Gurugram

For C N K & Associates LLP
Chartered Accountants
FR No.: 101961W/W-100036

Hiren Shah
Partner
M. No.: 100052
Place: Gurugram

Date: 28th April, 2025

For and on behalf of the Board of Directors

Girish Kousgi
Managing Director & CEO
DIN: 08524205
Place: Gurugram

Vinay Gupta
Chief Financial Officer
ACA: 500609
Place: Gurugram

Tejendra Mohan Bhasin
Director
DIN: 03091429
Place: Jim Corbett

Veena Kamath
Company Secretary
ACS: 23788
Place: Gurugram

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

for the year ended 31st March 2025

1. Corporate and other information and principles of consolidation

1.1. Corporate Overview

PNB Housing Finance Limited ('PNBHFL', 'the Company') was incorporated on 11th November, 1988. The Company is primarily engaged in the business of providing loans to individuals and corporate bodies for purchase, construction, repair and up-gradation of houses. It also provides loans for commercial space, loan against property and loan for purchase of residential plots. The Company is deposit taking Housing Finance Company registered with National Housing Bank (NHB) under Section 29A of the National Housing Bank Act, 1987. The Company is listed on BSE Limited and National Stock Exchange of India Limited. The Company's registered office is at 9th floor, Antriksh Bhawan, 22, K.G. Marg, New Delhi -110001.

PHFL Home and Loans Services Limited wholly owned subsidiary of the Company is primarily engaged in the business of rendering of professional /consultancy services including sourcing, marketing, promoting, publicising, advertising, soliciting, distributing any kind of financial instruments or classes of insurance product, syndicated credit products, investment products and wealth products.

These consolidated financial statements are approved and adopted by the Board of Directors of the Company in their meeting held on 28th April, 2025. However, the shareholders have the power to amend the financial statements after issue.

1.2. Statement of compliance and basis of preparation and presentation

The consolidated financial statements are prepared in accordance with provision contained in Section 129 of the Companies Act, 2013, read with Division III of Schedule III as amended from time to time. The Statement of Cash Flows has been prepared and presented as per Ind AS 7 "Statement of Cash Flows".

The consolidated financial statements have been prepared under the historical cost convention on accrual basis except where quantum of accruals cannot be ascertained with reasonable certainty. Following are measured on each reporting date:

- » Certain financial assets and liabilities (including derivative instruments) that is measured at fair value.
- » Defined benefit liability/(assets): present value of defined benefit obligation less fair value of plan assets.
- » Financial instrument - measured at fair value.

The consolidated financial statements comply in all material aspects with the Indian Accounting Standards (Ind AS) as

per the Companies (Indian Accounting Standards) Rules, 2015 as amended from time to time, notified under section 133 of the Companies Act, 2013 and the relevant provisions of the National Housing Bank Act, 1987 as amended from time to time and the Non-Banking Financial Company–Housing Finance Company (Reserve Bank) Directions, 2021 ('RBI Directions') as amended from time to time and the Master Direction – Reserve Bank of India (Non-Banking Financial Company – Scale Based Regulation) Directions, 2023 dated 19th October, 2023 as amended from time to time.

The consolidated financial statements relate to the Company and its wholly owned subsidiary Companies (herewith referred to as "Company") incorporated in India.

The consolidated financial statements are presented in Indian Rupees (₹) which is the functional and presentation currency of the Company and all values are rounded to the nearest crore with two decimals, except when otherwise indicated.

Balance sheet analysis regarding recovery or settlement within 12 months after the reporting date and more than 12 months after the reporting date is presented in Note 46.

Accounting policies have been consistently applied except where a newly issued Ind AS is initially adopted or a revision to an existing Ind AS requires a change in the accounting policy hitherto in use.

1.3. Principles of consolidation

The Company consolidates an entity only when it has a control over the entity and has a right to receive variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee.

The consolidated financial statements are prepared using uniform accounting policies for like transactions and other events in similar circumstances. If a member of the Company uses accounting policies other than those adopted in the consolidated financial statements for like transactions and events in similar circumstances, appropriate adjustments are made to that Company financial statements in preparing the consolidated financial statements to ensure conformity with the Company's accounting policies.

The financial statement of the Company and its subsidiary are consolidated on line-by-line basis, by combining the like items of assets, liabilities, income, expense, cash flow and after eliminating the carrying amount of the parent's investment in subsidiary and the parent's portion of equity of subsidiary, the intra company balances and transactions resulting in unrealised profits or losses.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

for the year ended 31st March 2025

Profit or loss and each component of OCI are attributed to the equity holders of the parent Company and to the non-controlling interests, even if this results in the non-controlling interests having a deficit balance.

The financial statements of all Companies used for the purpose of consolidation are drawn up to same reporting date as that of the holding Company. (i.e. year ended and as at 31st March).

The subsidiary considered in consolidated financial statement is as under:

Name of the entity	Proportion of ownership*	Country of incorporation	Date of incorporation	Principal activities
PHFL Home Loans and Services Limited	100%	India	22 nd August, 2017	Professional, consultancy and advisory services

The subsidiary not considered in consolidated financial statement is as under:

Name of the entity	Proportion of ownership*	Country of incorporation	Date of incorporation	Principal activities
Pehel Foundation	100%	India	14 th October, 2019	Charitable activities

Pehel Foundation is registered as a charitable organisation under Section 8 of the Companies Act, 2013 and it is prohibited to give any right over its profits to any of its members. Since PNBHFL does not have any right over any kind of returns from Pehel Foundation hence it does not meet the criteria of consolidation of financial statements laid down under Ind AS 110.

*Including nominee shareholders

2. Material accounting policies

2.1. Use of estimates, judgements and assumptions

The preparation of financial statements in conformity with Ind AS requires the management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and the disclosure of contingent liabilities, at the end of the reporting year. Although these estimates are based on the management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring a material adjustment to the carrying amounts of assets or liabilities in future periods. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to the accounting estimates are recognised in the period in which the estimates are known or materialised.

Some of the judgements, which have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities are:

a) Business model assessment

Classification and measurement of financial assets depends on the results of the sole payments of principal and interest (SPPI) and the business model test. The Company determines the business model at a level that reflects how groups of financial assets are managed together to achieve a particular business objective. This assessment includes judgement reflecting all relevant evidence including how the performance of the assets is evaluated and measured, the risks that affect the performance of the assets and how these are being managed. The Company monitors financial assets on a continuous basis to assess whether the business model for which the financial assets are held continues to be appropriate and if it is not appropriate whether there has been a change in business model and so a prospective change to the classification of the assets.

b) Fair value of financial instruments

The fair value of financial instruments is the price that would be received upon selling of an asset or paid upon transfer of a liability in an orderly transaction in the principal (or most advantageous) market at the measurement date under current market conditions (i.e. an exit price) regardless of whether that price is directly observable or estimated using another valuation technique. When the fair values of financial assets and financial liabilities recorded in the balance sheet cannot be derived from active markets, they are determined using a variety of valuation techniques that include the use of valuation models. The inputs to these models are taken from observable markets where possible, but where this is not feasible, estimation is required in establishing fair values. Judgements and estimates include considerations of liquidity and model inputs related to items such as credit risk (both own and counterparty), funding value adjustments, correlation and volatility.

c) Effective Interest Rate (EIR) method

EIR methodology recognises interest income / expense using a rate of return that represents the best estimate of a constant rate of return over the expected behavioral life of loans given / taken and recognises the effect of potentially different interest rates at various stages and other characteristics of the product life cycle (including prepayments, penalty interest and charges).

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This estimation, by nature, requires an element of judgement regarding the expected behavior and life-cycle of the instruments, as well as expected changes to interest rates and other fee income/expense that are integral parts of the instrument.

d) Impairment of financial asset

The measurement of impairment losses across all categories of financial assets requires judgement, in particular, the estimation of the amount and timing of future cash flows and collateral values when determining impairment losses and the assessment of a significant increase in credit risk. These estimates are driven by a number of factors, changes in which can result in different levels of allowances (Refer note 2.21).

e) Provisions and other contingent liabilities

The Company operates in a regulatory and legal environment that, by nature, has a heightened element of litigation risk inherent to its operations. Cases where Company can reliably measure the outflow of economic benefits in relation to a specific case and considers such outflows probable, it recognises a provision against the same. Where the probability of outflow is considered remote, or probable, but a reliable estimate cannot be made, a contingent liability is disclosed for the same.

f) Defined benefit plans

The cost of the defined benefit gratuity plan and the present value of the gratuity obligation are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases and mortality rates. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

g) Deferred tax assets

The extent to which deferred tax assets can be recognised is based on an assessment of the probability of the future taxable income against which the deferred tax assets can be utilised.

h) Useful life of property, plant and equipment (PPE) and Intangible assets

The Company reviews its estimate of the useful life of PPE and intangible assets at each reporting date,

based on the expected utility of the PPE and intangible assets. Uncertainties in these estimates relate to technical and economic obsolescence that may change the utility of PPE and intangible assets. In case of a revision of useful life, the unamortised depreciable amount is charged over the remaining useful life of the PPE and intangible assets.

i) Share-based payments

The Company measures the cost of equity-settled transactions with employees using Black-Scholes Model to determine the fair value of the liability incurred on the grant date. Estimating fair value for share-based payment transactions requires determination of the most appropriate valuation model, which is dependent on the terms and conditions of the grant.

This estimate also requires determination of the most appropriate inputs to the valuation model including the expected life of the share option, volatility and dividend yield and making assumptions about them.

2.2 Cash and cash equivalents

Cash and cash equivalent comprises cash/ stamp on hand, demand deposits and time deposits with original maturity of less than three months from the date of acquisition, highly liquid investments that are readily convertible in the known amounts of cash and which are subject to insignificant risk of change in value, debit balance in cash credit account.

Deposits held with bank, with original maturity of more than three months but less than twelve months is a part of bank balance other than cash and cash equivalents.

For the purpose of the statement of cash flow, cash and cash equivalents consists of cash at banks and on hand and short term deposits, as defined above.

2.3 Revenue recognition

a) Interest and related income

Interest income for all financial instruments measured either at amortised cost or at fair value through other comprehensive income, is recorded using the effective interest rate (EIR). EIR is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the gross carrying amount of the financial asset. The calculation takes into account all contractual terms of the financial instrument (for example- prepayment options) and includes any discount or premium on acquisition, fees or incremental costs that are directly

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attributable and are an integral part of the EIR, but not future credit losses.

The Company calculates interest income by applying the EIR to the gross carrying amount of financial assets other than credit-impaired assets. When a financial asset becomes credit-impaired and is, therefore, regarded as 'Stage 3', the Company calculates interest income by applying the EIR on net amount (i.e. gross carrying amount less allowance for expected credit loss). If the financial assets cures and is no longer credit-impaired, the Company reverts to calculating interest income on a gross basis.

Interest income on all trading assets measured at fair value through profit and loss (FVTPL) is recognised using the contractual interest rate under interest income and the fair value impact is recognised in net gain / loss on fair value changes.

b) Dividend income

Dividend income is recognised when the Company's right to receive the payment is established, it is probable that the economic benefits associated with the dividend will flow to the entity and the amount of the dividend can be measured reliably. This is generally when shareholders approve the dividend.

c) Profit on derecognition of financial assets

When the Company transfers the financial asset in a transfer that qualifies for derecognition in its entirety then whole of the interest spread and net servicing fees (over the expected life of the asset) is recognised at present value on the date of derecognition itself as interest-only strip / net servicing fees receivable and correspondingly recognised as profit on derecognition of financial asset.

d) Fees and commission income

Fees and commissions income i.e. login fee, penal interest on defaults, pre-payment / other charges, fees on corporate agency, fees for advertising in offices / website etc. (other than for those items to which Ind AS 109 Financial Instruments are applicable) is recognised in accordance with the terms of the relevant contracts / agreements and when it is probable that the Company will collect the consideration.

e) Other income

Income from operating leases are recognised in the statement of profit and loss as per the contractual rentals.

Interest on tax refunds and other claims where quantum of accruals cannot be ascertained with reasonable certainty, are recognised as income only when revenue is virtually certain which generally coincides with receipts.

Other Income represents income earned from the activities incidental to the business and is recognised when the right to receive the income is established as per the terms of the contract.

2.4 Property, plant and equipment (PPE) and Intangible assets

a) PPE

PPE are stated at cost (including directly attributable expenses) less accumulated depreciation and impairment losses, if any. Cost includes deemed cost which represents the carrying value of PPE recognised as at 1st April, 2017 measured as per the previous Generally Accepted Accounting Principles (GAAP). The cost of PPE comprises the purchase price (excluding tax credits availed, if any) and any attributable cost of bringing the asset to its working condition for its intended use. Subsequent expenditure related to PPE are capitalised only when it is probable that future economic benefits associated with these will flow to the Company and the cost of item can be measured reliably. Other repairs and maintenance costs are expensed off as and when incurred.

An item of PPE and any significant part initially recognised is derecognised upon disposal or when no future economic benefits are expected from its use. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the statement of profit and loss when the asset is derecognised.

Capital work in progress includes assets which are not ready for the intended use at the end of the reporting year and is carried at cost including directly attributable expenses.

b) Intangible assets

Intangible assets acquired separately are measured on initial recognition at cost (excluding tax credits availed, if any) and are capitalised only when it is probable that future economic benefits associated with these

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will flow to the Company and the cost of item can be measured reliably. Cost comprises the purchase price (excluding tax credits availed, if any) and any attributable cost of bringing the asset to its working condition for its intended use. Subsequent expenditure related to Intangible assets are capitalised only when it is probable that future economic benefits associated with these will flow to the Company and the cost of item can be measured reliably. Subsequent to initial recognition, intangible assets are carried at cost less any accumulated amortisation and accumulated impairment losses (if any).

An intangible asset is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the statement of profit and loss when the asset is derecognised.

Intangible assets which are not ready for the intended use at the end of the reporting year are disclosed as Intangible assets under development.

2.5 Depreciation and amortisation

a) Depreciation

Depreciation on PPE is provided on straight-line method as per the useful life prescribed in Schedule II to the Companies Act, 2013, except for networking equipment and mobile phone instruments that are depreciated over a period of five years and three years respectively based on technical evaluation. Leasehold improvements are amortised over the period of five years however, where the lease term is less than five years amortisation is restricted to the underlying lease term.

All PPE individually costing ₹5,000/- or less are fully depreciated in the year of purchase.

Depreciation on additions to PPE is provided on a pro-rata basis from the date the asset is available for use. Depreciation on sale / derecognition of PPE is provided for up to the date of sale / derecognition, as the case may be.

The residual values, useful lives and methods of depreciation of PPE are reviewed at each financial year-end and changes (if any) are then treated as changes in accounting estimates.

b) Amortisation

Intangible assets are amortised over a period of five years or less on straight-line method except website development costs, which are amortised over a period of three years on a straight-line basis from the date when the assets are available for use or the life whichever is less.

The amortisation period and the amortisation method for these Intangibles with a finite useful life are reviewed at each financial year-end. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset are accounted for by changing the amortisation period or methodology, as appropriate, which are then treated as changes in accounting estimates.

2.6 Investment property

Investment property comprises freehold properties that are held to earn rentals or for capital appreciation or both.

Investment properties are measured initially at cost, including transaction costs. Subsequent to initial recognition, investment properties are stated at cost less accumulated depreciation and accumulated impairment loss, if any.

Subsequent expenditure is capitalised to the assets carrying amount only when it is probable that future economic benefit associated with the expenditure will flow to the Company and the cost of the item can be measured reliably. All other repair and maintenance costs are recognised in statement of profit or loss as incurred.

Investment properties are depreciated using the straight-line method over their estimated useful lives prescribed in Schedule II of the Companies Act, 2013.

Though the Company measures investment property using cost based measurement, the fair value of investment property is disclosed in the notes. Fair values are determined based on an annual evaluation performed by a registered independent valuer.

Investment properties are derecognised either when they have been disposed off or when they are permanently withdrawn from use and no future economic benefit is expected from their disposal. The difference between the net disposal proceeds and the carrying amount of the asset is recognised in profit or loss in the period of derecognition.

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2.7 Foreign currency

Transactions in foreign currencies are initially recorded by the Company at their respective functional currency spot rates at the date the transaction first qualifies for recognition.

Foreign currency denominated monetary assets and liabilities are translated at the functional currency spot rates of exchange at the reporting date and exchange gains and losses arising on settlement and restatement are recognised in the statement of profit and loss except for differences arising on cash flow hedges.

Non-monetary items that are measured at historical cost in a foreign currency are translated using the spot exchange rates as at the date of initial recognition.

2.8 Leases

The Company assesses at contract inception whether a contract is, or contains, a lease. That is, if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

Company as a lessee

The Company applies a single recognition and measurement approach for all leases, except for short-term leases and leases of low-value assets. The Company recognises lease liabilities to make lease payments and right-of-use assets representing the right to use the underlying assets.

The Company determines the lease term as the non-cancellable term of the lease, together with any periods covered by an option to extend the lease if it is reasonably certain to be exercised, or any periods covered by an option to terminate the lease, if it is reasonably certain not to be exercised.

Right-of-use assets - The Company recognises right-of-use assets at the commencement date of the lease (i.e. the date the underlying asset is available for use). Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses (if any), and adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognised, initial direct costs incurred and lease payments made at or before the commencement date less any lease incentives received. Right-of-use assets are depreciated on a straight-line basis over the lease term.

Lease liability - At the commencement date of the lease, the Company recognises lease liabilities measured at the present value of lease payments to be made over the lease

term. The lease payments include fixed payments less any lease incentives receivable. Variable lease payments that do not depend on an index or a rate are recognised as expenses (unless they are incurred to produce inventories) in the period in which the event or condition that triggers the payment occurs.

In calculating the present value of lease payments, the Company uses its incremental borrowing rate at the lease commencement date because the interest rate implicit in the lease is not readily determinable. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a change in the lease term, a change in the lease payments or a change in the assessment of an option to purchase the underlying asset.

Short-term leases and leases of low-value assets - The Company applies the short-term lease recognition exemption to its short-term leases (i.e., those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). It also applies the lease of low-value assets recognition exemption to leases of office equipment that are considered to be low value. Lease payments on short-term leases and leases of low-value assets are recognised as expense.

Company as a lessor

The Company as an intermediate lessor, accounts for the head lease and the sublease as two separate contracts. The sub-lease is classified as a finance or operating lease by reference to the right-of-use asset arising from the head lease.

2.9 Borrowing costs

Borrowing costs consists of interest and other cost that the Company incurred in connection with the borrowing of funds. Borrowing costs charged to the Statement of Profit and Loss on the basis of effective interest rate method.

2.10 Impairment of non-financial assets

The carrying amount of assets is reviewed at each reporting date. If there is any indication of impairment based on internal/external factors, an impairment loss is recognised in the statement of profit and loss wherever the carrying amount of an asset exceeds its recoverable amount.

After impairment, depreciation/amortisation is provided on the revised carrying amount of the asset over its remaining useful life.

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If at the reporting date there is an indication that previously assessed impairment loss no longer exists, the recoverable amount is reassessed and the asset is reflected at the recoverable amount subject to maximum of depreciable historical cost.

2.11 Provisions

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event and it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation.

2.12 Contingent liabilities, contingent assets and commitments

The Company does not recognise a contingent liability but discloses its existence in the financial statements.

a) Contingent liability is disclosed in case of –

- » A present obligation arising from past events, when it is not probable that an outflow of resources will be required to settle the obligation.
- » A present obligation arising from past events, when no reliable estimate is possible.
- » A possible obligation arising from past events, unless the probability of outflow of resources is remote.

Contingent liabilities are reviewed at each balance sheet date.

b) Contingent assets are not recognised in the financial statements.

c) Commitments are future liabilities for contractual expenditure and is disclosed in case of –

- » Estimated amount of contracts remaining to be executed on capital account and not provided for;
- » Other non-cancellable commitments, if any, to the extent they are considered material and relevant in the opinion of management.

2.13 Employee benefits

✓ Retirement and other employee benefits

Defined contribution plan

Retirement benefit in the form of provident fund and Employee State Insurance Scheme is a defined contribution scheme. The Company has no obligation, other than the contribution payable to the provident

fund and Employee State Insurance scheme. The Company recognises contribution payable to the provident fund and Employee State Insurance scheme as an expense, when an employee renders the related service. If the contribution payable to the scheme for service received before the balance sheet date exceeds the contribution already paid, the deficit payable to the scheme is recognised as a liability after deducting the contribution already paid.

Defined benefit plan

The Company has defined benefit plans as compensated absences and gratuity for all eligible employees, the liability for which is determined based on actuarial valuation at each year-end using projected unit credit method.

Re-measurements, comprising of actuarial gains and losses, excluding amounts included in net interest on the net defined benefit liability, the effect of the asset ceiling, and the return on plan assets (excluding amounts included in net interest on the net defined benefit liability), are recognised immediately in the balance sheet with a corresponding debit or credit to retained earnings through OCI in the period in which they occur. Re-measurements are not reclassified to profit or loss in subsequent periods.

Past service costs are recognised in the statement of profit and loss on the earlier of:

- » The date of the plan amendment or curtailment, and
- » The date that the Company recognises related restructuring costs.

The Company recognises the following changes in the net defined benefit obligation as an employee benefits expense in the statement of profit and loss:

- » Service costs comprising current service costs, past-service costs, gains and losses on curtailments and non-routine settlements; and
- » Net interest expense or income

✓ Short term and other long term employee benefits

A liability is recognised for benefits to employees in respect of wages and salaries, annual leave, sick leave and short-term employee benefits in the year the related service is rendered. The undiscounted amount of short-term employee benefits expected to be paid in exchange for the services rendered by employees are recognised during the year when the employees render the service. These benefits include performance incentive and compensated

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absences, which are expected to occur within twelve months after the end of the period in which the employee renders the related service.

In case of accumulated compensated absences, when employees render the services that increase their entitlement of future compensated absences; and liabilities recognised in respect of other long-term employee benefits are measured at the present value of the estimated future cash outflows expected to be made by the Company in respect of services provided by employees up to the reporting date.

✓ Share based payments

The Company operates a number of Employee Stock Option Scheme/ Restricted stock units ('the Scheme') which provides for the grant of options to acquire equity shares of the Company to its employees. The options granted to employees vest in a graded manner and these may be exercised by the employees within a specified period. These equity-settled share based payments to employees are measured at the fair value of the equity instruments at the grant date.

The fair value determined at the grant date of the equity-settled share based payments is expensed on a straight line basis over the vesting period, based on the Company's estimate of equity instruments that will eventually vest, with a corresponding increase in equity (Share option outstanding account). The fair value of options is estimated using valuation techniques, which incorporate exercise price, term, risk-free interest rates, the current share price, its expected volatility etc.

At the end of each reporting period, the Company revises its estimate of the number of equity instruments expected to vest. The impact of the revision of the original estimates, if any, is recognised in statement of profit and loss such that the cumulative expenses reflects the revised estimate, with a corresponding adjustment to the share option outstanding account.

The dilutive effect of outstanding options is reflected as additional share dilution in the computation of diluted earnings per share.

2.14 Taxes

Taxes on income

Tax expense comprises current and deferred tax.

a) Current tax

Current tax assets and liabilities are measured at the amount expected to be recovered from or paid to

the taxation authorities in accordance with Income Tax Act, 1961, Income Computation and Disclosure Standards and other applicable tax laws. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date.

Current tax relating to items recognised outside profit and loss is recognised outside profit and loss (either in other comprehensive income or in equity). Current tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity.

Current tax assets and liabilities are offset if a legally enforceable right exists to set off the recognised amounts, and it is intended to realise the asset and settle the liability on a net basis or simultaneously.

b) Deferred tax

Deferred tax is provided on temporary differences at the reporting date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes.

Deferred tax liabilities are recognised for all taxable temporary differences.

Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

Deferred tax relating to items recognised outside profit and loss is recognised outside profit and loss (either in other comprehensive income or in equity).

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Deferred tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity.

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity.

Goods and Services Input Tax Credit

Goods and Services tax input credit is recognised in the period in which the supply of goods or service received is recognised and the conditions to avail the credit are fulfilled as per the underlying law.

2.15 Earnings per share

Basic earnings per share are calculated by dividing the net profit or loss for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the period.

For the purpose of calculating diluted earnings per share, the net profit or loss for the year attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares except where the result would be antidilutive.

2.16 Financial instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

a) Financial assets

✓ Initial recognition and measurement

Financial assets, with the exception of loans and advances to customers, are initially recognised on the trade date, i.e. the date that the Company becomes a party to the contractual provisions of the instrument. Loans and advances to customers are recognised when funds are disbursed to the customers. The classification of financial assets at initial recognition depends on their purpose, characteristics and the intention of the management's while acquiring the same. All financial assets measured at fair value through profit or loss (FVTPL) are recognised initially at fair value. Financial assets measured at amortised cost or at fair value through other comprehensive income (FVTOCI) is recorded at fair

value plus transaction costs that are attributable to the acquisition of that financial asset. Trade receivable that does not contain a significant financing component are measured at transaction price.

✓ Classification and subsequent measurement

For purposes of subsequent measurement, financial assets are classified in three categories:

- » Financial asset at amortised cost
- » Financial asset (debt instruments) at FVTOCI
- » Financial asset at FVTPL

Financial asset at amortised costs

Financial asset is measured at the amortised cost if both the following conditions are met:

- i) The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and
- ii) Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method less impairment (if any). Amortised cost is calculated by taking into account any discount or premium on acquisition and fees received and the costs incurred on acquisition of financial asset. The EIR amortisation is included in interest income in the statement of profit and loss. The losses arising from impairment are recognised in the statement of profit and loss.

Financial assets (debt instruments) at FVTOCI

Financial asset (debt instruments) is classified as at the FVTOCI if both of the following criteria are met:

- i) The objective of the business model is achieved both by collecting contractual cash flows and selling the financial assets, and
- ii) The asset's contractual cash flows represent SPPI.

Financial assets included within the above category are measured initially as well as at each reporting date at fair value. Fair value movements are recognised

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in the other comprehensive income (OCI). However, the Company recognises interest income, impairment losses or reversals and foreign exchange gain or loss in the profit and loss. On derecognition of the asset, cumulative gain or loss previously recognised in OCI is reclassified from the equity to profit and loss. Interest earned whilst holding FVTOCI debt instrument is reported as interest income using the EIR method.

Financial asset at FVTPL

Financial asset which does not meet the criteria for categorisation as at amortised cost or as FVTOCI, is classified as at FVTPL. Financial assets classified under FVTPL category are measured at fair value with all changes recognised in the statement of profit and loss.

b) Financial liabilities

Financial liabilities are classified and measured at amortised cost or FVTPL. A financial liability is classified as at FVTPL if it is classified as held-for trading or it is designated as on initial recognition to be measured at FVTPL. All financial liabilities, other than classified at FVTPL, are classified at amortised cost in which case they are initially measured at fair value, net of transaction costs and subsequently at amortised cost using effective interest rate.

Amortised cost is calculated by taking into account any fees, commission / brokerage and ancillary costs incurred in relation to the financial liability.

c) Equity instruments

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments are recognised at the face value and proceeds received in excess of the face value are recognised as share premium.

Offsetting a financial asset and a financial liability

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is an intention to settle on a net basis, to realize the assets and settle the liabilities simultaneously.

2.17 Derivative financial instruments

A derivative is a financial instrument or other contract with all three of the following characteristics:

- » Its value changes in response to the change in a specified interest rate, financial instrument price, commodity price, foreign exchange rate, index of prices or rates, credit rating or credit index, or other variable, provided that, in the case of a non-financial variable, it is not specific to a party to the contract (i.e. the 'underlying').
- » It requires no initial net investment or an initial net investment that is smaller than what would be required for other types of contracts expected to have a similar response to changes in market factors.
- » It is settled at a future date.

The Company holds derivative to mitigate the risk of changes in exchange rates on foreign currency exposures as well as interest fluctuations. The counterparty for such contracts are generally banks.

Derivatives are recorded at fair value and carried as assets when their fair value is positive and as liabilities when their fair value is negative. Changes in the fair value of derivatives are included in net gain on fair value changes unless hedge accounting is applied.

2.18 Hedge accounting

The Company makes use of derivative instruments to manage exposures to interest rate and foreign currency. In order to manage particular risks, the Company applies hedge accounting for transactions that meet specified criteria.

At the inception of a hedge relationship, the Company formally designates and documents the hedge relationship to which the Company wishes to apply hedge accounting and the risk management objective and strategy for undertaking the hedge. The documentation includes the Company's risk management objective and strategy for undertaking hedge, the hedging/ economic relationship, the hedged item or transaction, the nature of the risk being hedged, hedge ratio and how the entity will assess the effectiveness of changes in the hedging instrument's fair value in offsetting the exposure to changes in the hedged item's fair value or cash flows attributable to the hedged risk. Such hedges are expected to be highly effective in achieving offsetting changes in fair value or cash flows and are assessed on an ongoing basis to determine that they actually have been highly effective throughout the financial reporting periods for which they were designated.

A cash flow hedge is a hedge of the exposure to variability in cash flows that is attributable to a particular risk associated with a recognised asset or liability (such as all or some future interest payments on variable rate debt) or a highly probable forecast transaction and could affect profit or loss.

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For designated and qualifying cash flow hedges, the effective portion of the cumulative gain or loss on the hedging instrument is initially recognised directly in OCI within equity (cash flow hedge reserve). The ineffective portion of the gain or loss on the hedging instrument is recognised immediately in net gain/loss on fair value changes in the profit and loss statement.

When the hedged cash flow affects the statement of profit and loss, the effective portion of the gain or loss on the hedging instrument is recorded in the corresponding income or expense line of the statement of profit and loss. When the forecast transaction subsequently results in the recognition of a non-financial asset or a non-financial liability, the gains and losses previously recognised in OCI are reversed and included in the initial cost of the asset or liability.

When a hedging instrument expires, is sold, terminated, exercised, or when a hedge no longer meets the criteria for hedge accounting, any cumulative gain or loss that has been recognised in OCI at that time remains in OCI and is recognised when the hedged forecast transaction is ultimately recognised in the statement of profit and loss. When a forecast transaction is no longer expected to occur, the cumulative gain or loss that was reported in OCI is immediately transferred to the statement of profit and loss.

2.19 Reclassification of financial assets and liabilities

The Company doesn't reclassify its financial assets subsequent to their initial recognition, apart from the exceptional circumstances in which the Company acquires, disposes of, or terminates a business line. Further, whenever there is a change in the business model the underlying affected financial asset are reclassified. Financial liabilities has not been reclassified.

2.20 Derecognition of financial assets and liabilities

a) Financial assets

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is derecognised when the rights to receive cash flows from the financial asset have expired. The Company also derecognised the financial asset if it has transferred the financial asset and the transfer qualifies for derecognition.

The Company has transferred the financial asset if and only if, either:

- » It has transferred its contractual rights to receive cash flows from the financial asset

Or

- » It retains the rights to the cash flows, but has assumed an obligation to pay the received cash flows in full or in part without material delay to a third party under a 'pass-through' arrangement

Pass-through arrangements are transactions whereby the Company retains the contractual rights to receive the cash flows of a financial asset (the 'original asset'), but assumes a contractual obligation to pay those cash flows to one or more entities (the 'eventual recipients'), when all of the following three conditions are met:

- » The Company has no obligation to pay amounts to the eventual recipients unless it has collected equivalent amounts from the original asset
- » The Company cannot sell or pledge the original asset other than as security to the eventual recipients.
- » The Company has to remit any cash flows it collects on behalf of the eventual recipients without material delay.

In addition, the Company is not entitled to reinvest such cash flows, except for investments in cash or cash equivalents including interest earned, during the period between the collection date and the date of required remittance to the eventual recipients.

A transfer only qualifies for derecognition if either:

- » The Company has transferred substantially all the risks and rewards of the asset

Or

- » The Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

The Company considers control to be transferred if and only if, the transferee has the practical ability to sell the asset in its entirety to an unrelated third party and is able to exercise that ability unilaterally and without imposing additional restrictions on the transfer.

When the Company has neither transferred nor retained substantially all the risks and rewards and has retained control of the asset, the asset continues to be recognised only to the extent of the Company's continuing involvement, in which case, the Company also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Company has retained.

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for the year ended 31st March 2025

b) Financial liabilities

A financial liability is derecognised when the obligation under the liability is discharged, cancelled or expires. Where an existing financial liability is replaced by another from the same lender on substantially different terms or the terms of an existing liability are substantially modified, such an exchange or modification is treated as a derecognition of the original liability and the recognition of a new liability. The difference between the carrying value of the original financial liability and the consideration paid is recognised in the statement of profit and loss.

2.21 Measurement of Expected Credit Loss (ECL)

The Company records allowance for expected credit losses for all loans, other debt financial assets not held at FVTPL together with the financial guarantee contracts. Equity instruments are not subject to impairment under Ind AS 109.

The ECL allowance is based on the credit losses expected to arise over the life of the asset (the lifetime expected credit loss or LTECL), unless there has been no significant increase in credit risk (SICR) since origination, in which case, the allowance is based on the 12 months' expected credit loss (12mECL).

Default

Classification of default is based on the regulatory definition of Non-Performing Assets (NPA). Our regulator i.e. Reserve Bank of India defines NPA in Paragraph 8.3.5 in its Master Directions – Non Banking Financial Company – Housing Finance (Reserve Bank) Directions, 2021 as exposures where interest or principal is in arrears for a period of more than ninety days.

The Company will maintain the definition of default in line with any amendments made by the regulator from time to time through its circulars and through its Master Circular published from time to time.

Staging

The Company while assessing whether there has been a SICR of an exposure since origination, it compares the risk of a default occurring over the expected life of the financial instrument as at the reporting date with the risk of default as at the date of initial recognition. The Company classifies the accounts into three stages.

The mechanics and key inputs for classifying the stages and computing the ECL are defined below:

Stage Definition	Details	Classification
Stage 1	Low credit risk Days Past Due (DPD) 0-30	Financial instruments are treated as Stage 1 which are not credit impaired and for which the credit risk has not increased significantly since initial recognition. The Company calculates the 12 month ECL allowance.
Stage 2	DPD 31-90 Qualitative indicators of SICR	Financial instruments having SICR since initial recognition (origination of facilities) are classified under (if not impaired) Stage 2. The Company calculates the lifetime ECL allowance.
Stage 3	90+/- NPA	Remaining financial instruments which are credit impaired are treated as Stage 3. The Company uses regulatory definition as a consistent measure for default across all product classes. The Company records an allowance for the LTECLs.

Key components for computation of Expected Credit Loss are:

» Probability of default (PD)

Probability of Default (PD) is one of the three risk components needed to estimate ECL under Ind AS 109. PD is defined as the probability that a borrower will be unable to meet their debt obligations over a stipulated time. The PD estimate incorporates information relevant for assessing the borrower's ability and willingness to repay its debts, as well as information about the economic environment in which the borrower operates.

The Company uses 12-month PD for stage 1 assets and lifetime PD for stage 2 and Stage 3 assets.

» Loss given default (LGD)

The Loss given default (LGD) is an estimate of the loss arising in the case where a default occurs at a given time. It is based on the expected cash flows, including from the realisation of available collateral.

» Exposure at default (EAD)

Exposure at default (EAD) is an estimate of the exposure at a future default date, taking into account expected changes in the exposure after the reporting date, including repayments of principal and future interests.

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for the year ended 31st March 2025

The Company has adopted the following methodology for ECL computation:

Particulars	PD	LGD
Retail loans	Multinomial logistic regression	Workout Method
Corporate loans	Pluto-Tasche	Asset coverage based / Expected Collateral Realisation (ECR)

Broadly, the Company has grouped the portfolio into retail and corporate category. ECL computation is based on collective approach except for a few large exposure of corporate finance portfolio where loss estimation is based on ECR. Further, given the characteristics and inherent risks of the various sub categories of the portfolio the Company has used appropriate PD / LGD computation techniques which are detailed below:

Retail loans

Probability of default

The retail portfolio is segregated into homogenous pools at the product level and occupational level.

For ECL computation, basis risk emergence curve movement, the Company has adopted statistical techniques of multinomial logistic regression observed default rate based on customer classification etc using behaviour and credit variables. For life time PDs computation, the Company has used survival analysis using Kaplan-Meier technique.

Previous year(s) portfolio behaviour of homogenous pools is considered for PD estimation. The Company has further stressed the PDs for such selective group of customers who are falling in early warning signal pool like customers who have had experienced delinquency with other financial institutions but remained good with us, customers showing very early signs of stress in emerging delinquencies.

Loss given default

The LGD for the retail portfolio is modelled through a workout approach. Historical NPA data of last few years has been used to arrive at behavioral LGD. Loss estimation have been done either basis distressed value or actual/expected recoveries, depending on resolution strategies already materialised or in the process of materialisation. Multiple factors are considered for determining the LGD including time taken for resolutions, geographies, collection feedback, underlying security etc.

Exposure at default

EAD is the sum of the outstanding principle, interest outstanding and future interest receivables for the expected life of the asset, computed basis the behavioral analysis of the Company's historical experience.

Corporate loans

Probability of default

PDs for the corporate portfolio are determined by using external ratings as cohorts along with ever default behavior of an account in last 12 months (basis external ratings based statistical technique of Pluto-Tasche). PDs are further stressed basis operational variables like construction variance, sales velocity, resolution team feedback etc. For life time PDs computation, the Company has used survival analysis using Kaplan-Meier technique.

Loss given default

For LGD estimates, the Company has used ECR approach and have applied business logic based on security coverage ratio of existing portfolio. Sensitivity analysis, resolution feedbacks are applied on probability weighted scenarios to compute loss given default.

Exposure at default

EAD is the sum of the outstanding principle, interest outstanding and future interest receivables for the expected life of the asset, computed basis the behavioral analysis of the Company's historical experience.

Significant increase in credit risk (SICR)

The Company monitors all financial assets that are subject to impairment requirements to assess whether there has been a significant increase in credit risk since initial recognition. If there has been a significant increase in credit risk in the assets falling in stage 1 then the Company measures the loss allowance over the lifetime of the loan instead of 12 month ECL.

Retail loans:

The qualitative criteria for triggering SICR in retail exposure is:

- Those stage 1 loan assets where underlying property is under construction and expected construction progress is likely to remain slow based on historical data / market feedback.
- Those stage 1 assets which are restructured under RBI OTR scheme of Aug 2020 and May 2021 and have

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for the year ended 31st March 2025

shown higher degree of risk basis their performance with us and/or with other financial institutions.

Corporate loans:

The Company has its own qualitative assessment criteria comprising various operational and repayment variables like construction variance, historical delinquency rates, sales velocity, asset coverage ratio, resolution team feedback etc. Basis the review and management overlay, the Company identifies assets where likelihood of deterioration in credit quality is high and for such assets SICR has been triggered.

Incorporation of forward looking information

Ind AS 109 requires entities to model their ECL and apply forward looking macro-economic scenarios taking into consideration possibility of favorable, neutral, adverse and stressed economic conditions. Multiple scenarios are required to be applied to the ECL and a probability weighted ECL is then computed. In order to compute probability weighted ECL considering the impact of COVID-19 several macro-economic variables such as GDP at constant prices, Housing Price Index (HPI) inflation, Gross national savings, unemployment rate etc. were considered from the International Monetary Fund (IMF), NHB and RBI websites and the Company's historical data were analysed.

A model was then built, and forecasts were generated, and scenario creation carried out to finally arrive at the final macro-economic overlay. Identification of relevant macro economic variables was done combining statistical analysis (correlation) and business intuition (sign of correlation). The selected model incorporates the variables like Inflation, end of period consumer prices quarter on quarter change, general government revenue etc.

The macro-economic variables (MEVs) of the final model were used to generate multiple simulations for forecasting under different probabilistic scenarios, i.e., favorable, neutral, adverse and stress scenarios. Under each scenario, based on the independent variable forecasts, the forecasted default rates are obtained using the final model relationship between the default rates and macro-economic variables. The scenarios are identified based on the probability of occurrence, i.e. expected probability of the future economic state. An anchor variable (GDP) analysis was performed in order to select a particular scenario for future quarters. Accordingly, the probability weighted ECL is computed using the likelihood as weights.

Trade receivables, other receivables and other financial assets

The Company records allowance for expected credit losses on trade receivables, other receivables and other financial assets. The allowance is based on the credit losses expected to arise over the life of the asset (the lifetime expected credit loss or LTECL), unless there has been no significant increase in credit risk (SICR) since origination, in which case, the allowance is based on the 12 months' expected credit loss (12mECL).

When making this assessment, the Company uses the change in the risk of a default occurring over the expected life of the financial asset. To make that assessment, the Company compares the risk of a default occurring on the financial asset as at the balance sheet date with the risk of a default occurring on the financial asset as at the date of initial recognition and considers reasonable and supportable information, that is available without undue cost or effort, that is indicative of significant increases in credit risk since initial recognition. The Company assumes that the credit risk on a financial asset has not increased significantly since initial recognition if the financial asset is determined to have low credit risk at the balance sheet date.

2.22 ECL on financial guarantee contracts

ECL on financial guarantee contracts has been computed basis the methodologies defined under note 2.21.

2.23 Write offs

The Company undertakes write off on a loan, in full or in part, when the amount is construed as irrecoverable after enforcement of available means of resolution. The authority of write off is vested with committee of senior officials of the Company. In case the company writes off an asset, the recoveries resulting from the write off activity may result in impairment gains.

2.24 Collateral

The Company is in business of secured lending and all loans are adequately covered by either residential collateral or commercial collateral. The collaterals are assessed at the time of origination and are being re-assessed as and when required.

The illustrative factors considered while evaluation of collateral are liquidity, enforceability, marketability, ease and efficiency in custody and settlement. The Company complies with local by-laws and relevant jurisdictions to ensure that the collaterals are free from all encumbrances.

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for the year ended 31st March 2025

The assessment of collateral is undertaken by empanelled team of independent and qualified technical / legal agencies.

The Company has specified the maximum loan-to-value ratio for various types of asset to be accepted as collateral. Such ratios commensurate with the relative risk of the assets as prescribed by RBI and provides an adequate buffer against potential losses.

On case-to-case basis, the Company may ask for additional security, which may in the form of guarantee or financial assets or any other real estate assets.

The Company may take actions as provided in the SARFAESI Act which enables it to enforce the underlying collateral of stage 3 assets without court intervention.

2.25 Dividend

The Company recognises a liability to make cash distributions to equity holders when the distribution is authorised and the distribution is no longer at the discretion of the Company. Final dividends on shares are recorded as a liability on the date of approval by the Shareholders and interim dividends are recorded as a liability on the date of declaration by the Company's Board of Directors.

2.26 Unclaimed deposits

Deposits, which has become overdue but have not been presented for payment or renewal, are transferred to unclaimed deposits. Deposit remaining unclaimed for more than seven years have been transferred to the Investor Education and Protection Fund (IEPF). Interest for the period from last maturity date to the date of renewal of unclaimed deposits is accounted for during the year of its renewal.

2.27 Securities premium

Securities premium is credited:

- » when shares are issued at premium;

- » with the fair value of the stock options which are treated as expense (if any), in respect of shares allotted pursuant to Employee Stock Options Scheme

Securities premium can be utilised only for limited purposes such as issuance of bonus shares or adjustment of share issue expenses, net of tax, as permissible under Section 52(2) of the Companies Act, 2013, to the extent of balance available and thereafter, the balance portion is charged to the statement of profit and loss, as incurred.

2.28 Assets held for sale

The Company repossess properties or other assets to settle outstanding recoverable and the surplus (if any) post auction is refunded to the obligors. These assets acquired by the company under SARFAESI Act, 2002 has been classified as assets held for sale, as their carrying amounts will be recovered principally through a sale of asset. In accordance with Ind AS 105, the company is committed to sell these assets and they are measured at the lower of their carrying amount and the fair value less costs of disposal.

2.29 Segment reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker (CODM). CODM is responsible for allocating the resources, assess the financial performance and position of the Company and makes strategic decision. Company's main business is to provide loans against/for purchase, construction, repairs & renovations of houses/flats/commercial properties etc. All other activities of the Company revolve around the main business. As such, there are no separate reportable segment, as per the Operating Segments (Ind AS 108), notified by the Companies (Accounting Standard) Rules, 2015 as amended from time to time.

2.30 Investment in subsidiaries

Investments in subsidiaries are measured at cost as per Ind AS 27 – Separate Financial Statements.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

for the year ended 31st March 2025

Note 3 Cash and cash equivalents

(₹ in crore)

Particulars	As at 31 st March 2025	As at 31 st March 2024
Cash on hand	1.43	1.77
Balance with banks in current accounts	1,193.95	360.28
Bank deposit with maturity of less than 3 months (Refer Note 3.1)	665.32	540.55
Certificate of deposits with maturity of less than 3 months (Refer Note 3.1)	299.68	1,239.60
Stamps on hand [₹10,190 (Previous year ₹10,190)]	0.00	0.00
Total	2,160.38	2,142.20

Note 3.1: Short-term deposits and certificate of deposits earn interest at the respective deposit rates.

Note 4 Bank balance other than cash and cash equivalents

(₹ in crore)

Particulars	As at 31 st March 2025	As at 31 st March 2024
Bank Deposits (More than 3 months & up to 12 months) (Refer Note 4.1)	1,438.86	464.05
Earmarked balances with bank (Refer Note 4.2)	0.89	0.68
Total	1,439.75	464.73

Note 4.1: Bank deposit amounting to ₹Nil (Previous Year ₹25.00 crore) has been pledged against the bank guarantee issued for Rights Issue of the Company.

Note 4.2: Earmarked balances with bank represents unclaimed dividend on equity shares and unspent amount of CSR activities.

Note 5 Receivables

(₹ in crore)

Particulars	As at 31 st March 2025	As at 31 st March 2024
Trade receivables (a)		
Receivable considered good- Secured	-	-
Receivable considered good- Unsecured	44.49	44.02
Receivables from related parties- Unsecured (Refer Note 5.2)	5.52	7.54
Receivables which have significant increase in credit risk	-	-
Receivables – credit impaired	-	-
	50.01	51.56
Other receivables (b)		
Receivable considered good- Unsecured (Refer Note 5.2)	0.32	0.08
Receivables which have significant increase in credit risk	0.09	-
	0.41	0.08
Total (a+b)	50.42	51.64
Less : Provision for impairment	0.45	0.11
Total (net)	49.97	51.53

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

for the year ended 31st March 2025

Note 5.1: Trade and other receivables ageing (excluding provision for impairment)

(₹ in crore)

Particulars	Not due	Outstanding for following periods from due date of payment					
		As at 31 st March 2025					
		Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
Undisputed trade and other receivables – considered good	-	13.60	-	-	-	-	13.60
Undisputed trade and other receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
Undisputed trade and other receivables – credit impaired	-	-	-	-	-	-	-
Disputed trade and other receivables– considered good	-	-	-	-	-	-	-
Disputed trade and other receivables – which have significant increase in credit risk	-	0.02	0.02	0.04	0.01	-	0.09
Disputed trade and other receivables – credit impaired	-	-	-	-	-	-	-
Unbilled trade and other receivables	36.73	-	-	-	-	-	36.73
Total	36.73	13.62	0.02	0.04	0.01	-	50.42

(₹ in crore)

Particulars	Not due	Outstanding for following periods from due date of payment					
		As at 31 st March 2024					
		Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
Undisputed trade and other receivables – considered good	-	25.06	0.02	0.01	-	-	25.09
Undisputed trade and other receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
Undisputed trade and other receivables – credit impaired	-	-	-	-	-	-	-
Disputed trade and other receivables– considered good	-	-	-	-	-	-	-
Disputed trade and other receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
Disputed trade and other receivables – credit impaired	-	-	-	-	-	-	-
Unbilled trade and other receivables	26.55	-	-	-	-	-	26.55
Total	26.55	25.06	0.02	0.01	-	-	51.64

Note 5.2: No trade or other receivable are due from directors or other officers of the company either severally or jointly with any other person. Nor any trade or other receivable are due from firms or private companies respectively in which any director is a partner, director or member.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

for the year ended 31st March 2025

Note 6 Loans (at Amortised Cost)

Particulars	(₹ in crore)	
	As at 31 st March 2025	As at 31 st March 2024
Term Loans	75,764.68	65,357.81
Total Gross	75,764.68	65,357.81
Less: Impairment loss allowance	1,119.36	1,249.57
Total Net	74,645.32	64,108.24
Secured by tangible assets	75,764.68	65,357.81
Total Gross	75,764.68	65,357.81
Less: Impairment loss allowance	1,119.36	1,249.57
Total Net	74,645.32	64,108.24
Loans in India		
Public Sector	-	-
Others	75,764.68	65,357.81
Total Gross	75,764.68	65,357.81
Less: Impairment loss allowance	1,119.36	1,249.57
Total Net (a)	74,645.32	64,108.24
Loans outside India	-	-
Less: Impairment loss allowance	-	-
Total Net (b)	-	-
Total Net (a+b)	74,645.32	64,108.24

Note 6.1: Detail of loans & advances sanctioned out of which outstanding balance to Directors/KMP/Senior officers/Related Parties

Particulars	(₹ in crore)	
	As at 31 st March 2025	As at 31 st March 2024
Directors and their relatives	-	-
Entities associated with directors and their relatives	-	-
KMP/Senior Officers and their relatives	5.47	5.23
Total	5.47	5.23

Note 6.2: Loans - Staging Analysis[#]

Analysis of change in gross carrying amount of loans is as follows:

Particulars	As at 31 st March 2025				As at 31 st March 2024			
	Stage 1 [^]	Stage 2	Stage 3	Total	Stage 1 [^]	Stage 2	Stage 3	Total
Opening gross carrying amount	62,430.19	1,944.11	983.51	65,357.81	54,999.46	2,003.10	2,270.07	59,272.63
Increase in EAD - new asset originated or purchased / further increase in existing asset (net)	21,844.60	31.78	25.27	21,901.65	17,541.74	12.71	39.23	17,593.68
Asset paid in part or full (excluding write off) (net)	(10,665.99)	(392.88)	(209.36)	(11,268.23)	(9,677.16)	(397.40)	(200.53)	(10,275.09)
Stressed loans transferred to ARC	-	-	-	-	-	-	(784.06)	(784.06)
Asset derecognised/co-lending	-	-	-	-	-	-	-	-
Asset written off	(6.60)	(0.21)	(219.74)	(226.55)	(7.65)	(21.30)	(420.40)	(449.35)
Transfer to stage 1	501.16	(438.98)	(62.18)	-	586.69	(501.23)	(85.46)	-
Transfer to stage 2	(803.73)	845.07	(41.34)	-	(895.58)	980.06	(84.48)	-
Transfer to stage 3	(168.00)	(171.46)	339.46	-	(117.31)	(131.83)	249.14	-
Closing gross carrying amount	73,131.63	1,817.43	815.62	75,764.68	62,430.19	1,944.11	983.51	65,357.81

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for the year ended 31st March 2025

(₹in crore)

Particulars	As at 31 st March 2025				As at 31 st March 2024			
	Stage 1^	Stage 2	Stage 3	Total	Stage 1^	Stage 2	Stage 3	Total
Retail Loans	72,183.74	1,802.77	815.62	74,802.13	60,572.53	1,817.75	915.54	63,305.82
Total	72,183.74	1,802.77	815.62	74,802.13	60,572.53	1,817.75	915.54	63,305.82
% of total	96.50%	2.41%	1.09%	100.00%	95.68%	2.87%	1.45%	100.00%

Movement (in %) of loan assets is as follows:

	Current Year	Previous Year
a) Movement of Stage 1:		
i) % of loan assets moved out of books by year end	11.33%	16.70%
ii) Residual portfolio either remained in stage 1 or had forward flows		
b) Movement of Stage 2:		
i) % of loan assets moved out of books by year end	12.58%	17.10%
ii) Residual portfolio either remained in stage 2 or had forward or backward flows		
c) Movement of Stage 3:		
i) % of loan assets moved out of books by year end	32.91%	44.15%
ii) Residual portfolio either remained in stage 3 or had backward flows		

(₹in crore)

Particulars	As at 31 st March 2025				As at 31 st March 2024			
	Stage 1^	Stage 2	Stage 3	Total	Stage 1^	Stage 2	Stage 3	Total
Corporate Loans	947.89	14.66	-	962.55	1,857.66	126.36	67.97	2,051.99
Total	947.89	14.66	-	962.55	1,857.66	126.36	67.97	2,051.99
% of total	98.48%	1.52%	0.00%	100.00%	90.53%	6.16%	3.31%	100.00%

Movement (in %) of loan assets is as follows:

	Current Year	Previous Year
a) Movement of Stage 1:		
i) % of loan assets moved out of books by year end	20.09%	33.67%
ii) Residual portfolio either remained in stage 1 or had forward flows		
b) Movement of Stage 2:		
i) % of loan assets moved out of books by year end	83.55%	0.00%
ii) Residual portfolio either remained in stage 2 or had forward or backward flows		
c) Movement of Stage 3:		
i) % of loan assets moved out of books by year end	100.00%	91.75%
ii) Residual portfolio either remained in stage 3 or had backward flows		

Note 6.3: Expected Credit Loss (ECL) - Staging analysis[#]

(₹in crore)

Particulars	As at 31 st March 2025				As at 31 st March 2024			
	Stage 1^	Stage 2	Stage 3	Total	Stage 1^	Stage 2	Stage 3	Total
Retail Loans	286.67	284.81	294.44	865.92	259.73	251.97	322.01	833.71
Total	286.67	284.81	294.44	865.92	259.73	251.97	322.01	833.71

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for the year ended 31st March 2025

ECL movement as on 31st March 2024 and 31st March 2025

- Overall ECL % POS have decreased by 16 bps on accounts improvement in portfolio quality.
- ECL % POS has increased by 1.94% as on 31st March 2025 in stage 2.
- The loan assets in stage 2 were 2.41% as on 31st March 2025 as against 2.87% as on 31st March 2024. The Company has applied qualitative SICR criteria owing to which stage 1 assets of ₹356.31 crore has moved to stage 2 assets. Pre SICR, the stage 2 loan assets as on 31st March 2025 would be 1.93% against 2.13% as on 31st March 2024.
- Stage 3 ECL % POS have increased to 36.10% as on 31st March 2025 as against 35.17% as on 31st March 2024.

ECL movement as on 31st March 2023 and 31st March 2024

- Overall ECL % POS have decreased by 42 bps on accounts improvement in portfolio quality.
- ECL % POS has increased by 1.15% as on 31st March 2024 in stage 2.
- The loan assets in stage 2 were 2.87% as on 31st March 2024 as against 3.61% as on 31st March 2023. The Company has applied qualitative SICR criteria owing to which stage 1 assets of ₹468.70 crore has moved to stage 2 assets. Pre SICR, the stage 2 loan assets as on 31st March 2024 would be 2.13% against 2.56% as on 31st March 2023.
- Stage 3 ECL % POS have increased to 35.17% as on 31st March 2024 as against 32.77% as on 31st March 2023.

(₹in crore)

Particulars	As at 31 st March 2025				As at 31 st March 2024			
	Stage 1 [^]	Stage 2	Stage 3	Total	Stage 1 [^]	Stage 2	Stage 3	Total
Corporate Loans	250.77	2.67	-	253.44	304.97	65.10	45.79	415.86
Total	250.77	2.67	-	253.44	304.97	65.10	45.79	415.86

ECL movement as on 31st March 2024 and 31st March 2025

- Stage 1 ECL % of POS increased from 16.42% to 26.46%.
- The loan assets in stage 2 were reduced to 1.52% as on 31st March 2025 from 6.16% as on 31st March 2024 majorly due to shift of stage 2 asset to stage 1.
- The Company's stage 3 asset ratio has reduced to 0.00% as on 31st March 2025 from 3.31% as on 31st March 2024

ECL movement as on 31st March 2023 and 31st March 2024

- Stage 1 ECL % of POS increased from 9.47% to 16.42%.
- The loan assets in stage 2 were increased to 6.16% as on 31st March 2024 from 0.00% as on 31st March 2023 majorly due to shift of stage 1 asset to stage 2.
- The Company's stage 3 asset ratio has decreased from 22.25% as on 31st March 2023 to 3.31% as on 31st March 2024.

[^]The restructuring was done for Stage 1 accounts, total restructured assets were ₹585.26 crore (previous year ₹695.54 crore), against which provision of ₹75.44 crore (Previous year ₹94 crore) is held.

[#]Refer Note 2.21, 2.22, 2.23 and 47.1

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

for the year ended 31st March 2025

Note 6.4: Loans due from borrowers are secured wholly or partly by any one or all of the below as applicable:

Tangible securities

- i) Equitable / Simple / English Mortgage of immovable property;
- ii) Mortgage of Development Rights / FSI / any other benefit flowing from the immovable property;
- iii) Hypothecation of rent receivables, cash flow of the project, debt service reserve account, fixed deposit, current and escrow accounts;

Intangible securities

- i) Demand Promissory Note;
- ii) Post dated cheques towards the repayment of the debt;
- iii) Personal / Corporate Guarantees;
- iv) Undertaking to create a security;
- v) Letter of Continuity.

Note 7 Investments

(₹in crore)

Particulars	As at 31 st March 2025			
	Amortised cost	At fair value through profit or loss	Others*	Total
Investments in India (a)				
Mutual funds	-	0.41	-	0.41
Government securities^ (Refer Note 36.31)	2,427.78	-	-	2,427.78
Debt securities	-	952.68	-	952.68
Subsidiaries (Wholly owned)				
50,000 (31 st March 2024 : 50,000) equity shares of face value of ₹10 each of PEHEL Foundation	-	-	0.05	0.05
16,89,478 (31 st March 2024 : Nil) 0.1% Non-Cumulative, Non-Convertible, Non-Participating and Redeemable Preference Shares of face value of ₹10 each of Ornate Spaces Private Limited	-	0.00	-	0.00
Security Receipts -ACRE-122 -Trust	-	0.00	-	0.00
Security Receipts -CFMARC-140 -Trust	-	0.00	-	0.00
Total (a)	2,427.78	953.09	0.05	3,380.92
Investments outside India (b)	-	-	-	-
Total (a+b)	2,427.78	953.09	0.05	3,380.92

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

for the year ended 31st March 2025

(₹ in crore)

Particulars	As at 31 st March 2024			
	Amortised cost	At fair value through profit or loss	Others*	Total
Investments in India (a)				
Mutual funds	-	1.00	-	1.00
Government securities^ (Refer Note 36.31)	2,338.29	-	-	2,338.29
Other approved securities^	50.66	-	-	50.66
Debt securities	-	1,915.56	-	1,915.56
Subsidiaries (Wholly owned)				
50,000 (31 st March 2023 : 50,000) equity shares of face value of ₹10 each of PEHEL Foundation	-	-	0.05	0.05
Security Receipts - ACRE-122 -Trust	-	40.45	-	40.45
Total (a)	2,388.95	1,957.01	0.05	4,346.01
Investments outside India (b)	-	-	-	-
Total (a+b)	2,388.95	1,957.01	0.05	4,346.01

(₹ in crore)

Name of Subsidiaries	Principle place of business	Ownership interest (including nominees)	
		As at 31 st March 2025	As at 31 st March 2024
PEHEL Foundation	India	100.00%	100.00%

*Others include investment in subsidiaries which have been carried at cost.

^Expected credit loss provision has not been recognised on investments made in government securities and other approved securities.

Note 8 Other financial assets

(₹ in crore)

Particulars	As at 31 st March 2025	As at 31 st March 2024
Receivable considered good- Unsecured		
Receivables on assignment and co-lending of loans (Refer Note 8.1, 8.2 and 8.3)	324.84	544.88
Security deposits	21.47	25.53
Other Receivables (Refer Note 8.4)	2.77	1.73
Security deposits - credit impaired	0.75	0.54
Total gross (a)	349.83	572.68
Less: Impairment loss allowance (b)	3.28	2.88
Total net (a-b)	346.55	569.80

Note 8.1: During the year ended 31st March 2025 and 31st March 2024, the Company had not sold any loans and advances measured at amortised cost. As per the terms of deal, the de-recognition criteria as per Ind AS 109, including transfer of substantially all the risks and rewards relating to assets being transferred to the buyer is met and the assets have been derecognised.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

for the year ended 31st March 2025

The table below summarises the carrying amount of the derecognised financial assets:

Loans and advances measured at amortised cost	(₹ in crore)	
	As at 31 st March 2025	As at 31 st March 2024
Carrying amount of derecognised financial assets	4,631.88	5,884.77

Since the Company transferred the above financial asset in a transfer that qualified for derecognition in its entirety, therefore the whole of the interest spread and net servicing fees (over the expected life of the assets) is recognised at present value on the date of derecognition as interest-only strip / net servicing fees receivable ("Receivables on assignment of loan") and correspondingly recognised as profit on derecognition of financial assets.

Note 8.2: Includes receivable from related party ₹0.52 crore (Previous year ₹1.92 crore.)

Note 8.3: Disclosure pursuant to RBI Notification dated 24th September, 2021 on "Transfer of Loan Exposures" are given below:

- (a) The Company has not acquired any stressed loans or loans not in default during the year ended 31st March 2025 and 31st March 2024.
- (b) The Company has not transferred any loans not in default during the year ended 31st March 2025 and 31st March 2024.
- (c) Details of stressed loans transferred:

Particulars	(₹ in crore)	
	To Asset Reconstruction Companies (ARC) - NPA- Corporate	
	Current Year [#]	Previous Year [*]
Number of accounts	1	1
Aggregate principal outstanding of loan transferred	258.96	784.06
Weighted average residual tenor of the loans transferred (years)	NA	2
Net book value of loans transferred (at the time of transfer)	177.00	584.74
Aggregate consideration	-	828.00
Additional consideration realised in respect of accounts transferred in earlier years	-	-
Excess provisions reversed to the profit and loss account on account of sale	-	199.32

* Security Receipts are rated as IVR RR3 (Previous year IVR RR2).

[#]The Company has sold written off assets to eligible transferee for a consideration of ₹177.00 crore comprising of cash consideration of ₹53.10 crore and security receipts amounting to ₹123.90 crore against which 100% impairment provision/fair value change has been recorded in the books of accounts.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

for the year ended 31st March 2025

Note 8.4: Includes amount receivable from related party ₹0.05 crore (Previous year Nil).

Note 9 Current tax (net)

Particulars	(₹in crore)	
	As at 31 st March 2025	As at 31 st March 2024
Net current tax asset / (liability) at the beginning (a)	185.17	264.03
Current tax expense (b)	571.25	422.72
Current tax expense on OCI (c)	(0.17)	(0.16)
Tax on ESOPs/RSU (d)	2.45	14.08
Current tax paid (e)	573.29	438.47
Current tax refund (f)	178.87	80.81
Tax related to earlier years (g)	(1.42)	(0.12)
Net current tax asset / (liability) at the end (a-b-c-d+e-f-g)	7.48	185.17

Note 10 Deferred tax assets (net)

As at 31st March 2025

	(₹in crore)			
	Deferred Tax Asset	Deferred Tax Liabilities	(Charged)/ credit during the year	Other comprehensive income
Depreciation on property, plant and equipment and amortisation of Other Intangible assets	10.92	-	(1.31)	-
Provision for employee benefits	5.54	-	0.45	-
Impairment allowance for financial assets	343.15	-	8.64	-
Derivative instruments in cash flow hedge	43.02	-	-	23.32
Expenses paid in advance (net of income received in advance)	-	146.96	(45.34)	-
Interest spread on assigned loans	-	77.02	53.09	-
Fair valuation of financial instruments held for trading	-	2.18	(2.41)	-
Others temporary differences	4.04	9.35	7.08	-
Total	406.67	235.51	20.20	23.32

As at 31st March 2024

	(₹in crore)			
	Deferred Tax Asset	Deferred Tax Liabilities	(Charged)/ credit during the year	Other comprehensive income
Depreciation on property, plant and equipment and amortisation of Other Intangible assets	12.23	-	(0.11)	-
Provision for employee benefits	5.09	-	0.69	(0.06)
Impairment allowance for financial assets	334.51	-	(45.88)	-
Derivative instruments in cash flow hedge	19.70	-	-	5.30
Expenses paid in advance (net of income received in advance)	-	101.62	(21.18)	-
Interest spread on assigned loans	-	130.11	44.74	-
Fair valuation of financial instruments held for trading	0.22	-	(4.07)	-
Others temporary differences	3.18	15.51	2.59	-
Total	374.93	247.24	(23.22)	5.24

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

for the year ended 31st March 2025

Note 11 Investment Property

Particulars	Gross carrying value			Depreciation			Net carrying value		
	As at 1 st April, 2024	Addition during the year	Adjustments/ Deductions during the year	As at 31 st March 2025	As at 1 st April, 2024	For the year	As at 31 st March 2025	As at 31 st March 2024	As at 31 st March 2024
Buildings	0.58	-	-	0.58	0.07	0.00	0.07	0.51	0.51
Total	0.58	-	-	0.58	0.07	0.00	0.07	0.51	0.51

Particulars	Gross carrying value			Depreciation			Net carrying value		
	As at 1 st April, 2023	Addition during the year	Adjustments/ Deductions during the year	As at 31 st March 2024	As at 1 st April, 2023	For the year	As at 31 st March 2024	As at 31 st March 2023	As at 31 st March 2023
Buildings	0.58	-	-	0.58	0.06	0.01	0.07	0.51	0.52
Total	0.58	-	-	0.58	0.06	0.01	0.07	0.51	0.52

Note 11.1: The Company has leased out its investments properties and same has been classified as operating leases on account that there was no transfer of substantial risk and rewards incidental to the ownership of the assets. Recognition of income and related expenses in profit or loss for investment properties are tabulated below:

Particulars	Current Year	Previous Year
Rental Income	0.13	0.13
Profit from investment properties before depreciation	0.13	0.13
Depreciation	(0.00)	(0.01)
Profit from investment properties	0.13	0.12

Note 11.2: Investment properties are leased to tenants under long term operating leases with rentals receivable on monthly basis. Minimum undiscounted lease payments receivable under non-cancellable leases of investment properties after the reporting period:

Particulars	As at 31 st March 2025	As at 31 st March 2024
Within one year	0.08	0.12
Later than one year but not later than five year	-	0.08
Later than five years	-	-

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

for the year ended 31st March 2025

Note 11.3: The fair value of the investment property has been determined on the basis of valuation carried out at the reporting date by a registered valuer as defined under rule 2 of Companies (Registered Valuers and Valuation) Rules, 2017. The fair value measurement for investment property has been categorised as Level 2 based on the valuation techniques used and inputs applied. The main inputs considered by the valuer are government rates, property location, market research, contracted rentals, discount rates and comparable values, as appropriate. The best estimate of fair value is current prices in an active market for similar properties. Fair value are as follows:

Reconciliation of fair value

Particulars	As at 31 st March 2025	As at 31 st March 2024	(₹ in crore)
Opening balance	5.64	5.64	5.64
Addition during the year	1.18	-	-
Deletion during the year	-	-	-
Fair value difference	-	-	-
Closing balance	6.82	5.64	

Note 12 Property plant and equipment

Particulars	Gross carrying value			Depreciation			Net carrying value		
	As at 1 st April, 2024	Addition during the year	Adjustments/ Deductions during the year	As at 31 st March 2025	For the year 1 st April, 2024	Adjustments/ Deductions during the year	As at 31 st March 2025	As at 31 st March 2024	As at 31 st March 2024
Buildings	37.72	-	-	37.72	5.21	1.21	6.42	31.30	32.51
Furniture & Fixtures	1918	3.28	1.75	20.71	12.47	2.45	13.51	7.20	6.71
Computers	53.31	13.71	0.80	66.22	33.58	9.86	42.69	23.53	1973
Office Equipment & Others	33.72	5.51	1.59	37.64	27.64	2.26	28.46	918	6.08
Leasehold Improvements	34.44	10.63	3.93	41.14	32.91	1.50	30.51	10.63	1.53
Total	178.37	33.13	8.07	203.43	111.81	17.28	121.59	81.84	66.56

Particulars	Gross carrying value			Depreciation			Net carrying value		
	As at 1 st April, 2023	Addition during the year	Adjustments/ Deductions during the year	As at 31 st March 2024	For the year 1 st April, 2023	Adjustments/ Deductions during the year	As at 31 st March 2024	As at 31 st March 2023	As at 31 st March 2023
Buildings	37.72	-	-	37.72	4.01	1.20	5.21	32.51	33.71
Furniture & Fixtures	1913	0.83	0.78	1918	1116	1.88	12.47	6.71	7.97
Computers	41.31	12.02	0.02	53.31	26.31	7.29	33.58	19.73	15.00
Office Equipment & Others	31.74	3.17	1.19	33.72	26.21	2.49	27.64	6.08	5.53
Leasehold Improvements	39.58	0.88	6.02	34.44	35.60	3.15	32.91	1.53	3.98
Total	169.48	16.90	8.01	178.37	103.29	16.01	111.81	66.56	66.19

- (i) There were no revaluation carried out by the Company during the years reported above.
- (ii) Title deeds of immovable property are held in the name of the Company.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

for the year ended 31st March 2025

Right of use

Particulars	Gross carrying value			Depreciation			Net carrying value		
	As at 1 st April, 2024	Addition during the year	Adjustments/ Deductions during the year	As at 31 st March 2025	As at 1 st April, 2024	For the year	As at 31 st March 2025	As at 31 st March 2024	As at 31 st March 2024
Building	189.79	43.13	33.61	199.31	66.92	31.11	66.85	132.46	122.87
Vehicle	0.31	-	-	0.31	0.04	0.10	0.14	0.17	0.27
Total	190.10	43.13	33.61	199.62	66.96	31.21	66.99	132.63	123.14

Particulars	Gross carrying value			Depreciation			Net carrying value		
	As at 1 st April, 2023	Addition during the year	Adjustments/ Deductions during the year	As at 31 st March 2024	As at 1 st April, 2023	For the year	As at 31 st March 2024	As at 31 st March 2023	As at 31 st March 2023
Building	169.87	91.13	71.21	189.79	104.28	27.40	66.92	122.87	65.59
Vehicle	-	0.31	-	0.31	-	0.04	0.04	0.27	-
Total	169.87	91.44	71.21	190.10	104.28	27.44	66.96	123.14	65.59

Note 12.1: Capital-Work-in Progress

(a) Capital-Work-in Progress ageing

Particulars	As at 31 st March 2025				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Projects in progress	4.30	0.36	0.01	-	4.67
Projects temporarily suspended	-	-	-	-	-

Particulars	As at 31 st March 2024				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Projects in progress	5.42	0.01	-	-	5.43
Projects temporarily suspended	-	-	-	-	-

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

for the year ended 31st March 2025

(b) For capital-work-in progress, where completion is overdue or has exceeded its cost compared to its original plan

Particulars	As at 31 st March 2025					(₹ in crore)
	To be completed in				Total	
	Less than 1 year	1-2 years	2-3 years	More than 3 years		
Overdue Projects	1.48	-	-	-	1.48	

Particulars	As at 31 st March 2024					(₹ in crore)
	To be completed in				Total	
	Less than 1 year	1-2 years	2-3 years	More than 3 years		
Overdue Projects	0.09	-	-	-	0.09	

Note 12.2: Intangible assets under development

(a) Intangible assets under development ageing

Particulars	As at 31 st March 2025					(₹ in crore)
	CWIP for a period of				Total	
	Less than 1 year	1-2 years	2-3 years	More than 3 years		
Projects in progress	7.90	3.25	0.32	-	11.47	
Projects temporarily suspended	-	-	-	-	-	

Particulars	As at 31 st March 2024					(₹ in crore)
	CWIP for a period of				Total	
	Less than 1 year	1-2 years	2-3 years	More than 3 years		
Projects in progress	8.05	1.77	-	-	9.82	
Projects temporarily suspended	-	-	-	-	-	

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

for the year ended 31st March 2025

(b) For Intangible assets under development, where completion is overdue or has exceeded its cost compared to its original plan

Particulars	As at 31 st March 2025					(₹ in crore)
	To be completed in					
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total	
Overdue Projects	11.02	-	-	-	11.02	
Particulars	As at 31 st March 2024					(₹ in crore)
	To be completed in					
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total	
Overdue Projects	4.25	-	-	-	4.25	

Note 13 Other Intangible Assets

Particulars	Gross carrying value				Amortisation				Net carrying value				(₹ in crore)
	As at 1 st April, 2024	Addition during the year	Adjustments/ Deductions during the year	As at 31 st March 2025	As at 1 st April, 2024	For the year	Adjustments/ Deductions during the year	As at 31 st March 2025	As at 31 st March 2025	As at 31 st March 2024	As at 31 st March 2024	As at 31 st March 2024	
	1 st April, 2024	31 st March 2025	31 st March 2025	31 st March 2025	1 st April, 2024	For the year	31 st March 2025	31 st March 2025	31 st March 2025	31 st March 2024	31 st March 2024	31 st March 2024	
Software	71.95	15.03	-	86.98	55.38	7.40	-	62.78	24.20	16.57	16.57	16.57	
Total	71.95	15.03	-	86.98	55.38	7.40	-	62.78	24.20	16.57	16.57	16.57	

Particulars	Gross carrying value				Amortisation				Net carrying value				(₹ in crore)
	As at 1 st April, 2023	Addition during the year	Adjustments/ Deductions during the year	As at 31 st March 2024	As at 1 st April, 2023	For the year	Adjustments/ Deductions during the year	As at 31 st March 2024	As at 31 st March 2024	As at 31 st March 2023	As at 31 st March 2023	As at 31 st March 2023	
	1 st April, 2023	31 st March 2024	31 st March 2024	31 st March 2024	1 st April, 2023	For the year	31 st March 2024	31 st March 2024	31 st March 2024	31 st March 2023	31 st March 2023	31 st March 2023	
Software	61.70	10.29	0.04	71.95	47.69	7.73	0.04	55.38	16.57	14.01	14.01	14.01	
Total	61.70	10.29	0.04	71.95	47.69	7.73	0.04	55.38	16.57	14.01	14.01	14.01	

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

for the year ended 31st March 2025

Note 14 Other non-financial assets

Particulars	(₹ in crore)	
	As at 31 st March 2025	As at 31 st March 2024
Unsecured considered good		
Prepaid expenses	13.66	12.77
GST input credit	30.07	28.98
Others	19.78	10.69
Total	63.51	52.44

Note 15 Derivative financial instruments*

Particulars	(₹ in crore)					
	As at 31 st March 2025			As at 31 st March 2024		
	Notional amounts	Fair value assets	Fair value liabilities	Notional amounts	Fair value assets	Fair value liabilities
Currency derivatives:						
Spot and forwards	1,490.16	4.73	53.88	816.40	-	55.35
Currency swaps	3,637.21	24.68	61.87	1,459.04	190.36	-
(i)	5,127.37	29.41	115.75	2,275.44	190.36	55.35
Interest rate derivatives:						
Forward rate agreements and interest rate swaps	1,000.00	-	-	1,000.00	-	-
(ii)	1,000.00	-	-	1,000.00	-	-
Margin money received from/(paid to) counter party bank						
Currency derivatives	-	15.10	-	-	-	-
Interest rate derivatives	-	21.12	-	-	-	-
(iii)	-	36.22	-	-	-	-
Total derivative financial instruments (i)+(ii)+(iii)	6,127.37	65.63	115.75	3,275.44	190.36	55.35
Included in above are derivatives held for hedging and risk management purposes as follows:						
Cash flow hedging:						
Currency derivatives	5,127.37	44.51	115.75	2,275.44	190.36	55.35
Interest rate derivatives	1,000.00	21.12	-	1,000.00	-	-
Total derivative financial instruments	6,127.37	65.63	115.75	3,275.44	190.36	55.35

* Refer Note 18.3, 43 and 46.2

Note 16 Trade payables

Particulars	(₹ in crore)	
	As at 31 st March 2025	As at 31 st March 2024
Total outstanding dues of micro enterprises and small enterprises	1.27	2.12
Total outstanding dues of creditors other than micro enterprises and small enterprises	16.27	17.62
Due to related parties	-	-
Total	17.54	19.74

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

for the year ended 31st March 2025

Note 16.1: Trade Payables ageing

(₹ in crore)

Particulars	Outstanding for following periods from due date of payment					
	As at 31 st March 2025					
	Unbilled	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) MSME	1.27	0.00	-	-	-	1.27
(ii) Others	15.79	0.40	0.08	-	-	16.27
(iii) Disputed dues – MSME	-	-	-	-	-	-
(iv) Disputed dues – Others	-	-	-	-	-	-
Total	17.06	0.40	0.08	-	-	17.54

Particulars	Outstanding for following periods from due date of payment					
	As at 31 st March 2024					
	Unbilled	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) MSME	2.07	0.05	-	-	-	2.12
(ii) Others	16.77	0.85	-	-	0.00	17.62
(iii) Disputed dues – MSME	-	-	-	-	-	-
(iv) Disputed dues – Others	-	-	-	-	-	-
Total	18.84	0.90	-	-	0.00	19.74

Note 16.2: The details of amounts outstanding to Micro, Small and Medium Enterprises under the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act) has been determined to the extent such parties have been identified on the basis of Information available with the Company. The amount of principal and interest outstanding during the year is as follows:

(₹ in crore)

Particulars	As at 31 st March 2025	As at 31 st March 2024
1. Principal amount due and remaining unpaid	0.00	0.05
2. Interest due on (1) above and the unpaid interest	-	-
3. Interest paid on all delayed payment under the MSMED Act	0.01	0.04
4. Payment made beyond the appointed day during the year	3.12	4.68
5. Interest due and payable for the period of delay other than (3) above	0.01	-
6. Interest accrued and remaining unpaid	0.01	0.02
7. Amount of further interest remaining due and payable in succeeding years	-	-
Total	3.15	4.79

Note 17 Debt securities

(₹ in crore)

Particulars	As at 31 st March 2025				As at 31 st March 2024			
	At amortised cost	At fair value through profit or loss	Designated at fair value through profit or loss	Total	At amortised cost	At fair value through profit or loss	Designated at fair value through profit or loss	Total
Secured								
Redeemable non convertible bonds	2,493.59	-	-	2,493.59	2,946.84	-	-	2,946.84
Redeemable non convertible debentures	2,880.85	-	-	2,880.85	1,600.39	-	-	1,600.39

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

for the year ended 31st March 2025

(₹in crore)

Particulars	As at 31 st March 2025				As at 31 st March 2024			
	At amortised cost	At fair value through profit or loss	Designated at fair value through profit or loss	Total	At amortised cost	At fair value through profit or loss	Designated at fair value through profit or loss	Total
Unsecured								
Commercial papers	3,199.01	-	-	3,199.01	3,304.70	-	-	3,304.70
Total	8,573.45	-	-	8,573.45	7,851.93	-	-	7,851.93
Debt securities in India	8,573.45	-	-	8,573.45	7,851.93	-	-	7,851.93
Debt securities outside India	-	-	-	-	-	-	-	-
Total	8,573.45	-	-	8,573.45	7,851.93	-	-	7,851.93

Note 17.1: Nature of security and terms of repayment:

a) Nature of security

Redeemable non-convertible bonds and debentures are secured by hypothecation of specific book debts to the extent of 1.00 to 1.25 times of outstanding amount.

b) Terms of repayment

(₹in crore)

Maturities	As at 31 st March 2025				As at 31 st March 2024			
	≤ 1 year	1 - 3 years	3 - 5 years	> 5 years	≤ 1 year	1 - 3 years	3 - 5 years	> 5 years
Bonds								
Rate of interest								
6.01% - 8.00%	-	-	-	-	455.00	-	-	-
8.01% - 9.00%	500.00	1,000.00	1,000.00	-	-	1,000.00	1,000.00	500.00
Debentures								
Rate of interest								
8.01% - 9.00%	-	1,552.00	1,300.00	29.00	950.00	222.00	400.00	29.00
	500.00	2,552.00	2,300.00	29.00	1,405.00	1,222.00	1,400.00	529.00

Note 17.2: The rate of interest and amount of repayment appearing in note 17.1(b) are as per the term of the debt instruments (i.e. excluding impact of effective interest rate). Further, refer note 45.1, 45.2 and 45.3 for compliance in relation to the utilisation of the borrowed fund and submission of underlying returns/statements.

Note 18 Borrowings (other than debt securities)

(₹in crore)

Particulars	As at 31 st March 2025				As at 31 st March 2024			
	At amortised cost	At fair value through profit or loss	Designated at fair value through profit or loss	Total	At amortised cost	At fair value through profit or loss	Designated at fair value through profit or loss	Total
Secured								
Term loans								
National housing bank	8,449.78	-	-	8,449.78	5,090.33	-	-	5,090.33
Banks	16,564.13	-	-	16,564.13	17,313.02	-	-	17,313.02
Financial Institution	522.49	-	-	522.49	157.49	-	-	157.49
External commercial borrowing	3,620.75	-	-	3,620.75	1,456.15	-	-	1,456.15
Bank overdraft	97.88	-	-	97.88	160.00	-	-	160.00
Loans from related party	5,149.99	-	-	5,149.99	2,691.63	-	-	2,691.63

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

for the year ended 31st March 2025

(₹ in crore)

Particulars	As at 31 st March 2025				As at 31 st March 2024			
	At amortised cost	At fair value through profit or loss	Designated at fair value through profit or loss	Total	At amortised cost	At fair value through profit or loss	Designated at fair value through profit or loss	Total
Unsecured								
Term loans								
Banks	1,150.00	-	-	1,150.00	1,775.00	-	-	1,775.00
Bank overdraft	-	-	-	-	23.33	-	-	23.33
Total	35,555.02	-	-	35,555.02	28,666.95	-	-	28,666.95
Borrowings in India	31,934.27	-	-	31,934.27	27,210.80	-	-	27,210.80
Borrowings outside India	3,620.75	-	-	3,620.75	1,456.15	-	-	1,456.15
Total	35,555.02	-	-	35,555.02	28,666.95	-	-	28,666.95

Note 18.1: Refinance from National Housing Bank (NHB):

a) Nature of security

- All the present and outstanding refinancing from NHB are secured by hypothecation of specific loans/ book debts to the extent of 1.0 to 1.20 times of outstanding amount.
- During FY25, the Company has availed ₹5,000.00 crore (Previous year ₹3,000.00 crores) under Liberalised Refinance Scheme ₹3,751.00 crore and Affordable Housing Finance ₹1,249.00 crore to provide refinance assistance in respect of eligible individual Housing loans.

b) Terms of repayment

(₹ in crore)

Maturities	As at 31 st March 2025				As at 31 st March 2024			
	≤ 1 year	1 - 3 years	3 - 5 years	> 5 years	≤ 1 year	1 - 3 years	3 - 5 years	> 5 years
4.50% - 5.50%	283.04	592.87	584.78	352.15	215.85	327.26	222.39	211.82
8.01% - 8.50%	843.63	1,940.74	1,417.88	2,434.69	643.50	1,376.13	931.57	1,161.81
	1,126.67	2,533.61	2,002.66	2,786.84	859.35	1,703.39	1,153.96	1,373.63

Note 18.2: Term loan from Banks and Financial Institutions:

a) Nature of security

- Term loan from Punjab National Bank (related party) are secured by hypothecation by way of exclusive charge on specific standard book debts of the Company with minimum asset cover of 1.10 times to be maintained at all times.
- Term loans from banks other than Punjab National Bank and financial institution are secured by hypothecation of specific book debts to the extent of 1.0 to 1.12 times of outstanding amount.

b) Terms of repayment

(₹ in crore)

Maturities	As at 31 st March 2025				As at 31 st March 2024			
	≤ 1 year	1 - 3 years	3 - 5 years	> 5 years	≤ 1 year	1 - 3 years	3 - 5 years	> 5 years
from related party:								
7.01% - 8.00%	1,500.00	200.00	100.00	-	1,200.00	-	-	-
8.01% - 9.00%	685.71	1,371.43	971.42	321.43	551.66	569.97	370.00	-
from others:								
7.01% - 8.00%	1,961.74	629.95	141.25	-	2,235.00	-	-	-
8.01% - 9.00%	6,555.65	6,605.10	2,232.05	118.61	5,703.98	8,042.23	3,013.97	260.70
	10,703.10	8,806.48	3,444.72	440.04	9,690.64	8,612.20	3,383.97	260.70

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for the year ended 31st March 2025

Note 18.3: External commercial borrowing:

a) Nature of security

- i) The ECB borrowings are secured against eligible housing loans/book debts and are hedged through currency swaps, interest rate swaps and forward contracts as per the applicable RBI guidelines.
- ii) The derivative contracts are initially recognised at fair value on the date of the transaction and all outstanding derivative transactions, on the date of balance sheet, are subsequently measured at fair value on that date. Where cash flow hedge accounting is used, fair value changes of the derivative contracts are recognised through the cash flow hedge reserve (through other comprehensive income) which is reclassified to profit and loss account as the hedged item effects profit and loss. Premium paid / discount received in advance (if any) on the derivative contracts, which are not intended for trading or speculation purposes, are amortised over the period of the contracts, if such contracts relate to monetary items as at the balance sheet date.
- iii) As at 31st March 2025, the Company has outstanding ECB of USD 425.00 million (equivalent to ₹3,637.21 crore) (31st March 2024 USD 175.00 million (equivalent to ₹1,459.04 crore)). The Company has undertaken cross currency swaps and principal only swaps to hedge the foreign currency risk of the ECB principal. Whereas the Company has entered floating to fixed coupon only swaps to hedge the floating interest and foreign currency risk of the coupon payments. All the derivative instruments are purely for hedging the underlying ECB transactions as per applicable RBI guidelines and not for any speculative purpose.

b) Terms of repayment

(₹in crore)

Maturities	As at 31 st March 2025				As at 31 st March 2024			
	≤ 1 year	1 - 3 years	3 - 5 years	> 5 years	≤ 1 year	1 - 3 years	3 - 5 years	> 5 years
SOFR + 120 - 140 bps	-	2,995.35	-	-	-	-	-	-
SOFR + 140 - 200 bps	641.86	-	-	-	833.74	625.30	-	-
	641.86	2,995.35	-	-	833.74	625.30	-	-

Note 18.4: Bank overdraft:

a) Nature of security

Overdraft facilities are secured by hypothecation of specific book debts to the extent of 1.0 to 1.12 times of outstanding amount.

b) Terms of Repayment

(₹in crore)

Maturities	As at 31 st March 2025				As at 31 st March 2024			
	≤ 1 year	1 - 3 years	3 - 5 years	> 5 years	≤ 1 year	1 - 3 years	3 - 5 years	> 5 years
Secured								
7.50% -8.50%	49.98	-	-	-	160.00	-	-	-
8.51% -9.50%	47.90	-	-	-	-	-	-	-
Unsecured								
7.50% -8.50%	-	-	-	-	23.33	-	-	-

Note 18.5: The rate of interest and amount of repayment appearing in note 18.1(b), 18.2(b) and 18.3(b) are as per the term of the respective instruments (i.e. excluding impact of effective interest rate). Further, refer note 45.1, 45.2 and 45.3 for compliance in relation to the utilisation of the borrowed fund and submission of underlying returns/statements.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

for the year ended 31st March 2025

Note 19 Deposits

(₹ in crore)

Particulars	As at 31 st March 2025				As at 31 st March 2024			
	At amortised cost	At fair value through profit or loss	Designated at fair value through profit or loss	Total	At amortised cost	At fair value through profit or loss	Designated at fair value through profit or loss	Total
Unsecured								
Deposits								
(i) From public* (Refer Note 19.2)	15,416.48	-	-	15,416.48	15,677.51	-	-	15,677.51
(ii) From banks (Refer Note 19.3)	296.40	-	-	296.40	295.75	-	-	295.75
(iii) From others	1,928.67	-	-	1,928.67	1,784.96	-	-	1,784.96
Total	17,641.55	-	-	17,641.55	17,758.22	-	-	17,758.22

* Refer note 36.31

Note 19.1: Refer note 45 for compliance in relation to the utilisation of the borrowed fund and submission of underlying returns/statements.

Note 19.2: Includes amount payable to related party ₹0.11 crore (Previous year Nil).

Note 19.3: Includes amount payable to related party ₹249.13 crore (Previous year ₹124.38 crore).

Note 20 Subordinated liabilities

(₹ in crore)

Particulars	As at 31 st March 2025				As at 31 st March 2024			
	At amortised cost	At fair value through profit or loss	Designated at fair value through profit or loss	Total	At amortised cost	At fair value through profit or loss	Designated at fair value through profit or loss	Total
Unsecured								
Redeemable non-convertible bonds	539.59	-	-	539.59	739.49	-	-	739.49
Total	539.59	-	-	539.59	739.49	-	-	739.49
Subordinated liabilities in India	539.59	-	-	539.59	739.49	-	-	739.49
Subordinated liabilities outside India	-	-	-	-	-	-	-	-
Total	539.59	-	-	539.59	739.49	-	-	739.49

Note 20.1: Nature of security and terms of repayment:

a) Nature of security

Redeemable non-convertible subordinated bonds are subordinated debt to present and future senior indebtedness of the Company and based on the balance term to maturity as at 31st March 2025, ₹81.82 crore (31st March 2024 ₹189.76 crore) qualify as Tier II Capital under regulatory guidelines for assessing capital adequacy.

b) Terms of repayment

(₹ in crore)

Maturities	As at 31 st March 2025				As at 31 st March 2024			
	≤ 1 year	1 - 3 years	3 - 5 years	> 5 years	≤ 1 year	1 - 3 years	3 - 5 years	> 5 years
Rate of interest								
8.01% - 9.00%	210.00	290.00	-	-	200.00	500.00	-	-
9.01% - 10.00%	-	-	39.70	-	-	-	39.70	-
	210.00	290.00	39.70	-	200.00	500.00	39.70	-

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

for the year ended 31st March 2025

Note 20.2: The rate of interest and amount of repayment appearing in note 20.1(b) are as per the term of the debt instruments.(i.e. excluding impact of effective interest rate). Further, refer note 45.1, 45.2 and 45.3 for compliance in relation to the utilisation of the borrowed fund and submission underlying returns/statements.

Note 21 Other financial liabilities

Particulars	(₹in crore)	
	As at 31 st March 2025	As at 31 st March 2024
Interest accrued but not due on deposits	0.24	4.33
Interest accrued but not due on borrowings (Refer Note 21.1)	401.69	334.63
Unpaid matured deposits and interest accrued thereon	0.18	40.13
Amount payable under assignments (Refer Note 21.2)	110.34	156.49
Book overdraft	1,821.39	1,166.61
Unpaid dividends	0.04	0.07
Other liabilities (Refer Note 21.3)	544.62	344.63
Lease liabilities (Refer Note 37)	145.69	132.97
Total	3,024.19	2,179.86

Note 21.1: Includes amount payable to related party ₹1.15 crore (previous year ₹0.99 crore).

Note 21.2: Includes amount payable to related party ₹54.67 crore (previous year ₹73.39 crore).

Note 21.3: Includes amount payable to related party ₹61.12 crore (previous year ₹27.21 crore).

Note 22 Provisions

Particulars	(₹in crore)	
	As at 31 st March 2025	As at 31 st March 2024
Retirement benefits	21.96	20.23
Total	21.96	20.23

Note 23 Other non-financial liabilities

Particulars	(₹in crore)	
	As at 31 st March 2025	As at 31 st March 2024
Advance received from customers	87.01	72.77
Statutory dues Payable	101.55	87.99
Other liabilities	45.25	33.23
Total	233.81	193.99

Note 24 Equity Share capital

Particulars	(₹in crore)	
	As at 31 st March 2025	As at 31 st March 2024
Authorised		
50,00,00,000 equity shares of ₹10/- each (31 st March 2024: 50,00,00,000)	500.00	500.00
Total	500.00	500.00
Issued, subscribed and paid-up		
25,99,25,043 equity shares of ₹10/- each fully paid up (31 st March 2024: 25,97,23,886)	259.93	259.72
Total	259.93	259.72

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

for the year ended 31st March 2025

Note 24.1: Reconciliation of number of shares outstanding and the amount of share capital at the beginning and end of the year:

Particulars	As at 31 st March 2025		As at 31 st March 2024	
	No. of shares	₹ in crore	No. of shares	₹ in crore
At the beginning of the year	259,723,886	259.72	168,855,818	168.86
Add: Share allotted pursuant to Rights Issue [^]	-	-	90,681,828	90.68
Add: Share allotted pursuant to exercise of stock option	201,157	0.21	186,240	0.18
Outstanding at the end of the year	259,925,043	259.93	259,723,886	259.72

Note 24.2: Detail of equity shareholding of Promoter

Promoter name	As at 31 st March 2025		
	No. of shares	% of total shares	% Change during the year*
Punjab National Bank	73,051,205	28.10%	(0.03%)

Promoter name	As at 31 st March 2024		
	No. of shares	% of total shares	% Change during the year*
Punjab National Bank	73,051,205	28.13%	(4.39%)

*Change during the year was on account of exercise of ESOPs by employees however previous year change was on account of Right issues and exercise of ESOPs by employees

[^]During the previous year (4th May, 2023) the Company had allotted 9,06,81,828 fully paid-up equity shares at a price of ₹275 per equity share (including premium of ₹265/- per equity share) aggregating to ₹2,493.76 crore to the eligible shareholders, as on the record date (5th April, 2023). The offer was in the ratio of 29 rights equity shares for every 54 equity shares held by the eligible equity shareholders on the said record date. The expenses in relation to the Rights Issue was ₹37.62 crore (excluding GST). The Rights Issue proceeds were utilised in accordance with the objects of the issue as stated in the offer document.

Note 24.3: Details of shareholders holding more than 5% of equity shares in the Company:

Particulars	As at 31 st March 2025		As at 31 st March 2024	
	No. of shares	% of Holding	No. of shares	% of Holding
Punjab National Bank	73,051,205	28.10	73,051,205	28.13
Quality Investments Holdings Pcc	27,124,311	10.44	84,884,311	32.68
Government Of Singapore	19,478,930	7.49	-	-
Asia Opportunities V (Mauritius) Limited	-	-	25,650,006	9.88
General Atlantic Singapore FII Pte. Limited	-	-	25,504,424	9.82

Note 24.4: Terms / Rights attached to equity shares

The Company has only one class of shares referred to as equity shares having a par value of ₹10/- per share. Each holder of equity shares is entitled to one vote per share. The Company declares and pays dividend in ₹ per share basis. Dividend distribution is for all equity shareholders who are eligible for dividend as on record date. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General meeting. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

Note 24.5: The Company has not allotted any share pursuant to contracts without payment being received in cash nor it has issued any bonus shares or bought back any shares, during the period of five years immediately preceding the reporting date.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

for the year ended 31st March 2025

Note 24.6: The Company has not:

- i. Issued any securities convertible into equity / preference shares.
- ii. Issued any shares where calls are unpaid.
- iii. Forfeited any shares.

Note 24.7: Capital Management:

The Company maintains an actively managed capital base to cover risks inherent in the business and is meeting the capital adequacy requirements as per the directives of the regulator. The adequacy of the Company capital is monitored using, among other measures, the regulations issued by NHB & RBI from time to time.

Company has complied in full with all its externally imposed capital requirements.

The primary objectives of the Company capital management policy are to ensure that it complies with externally imposed capital requirements and maintains strong credit ratings and healthy capital ratios in order to support its business and to maximise shareholder's value.

The Company manages its capital structure after taking in to consideration the inherent business risk and the changes in economic conditions. In order to maintain or adjust the capital structure, the Company may adjust the amount of dividend payment to shareholders, return of capital to shareholders or issue capital securities.

No changes have been made to the objectives, policies and processes from the previous years and they are reviewed by the Board of Director's at regular intervals.

Regulatory capital consists of Tier I capital, which includes owned funds comprising share capital, share premium, retained earnings including current year profit and free reserves less cash flow hedge reserve, deferred revenue expenditure and intangible assets. The book value of investment in shares of other non-banking financial companies including housing finance companies and in shares, debentures, bonds, outstanding loans and advances including hire purchase and lease finance made to and deposits with subsidiaries and companies in the same group exceeding, in aggregate 10% of owned funds will be reduced while arriving at the Tier I capital.

The other component of regulatory capital is Tier II Capital Instruments, which includes non convertible preference shares, revaluation reserve, general provision and loss reserves to the extent of one and one fourth percent of risk weighted asset, hybrid capital instruments and subordinated debts.(Refer Note 36.1)

Net debt to equity ratio

Particulars	(₹in crore)	
	As at 31 st March 2025	As at 31 st March 2024
Debt securities	8,573.45	7,851.93
Borrowings (other than debt securities)	35,555.02	28,666.95
Deposits	17,641.73	17,798.35
Subordinated liabilities	539.59	739.49
Less: Cash and cash equivalents	(2,160.38)	(2,142.20)
Less: Bank balance other than cash and cash equivalents (other than earmarked balances)	(1,438.86)	(464.05)
Net debt	58,710.55	52,450.47
Total equity- Shareholder funds	16,863.13	14,974.44
Net debt to equity ratio	3.48	3.50

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

for the year ended 31st March 2025

Note 24.8: Shares reserved for issue under ESOS

(i) Employee Stock Option Scheme and related scheme wise details are as follows:

Particulars	ESOS - 2016 Tranche I	ESOS - 2016 Tranche II	ESOS - 2016 Tranche III	ESOS - 2016 Tranche IV
Date of grant	22 nd April 2016	30 th August 2017	23 rd February 2018	27 th July 2018
Number of options granted	38,07,690	4,05,700	1,00,000	1,36,485
Exercise price per option	₹338.00	₹1,600.60	₹1,206.35	₹1,333.35
Date of vesting	The vesting will be as under:			
	25% on 22 nd April 2017	25% on 30 th August 2018	20% on 23 rd February 2019	25% on 27 th July 2019
	25% on 22 nd April 2018	25% on 30 th August 2019	20% on 23 rd February 2020	25% on 27 th July 2020
	25% on 22 nd April 2019	25% on 30 th August 2020	20% on 23 rd February 2021	25% on 27 th July 2021
	25% on 22 nd April 2020	25% on 30 th August 2021	20% on 23 rd February 2022	25% on 27 th July 2022
	-	-	20% on 23 rd February 2023	-
Exercise period	Within 3 years from the date of respective vesting			
Method of settlement	Through allotment of one equity share for each option granted			
Vesting conditions	Employee to remain in service on the date of vesting			

Particulars	ESOS - 2018 Tranche I	ESOS - 2018 Tranche II	ESOS - 2018 Tranche III	ESOS - 2018 Tranche IV
Date of grant	27 th July 2018	27 th July 2018	19 th March 2019	19 th August 2020
Number of options granted	18,15,000	2,35,000	1,81,200	45,000
Exercise price per option	₹1,333.35	₹1,333.35	₹847.40	₹261.15
Date of vesting	The vesting will be as under:			
	15% on 27 th July 2020	25% on 27 th July 2019	25% on 19 th March 2020	10% on 19 th August 2021
	28% on 27 th July 2021	25% on 27 th July 2020	25% on 19 th March 2021	20% on 19 th August 2022
	28% on 27 th July 2022	25% on 27 th July 2021	25% on 19 th March 2022	30% on 19 th August 2023
	29% on 27 th July 2023	25% on 27 th July 2022	25% on 19 th March 2023	40% on 19 th August 2024
Exercise period	Within 3 years from the date of respective vesting			
Method of settlement	Through allotment of one equity share for each option granted			
Vesting conditions	Employee to remain in service on the date of vesting			

Particulars	ESOS - 2016 Tranche V	ESOS - 2016 Tranche VI	ESOS - Restricted stock units 2020 Tranche I	ESOS - Restricted stock units 2020 Tranche II
Date of grant	19 th August 2020	21 st October 2022	15 th February 2021	26 th April 2022
Number of options granted	5,50,000	5,75,000	2,75,676	25,000
Exercise price per option	₹261.15	₹444.05	₹10.00	₹10.00
Date of vesting	The vesting will be as under:		The vesting will be as under:	
	10% on 19 th August 2021	20% on 21 st October 2023	10% on 15 th February 2022	10% on 26 th April 2023
	20% on 19 th August 2022	20% on 21 st October 2024	20% on 15 th February 2023	20% on 26 th April 2024
	30% on 19 th August 2023	30% on 21 st October 2025	30% on 15 th February 2024	30% on 26 th April 2025
	40% on 19 th August 2024	30% on 21 st October 2026	40% on 15 th February 2025	40% on 26 th April 2026
Exercise period	Within 3 years from the date of respective vesting		Within 1 years from the date of respective vesting	
Method of settlement	Through allotment of one equity share for each option granted		Through allotment of one equity share for each option granted	
Vesting conditions	Employee to remain in service on the date of vesting	Employee to remain in service on the date of vesting and other applicable performance conditions.	Employee to remain in service on the date of vesting and other applicable performance conditions.	

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Particulars	ESOS - 2018 Tranche VI	ESOS - 2018 Tranche V	ESOS - 2018 Tranche VII
Date of grant	8 th October 2021	26 th July 2021	28 th October 2021
Number of options granted	22,000	1,00,000	75,000
Exercise price per option	₹644.70	₹690.35	₹507.20
Date of vesting	The vesting will be as under:		
	10% on 8 th October 2022	10% on 26 th July 2022	10% on 28 th October 2022
	20% on 8 th October 2023	20% on 26 th July 2023	20% on 28 th October 2023
	30% on 8 th October 2024	30% on 26 th July 2024	30% on 28 th October 2024
	40% on 8 th October 2025	40% on 26 th July 2025	40% on 28 th October 2025
Exercise period	Within 3 years from the date of respective vesting	Within 3 years from the date of respective vesting	
Method of settlement	Through allotment of one equity share for each option granted	Through allotment of one equity share for each option granted	
Vesting conditions	Employee to remain in service on the date of vesting	Employee to remain in service on the date of vesting and other applicable performance conditions.	

Particulars	ESOS - 2018 Tranche VIII	ESOS - 2018 Tranche IX	ESOS - 2018 Tranche X	ESOS - 2018 Tranche XI
Date of grant	10 th December 2021	9 th June 2022	8 th August 2022	27 th October 2022
Number of options granted	75,000	25,000	6,78,559	2,00,000
Exercise price per option	₹588.10	₹345.20	₹345.30	₹431.20
Date of vesting	The vesting will be as under:			
	10% on 10 th December 2022	20% on 9 th June 2023	20% on 8 th August 2023	20% on 27 th October 2023
	20% on 10 th December 2023	20% on 9 th June 2024	20% on 8 th August 2024	20% on 27 th October 2024
	30% on 10 th December 2024	30% on 9 th June 2025	30% on 8 th August 2025	30% on 27 th October 2025
	40% on 10 th December 2025	30% on 9 th June 2026	30% on 8 th August 2026	30% on 27 th October 2026
Exercise period	Within 3 years from the date of respective vesting			
Method of settlement	Through allotment of one equity share for each option granted			
Vesting conditions	Employee to remain in service on the date of vesting and other applicable performance conditions.			

Particulars	ESOS - 2018 Tranche XII	ESOS - 2022 Tranche I	ESOS - 2022 Tranche II	ESOS - 2022 Tranche III
Date of grant	13 th April 2023	31 st May 2023	18 th July 2023	25 th September 2023
Number of options granted	60,000	2,86,500	18,000	41,000
Exercise price per option	₹438.85	₹483.15	₹643.40	₹688.15
Date of vesting	The vesting will be as under:			
	20% on 13 th April 2024	20% on 31 st May 2024	20% on 18 th July 2024	20% on 25 th September 2024
	20% on 13 th April 2025	20% on 31 st May 2025	20% on 18 th July 2025	20% on 25 th September 2025
	30% on 13 th April 2026	30% on 31 st May 2026	30% on 18 th July 2026	30% on 25 th September 2026
	30% on 13 th April 2027	30% on 31 st May 2027	30% on 18 th July 2027	30% on 25 th September 2027
Exercise period	Within 3 years from the date of respective vesting			
Method of settlement	Through allotment of one equity share for each option granted			
Vesting conditions	Employee to remain in service on the date of vesting and other applicable performance conditions.			

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

for the year ended 31st March 2025

Particulars	ESOS - 2022 Tranche IV	ESOS - Restricted stock units 2020 Tranche III	ESOS - Restricted stock units 2020 Tranche IV
Date of grant	16 th December 2023	31 st May 2023	5 th June 2024
Number of options granted	30,000	67,500	72,500
Exercise price per option	₹803.40	₹10	₹10
Date of vesting	The vesting will be as under:		
	20% on 16 th December 2024	20% on 31 st May 2024	20% on 5 th June 2025
	20% on 16 th December 2025	20% on 31 st May 2025	20% on 5 th June 2026
	30% on 16 th December 2026	30% on 31 st May 2026	30% on 5 th June 2027
	30% on 16 th December 2027	30% on 31 st May 2027	30% on 5 th June 2028
Exercise period	Within 3 years from the date of respective vesting	Within 1 years from the date of respective vesting	
Method of settlement	Through allotment of one equity share for each option granted	Through allotment of one equity share for each option granted	
Vesting conditions	Employee to remain in service on the date of vesting and other applicable performance conditions.	Employee to remain in service on the date of vesting and other applicable performance conditions.	

Particulars	ESOS - 2018 Tranche XIII	ESOS - 2018 Tranche XIV	ESOS - 2018 Tranche XV
Date of grant	5 th June 2024	12 th June 2024	20 th June 2024
Number of options granted	4,34,500	50,000	50,000
Exercise price per option	₹671.95	₹808.15	₹864.80
Date of vesting	The vesting will be as under:		
	20% on 5 th June 2025	20% on 12 th June 2025	20% on 20 th June 2025
	20% on 5 th June 2026	20% on 12 th June 2026	20% on 20 th June 2026
	30% on 5 th June 2027	30% on 12 th June 2027	30% on 20 th June 2027
	30% on 5 th June 2028	30% on 12 th June 2028	30% on 20 th June 2028
Exercise period	Within 3 years from the date of respective vesting		
Method of settlement	Through allotment of one equity share for each option granted		
Vesting conditions	Employee to remain in service on the date of vesting		

(ii) (a) Employee Stock Option Scheme movement and related weighted average exercise price are as follows:

Particulars	As at 31 st March 2025		
	ESOS - 2016 Tranche II	ESOS - 2016 Tranche IV	ESOS - 2016 Tranche VI
Options outstanding at the beginning of the year (a)	-	-	460,000
Options exercisable at the beginning of the year (b)	22,075	12,743	115,000
Options granted during the year (c)	-	-	-
Options lapsed / expired during the year (d)	22,075	7,621	-
Options vested during the year (e)	-	-	115,000
Options exercised during the year (f)	-	-	-
Options forfeited during the year (g)	-	-	-
Options outstanding at end of the year (h) = (a+c-e-g)	-	-	345,000
Options exercisable at the end of the year (i) = (b+e-d-f)	-	5,122	230,000
Weighted average exercise price per option (₹)	1,600.60	1,333.35	444.05
Weighted average remaining contractual life (year)	-	-	1.95

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for the year ended 31st March 2025

Particulars	As at 31 st March 2025	
	ESOS - Restricted stock units 2020 Tranche I	ESOS - Restricted stock units 2020 Tranche II
Options outstanding at the beginning of the year (a)	41,990	22,500
Options exercisable at the beginning of the year (b)	12,298	-
Options granted during the year (c)	-	-
Options lapsed / expired during the year (d)	205	-
Options vested during the year (e)	36,134	4,400
Options exercised during the year (f)	18,950	4,400
Options forfeited during the year (g)	5,856	600
Options outstanding at end of the year (h) = (a+c-e-g)	-	17,500
Options exercisable at the end of the year (i) = (b+e-d-f)	29,277	-
Weighted average exercise price per option (₹)	10.00	10.00
Weighted average remaining contractual life (year)	0.18	0.81

Particulars	As at 31 st March 2025			
	ESOS - 2018 Tranche I	ESOS - 2018 Tranche II	ESOS - 2018 Tranche III	ESOS - 2018 Tranche IV
Options outstanding at the beginning of the year (a)	-	-	-	8,000
Options exercisable at the beginning of the year (b)	336,175	19,750	15,000	-
Options granted during the year (c)	-	-	-	-
Options lapsed / expired during the year (d)	120,430	11,750	7,000	-
Options vested during the year (e)	-	-	-	8,000
Options exercised during the year (f)	-	-	2,500	8,000
Options forfeited during the year (g)	-	-	-	-
Options outstanding at end of the year (h) = (a+c-e-g)	-	-	-	-
Options exercisable at the end of the year (i) = (b+e-d-f)	215,745	8,000	5,500	-
Weighted average exercise price per option (₹)	1,333.35	1,333.35	847.40	261.15
Weighted average remaining contractual life (year)	0.24	0.04	0.12	-

Particulars	As at 31 st March 2025		
	ESOS - 2018 Tranche V	ESOS - 2018 Tranche VIII	ESOS - 2018 Tranche IX
Options outstanding at the beginning of the year (a)	70,000	52,500	20,000
Options exercisable at the beginning of the year (b)	22,600	11,700	-
Options granted during the year (c)	-	-	-
Options lapsed / expired during the year (d)	-	-	-
Options vested during the year (e)	26,400	19,800	4,400
Options exercised during the year (f)	-	-	4,400
Options forfeited during the year (g)	3,600	2,700	600
Options outstanding at end of the year (h) = (a+c-e-g)	40,000	30,000	15,000
Options exercisable at the end of the year (i) = (b+e-d-f)	49,000	31,500	-
Weighted average exercise price per option (₹)	690.35	588.10	345.20
Weighted average remaining contractual life (year)	1.22	1.49	1.65

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for the year ended 31st March 2025

Particulars	As at 31 st March 2025			
	ESOS - 2018 Tranche X	ESOS - 2018 Tranche XI	ESOS - 2018 Tranche XII	ESOS - Restricted stock units 2020 Tranche III
Options outstanding at the beginning of the year (a)	394,075	160,000	60,000	58,000
Options exercisable at the beginning of the year (b)	19,773	-	-	-
Options granted during the year (c)	-	-	-	-
Options lapsed / expired during the year (d)	-	-	-	229
Options vested during the year (e)	89,412	35,200	10,560	9,164
Options exercised during the year (f)	69,837	-	10,560	6,784
Options forfeited during the year (g)	21,121	4,800	1,440	7,636
Options outstanding at end of the year (h) = (a+c-e-g)	283,542	120,000	48,000	41,200
Options exercisable at the end of the year (i) = (b+e-d-f)	39,348	35,200	-	2,151
Weighted average exercise price per option (₹)	345.30	431.20	438.85	10.00
Weighted average remaining contractual life (year)	1.79	1.96	2.33	1.71

Particulars	As at 31 st March 2025			
	ESOS - 2022 Tranche I	ESOS - 2022 Tranche II	ESOS - 2022 Tranche III	ESOS - 2022 Tranche IV
Options outstanding at the beginning of the year (a)	234,000	18,000	41,000	30,000
Options exercisable at the beginning of the year (b)	-	-	-	-
Options granted during the year (c)	-	-	-	-
Options lapsed / expired during the year (d)	50	-	-	-
Options vested during the year (e)	42,627	3,420	7,370	5280
Options exercised during the year (f)	32,207	-	2,280	-
Options forfeited during the year (g)	36,173	180	830	720
Options outstanding at end of the year (h) = (a+c-e-g)	155,200	14,400	32,800	24,000
Options exercisable at the end of the year (i) = (b+e-d-f)	10,370	3,420	5,090	5,280
Weighted average exercise price per option (₹)	483.15	643.40	688.15	803.40
Weighted average remaining contractual life (year)	2.45	2.57	2.74	2.94

Particulars	As at 31 st March 2025			
	ESOS - Restricted stock units 2020 Tranche IV	ESOS - 2018 Tranche XIII	ESOS - 2018 Tranche XIV	ESOS - 2018 Tranche XV
Options outstanding at the beginning of the year (a)	-	-	-	-
Options exercisable at the beginning of the year (b)	-	-	-	-
Options granted during the year (c)	72,500	434,500	50,000	50,000
Options lapsed / expired during the year (d)	-	-	-	-
Options vested during the year (e)	-	-	-	-
Options exercised during the year (f)	-	-	-	-
Options forfeited during the year (g)	4,500	11,000	-	-
Options outstanding at end of the year (h) = (a+c-e-g)	68,000	423,500	50,000	50,000
Options exercisable at the end of the year(i) = (b+e-d-f)	-	-	-	-
Weighted average exercise price per option (₹)	10.00	671.95	808.15	864.80
Weighted average remaining contractual life (year)	2.38	3.38	3.40	3.42

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for the year ended 31st March 2025

Particulars	As at 31 st March 2024			
	ESOS - 2016 Tranche I	ESOS - 2016 Tranche II	ESOS - 2016 Tranche IV	ESOS - 2016 Tranche VI
Options outstanding at the beginning of the year (a)	-	-	-	575,000
Options exercisable at the beginning of the year (b)	10,300	51,650	19,114	-
Options granted during the year (c)	-	-	-	-
Options lapsed / expired during the year (d)	4,250	29,575	6,371	-
Options vested during the year (e)	-	-	-	115,000
Options exercised during the year (f)	6,050	-	-	-
Options forfeited during the year (g)	-	-	-	-
Options outstanding at end of the year (h) = (a+c-e-g)	-	-	-	460,000
Options exercisable at the end of the year (i) = (b+e-d-f)	-	22,075	12,743	115,000
Weighted average exercise price per option (₹)	338.00	1,600.60	1,333.35	444.05
Weighted average remaining contractual life (year)	-	0.05	-	2.80

Particulars	As at 31 st March 2024	
	ESOS - Restricted stock units 2020 Tranche I	ESOS - Restricted stock units 2020 Tranche II
Options outstanding at the beginning of the year (a)	81,209	25,000
Options exercisable at the beginning of the year (b)	23,194	-
Options granted during the year (c)	-	-
Options lapsed / expired during the year (d)	8,123	-
Options vested during the year (e)	23,970	2,100
Options exercised during the year (f)	26,743	2,100
Options forfeited during the year (g)	15,249	400
Options outstanding at end of the year (h) = (a+c-e-g)	41,990	22,500
Options exercisable at the end of the year (i) = (b+e-d-f)	12,298	-
Weighted average exercise price per option (₹)	10.00	10.00
Weighted average remaining contractual life (year)	0.68	1.62

Particulars	As at 31 st March 2024			
	ESOS - 2018 Tranche I	ESOS - 2018 Tranche II	ESOS - 2018 Tranche III	ESOS - 2018 Tranche IV
Options outstanding at the beginning of the year (a)	139,200	-	-	14,000
Options exercisable at the beginning of the year (b)	340,800	34,125	33,450	6,000
Options granted during the year (c)	-	-	-	-
Options lapsed / expired during the year (d)	136,575	14,375	18,450	-
Options vested during the year (e)	131,950	-	-	6,000
Options exercised during the year (f)	-	-	-	12,000
Options forfeited during the year (g)	7,250	-	-	-
Options outstanding at end of the year (h) = (a+c-e-g)	-	-	-	8,000
Options exercisable at the end of the year (i) = (b+e-d-f)	336,175	19,750	15,000	-
Weighted average exercise price per option (₹)	1,333.35	1,333.35	847.40	261.15
Weighted average remaining contractual life (year)	0.57	0.21	0.37	1.27

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for the year ended 31st March 2025

Particulars	As at 31 st March 2024			
	ESOS - 2018 Tranche V	ESOS - 2018 Tranche VII	ESOS - 2018 Tranche VIII	ESOS - 2018 Tranche IX
Options outstanding at the beginning of the year (a)	90,000	13,500	67,500	25,000
Options exercisable at the beginning of the year (b)	10,000	1,500	7,500	-
Options granted during the year (c)	-	-	-	-
Options lapsed / expired during the year (d)	3,000	450	7,500	-
Options vested during the year (e)	15,600	1,680	11,700	3,800
Options exercised during the year (f)	-	2,730	-	3,800
Options forfeited during the year (g)	4,400	11,820	3,300	1,200
Options outstanding at end of the year (h) = (a+c-e-g)	70,000	-	52,500	20,000
Options exercisable at the end of the year (i) = (b+e-d-f)	22,600	-	11,700	-
Weighted average exercise price per option (₹)	690.35	507.20	588.10	345.20
Weighted average remaining contractual life (year)	1.97	2.19	2.29	2.47

Particulars	As at 31 st March 2024			
	ESOS - 2018 Tranche X	ESOS - 2018 Tranche XI	ESOS - 2018 Tranche XII	ESOS - Restricted stock units 2020 Tranche III
Options outstanding at the beginning of the year (a)	566,590	200,000	-	-
Options exercisable at the beginning of the year (b)	-	-	-	-
Options granted during the year (c)	-	-	60,000	67,500
Options lapsed / expired during the year (d)	-	-	-	-
Options vested during the year (e)	79,881	31,200	-	-
Options exercised during the year (f)	60,108	31,200	-	-
Options forfeited during the year (g)	92,634	8,800	-	9,500
Options outstanding at end of the year (h) = (a+c-e-g)	394,075	160,000	60,000	58,000
Options exercisable at the end of the year (i) = (b+e-d-f)	19,773	-	-	-
Weighted average exercise price per option (₹)	345.30	431.20	438.85	10.00
Weighted average remaining contractual life (year)	2.62	2.82	3.24	2.67

Particulars	As at 31 st March 2024			
	ESOS - 2022 Tranche I	ESOS - 2022 Tranche II	ESOS - 2022 Tranche III	ESOS - 2022 Tranche IV
Options outstanding at the beginning of the year (a)	-	-	-	-
Options exercisable at the beginning of the year (b)	-	-	-	-
Options granted during the year (c)	286,500	18,000	41,000	30,000
Options lapsed / expired during the year (d)	-	-	-	-
Options vested during the year (e)	-	-	-	-
Options exercised during the year (f)	-	-	-	-
Options forfeited during the year (g)	52,500	-	-	-
Options outstanding at end of the year (h) = (a+c-e-g)	234,000	18,000	41,000	30,000
Options exercisable at the end of the year (i) = (b+e-d-f)	-	-	-	-
Weighted average exercise price per option (₹)	483.15	643.40	688.15	803.40
Weighted average remaining contractual life (year)	3.37	3.50	3.69	3.91

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for the year ended 31st March 2025

(ii) (b) Pursuant to Rights Issue Employee Stock Option Scheme movement and related weighted average exercise price are as follows:

Particulars	As at 31 st March 2025		
	ESOS - 2016 Tranche II	ESOS - 2016 Tranche IV	ESOS - 2016 Tranche VI
Options outstanding at the beginning of the year (a)	-	-	133,907
Options exercisable at the beginning of the year (b)	60,870	12,891	33,477
Options granted during the year (c)	-	-	-
Options lapsed / expired during the year (d)	60,870	7,710	-
Options vested during the year (e)	-	-	33,477
Options exercised during the year (f)	-	-	-
Options forfeited during the year (g)	-	-	-
Options outstanding at end of the year (h) = (a+c-e-g)	-	-	100,430
Options exercisable at the end of the year (i) = (b+e-d-f)	-	5,181	66,954
Weighted average exercise price per option (₹)	-	1,333.35	444.05
Weighted average remaining contractual life (year)	-	0.32	3.26

Particulars	As at 31 st March 2025			
	ESOS - 2018 Tranche I	ESOS - 2018 Tranche II	ESOS - 2018 Tranche III	ESOS - 2018 Tranche IV
Options outstanding at the beginning of the year (a)	1	-	-	2,451
Options exercisable at the beginning of the year (b)	340,071	27,658	37,356	-
Options granted during the year (c)	-	-	-	-
Options lapsed / expired during the year (d)	121,826	16,455	13,697	-
Options vested during the year (e)	-	-	-	2,451
Options exercised during the year (f)	-	-	9,962	2,451
Options forfeited during the year (g)	1	-	-	-
Options outstanding at end of the year (h) = (a+c-e-g)	-	-	-	-
Options exercisable at the end of the year (i) = (b+e-d-f)	218,245	11,203	13,697	-
Weighted average exercise price per option (₹)	1,333.35	1,333.35	847.40	261.15
Weighted average remaining contractual life (year)	0.83	0.32	0.97	-

Particulars	As at 31 st March 2025		
	ESOS - 2018 Tranche V	ESOS - 2018 Tranche VIII	ESOS - 2018 Tranche IX
Options outstanding at the beginning of the year (a)	27,501	17,978	5,590
Options exercisable at the beginning of the year (b)	8,879	4,006	-
Options granted during the year (c)	-	-	-
Options lapsed / expired during the year (d)	-	-	-
Options vested during the year (e)	10,371	6,780	1,230
Options exercised during the year (f)	-	-	1,230
Options forfeited during the year (g)	1,415	925	168
Options outstanding at end of the year (h) = (a+c-e-g)	15,715	10,273	4,192
Options exercisable at the end of the year (i) = (b+e-d-f)	19,250	10,786	-
Weighted average exercise price per option (₹)	690.35	588.10	345.20
Weighted average remaining contractual life (year)	2.44	2.99	3.69

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Particulars	As at 31 st March 2025			
	ESOS - 2018 Tranche X	ESOS - 2018 Tranche XI	ESOS - Restricted stock units 2020 Tranche I	ESOS - Restricted stock units 2020 Tranche II
Options outstanding at the beginning of the year (a)	108,417	46,048	7,129	3,847
Options exercisable at the beginning of the year (b)	6,747	-	1,889	-
Options granted during the year (c)	-	-	-	-
Options lapsed / expired during the year (d)	-	-	13	-
Options vested during the year (e)	24,585	10,130	6,091	752
Options exercised during the year (f)	23,613	-	3,231	752
Options forfeited during the year (g)	5,824	1,382	1,038	103
Options outstanding at end of the year (h) = (a+c-e-g)	78,008	34,536	-	2,992
Options exercisable at the end of the year (i) = (b+e-d-f)	7,719	10,130	4,736	-
Weighted average exercise price per option (₹)	345.30	431.20	10.00	10.00
Weighted average remaining contractual life (year)	3.70	3.74	0.88	1.64

Particulars	As at 31 st March 2024			
	ESOS - 2016 Tranche I	ESOS - 2016 Tranche II	ESOS - 2016 Tranche IV	ESOS - 2016 Tranche VI
Options outstanding at the beginning of the year (a)	-	-	-	-
Options exercisable at the beginning of the year (b)	-	-	-	-
Options granted during the year (c)	6,364	142,428	19,334	167,384
Options lapsed / expired during the year (d)	31	73,974	6,443	-
Options vested during the year (e)	6,364	134,844	19,334	33,477
Options exercised during the year (f)	6,333	-	-	-
Options forfeited during the year (g)	-	7,584	-	-
Options outstanding at end of the year (h) = (a+c-e-g)	-	-	-	133,907
Options exercisable at the end of the year (i) = (b+e-d-f)	-	60,870	12,891	33,477
Weighted average exercise price per option (₹)	-	1,600.60	1,333.35	444.05
Weighted average remaining contractual life (year)	-	0.42	0.82	4.26

Particulars	As at 31 st March 2024			
	ESOS - 2018 Tranche I	ESOS - 2018 Tranche II	ESOS - 2018 Tranche III	ESOS - 2018 Tranche IV
Options outstanding at the beginning of the year (a)	-	-	-	-
Options exercisable at the beginning of the year (b)	-	-	-	-
Options granted during the year (c)	485,563	47,790	83,301	6,129
Options lapsed / expired during the year (d)	129,179	20,132	45,945	-
Options vested during the year (e)	469,250	47,790	83,301	3,678
Options exercised during the year (f)	-	-	-	3,678
Options forfeited during the year (g)	16,312	-	-	-
Options outstanding at end of the year (h) = (a+c-e-g)	1	-	-	2,451
Options exercisable at the end of the year (i) = (b+e-d-f)	340,071	27,658	37,356	-
Weighted average exercise price per option (₹)	1,333.35	1,333.35	847.40	261.15
Weighted average remaining contractual life (year)	1.34	0.67	1.47	3.39

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Particulars	As at 31 st March 2024			
	ESOS - 2018 Tranche V	ESOS - 2018 Tranche VII	ESOS - 2018 Tranche VIII	ESOS - 2018 Tranche IX
Options outstanding at the beginning of the year (a)	-	-	-	-
Options exercisable at the beginning of the year (b)	-	-	-	-
Options granted during the year (c)	39,288	5,758	25,683	6,988
Options lapsed / expired during the year (d)	-	-	-	-
Options vested during the year (e)	8,879	1,048	4,006	1,062
Options exercised during the year (f)	-	1,048	-	1,062
Options forfeited during the year (g)	2,908	4,710	3,699	336
Options outstanding at end of the year (h) = (a+c-e-g)	27,501	-	17,978	5,590
Options exercisable at the end of the year (i) = (b+e-d-f)	8,879	-	4,006	-
Weighted average exercise price per option (₹)	690.35	-	588.10	345.20
Weighted average remaining contractual life (year)	3.43	-	3.98	4.32

Particulars	As at 31 st March 2024			
	ESOS - 2018 Tranche X	ESOS - 2018 Tranche XI	ESOS - Restricted stock units 2020 Tranche I	ESOS - Restricted stock units 2020 Tranche II
Options outstanding at the beginning of the year (a)	-	-	-	-
Options exercisable at the beginning of the year (b)	-	-	-	-
Options granted during the year (c)	155,876	57,560	17,872	4,274
Options lapsed / expired during the year (d)	-	-	-	-
Options vested during the year (e)	21,964	8,979	6,722	359
Options exercised during the year (f)	15,217	8,979	4,833	359
Options forfeited during the year (g)	25,495	2,533	4,021	68
Options outstanding at end of the year (h) = (a+c-e-g)	108,417	46,048	7,129	3,847
Options exercisable at the end of the year (i) = (b+e-d-f)	6,747	-	1,889	-
Weighted average exercise price per option (₹)	345.30	431.20	10.00	10.00
Weighted average remaining contractual life (year)	4.36	4.70	1.68	2.29

For the year ended 31st March 2025

ESOS - 2018 Tranche III: Weighted average share price at the date of the exercise of the stock option is ₹995.70

ESOS - 2018 Tranche IV: Weighted average share price at the date of the exercise of the stock option is ₹995.70

ESOS - 2018 Tranche IX: Weighted average share price at the date of the exercise of the stock option is ₹903.98

ESOS - 2018 Tranche X: Weighted average share price at the date of the exercise of the stock option is ₹866.74

ESOS - 2018 Tranche XII: Weighted average share price at the date of the exercise of the stock option is ₹995.70

ESOS - 2022 Tranche I: Weighted average share price at the date of the exercise of the stock option is ₹925.17

ESOS - 2022 Tranche III: Weighted average share price at the date of the exercise of the stock option is ₹963.15

ESOS - Restricted stock units 2020 Tranche I: Weighted average share price at the date of the exercise of the stock option is ₹851.39

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ESOS - Restricted stock units 2020 Tranche II: Weighted average share price at the date of the exercise of the stock option is ₹866.60

ESOS - Restricted stock units 2020 Tranche III: Weighted average share price at the date of the exercise of the stock option is ₹927.79

For the year ended 31st March 2024

ESOS - 2016 Tranche I: Weighted average share price at the date of the exercise of the stock option is ₹571.88

ESOS - 2018 Tranche IV: Weighted average share price at the date of the exercise of the stock option is ₹656.39

ESOS - 2018 Tranche VII: Weighted average share price at the date of the exercise of the stock option is ₹782.90

ESOS - 2018 Tranche IX: Weighted average share price at the date of the exercise of the stock option is ₹778.40

ESOS - 2018 Tranche X: Weighted average share price at the date of the exercise of the stock option is ₹698.67

ESOS - 2018 Tranche XI: Weighted average share price at the date of the exercise of the stock option is ₹796.05

ESOS - Restricted stock units 2020 Tranche I: Weighted average share price at the date of the exercise of the stock option is ₹694.70

ESOS - Restricted stock units 2020 Tranche II: Weighted average share price at the date of the exercise of the stock option is ₹730.58

(iii) Black-Scholes Model have been used to derive the fair value of the stock option granted, taking in to account the terms and conditions upon which the share options were granted. The fair value of each stock options and the related parameters considered for the same are:

Particulars	ESOS - 2016 Tranche I	ESOS - 2016 Tranche II	ESOS - 2016 Tranche III	ESOS - 2016 Tranche IV
Estimated value of stock option (₹)	111.71	546.15	487.10	511.64
Share price at grant date (₹)	338.00	1,600.60	1,206.35	1,333.35
Exercise price (₹)	338.00	1,600.60	1,206.35	1,333.35
Expected volatility (%)*	40.65	40.97	35.60	35.60
Dividend yield rate (%)	1.24	0.31	0.39	0.55
Expected life of options** (year)	3.00	3.00	4.50	4.00
Risk free rate of interest (%)	7.23	6.30	7.43	7.79

Particulars	ESOS - 2018 Tranche I	ESOS - 2018 Tranche II	ESOS - 2018 Tranche III	ESOS - 2018 Tranche IV
Estimated value of stock option (₹)	593.17	511.64	321.87	120.56
Share price at grant date (₹)	1,333.35	1,333.35	847.40	261.15
Exercise price (₹)	1,333.35	1,333.35	847.40	261.15
Expected volatility (%)*	35.60	35.60	41.02	48.34
Dividend yield rate (%)	0.53	0.55	1.06	-
Expected life of options** (year)	5.21	4.00	4.00	4.50
Risk free rate of interest (%)	7.90	7.79	6.97	5.06

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

for the year ended 31st March 2025

Particulars	ESOS - 2016 Tranche V	ESOS - 2016 Tranche VI	ESOS - Restricted stock units 2020 Tranche I	ESOS - Restricted stock units 2020 Tranche II
Estimated value of stock option (₹)	120.56	214.75	348.04	380.13
Share price at grant date (₹)	261.15	444.05	356.40	388.20
Exercise price (₹)	261.15	444.05	10.00	10.00
Expected volatility (%)*	48.35	50.64	49.05	52.01
Dividend yield rate (%)	-	-	-	-
Expected life of options** (year)	4.50	4.21	3.50	3.50
Risk free rate of interest (%)	5.06	7.26	5.10	6.07

Particulars	ESOS - 2018 Tranche V	ESOS - 2018 Tranche VI	ESOS - 2018 Tranche VII	ESOS - 2018 Tranche VIII
Estimated value of stock option (₹)	332.79	308.88	243.69	282.65
Share price at grant date (₹)	690.35	644.70	507.20	588.10
Exercise price (₹)	690.35	644.70	507.20	588.10
Expected volatility (%)*	51.06	50.77	50.91	51.04
Dividend yield rate (%)	-	-	-	-
Expected life of options** (year)	4.50	4.50	4.50	4.50
Risk free rate of interest (%)	5.28	5.20	5.24	5.19

Particulars	ESOS - 2018 Tranche IX	ESOS - 2018 Tranche X	ESOS - 2018 Tranche XI	ESOS - 2018 Tranche XII
Estimated value of stock option (₹)	166.72	166.16	208.11	214.71
Share price at grant date (₹)	345.20	345.30	431.20	438.85
Exercise price (₹)	345.20	345.30	431.20	438.85
Expected volatility (%)*	51.30	51.03	50.65	52.25
Dividend yield rate (%)	-	-	-	-
Expected life of options** (year)	4.21	4.21	4.21	4.21
Risk free rate of interest (%)	6.94	6.92	7.19	6.97

Particulars	ESOS - 2022 Tranche I	ESOS - 2022 Tranche II	ESOS - 2022 Tranche III	ESOS - 2022 Tranche IV
Estimated value of stock option (₹)	233.39	311.81	332.51	373.48
Share price at grant date (₹)	483.15	643.40	688.15	803.40
Exercise price (₹)	483.15	643.40	688.15	803.40
Expected volatility (%)*	51.56	51.62	51.00	47.82
Dividend yield rate (%)	-	-	-	-
Expected life of options** (year)	4.21	4.21	4.21	4.21
Risk free rate of interest (%)	6.81	6.90	7.06	7.03

Particulars	ESOS - Restricted stock units 2020 Tranche III	ESOS - Restricted stock units 2020 Tranche IV	ESOS - 2018 Tranche XIII	ESOS - 2018 Tranche XIV
Estimated value of stock option (₹)	475.08	663.92	313.91	377.90
Share price at grant date (₹)	483.15	671.95	671.95	808.15
Exercise price (₹)	10.00	10.00	671.95	808.15
Expected volatility (%)*	51.25	47.53	48.47	48.64
Dividend yield rate (%)	-	-	-	-
Expected life of options** (year)	3.20	3.20	4.20	4.20
Risk free rate of interest (%)	6.78	6.95	6.96	6.91

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Particulars	ESOS - 2018 Tranche XV
Estimated value of stock option (₹)	392.74
Share price at grant date (₹)	864.80
Exercise price (₹)	864.80
Expected volatility (%)*	48.68
Dividend yield rate (%)	-
Expected life of options** (year)	4.20
Risk free rate of interest (%)	6.88

*Expected volatility has been computed basis the expected life.

**Expected life of the share option is based on the date of grant and is not necessarily indicative of exercise pattern that may occur.

(iv) The expenses recognised for the employee services received during the year are as follows:

Particulars	Current Year	Previous Year
Expenses arising from equity settled share based payment transaction	17.68	14.46
Expenses arising from cash settled share based payment transaction	-	-
Total	17.68	14.46

Note 24.9: Dividend declared and paid

Dividend declared during the financial year:

Particulars	Net profit for the accounting period# (₹ in crore)	Rate of dividend (%)*	Amount of dividend (₹ in crore)	Dividend pay out ratio (%)
April 2024- March 2025	1,948.95	50%	129.96	6.67%
April 2023- March 2024	1,527.42	-	-	-

#Net profit for the accounting period is based on standalone financial statement of the Company.

*The Board of Directors have recommended a dividend of ₹5 per equity share (Previous Year Nil). This is subject to the approval of shareholders at the ensuing Annual General Meeting.

Dividend paid during the financial year:

Particulars	Current Year	Previous Year
Dividend on ordinary shares:		
Final dividend for 2025: ₹Nil per share	-	-
Final dividend for 2024: ₹Nil per share	-	-
Total	-	-

Note 25 Other equity (Nature and purpose of reserves)

Particulars	As at 31 st March 2025	As at 31 st March 2024
Share application money	-	-
Share premium reserve	6,463.63	6,453.26
Special reserve	1,760.76	1,415.76
Statutory reserve	449.97	404.97
Share option outstanding account	50.94	46.55
Retained earnings	8,005.83	6,452.78
Effective portion of cash flow hedges	(127.93)	(58.60)
Total	16,603.20	14,714.72

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

for the year ended 31st March 2025

Share application money

Share application money pending allotment whereby the amount has been received on the application, of which allotment is not yet made.

Securities premium

Securities premium includes :

- » amount of premium received on issue of equity shares and;
- » fair value of the stock options which are treated as expense, if any, in respect of shares allotted pursuant to Employee Stock Options Scheme.

The securities premium can be utilised only for limited purposes such as issuance of bonus shares, issue expenses of securities which qualify as equity instruments in accordance with the provisions of the Companies Act, 2013.

Special reserve and Statutory reserve

In accordance with Section 29C(i) of the National Housing Bank Act, 1987, the Company is required to transfer at least 20% of its net profit every year to a reserve fund (statutory reserve) before any dividend is declared.

The Company has created a special reserve in terms of clause (viii) of sub-section (1) of section 36 of the Income-tax Act, 1961 and the same is considered to be an eligible transfer for the purposes of section 29C (i).

Share option outstanding account

The cost of equity settled transactions is determined by the fair value at the date when the grant is made using the Black-Scholes Model. The cumulative expense recognised for equity settled transaction is credited to share option outstanding account in equity.

Retained Earnings

Retained earnings are profits earned by the Company after transfer to general reserve and payment of dividend to shareholders.

Effective portion of cash flow hedges

The Company uses hedging instruments as part of its management of foreign currency risk and interest rate risk associated on borrowings. For hedging foreign currency and interest rate risk, the Company uses foreign currency forward contracts, cross currency swaps and interest rate swaps. To the extent these hedges are effective, the change in fair value of the hedging instrument is recognised in the cash flow hedging reserve. Amounts recognised in the cash flow hedging reserve is reclassified to the statement of profit or loss when the hedged item affects profit or loss (e.g. interest payments).

Note 26 Interest income

(₹in crore)

Particulars	Current Year			Previous Year		
	On financial assets measured at Amortised cost	Interest income on financial assets classified as fair value through profit or loss	Total	On financial assets measured at Amortised cost	Interest income on financial assets classified as fair value through profit or loss	Total
Loans	6,887.12	-	6,887.12	6,244.43	-	6,244.43
Investments						
Financial investments - Debt	172.22	-	172.22	173.82	-	173.82
Financial asset valued at fair value through profit and loss	-	155.39	155.39	-	175.03	175.03
Deposits with banks	53.21	-	53.21	144.01	-	144.01

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

for the year ended 31st March 2025

(₹ in crore)

Particulars	Current Year			Previous Year		
	On financial assets measured at Amortised cost	Interest income on financial assets classified as fair value through profit or loss	Total	On financial assets measured at Amortised cost	Interest income on financial assets classified as fair value through profit or loss	Total
Other Interest income						
Loan against deposits	5.79	-	5.79	4.92	-	4.92
Total	7,118.34	155.39	7,273.73	6,567.18	175.03	6,742.21

Note 27 Fees and commission income

(₹ in crore)

Particulars	Current Year	Previous Year
Fees income	44.36	41.21
Fees income on corporate insurance agency	232.34	141.58
Other charges recovered	87.62	90.10
Total	364.32	272.89
Geographical markets		
India	364.32	272.89
Outside India	-	-
Total	364.32	272.89
Timing of revenue recognition		
Services transferred at a point in time	364.32	272.89
Services transferred over time	-	-
Total	364.32	272.89
Contract Assets		
Fees and other receivables (net of impairment allowance)	49.93	55.55
Contract Liabilities		
Advance received from customers	-	3.58

Note 28 Net gain on fair value changes

(₹ in crore)

Particulars	Current Year	Previous Year
Net gain on financial instruments at fair value through profit or loss		
Others		
Investments	27.30	34.98
Total	27.30	34.98
Fair value changes:		
Realised	13.86	18.86
Unrealised	13.44	16.12
Total	27.30	34.98

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

for the year ended 31st March 2025

Note 29 Other income

(₹in crore)		
Particulars	Current Year	Previous Year
Interest on income tax refund	19.78	2.56
Other miscellaneous income	6.50	4.45
Total	26.28	7.01

Note 30 Finance costs

(₹in crore)						
Particulars	Current Year			Previous Year		
	On financial liabilities measured at fair value through Profit or loss	On financial liabilities measured at Amortised cost	Total	On financial liabilities measured at fair value through Profit or loss	On financial liabilities measured at Amortised cost	Total
Interest on debt securities	-	743.96	743.96	-	516.70	516.70
Interest on borrowings	-	2,332.41	2,332.41	-	2,328.80	2,328.80
Interest on deposits	-	1,396.54	1,396.54	-	1,320.90	1,320.90
Interest on subordinated liabilities	-	57.03	57.03	-	76.96	76.96
Interest on lease liabilities	-	10.25	10.25	-	7.22	7.22
Interest on Income tax	-	-	-	-	0.02	0.02
Fee and other charges	-	11.21	11.21	-	10.52	10.52
Total	-	4,551.40	4,551.40	-	4,261.12	4,261.12

Note 31 Impairment on financial instruments and write offs

(₹in crore)						
Particulars	Current Year			Previous Year		
	On financial instruments measured at fair value through OCI	On financial instruments measured at Amortised cost	Total	On financial instruments measured at fair value through OCI	On financial instruments measured at Amortised cost	Total
Loans	-	(130.21)	(130.21)	-	(183.27)	(183.27)
Bad debts written off (net)	-	(193.40)	(193.40)	-	353.73	353.73
Investments*	-	164.35	164.35	-	-	-
Other receivables	-	0.44	0.44	-	0.57	0.57
Trade receivables	-	0.29	0.29	-	0.09	0.09
Total	-	(158.53)	(158.53)	-	171.12	171.12

* Including fair value (gain)/loss on security receipts.

Note 32 Employee benefits expenses

(₹in crore)		
Particulars	Current Year	Previous Year
Salaries, allowances and benefits	365.94	293.30
Contribution to provident and other funds	28.93	23.11
Share based payments to employees	17.68	14.46
Staff welfare expenses	8.92	6.47
Total	421.47	337.34

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Note 33 Other expenses

Particulars	(₹ in crore)	
	Current Year	Previous Year
Rent expenses	2.94	4.36
Rates and taxes	0.09	0.26
Electricity and water expenses	9.51	9.35
Repairs and maintenance	25.18	26.54
Office running and maintenance expenses	46.50	38.60
Business support services	11.13	9.64
Legal and professional charges	91.53	63.46
Royalty Fee	33.33	29.66
Advertisement and publicity	24.83	24.23
Corporate social responsibility expenses (Refer Note 33.1)	30.41	23.13
Communication costs	16.87	13.02
Travelling and conveyance	14.49	13.06
Printing and stationery	6.04	4.56
Training and recruitment expenses	3.15	3.15
Director's fees, allowances and expenses	3.41	3.10
Auditor's fees and expenses (Refer Note 33.2)	1.28	1.18
Insurance	0.45	0.60
Bank charges	0.36	1.93
Net loss on derecognition of property, plant and equipment	-	0.25
Assets held for sale written off	0.28	-
Other expenditure	0.03	-
Total	321.81	270.08

Note 33.1: Corporate Social Responsibility expenses (CSR)

As per section 135 of the Companies Act, 2013 along with Companies (Corporate Social Responsibility Policy) Rules 2021 as amended, the Company is required to spend for CSR activities in accordance with its CSR policy. The details of the CSR expenses for the year are as under:

Particulars	(₹ in crore)	
	Current Year	Previous Year
a) Gross amount required to be spent by the Company during the year	30.41	23.13
b) Amount spent during the year		
i) Construction/acquisition of any asset	-	-
ii) On purposes other than (i) above		
- Contribution to various Trust/NGOs/Societies/Agencies and utilisation thereon	6.14	16.97
- Expenditure on administrative overheads for CSR^	1.33	0.89
- Expenditure on Impact Assessment study	0.05	0.21
Total	7.52	18.07
c) Shortfall at the end of year	22.89	5.06
d) Total of previous years shortfall	0.85	0.50
e) Reason for shortfall	Refer note 33.1(i)	Refer note 33.1(i)
f) Details of related party transactions, contribution to a trust controlled by the company in relation to CSR expenditure trust		
- Pehe Foundation	10.83	23.42

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for the year ended 31st March 2025

(₹in crore)

Particulars	Current Year	Previous Year
g) Nature of CSR activities		
Nature of CSR activities undertaken by the Company are in relation to:		
– Healthcare	5.43	16.79
– Education	1.93	2.33
– Women Empowerment	1.02	2.23
– Environmental Sustainability	0.75	2.07
– Sports	0.71	-
– Village Development	0.93	-
– Others	0.05	0.05
h) CSR amount spent or unspent for the financial year		
– Total Amount Spent for the Financial Year	7.52	18.07
– Total Amount transferred to Unspent CSR Account as per section 135(6)	22.89	5.06
– Amount transferred to Unspent Corporate Social Responsibility Account with in specified period	Yes	Yes
– Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5)	-	-

Note 33.1 (i): For optimal and proper utilisation of the CSR funds, projects have been designed as an ongoing multi year projects for effective and long term impact. Accordingly, funds for the same projects will be utilised as planned from unspent account in the subsequent financial years.

^The administrative overheads considered on the actual to be spent during the year.

Note 33.2: Auditor's fees and expenses

(₹in crore)

Particulars	Current Year	Previous Year
Statutory audit fee	0.50	0.49
Tax audit fee	0.09	0.09
Limited review fee	0.35	0.36
Other certification fee	0.17	0.12
Out of pocket expenses	0.07	0.04
GST expenses on Auditor's fees and expenses	0.10	0.08
Total	1.28	1.18

Note 34 Income taxes

The components of income tax expense are:

(₹in crore)

Particulars	Current Year	Previous Year
Current tax	571.25	422.79
Adjustments in respect of current income tax of prior years	(1.42)	(0.12)
Deferred tax relating to origination and reversal of temporary differences	(20.20)	23.22
Total	549.63	445.89
Current tax	569.83	422.67
Deferred tax (Refer Note 10)	(20.20)	23.22

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

for the year ended 31st March 2025

Note 34.1: Reconciliation of tax expense and the accounting profit multiplied by statutory income tax rate for the year ended 31st March 2025 and 31st March 2024 is as follows:

(₹ in crore)			
Particulars		Current Year	Previous Year
Accounting profit before tax	(a)	2,485.77	1,953.90
Statutory income tax rate (%)	(b)	25.168	25.168
Tax at statutory income tax rate	(c) = (a*b)	625.62	491.76
Adjustments in respect of current income tax of prior years	(d)	(1.42)	(0.12)
Impact of:			
– Income not subject to tax	(e)	41.95	27.15
– Non deductible expenses	(f)	(14.64)	(44.01)
– Deduction under section 36 (1) (viii)	(g)	(86.77)	(58.05)
– Other deductions	(h)	5.09	5.94
Total current tax expense	(c+d+e+f+g+h)	569.83	422.67
Effective tax rate (%)		22.11	22.82
Other comprehensive income			
Tax expense on re-measurement gains/ (losses) on defined benefit plan		0.11	0.22
Total tax on other comprehensive income		0.11	0.22

Note 35 Earning per share

i) The Earnings Per Share (EPS) is calculated as follows:

(₹ in crore)			
Particulars	Unit	Current Year	Previous Year
a) Amount used as the numerator for basic EPS profit for the year	(₹ in crore)	1,936.14	1,508.01
b) Weighted average number of equity shares for basic EPS	Number	25,98,00,371	25,83,67,514
c) Weighted average number of equity shares for diluted EPS	Number	26,07,62,937	25,91,30,272
d) Nominal value per share	(in ₹)	10/-	10/-
e) Earnings per share:			
– Basic (a/b)	(in ₹)	74.52	58.37
– Diluted (a/c)	(in ₹)	74.25	58.20

ii) The basic earnings per share has been computed by dividing the net profit after tax attributable to equity share holders of the Company by the weighted average number of equity shares outstanding during the year. The diluted earnings per share has been computed by dividing the net profit after tax attributable to equity share holders of the Company by the weighted average number of equity shares considered for deriving basic earning per equity share and also the weighted average number of equity shares that could have been issued upon conversion of all dilutive potential equity shares. The dilutive potential equity shares are adjusted for the proceeds receivable had the equity shares been actually issued at fair value (i.e. the average market value of the outstanding equity shares). Diluted potential equity shares are deemed converted as of the beginning of the period unless issued at a later date. Diluted potential equity shares are determined independently for each period presented. Diluted earnings per share does not include conversion or exercise of potential ordinary shares that would have an antidilutive effect on earnings per share.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

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Reconciliation of equity shares used in computation of basic and diluted earning per equity share is as follows:-

Particulars	(₹in crore)	
	Year ended 31 st March 2025	Year ended 31 st March 2024
Weighted average number of equity shares at the beginning of the year	25,97,23,886	16,88,55,818
Weighted average number of equity shares issued during the year	76,485	8,95,11,696
Weighted average number of equity shares for computation of basic earnings per share	25,98,00,371	25,83,67,514
Effect of dilutive equity shares - share option outstanding	9,62,566	7,62,758
Weighted average number of equity shares for computation of dilutive earnings per share	26,07,62,937	25,91,30,272

Note 36 Disclosure as per regulatory guidelines

The Company has been classified as Upper Layer entity under Scale Based Regulations issued by Reserve Bank of India.

The following additional disclosures have been given in compliance with:

- (i) Master Direction – Non-Banking Financial Company-Housing Finance Company (Reserve Bank) Directions, 2021 ('RBI directions') issued by RBI vide notification number RBI/2020-21/73/DOR.FIN.HFC.CC.No.120/03.10.136/2020-21 dated 17th February 2021 as amended from time to time; and
- (ii) Master Direction – Reserve Bank of India (Non-Banking Financial Company – Scale Based Regulation) Directions, 2023 ('RBI directions') issued by RBI vide notification number RBI/DoR/2023-24/106/DoR.FIN.REC.No.45/03.10.119/2023-24 dated 19th October 2023 as amended from time to time.

The above stated RBI and NHB Directions are applicable to the Company on standalone basis except Note no. 36.10, hence these disclosures are on the basis of standalone financial statement of the Company.

Note 36.1: Capital to Risk Assets Ratio (CRAR)

Particulars	(₹in crore)	
	As at 31 st March 2025	As at 31 st March 2024
i) CRAR (%)^	29.38	29.26
ii) CRAR – Tier I Capital (%)	28.39	27.90
iii) CRAR – Tier II Capital (%)	0.99	1.36
(iv) Amount of subordinated debt raised as Tier-II Capital	-	-
(v) Amount raised by issue of Perpetual Debt Instruments	-	-

^The CAR or the CRAR is computed by dividing the total capital fund of the Company with aggregated risk-weighted assets/exposure.

Note 36.2: Reserve Fund u/s 29C of NHB Act, 1987

Particulars	(₹in crore)	
	Current Year	Previous Year
Balance at the beginning of the year		
(a) Statutory Reserve u/s 29C of NHB Act, 1987	404.97	334.97
(b) Amount of Special Reserve u/s 36 (1)(viii) of Income Tax Act, 1961 taken into account for the purposes of Statutory Reserve u/s 29C of NHB Act, 1987	1,415.76	1,179.76
(c) Total	1,820.73	1,514.73
Addition / Appropriation / Withdrawal during the year		
Add:		
(a) Amount transferred u/s 29C of the NHB Act, 1987	45.00	70.00
(b) Amount of Special Reserve u/s 36 (1)(viii) of Income Tax Act, 1961 taken into account for the purpose of Statutory Reserve u/s 29C of NHB Act, 1987	345.00	236.00

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

for the year ended 31st March 2025

Particulars	(₹in crore)	
	Current Year	Previous Year
Less:		
(a) Amount appropriated from Statutory Reserve u/s 29C of the NHB Act, 1987	-	-
(b) Amount withdrawn from Special Reserve u/s 36 (1)(viii) of Income Tax Act, 1961 which has been taken into account for the purpose of provision u/s 29C of NHB Act, 1987	-	-
Balance at the end of the year		
(a) Statutory Reserve u/s 29C of NHB Act, 1987	449.97	404.97
(b) Amount of Special Reserve u/s 36 (1)(viii) of Income Tax Act, 1961 taken into account for the purposes of Statutory Reserve u/s 29C of the NHB Act, 1987	1,760.76	1,415.76
(c) Total	2,210.73	1,820.73

Note 36.3: Investments

Particulars	(₹in crore)	
	Current Year	Previous Year
Value of Investments		
(i) Gross value of Investments		
(a) In India	3,623.66	4,423.81
(b) Outside India	-	-
(ii) Provisions for Depreciation		
(a) In India	242.90	78.55
(b) Outside India	-	-
(iii) Net value of Investments		
(a) In India	3,380.76	4,345.26
(b) Outside India	-	-
Movement of provisions held towards depreciation on investments		
(i) Opening balance	78.55	78.55
(ii) Add: Provisions made during the year	164.35	-
(iii) Less: Write-off / Written-back of excess provisions during the year	-	-
(iv) Closing balance	242.90	78.55

Particulars	(₹in crore)	
	As at 31 st March 2025	As at 31 st March 2024
Current investments	952.68	1,915.56
Non-current investments	2,428.08	2,429.70
Total	3,380.76	4,345.26

Note 36.4: Derivatives

i) Forward Rate Agreement (FRA) / Interest Rate Swap (IRS)

Particulars	(₹in crore)	
	As at 31 st March 2025	As at 31 st March 2024
(i) The notional principal of swap agreements	6,127.37	3,275.44
(ii) Losses which would be incurred if counterparties failed to fulfil their obligations under the agreements	65.63	190.36
(iii) Collateral required by the HFC upon entering into swaps	Nil	Nil
(iv) Concentration of credit risk arising from the swaps ^a	6,127.37	3,275.44
(v) The fair value of the swap book	(50.12)	135.01

^aThe Company has entered into swap and forward agreements with various banks having almost equal exposure with each of them. Hence, there is no concentration of credit risk which could be exposure to particular industries or swaps with highly geared companies.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

for the year ended 31st March 2025

ii) Exchange Traded Interest Rate (IR) Derivative – There is no exchange traded interest rate derivative.

(₹ in crore)

Particulars	As at 31 st March 2025	As at 31 st March 2024
(i) Notional principal amount of exchange traded IR derivatives undertaken during the year	-	-
(ii) Notional principal amount of exchange traded IR derivatives outstanding as on 31 st March	-	-
(iii) Notional principal amount of exchange traded IR derivatives outstanding and not "highly effective"	-	-
(iv) Mark-to-market value of exchange traded IR derivatives outstanding and not "highly effective"	-	-

iii) Disclosure on Risk Exposure in Derivatives

A. Qualitative Disclosure

Particulars	Details
a) the structure and organisation for management of risk in derivatives trading,	Financial Risk Management of the Company constitutes the Asset Liability Committee (ALCO) and Risk Management Committee (RMC) and has a Market Risk Management policy under its supervision. The Company manages its risk in accordance with the guidelines prescribed in its 'Asset Liability Management' and 'Market Risk Management' policies. As a policy, the Company doesn't trade in derivative products. The Company has entered into derivative product for its ECB borrowing for financing prospective buyers of eligible housing units under automatic route in terms of RBI guidelines. Interest rate risks is mitigated by entering into interest rate swaps. The currency risk on the borrowings is actively managed mainly through a combination of swaps and forward contracts. As a part of Asset Liability Management, the Company has entered into interest rate swaps wherein it has converted a portion of its floating rate liabilities into fixed rate.
b) the scope and nature of risk measurement, risk reporting and risk monitoring systems,	The RMC has put in place the control measures to contain these risks. The Company has a robust mechanism to ensure an ongoing monitoring and review of systems, policies, processes and procedures to contain and mitigate risk that arise from time to time.
c) policies for hedging and / or mitigating risk and strategies and processes for monitoring the continuing effectiveness of hedges / mitigants, and	The Company has not entered into any speculative derivative transaction (without underlying exposure). The Company has entered in to derivative transaction only for hedging its foreign currency and interest rate exposure against foreign currency borrowing which has been availed for financing prospective buyers of eligible housing units. The derivative transactions entered into for hedging the ECB borrowings are as per the applicable guidelines of RBI. The hedging is guided by the Board resolution authorising the Company to borrow through ECB route and hedging of the underlying exposure.
d) accounting policy for recording hedge and non-hedge transactions; recognition of income, premiums and discounts; valuation of outstanding contracts; provisioning, collateral and credit risk mitigation.	The derivative contracts are initially recognised at fair value on the date of the transaction and all outstanding derivative transactions, on the date of balance sheet, are revalued at their fair market value, on that date. Where Cash Flow hedge accounting is used, fair value changes of the derivative contracts are recognised through the Cash Flow Hedge Reserve in the same period they are accrued. Any profit/loss arising on cancellation/unwinding of derivative contracts are recognised as income or expenses for the period. Premium paid / discount received in advance on derivative contracts, which are not intended for trading or speculation purposes, are amortised over the period of the contracts, if such contracts relate to monetary items as at the balance sheet date.

B. Quantitative Disclosure

(₹ in crore)

Particulars	As at 31 st March 2025		As at 31 st March 2024	
	Currency Derivatives	Interest Rate Derivatives	Currency Derivatives	Interest Rate Derivatives
(i) Derivatives (Notional Principal Amount) for Hedging	5,127.37	1,000.00	2,275.44	1,000.00
(ii) Marked to Market Positions				
(a) Assets (+)*	44.51	21.12	190.36	-
(b) Liability (-)	(115.75)	-	(55.35)	-
(iii) Credit Exposure	-	-	-	-
(iv) Unhedged Exposures	-	-	-	-

* Including margin money received from counter party bank.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

for the year ended 31st March 2025

Note 36.5: Assignment / Securitisation

- i) There are no SPVs sponsored by PNB Housing Finance Limited.
- ii) During the year, the Company has not sold any financial assets to Securitisation / Reconstruction Company for Asset Reconstruction (Previous year Nil).
- iii) Details of assignment transactions undertaken:

Particulars	(₹in crore)	
	Current Year	Previous Year
(i) No. of accounts	-	-
(ii) Aggregate value (net of provisions) of accounts assigned	-	-
(iii) Aggregate consideration	-	-
(iv) Additional consideration realised in respect of accounts transferred in earlier years	-	-
(v) Aggregate gain / loss over net book value	-	-

- iv) During the year, the Company has not purchased any non-performing financial assets (Previous year Nil).
- v) During the year, the Company has sold non-performing financial assets details of which are given in Note 8.3 (c) .

Note 36.6: Assets Liability Management (Maturity pattern of certain items of Assets and Liabilities)

The residual maturity profile of Assets and Liabilities is carried out based on the current estimates and assumptions regarding behavioural pattern of pre-payments/maturities and renewals which have been relied upon by the auditors. Maturity pattern of certain items of assets and liabilities are as follows:

As at 31st March 2025

Particulars	Liabilities				Assets		
	Deposits	Borrowings from banks and Financial Institutions	Market borrowings	Foreign Currency liabilities	Net advances	Investments	Foreign currency assets
1 day to 7 days	44.00	479.13	-	-	269.93	-	-
8 days to 14 days	41.12	423.75	-	-	807.79	4.51	-
15 days to 30/31 days	123.41	115.71	500.00	641.86	656.12	3,257.89	-
Over 1 month to 2 months	267.51	116.43	2,000.00	10.04	1,175.66	-	-
Over 2 months to 3 months	293.74	2,964.40	-	16.44	1,161.08	-	-
Over 3 months to 6 months	1,040.76	2,746.32	750.00	538.08	3,364.98	5.09	-
Over 6 months to 1 year	2,283.51	4,233.62	710.00	283.74	6,237.75	-	-
Over 1 year to 3 years	7,532.75	11,340.03	2,842.00	2,978.85	19,614.82	88.13	-
Over 3 years to 5 years	3,852.06	5,448.10	2,311.04	-	13,249.13	-	-
Over 5 years	2,162.87	3,218.52	-	-	28,230.31	25.14	-
Total	17,641.73	31,086.01	9,113.04	4,469.01	74,767.57	3,380.76	-

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for the year ended 31st March 2025

As at 31st March 2024

(₹ in crore)

Particulars	Liabilities				Assets		
	Deposits	Borrowings from banks	Market borrowings	Foreign Currency liabilities	Net advances	Investments	Foreign currency assets
1 day to 7 days	87.25	303.26	-	-	269.60	-	-
8 days to 14 days	67.10	803.75	-	-	729.31	-	-
15 days to 30/31 days	167.48	156.25	-	-	645.36	568.92	-
Over 1 month to 2 months	325.76	586.15	1,500.00	-	1,154.71	10.31	-
Over 2 months to 3 months	316.32	2,765.71	1,980.00	-	1,135.62	1,336.25	-
Over 3 months to 6 months	1,249.93	2,549.94	475.00	833.74	3,283.60	203.47	-
Over 6 months to 1 year	2,187.10	3,567.25	1,000.00	-	6,039.64	90.89	-
Over 1 year to 3 years	7,070.09	10,315.62	1,722.00	622.41	18,356.40	786.45	-
Over 3 years to 5 years	4,128.58	4,538.04	1,439.70	-	11,709.89	828.64	-
Over 5 years	2,198.69	1,624.83	474.72	-	20,880.63	520.33	-
Total	17,798.30	27,210.80	8,591.42	1,456.15	64,204.76	4,345.26	-

Note 36.7: Exposure

i) Exposure to Real Estate Sector

(₹ in crore)

Particulars	As at 31 st March 2025	As at 31 st March 2024
i) Direct Exposure		
A. Residential Mortgages (including loan against residential property): Lending fully secured by mortgages on residential property that is or will be occupied by the borrower or that is rented. Exposure also include non-fund based (NFB) limits.	68,445.86	57,292.18
B. Commercial Real Estate: Lending secured by mortgages on commercial real estates. Exposure also include non-fund based (NFB) limits	7,373.73	8,090.41
C. Investments in Mortgage Backed Securities (MBS) and other securitised exposures –		
i) Residential	-	-
ii) Commercial Real Estate	-	-
ii) Indirect Exposure		
Fund based and non-fund based exposures on National Housing Bank and Housing Finance Companies (HFCs)	-	-
Total exposures to real estate sector	75,819.59	65,382.59

Note: While computing the above information, certain estimates, assumptions and adjustments have been made by the Management which have been relied upon by the auditors. Further, in addition of total exposure to real estate sector the Company has also advanced loan against deposit amounting to ₹67.34 crore (Previous year ₹71.74 crore).

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

for the year ended 31st March 2025

ii) Sectoral exposure

(₹in crore)

Particulars	As at 31 st March 2025			As at 31 st March 2024		
	Total Exposure (includes on balance sheet and off balance sheet exposure)	Gross NPAs	Percentage of Gross NPAs to total exposure in that sector	Total Exposure (includes on balance sheet and off balance sheet exposure)	Gross NPAs	Percentage of Gross NPAs to total exposure in that sector
1. Agriculture and Allied Activities	-	-	-	-	-	-
2. Industry	-	-	-	-	-	-
3. Services	-	-	-	-	-	-
4. Personal Loans	83,529.50	816.80	0.98%	72,282.05	984.68	1.36%
i Retail Housing Loans	59,979.84	511.42	0.85%	51,509.42	520.41	1.01%
ii Retail Non Housing Loans	22,587.06	305.38	1.35%	18,686.53	396.30	2.12%
iii Non Retail Loans	962.60	-	0.00%	2,086.10	67.97	3.26%

- iii) As on 31st March 2025, the Company does not have any exposure to Capital Market (Previous year Nil).
- iv) As on 31st March 2025, the Company has not financed any product of the parent company (Previous year Nil).
- v) As on 31st March 2025, the Company has not exceeded the prudential exposure limit for single borrower or group borrower (Previous year Nil).
- vi) As on 31st March 2025, the Company has not given any unsecured advances (Previous year Nil).
- vii) As on 31st March 2025, all advances of the Company are secured against tangible assets and there are no advances against intangible assets (Previous year Nil).
- viii) As on 31st March 2025, the Company has no exposures to group companies engaged in the real estate business (Previous year Nil).
- ix) As on 31st March 2025, the Company has no Intra-group exposures with in the group companies as defined by RBI (Previous year Nil).
- x) Unhedged foreign currency exposure Refer Note 36.4.

Note 36.8: Registration obtained from financial sector regulators

NHB : vide registration number 01.0018.01

Ministry of Corporate Affairs : L65922DL1988PLC033856

Insurance Regulatory and Development Authority of India : CA0862. The registration shall be valid from 21st July 2023 to 20th July 2026.

Note 36.9: Disclosure of Penalties and strictures imposed by NHB/RBI and other regulators

During the financial year ended 31st March 2025 and 31st March 2024, there is no penalty imposed by Regulators.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

for the year ended 31st March 2025

Note 36.10: Related Party Transactions

Name of the Related Party	Nature of Relationship
i) Pehel Foundation	Wholly owned Subsidiary
ii) PHFL Home Loans and Services Limited	Wholly owned Subsidiary
iii) Punjab National Bank	Promoter/Enterprise having Significant Influence
iv) Quality Investment Holding Pcc (formerly Quality Investment Holdings)	Enterprise having Significant Influence [^]
v) PNB Investment Services Limited	Promoter group company
vi) PNB Gilts Limited	Promoter group company
vii) PNB Metlife India Insurance Co Ltd	Promoter group company
viii) Assam Gramin Vikash Bank	Promoter group company
ix) Tripura Gramin Bank	Promoter group company
x) Bangiya Gramin Vikash Bank	Promoter group company
xi) Mr. Atul Kumar Goel (Non-Executive Nominee Director)*	Key Management Personnel
xii) Mr. Sunil Kaul (Non-Executive Nominee Director)	Key Management Personnel
xiii) Mr. Kapil Modi (Non-Executive Nominee Director)**	Key Management Personnel
xiv) Mr. Neeraj Madan Vyas [#] (Independent Director)	Key Management Personnel
xv) Mr. Chandrasekaran Ramakrishnan (Independent Director)	Key Management Personnel
xvi) Mr. Nilesh S Vikamsey (Independent Director)	Key Management Personnel
xvii) Dr. Tejendra Mohan Bhasin (Independent Director)	Key Management Personnel
xviii) Mr. Sudarshan Sen (Independent Director)	Key Management Personnel
xix) Ms. Gita Nayyar (Independent Director)	Key Management Personnel
xx) Mr. Pavan Pal Kaushal (Independent Director)	Key Management Personnel
xxi) Mr. Dilip Kumar Jain (Non-Executive Nominee Director)	Key Management Personnel
xxii) Mr. Ashwani Kumar Gupta (Independent Director)***	Key Management Personnel
xxiii) Ms. Anjali Bhasin	Relative of Key Management Personnel
xxiv) Mr. R. Santhanam	Relative of Key Management Personnel
xxv) Mr. Hardayal Prasad (Managing Director and CEO)****	Key Managerial Personnel
xxvi) Mr. Girish Kousgi (Managing Director and CEO)	Key Managerial Personnel
xxvii) Ms. Veena Kamath (Company Secretary) (w.e.f. 1 st February, 2024)	Key Managerial Personnel
xxviii) Mr. Sanjay Jain (Company Secretary)*****	Key Managerial Personnel
xxix) Mr. Vinay Gupta (Chief Financial Officer)	Key Managerial Personnel
xxx) Ms. Deepika Gupta Padhi (Director)	Key Management Personnel of PHFL Home Loan and Services Limited
xxxi) Mr. Amit Singh (Director)	Key Management Personnel of PHFL Home Loan and Services Limited
xxxii) Mr. Dilip Vaitheeswaran (Director) (w.e.f. 22 nd November, 2023)	Key Management Personnel of PHFL Home Loan and Services Limited

*Ceased to be a Director w.e.f. 1st January, 2025

**Ceased to be a Director w.e.f. 31st July, 2024

***Ceases to be Independent Director w.e.f. 11th May, 2022

****Ceased to be Managing Director and CEO w.e.f. 20th October, 2022

*****Ceased to be Company Secretary w.e.f. 31st January, 2024

[#]Independent Director since 12th August, 2024.

[^]Ceased to have significant influence on account of reduction in shareholding from 32.68 % to 10.44 %.

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for the year ended 31st March 2025

Transactions with Related Parties

The nature & volume of transactions of the Company during the year, with the related parties were as follows. These transactions were carried out in ordinary course of business and were at arm's length price:

Particulars	Promoter/Enterprises having significant influence		Wholly owned subsidiaries		Key Managerial Personnel/ Relatives of Key Managerial Personnel		Key Management Personnel/ Relatives of Key Management Personnel		Total		(₹ in crore)
	Current Year	Previous Year	Current Year	Previous Year	Current Year	Previous Year	Current Year	Previous Year	Current Year	Previous Year	
Transaction during the year:											
Pehel Foundation											
- Donation paid	-	-	10.83	23.42	-	-	-	-	10.83	23.42	
PHFL Home Loans and Services Limited											
- Management and deputation services	-	-	-	-	-	-	-	-	-	-	
- Rental income	-	-	-	-	-	-	-	-	-	-	
- Commission & support services expense	-	-	-	-	-	-	-	-	-	-	
- Property service charges	-	-	-	-	-	-	-	-	-	-	
Punjab National Bank ^											
- Principal paid on assignment of loans	575.63	679.76	-	-	-	-	-	-	575.63	679.76	
- Interest & other charges paid on assignment of loans	230.61	276.45	-	-	-	-	-	-	230.61	276.45	
- Servicing fees received on assignment of loan portfolio	3.39	4.28	-	-	-	-	-	-	3.39	4.28	
- Term loan raised	4,525.00	5,305.00	-	-	-	-	-	-	4,525.00	5,305.00	
- Term loan repaid	2,066.64	5,071.30	-	-	-	-	-	-	2,066.64	5,071.30	
- ECB repaid	-	1,863.40	-	-	-	-	-	-	-	1,863.40	
- Interest Paid on Term Loan Instalment / ECB / OD	322.69	279.51	-	-	-	-	-	-	322.69	279.51	
- Upfront fees paid on ECB and Loans	0.10	-	-	-	-	-	-	-	0.10	-	
- Rent & Maintenance Charges	0.28	0.39	-	-	-	-	-	-	0.28	0.39	
- Bank Charges	0.34	0.25	-	-	-	-	-	-	0.34	0.25	
- Royalty fees	30.58	27.21	-	-	-	-	-	-	30.58	27.21	
PNB Investment Service Private Limited											
- Fees paid	-	0.02	-	-	-	-	-	-	-	0.02	

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Particulars	Promoter/Enterprises having significant influence										Wholly owned subsidiaries				Key Managerial Personnel/Relatives of Key Managerial Personnel				Key Management Personnel/Relatives of Key Management Personnel				Total	
	Current Year		Previous Year		Current Year		Previous Year		Current Year		Previous Year		Current Year		Previous Year		Current Year		Previous Year		Current Year		Previous Year	
	Current Year	Previous Year	Current Year	Previous Year	Current Year	Previous Year	Current Year	Previous Year	Current Year	Previous Year	Current Year	Previous Year	Current Year	Previous Year	Current Year	Previous Year	Current Year	Previous Year	Current Year	Previous Year	Current Year	Previous Year	Current Year	Previous Year
PNB Gilts Limited																								
- Purchase of securities (inter-mediatory)	893.59	2,280.12	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	893.59	2,280.12	-	-
- Redemption of securities	790.00	2,456.97	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	790.00	2,456.97	-	-
- Service charges	0.01	0.02	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	0.01	0.02	-	-
- Interest income on securities	185.34	201.51	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	185.34	201.51	-	-
PNB Metlife India Insurance Co Ltd																								
- Insurance premium given on behalf of customer	112.25	102.04	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	112.25	102.04	-	-
- Insurance claims received on behalf of customer	10.65	6.26	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	10.65	6.26	-	-
- Insurance premium received back	7.69	9.71	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	7.69	9.71	-	-
- Fees income on corporate insurance agency	27.41	15.76	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	27.41	15.76	-	-
Assam Gramin Vikash Bank																								
- Deposits received	25.00	45.00	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	25.00	45.00	-	-
- Interest on deposit received	6.71	7.38	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	6.71	7.38	-	-
- Deposits Matured (including interest)	13.47	47.08	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	13.47	47.08	-	-
- Non Convertible debentures redeemed	20.00	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	20.00	-	-	-
- Interest on Non convertible debentures	1.74	3.48	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	1.74	3.48	-	-
Tripura Gramin Bank																								
- Deposits received	110.00	5.00	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	110.00	5.00	-	-
- Interest on deposit received	12.25	4.67	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	12.25	4.67	-	-
- Deposits Matured	10.83	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	10.83	-	-	-
Bangiya Gramin Vikash Bank																								
- Non Convertible debentures redeemed	-	4.00	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	4.00	-
- Interest on Non convertible debentures	-	0.10	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	0.10	-
Transactions with KMPs and relatives:																								
Sitting Fee and Commission paid to Directors																								
- Mr. Chandrasekaran Ramakrishnan	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	0.44	0.44	0.41	0.41
- Mr. Sudarshan Sen	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	0.45	0.45	0.43	0.43
- Mr. Nitesh S Vikamsey	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	0.44	0.44	0.40	0.40
- Mr. Ashwani Kumar Gupta	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	0.02
- Mr. Neeraj Madan Vyas	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	0.47	0.47	0.48	0.48

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Particulars	Promoter/Enterprises having significant influence						Wholly owned subsidiaries				Key Managerial Personnel/ Relatives of Key Managerial Personnel				Key Management Personnel/ Relatives of Key Management Personnel				Total			
	Current Year		Previous Year		Current Year		Previous Year		Current Year		Previous Year		Current Year		Previous Year		Current Year		Previous Year			
- Dr. Tejendra Mohan Bhasin	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	0.48	0.46	-	-	0.48	0.46
- Ms. Gita Nayyar	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	0.40	0.36	-	-	0.40	0.36
- Mr. Pavan Pal Kaushal	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	0.45	0.31	-	-	0.45	0.31
Rental expense:																						
- Dr. Tejendra Mohan Bhasin	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	0.12	0.12	-	-	0.12	0.12
- Ms. Anjali Bhasin																	0.12	0.12			0.12	0.12
R Santhanam																						
- Deposits received	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	0.05	-	-	-	0.05	-
- Interest on deposit received	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	0.00	-	-	-	0.00	-
Veena Kamath																						
- Deposits received	-	-	-	-	-	-	-	-	-	-	-	-	0.05	-	-	-	-	-	-	-	0.05	-
- Interest on deposit received	-	-	-	-	-	-	-	-	-	-	-	-	0.00	-	-	-	-	-	-	-	0.00	-
- Loan and advances	-	-	-	-	-	-	-	-	-	-	-	-	1.23	-	-	-	-	-	-	-	1.23	-
- Interest on Loan and advances	-	-	-	-	-	-	-	-	-	-	-	-	0.10	-	-	-	-	-	-	-	0.10	-
Remuneration expense#:																						
- Mr. Girish Kousgi	-	-	-	-	-	-	-	-	-	-	-	-	4.13	2.81	-	-	-	-	-	-	4.13	2.81
- Mr. Vinay Gupta	-	-	-	-	-	-	-	-	-	-	-	-	1.57	1.19	-	-	-	-	-	-	1.57	1.19
- Mr. Hardayal Prasad	-	-	-	-	-	-	-	-	-	-	-	-	-	1.25	-	-	-	-	-	-	-	1.25
- Mr. Sanjay Jain	-	-	-	-	-	-	-	-	-	-	-	-	0.20	0.91	-	-	-	-	-	-	0.20	0.91
- Ms. Veena Kamath	-	-	-	-	-	-	-	-	-	-	-	-	0.73	0.10	-	-	-	-	-	-	0.73	0.10

^ Excluding running current / overdraft account transactions.

Excluding perquisites on exercise of stock options during the year.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

for the year ended 31st March 2025

Particulars	(₹ in crore)									
	Promoter/Enterprises having significant influence		Wholly owned subsidiaries		Key Managerial Personnel/ Relatives of Key Managerial Personnel		Key Management Personnel/ Relatives of Key Management Personnel		Total	
	Current Year	Previous Year	Current Year	Previous Year	Current Year	Previous Year	Current Year	Previous Year	Current Year	Previous Year
Outstanding balances[#]										
Punjab National Bank										
Receivables										
- Servicing fees receivable on assignment on loans	0.52	1.92	-	-	-	-	-	-	0.52	1.92
Payables										
- Term loans	5,149.99	2,691.63	-	-	-	-	-	-	5,149.99	2,691.63
<i>Maximum during the year</i>	<i>5,149.99</i>	<i>2,691.63</i>	-	-	-	-	-	-	<i>5,149.99</i>	<i>2,691.63</i>
- External Commercial Borrowings ^{##}	-	-	-	-	-	-	-	-	-	-
<i>Maximum during the year</i>	-	<i>2,201.04</i>							-	<i>2,201.04</i>
- Interest accrued on term loans and external commercial borrowings	1.15	0.99	-	-	-	-	-	-	1.15	0.99
- Payable on assignment on loans	54.67	73.39	-	-	-	-	-	-	54.67	73.39
- Payable against Royalty	30.00	27.21	-	-	-	-	-	-	30.00	27.21
Assam Gramin Vikash Bank										
- Deposits received	97.60	79.36	-	-	-	-	-	-	97.60	79.36
<i>Maximum during the year</i>	<i>97.60</i>	<i>81.77</i>	-	-	-	-	-	-	<i>97.60</i>	<i>81.77</i>
Tripura Gramin Bank										
- Deposits received	151.53	45.02	-	-	-	-	-	-	151.53	45.02
<i>Maximum during the year</i>	<i>151.53</i>	<i>45.02</i>	-	-	-	-	-	-	<i>151.53</i>	<i>45.02</i>
PNB Metlife India Insurance Co Ltd										
Receivables										
Others	5.52	7.54	-	-	-	-	-	-	5.52	7.54
Refund of insurance commission	0.05	-	-	-	-	-	-	-	0.05	-
Key Managerial Personnel										
Receivables										
Veena Kamath										
- Loan and advances	-	-	-	-	1.14	-	-	-	1.14	-
- Interest on loan and advances	-	-	-	-	0.01	-	-	-	0.01	-
Payables										
Veena Kamath										
- Deposits received	-	-	-	-	0.06	-	-	-	0.06	-
R SANTHANAM										
- Deposits received	-	-	-	-	-	-	0.05	-	0.05	-

(₹ in crore)

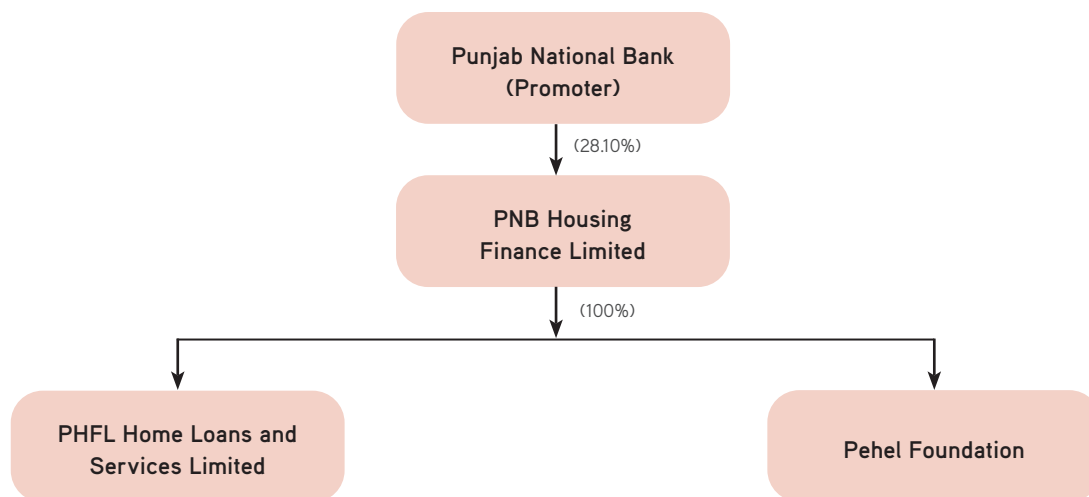
Particulars	Promoter/Enterprises having significant influence		Wholly owned subsidiaries		Key Managerial Personnel/ Relatives of Key Managerial Personnel		Key Management Personnel/ Relatives of Key Management Personnel		Total	
	Current Year	Previous Year	Current Year	Previous Year	Current Year	Previous Year	Current Year	Previous Year	Current Year	Previous Year
Retirement benefits (as per actuarial valuation)										
- Mr. Girish Kousgi	-	-	-	-	0.41	0.22	-	-	0.41	0.22
- Mr. Vinay Gupta	-	-	-	-	0.19	0.11	-	-	0.19	0.11
- Ms. Veena Kamath	-	-	-	-	0.06	0.02	-	-	0.06	0.02

#Excluding running current account balances.

##Including mark to market adjustment.

The policy on dealing with Related Party Transactions is available on our website www.pnbhousing.com

Note 36.11: Diagrammatic representation of group structure along with holding percentage is tabulated below. Further, the Company has complied with the provisions relating to number of layers as prescribed under clause (87) of section 2 of the Companies Act, 2013, read with Companies (Restriction on number of Layers) Rules, 2017.



NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

for the year ended 31st March 2025

Note 36.12: Rating assigned by Credit Rating Agencies and migration of rating during the year are as follows:

Nature of Instrument	As at 31 st March 2025	As at 31 st March 2024	Migration during the year
Deposits	CRISIL AA+ (Outlook - Stable)	CRISIL AA (Outlook - Positive)	Upgraded
	CARE AA+ (Outlook - Stable)	CARE AA+ (Outlook - Stable)	No change
Long term bonds and debentures (Secured and Tier-II bonds)	CRISIL AA+ (Outlook-Stable)	CRISIL AA (Outlook - Positive)	Upgraded
	CARE AA+ (Outlook - Stable)	CARE AA+ (Outlook - Stable)	No change
	IND AA+ (Outlook - Stable)	IND AA+ (Outlook - Stable)	No change
	ICRA AA+ (Outlook - Stable)	ICRA AA+ (Outlook - Stable)	No change
Commercial Paper	CRISIL A1+	CRISIL A1+	No change
	CARE A1+	CARE A1+	No change
Bank Term Loan	CRISIL AA+ (Outlook-Stable)	CRISIL AA (Outlook - Positive)	Upgraded
	CARE AA+ (Outlook - Stable)	CARE AA+ (Outlook - Stable)	No change
	IND AA+ (Outlook - Stable)	IND AA+ (Outlook - Stable)	No change
	ICRA AA+ (Outlook - Stable)		Assigned

Note 36.13: Remuneration of Directors: Details of Remuneration of Directors are disclosed in Note 36.10.

Note 36.14: Management: Management Discussion and Analysis report will be part of annual report.

Note 36.15: During the year, no transaction was accounted which was related to prior period (Previous year Nil).

Note 36.16: During the year, no item of revenue recognition has been postponed except as disclosed in accounting policy for revenue recognition (Refer Note 2.3).

Note 36.17: Consolidated Financial Statements (CFS): Refer note no 1.3 “principles of consolidation”.

Note 36.18: Provisions and Contingencies:

Break up of ‘Provisions and Contingencies’ shown under the head Expenditure in Statement of Profit and Loss is given as follows:

Particulars	(₹ in crore)	
	Current Year	Previous Year
1. Provisions for depreciation on Investment	164.35	-
2. Provision made towards Income tax	569.83	420.89
3. Provision towards NPA	(73.36)	(285.59)
4. Provision for Standard Assets		
i) Teaser Loans	-	-
ii) CRE	(74.80)	2.71
iii) CRE – RH	(56.30)	83.44
iv) Other Loans	74.25	16.17
Total (i + ii + iii + iv)	(56.85)	102.32
5. Other Provision and Contingencies (Refer Note 2.21)	0.71	0.67

Note 36.19: Break-up of Loan & Advances and Provisions thereon:

The Company has complied with the norms prescribed by the regulator for recognising Non-Performing Assets (NPA) in preparation of accounts. As per the norms, NPAs are recognised on the basis of more than 90 days overdue. NPAs are to be treated as Bad & Doubtful, if they remain outstanding for more than 15 months. The Company has made adequate provisions on Non-Performing Assets and Standard Assets in respect of Housing and Non-Housing Loans as prescribed under directions issued by the regulator.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

for the year ended 31st March 2025

(₹in crore)

Particulars	Housing		Non-Housing	
	As at 31 st March 2025	As at 31 st March 2024	As at 31 st March 2025	As at 31 st March 2024
Standard Assets				
a) Total Outstanding Amount	54,027.26	46,954.13	21,042.87	17,515.52
b) Provision made	646.02	621.57	178.90	260.20
Sub-Standard Assets				
a) Total Outstanding Amount	231.93	181.00	123.76	104.06
b) Provision made	54.08	44.46	16.23	25.56
Doubtful Assets - Category-I				
a) Total Outstanding Amount	102.50	130.62	47.11	83.10
b) Provision made	41.54	48.45	13.68	20.31
Doubtful Assets - Category-II				
a) Total Outstanding Amount	128.77	250.73	80.56	158.17
b) Provision made	67.62	127.29	20.12	57.20
Doubtful Assets - Category-III				
a) Total Outstanding Amount	48.23	26.03	53.94	50.97
b) Provision made	35.33	11.69	45.84	32.84
Loss Assets				
a) Total Outstanding Amount	-	-	-	-
b) Provision made	-	-	-	-
TOTAL				
a) Total Outstanding Amount	54,538.69	47,542.51	21,348.24	17,911.82
b) Provision made	844.59	853.46	274.77	396.11

Note 36.20: Draw Down from Reserves: During the year there were no draw down from Reserves.

Note 36.21 (a): Concentration of Public Deposits

(₹in crore)

Particulars	As at 31 st March 2025	As at 31 st March 2024
Total deposits of twenty largest depositors	1,783.39	1,700.02
Percentage of deposits of twenty largest depositors to total deposits	11.57%	10.81%

Note 36.21 (b): Concentration of Deposits

(₹in crore)

Particulars	As at 31 st March 2025	As at 31 st March 2024
Total deposits of twenty largest depositors	2,430.27	2,082.33
Percentage of deposits of twenty largest depositors to total deposits	13.78%	11.70%

Note 36.22: Concentration of Loans & Advances

(₹in crore)

Particulars	As at 31 st March 2025	As at 31 st March 2024
Total loans & advances to twenty largest borrowers	1,174.07	2,189.13
Percentage of loans & advances to twenty largest borrowers to total advances	1.55%	3.34%

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

for the year ended 31st March 2025

Note 36.23: Concentration of all Exposure (including off-balance sheet exposure)

(₹in crore)

Particulars	As at 31 st March 2025	As at 31 st March 2024
Total exposure to twenty largest borrowers /customers	1,174.11	2,223.24
Percentage of exposures to twenty largest borrowers / customers to total exposure of the HFC on borrowers / customers	1.41%	3.08%

Note 36.24: Concentration of NPAs

(₹in crore)

Particulars	As at 31 st March 2025	As at 31 st March 2024
Total Exposure to top ten NPA accounts	112.08	165.92

Note 36.25: Sector-wise NPAs

Percentage of NPAs to
Total Advances in that sector

Particulars	As at 31 st March 2025	As at 31 st March 2024
A. Housing Loans:	0.94	1.24
1. Individuals	0.92	1.08
2. Builders/Project Loans	-	3.53
3. Corporates	6.98	12.57
4. Others (specify)	-	-
B. Non-Housing Loans:	1.43	2.22
1. Individuals	1.29	2.16
2. Builders/Project Loans	-	-
3. Corporates	4.40	3.20
4. Others (specify)	-	-

Note 36.26: Movement of NPAs

(₹in crore)

	Current Year	Previous Year
(I) Net NPAs to Net Advances (%)	0.69%	0.95%
(II) Movement of NPAs (Gross)		
a) Opening balance	984.68	2,271.36
b) Additions during the year	572.55	564.49
c) Reductions during the year	740.43	1,851.17
d) Closing balance	816.80	984.68
(III) Movement of Net NPAs		
a) Opening balance	616.88	1,617.97
b) Additions during the year	458.55	424.88
c) Reductions during the year	553.07	1,425.97
d) Closing balance	522.36	616.88
(IV) Movement of provisions for NPAs (excluding provisions on standard assets)		
a) Opening balance	367.80	653.39
b) Provisions made during the year	114.00	139.61
c) Write-off/write-back of excess provisions	187.36	425.20
d) Closing balance	294.44	367.80

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

for the year ended 31st March 2025

Note 36.27: As on 31st March 2025, the Company does not have any assets outside the country (Previous year Nil).

Note 36.28: As on 31st March 2025, the Company does not have any Off-Balance Sheet SPVs sponsored which are required to be consolidated as per accounting norms (Previous year Nil).

Note 36.29: (A) Disclosure of Complaints

	Current Year	Previous Year
Complaints received from customers		
a) No. of complaints pending at the beginning of the year	27	10
b) No. of complaints received during the year	1,576	1,618
c) No. of complaints disposed during the year	1,588	1,601
c) (i) Of which, no. of complaints rejected	110	144
d) No. of complaints pending at the end of the year	15	27
Maintainable complaints received from Office of Ombudsman		
a) No. of maintainable complaints received from Office of Ombudsman	-	-
(i) Of a, no. of complaints resolved in favour of the Company by Office of Ombudsman	-	-
(ii) Of a, no. of complaints resolved through conciliation/mediation/advisories issued by Office of Ombudsman	-	-
(iii) Of a, no. of complaints resolved after passing of Awards by Office of Ombudsman against the Company	-	-
Number of Awards unimplemented within the stipulated time (other than those appealed)	-	-

(B) Top five grounds of complaints received by the NBFCs from customers:

Grounds of complaints, (i.e. complaints relating to)	Number of complaints pending at the beginning of the year	Number of complaints received during the year	% increase/decrease in the number of complaints received over the previous year	Number of complaints pending at the end of the year	Number of complaints pending beyond 30 days
Current Year					
Ground - 1 Pre Closure Related	5	568	(8.00)	1	-
Ground - 2 ROI Conversion/ Rate repricing	1	213	61.00	4	-
Ground - 3 Disbursement Related	3	133	(39.00)	1	-
Ground - 4 Loan Application Status	2	111	22.00	4	-
Ground - 5 PDD Related	2	92	360.00	-	-
Ground - 6 Others	14	459	(15.00)	5	-
Total	27	1,576	(3.00)	15	-
Previous Year					
Ground - 1 Pre Closure Related	2	616	65.00	5	-
Ground - 2 ROI Conversion/ Rate repricing	-	132	(9.00)	1	-
Ground - 3 Disbursement Related	2	219	6.00	3	-
Ground - 4 Loan Application Status	-	91	(21.00)	2	-
Ground - 5 Property Papers Related	-	83	(8.00)	1	-
Ground - 6 Others	6	477	(53.00)	15	-
Total	10	1,618	(10.00)	27	-

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

for the year ended 31st March 2025

Note 36.30: As on 31st March 2025, the Company has not granted any loans and has no outstanding loans (Nil % of total assets) against collateral gold jewellery (Previous year Nil).

Note 36.31: Deposit includes Public Deposits as defined in Paragraph 4.1.30 of RBI Directions, are secured by floating charge on the Statutory Liquid Assets maintained in terms of sub-sections (1) & (2) of Section 29B of the National Housing Bank Act, 1987. As on 31st March 2025, the public deposits (including accrued interest) outstanding amounts to ₹15,416.85 crore (excluding effective interest rate ₹15,513.55 crore) [Previous year ₹15,721.35 crore (excluding effective interest rate ₹15,822.00 crore)].

The Company is carrying Statutory Liquid Assets amounting to ₹2,427.78 crore (Previous year ₹2,388.95 crore).

Note 36.32: As on 31st March 2025, the Company operates within India and does not have any joint venture or overseas subsidiary.

Note 36.33: Liquidity Risk Management and Liquidity Coverage Ratio

(a) Liquidity Risk Management disclosures as at 31st March 2025:

(i) Funding Concentration based on significant counterparty (both deposits and borrowings)

As at	Number of Significant Counterparties	Amount (₹ in crore)	% of total deposits*	% of total liabilities
31 st March 2025	14	36,157	NA	55.07%
31 st March 2024	18	31,850	NA	55.45%

*Company does not have any depositor who would be eligible as significant counterparty

(ii) Top 20 large deposits

Particulars	As at 31 st March 2025	% of total liabilities	As at 31 st March 2024	% of total liabilities
Total deposits of top twenty largest depositors	2,430.27	13.78%	2,082.33	11.70%

(iii) Top 10 borrowings

Particulars	As at 31 st March 2025	% of total liabilities	As at 31 st March 2024	% of total liabilities
Total exposure of top ten lenders	32,834.88	50.01%	25,178.61	43.84%

(iv) Funding Concentration based on significant instrument/product

Particulars	As at 31 st March 2025	% of total liabilities	As at 31 st March 2024	% of total liabilities
Secured Non-Convertible Bonds	2,493.59	3.80%	2,946.84	5.13%
Secured Non-Convertible Debentures	2,880.85	4.39%	1,600.39	2.79%
Commercial Papers	3,199.01	4.87%	3,304.70	5.75%
Refinance Facility from NHB	8,449.78	12.87%	5,090.33	8.86%
Bank Facilities (Long Term + Short Term)	22,962.00	34.97%	21,962.98	38.24%
Financial Institution Facilities (Long Term + Short Term)	522.49	0.80%	157.49	0.27%
External Commercial Borrowings	3,620.75	5.51%	1,456.15	2.54%
Deposits including unpaid matured deposits and interest accrued thereon	17,641.73	26.87%	17,798.30	30.99%
Subordinated Tier-II Non-Convertible Debentures	539.59	0.82%	739.49	1.29%
Total Borrowings	62,309.79	94.91%	55,056.67	95.86%
Total Liabilities	65,657.23		57,438.84	

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

for the year ended 31st March 2025

(v) Stock ratios

Particulars	As at 31 st March 2025			As at 31 st March 2024		
	as a % of total public funds	as a % of total liabilities	as a % of total assets	as a % of total public funds	as a % of total liabilities	as a % of total assets
Commercial papers	5.13%	4.87%	3.88%	6.00%	5.75%	4.57%
Non-convertible Bonds & Debentures (original maturity of less than 1 year)	NA	NA	NA	NA	NA	NA
Other short term liabilities*	7.61%	7.22%	5.75%	8.14%	7.81%	6.19%

* Includes short term funds with original maturity of less than 1 year and includes funds from Refinance from NHB, Short Term Lines / OD / WCDL

(vi) Institutional set-up for liquidity risk management

The Board of Directors of the Company has constituted the Asset Liability Management Committee (ALCO) and the Risk Management Committee. The Board has the overall responsibility for management of liquidity risk. The Board decides the strategy, policies and procedures to manage liquidity risk in accordance with the liquidity risk tolerance/limits approved by it. The Risk Management Committee (RMC), which is a committee of the Board, is responsible for evaluating and monitoring the integrated risk management system of the Company including liquidity risk. The ALCO is responsible for ensuring adherence to the liquidity risk tolerance/limits set out in the Board approved Asset Liability Management (ALM) policy. The role of the ALCO with respect to liquidity risk includes, inter alia, decision on desired maturity profile for assets & liabilities, responsibilities and controls for managing liquidity risk and overseeing the liquidity position of the Company. The ALM Policy is reviewed periodically to realign the same pursuant to any regulatory changes/changes in the economic landscape or business needs and tabled to the Board for approval.

Management regularly reviews the position of cash and cash equivalents by aligning the same with the projected maturity of financial assets and financial liabilities, economic environment, liquidity position in the financial market, anticipated pipeline of future borrowing & future liabilities and threshold of minimum liquidity defined in the ALM policy with additional liquidity buffers as management overlay.

(b) Disclosure pursuant to Liquidity Risk Management Framework for Housing Finance Companies

A. Qualitative Disclosure

As per above circular, all deposit taking HFCs irrespective of their asset size, shall maintain a liquidity buffer in terms of Liquidity Coverage Ratio (LCR) which will promote resilience of HFCs to potential liquidity disruptions by ensuring that they have sufficient High Quality Liquid Asset (HQLA) to survive any acute liquidity stress scenario lasting for 30 days. The timeline on adhering to LCR guidelines are tabulated below.

Periods	1 st December, 2020	1 st December, 2021	1 st December, 2022	1 st December, 2023	1 st December, 2024
Minimum LCR (%)	50%	60%	70%	85%	100%

The objective of the LCR is to promote an environment wherein balance sheet carry a strong liquidity for short term cash flow requirements. To ensure strong liquidity NBFCs are required to maintain adequate pool of unencumbered HQLA which can be easily converted into cash to meet their stressed liquidity needs for 30 calendar days. The LCR is expected to improve the ability of financial sector to absorb the shocks arising from financial and/or economic stress, thus reducing the risk of spill over from financial sector to real economy.

The Liquidity Risk Management of the Company is managed by the ALCO under the governance of Board approved Liquidity Risk Framework comprising of Asset Liability Management policy, Contingency Funding Policy, Funding Strategy and Resource Mobilization Policy, and Market Risk Management Policy. The LCR levels for the balance sheet date is derived by arriving the stressed expected cash inflow and outflow for the next calendar month. To compute stressed cash outflow, all expected and contracted cash outflows are considered by applying a stress of 15%. Similarly, inflows for the Company is arrived at by considering all expected and contracted inflows by applying a haircut of 25%.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

for the year ended 31st March 2025

The main drivers of LCR are:

Outflows comprises of:

- All the contractual debt repayments and interest payments
- Expected operating expense based on projections for FY25
- Committed credit facilities contracted with customers for both sanctioned but partly disbursed cases and sanctioned but undisbursed cases based on historical experience and other expected or contracted cash outflows like expected payouts under contracted direct assignment deals.

The potential debt which may be recalled by the lenders on account of covenant breach has not been considered since the Company has not experienced such debt recall by any lender so far despite having breached covenants in the past.

Inflows comprises of:

- Expected receipt (scheduled EMLs) from all performing loans
- Liquid investment either in the form of short tenure Fixed Deposits with banks or in units of Debt Mutual Fund Schemes (like Overnight Liquid and Money Market Schemes) which are unencumbered and have not been considered as part of HQLA
- Sanctioned and undrawn lines of credit from banks.

For the purpose of HQLA the Company considers unencumbered government securities and cash/bank balances with nil haircuts.

The unencumbered government securities held as part of HQLA are identified separately from the government securities which are lien marked in favour of Trustee for public deposits accepted by the Company. The LCR is computed by dividing the stock of HQLA by its total net cash outflows over one-month stress period.

LCR guidelines are effective from 1st December, 2021. LCR has been calculated and monitored as per methodology prescribed in the RBI scale based regulation. LCR has been calculated as a simple average of the total number of days in a quarter on daily basis. The Company is compliant with maintenance of stipulated LCR. Further, the Company has been monitoring the daily LCR for the period of April 2024 to March 2025. The minimum and maximum daily required HQLA for regulatory compliance has been ₹464.54 crore and ₹2,205.12 crore respectively for the period of April 2024 to March 2025. The Company has maintained the daily average LCR of 215.67% for FY25.

The Company maintains diversified sources of funding comprising short/long term loans from banks, Non-Convertible Debentures (NCDs), Bonds, External Commercial Borrowings (ECBs), Deposits, Refinance from National Housing Bank (NHB) and Commercial Papers (CPs). The funding pattern is reviewed on monthly basis by the management and on quarterly basis by the ALM Committee and Risk Management Committee.

Funding profile of the Company is tabulated below:

Particulars	As at 31 st March 2025		As at 31 st March 2024	
	(₹in crore)	%	(₹in crore)	%
Secured Non-Convertible Bonds	2,493.59	3.73%	2,946.84	4.84%
Secured Non-Convertible Debentures	2,880.85	4.30%	1,600.39	2.63%
Commercial Papers	3,199.01	4.78%	3,304.70	5.42%
Refinance Facility from NHB	8,449.78	12.62%	5,090.33	8.35%
Bank Facilities (Long Term + Short Term)	22,962.00	34.30%	21,962.98	36.04%
Financial Institution Facilities (Long Term + Short Term)	522.49	0.78%	157.49	0.26%
External Commercial Borrowings	3,620.75	5.41%	1,456.15	2.39%
Deposits including unpaid matured deposits and interest accrued thereon	17,641.73	26.35%	17,798.30	29.20%
Subordinated Tier-II Non-Convertible Debentures	539.59	0.81%	739.49	1.21%
Total (a)	62,309.79		55,056.67	
Assignment of loans (b)	4,631.88	6.92%	5,884.77	9.66%
Total (a+b)	66,941.67	100.00%	60,941.44	100.00%

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

for the year ended 31st March 2025

Derivative exposures and potential collateral calls: To hedge ECBs and mitigate the Interest rate risk on NCDs, the Company enters into derivative transactions. All the derivatives of the Company are for hedging purpose and not for any speculative or trading purpose. As on 31st March 2025, the notional amount of outstanding derivatives is ₹6,127.37 crore (Previous year ₹3,275.44 crore) with net negative MTM of ₹86.34 crore (Previous year positive ₹135.01 crore). Further, the Company has executed bilateral Credit Support Agreement with few of its derivative counterparties. As on 31st March 2025 there is outstanding margin of ₹36.22 crore (Previous year Nil).

Currency mismatch in LCR: There is no mismatch required to be reported in LCR as on 31st March 2025 and 31st March 2024 since all the Foreign Currency liabilities are reinstated to ₹ as per the corresponding derivative/ forward deals and closing RBI reference / FBIL exchange rates.

B. Quantitative Disclosure

Particulars	Quarter ended March 2025		Quarter ended December 2024	
	Total Unweighted** Value	Total Weighted# Value	Total Unweighted** Value	Total Weighted# Value
High Quality Liquid Assets				
Total High Quality Liquid Assets (HQLA)	3,383.27	2,769.05	3,321.68	2,714.20
(i) Cash in hand & Bank balance	94.54	94.54	63.66	63.66
(ii) CP/Corporate Bond	870.41	739.85	882.58	750.19
(iii) SLR Securities	2,418.32	1,934.66	2,375.44	1,900.35
(iv) Government securities	-	-	-	-
Cash Outflows				
Deposits	411.56	473.29	576.19	662.62
Unsecured wholesale funding	850.56	978.14	1,632.61	1,877.50
Secured wholesale funding	1,618.97	1,861.82	1,249.05	1,436.41
Additional requirements, of which				
(i) Outflows related to derivative exposures and other collateral requirements	-	-	-	-
(ii) Outflows related to loss of funding on debt products	-	-	-	-
(iii) Credit and liquidity facilities	-	-	-	-
Other contractual funding obligations	1,302.23	1,497.56	1,244.19	1,430.82
Other contingent funding obligations	145.32	167.12	189.12	217.49
Total Cash Outflows	4,328.64	4,977.93	4,891.16	5,624.84
Cash Inflows				
Secured lending	-	-	-	-
Inflows from fully performing exposures	924.35	693.26	915.62	686.72
Other cash inflows	10,918.85	8,189.14	10,986.64	8,239.98
Total Cash Inflows	11,843.20	8,882.40	11,902.26	8,926.70
	Total Adjusted Value			
Total HQLA		2769.05		2714.20
Total Net Cash Outflows		1244.48		1406.21
Liquidity Coverage Ratio (%)		222.51%		193.02%
Required LCR	in %	100.00%	in %	100.00%
	in ₹	1,244.48	in ₹	1,406.21

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

for the year ended 31st March 2025

(₹in crore)

Particulars	Quarter ended September 2024		Quarter ended June 2024	
	Total Unweighted** Value	Total Weighted# Value	Total Unweighted** Value	Total Weighted# Value
High Quality Liquid Assets				
Total High Quality Liquid Assets (HQLA)	3,586.89	2,951.00	3,974.43	3,289.09
(i) Cash in hand & Bank balance	98.59	98.59	111.52	111.52
(ii) CP/Corporate Bond	1,235.52	1,050.19	1,471.39	1,250.68
(iii) SLR Securities	2,252.78	1,802.22	2,323.16	1,858.53
(iv) Government securities	-	-	68.36	68.36
Cash Outflows				
Deposits	552.73	635.64	475.23	546.51
Unsecured wholesale funding	1,502.72	1,728.13	1,446.98	1,664.03
Secured wholesale funding	1,761.89	2,026.17	1,247.91	1,435.10
Additional requirements, of which				
(i) Outflows related to derivative exposures and other collateral requirements	-	-	-	-
(ii) Outflows related to loss of funding on debt products	-	-	-	-
(iii) Credit and liquidity facilities	-	-	-	-
Other contractual funding obligations	1,338.34	1,539.09	1,023.73	1,177.29
Other contingent funding obligations	169.22	194.60	155.54	178.87
Total Cash Outflows	5,324.90	6,123.63	4,349.39	5,001.80
Cash Inflows				
Secured lending	-	-	-	-
Inflows from fully performing exposures	865.07	648.80	867.59	650.69
Other cash inflows	8,381.01	6,285.76	9,573.11	7,179.83
Total Cash Inflows	9,246.08	6,934.56	10,440.70	7,830.52
	Total Adjusted Value			
Total HQLA		2,951.00		3,289.09
Total Net Cash Outflows		1,530.91		1,250.45
Liquidity Coverage Ratio (%)		192.76%		263.03%
Required LCR	in %	85.00%	in %	85.00%
	in ₹	1,301.27	in ₹	1,062.88

(₹in crore)

Particulars	Quarter ended March 2024		Quarter ended December 2023	
	Total Unweighted** Value	Total Weighted# Value	Total Unweighted** Value	Total Weighted# Value
High Quality Liquid Assets				
Total High Quality Liquid Assets (HQLA)	3,980.52	3,285.16	3,816.18	3,195.78
(i) Cash in hand & Bank balance	82.22	82.22	105.11	105.11
(ii) CP/Corporate Bond	1,620.92	1,377.78	1,025.01	871.26
(iii) SLR Securities	2,261.11	1,808.89	2,333.25	1,866.60
(iv) Government securities	16.27	16.27	352.81	352.81
Cash Outflows				
Deposits	439.03	504.88	399.28	459.17
Unsecured wholesale funding	1,845.60	2,122.44	647.28	744.37
Secured wholesale funding	1,253.85	1,441.93	1,719.82	1,977.79
Additional requirements, of which				
(i) Outflows related to derivative exposures and other collateral requirements	-	-	-	-
(ii) Outflows related to loss of funding on debt products	-	-	-	-
(iii) Credit and liquidity facilities	-	-	-	-
Other contractual funding obligations	1,212.32	1,394.17	1,208.71	1,390.02
Other contingent funding obligations	157.98	181.68	179.56	206.49
Total Cash Outflows	4,908.78	5,645.10	4,154.65	4,777.84

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

for the year ended 31st March 2025

(₹in crore)

Particulars	Quarter ended March 2024		Quarter ended December 2023	
	Total Unweighted** Value	Total Weighted# Value	Total Unweighted** Value	Total Weighted# Value
Cash Inflows				
Secured lending	-	-	-	-
Inflows from fully performing exposures	795.32	596.49	772.27	579.20
Other cash inflows	11,066.45	8,299.84	11,572.15	8,679.11
Total Cash Inflows	11,861.77	8,896.33	12,344.42	9,258.31
	Total Adjusted Value			
Total HQLA		3,285.16		3,195.78
Total Net Cash Outflows		1,411.28		1,194.46
Liquidity Coverage Ratio (%)		232.78%		267.55%
Required LCR	in %	85.00%	in %	85.00%
	in ₹	1,199.58	in ₹	1,015.29

(₹in crore)

Particulars	Quarter ended September 2023		Quarter ended June 2023	
	Total Unweighted** Value	Total Weighted# Value	Total Unweighted** Value	Total Weighted# Value
High Quality Liquid Assets				
Total High Quality Liquid Assets (HQLA)	3,550.47	2,988.67	3,272.74	2,743.55
(i) Cash in hand & Bank balance	96.45	96.45	93.59	93.59
(ii) CP/Corporate Bond	648.27	551.03	536.99	456.44
(iii) SLR Securities	2,322.80	1,858.24	2,243.20	1,794.56
(iv) Government securities	482.95	482.95	398.96	398.96
Cash Outflows				
Deposits	445.47	512.29	445.14	511.91
Unsecured wholesale funding	358.70	412.51	-	-
Secured wholesale funding	1,654.63	1,902.82	1,735.70	1,996.06
Additional requirements, of which				
(i) Outflows related to derivative exposures and other collateral requirements	-	-	0.38	0.44
(ii) Outflows related to loss of funding on debt products	-	-	-	-
(iii) Credit and liquidity facilities	-	-	-	-
Other contractual funding obligations	1,082.63	1,245.02	1,108.85	1,275.18
Other contingent funding obligations	172.62	198.51	138.81	159.63
Total Cash Outflows	3,714.05	4,271.16	3,428.88	3,943.21
Cash Inflows				
Secured lending	-	-	-	-
Inflows from fully performing exposures	768.03	576.02	802.16	601.62
Other cash inflows	8,689.83	6,517.37	8,108.76	6,081.57
Total Cash Inflows	9,457.86	7,093.39	8,910.92	6,683.19
	Total Adjusted Value			
Total HQLA		2,988.67		2,743.55
Total Net Cash Outflows		1,067.79		985.80
Liquidity Coverage Ratio (%)		279.89%		278.31%
Required LCR	in %	70.00%	in %	70.00%
	in ₹	747.45	in ₹	690.06

**Unweighted values are calculated as outstanding balances maturing or callable within 30 days (for inflows and outflows).

#Weighted values are calculated after the application of respective haircuts (for HQLA) and stress factors on inflow and outflow.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

for the year ended 31st March 2025

Note 36.34: Disclosure as per Annexure III of RBI directions:

(₹in crore)

Particulars	Amount outstanding	Amount overdue
S.No Liabilities side		
1 Loans and advances availed by the HFC inclusive of interest accrued thereon but not paid:		
(a) Bonds/ Debentures : Secured	5,563.55	-
: Unsecured	561.51	-
(other than falling within the meaning of public deposits)		
(b) Deferred Credits	-	-
(c) Term Loans	35,745.67	-
(d) Inter-corporate loans and borrowing	2,225.12	-
(e) Commercial Paper	3,199.01	-
(f) Public Deposits	15,416.85	-
(g) Other Loans (specify nature)	-	-
2 Break-up of (1)(f) above (Outstanding public deposits inclusive of interest accrued thereon but not paid):		
(a) In the form of Unsecured debentures	-	-
(b) In the form of partly secured debentures i.e. debentures where there is a shortfall in the value of security	-	-
(c) Other public deposits	15,416.85	-
Assets side	Amount outstanding	
3 Break-up of Loans and Advances including bills receivables [other than those included in (4) below]:		
(a) Secured		75,886.93
(b) Unsecured		-
4 Break up of Leased Assets and stock on hire and other assets counting towards asset financing activities		
(i) Lease assets including lease rentals under sundry debtors		
(a) Financial lease		-
(b) Operating lease		-
(ii) Stock on hire including hire charges under sundry debtors		
(a) Assets on hire		-
(b) Repossessed Assets		-
(iii) Other loans counting towards asset financing activities		
(a) Loans where assets have been repossessed (net of provision)		-
(b) Loans other than (a) above		-
5 Break-up of Investments		
Current Investments		
1. Quoted		
(i) Shares		
(a) Equity		-
(b) Preference		-
(ii) Debentures and Bonds		952.68
(iii) Units of mutual funds		-
(iv) Government Securities		-
(v) Others		-

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

for the year ended 31st March 2025

Assets side	Amount outstanding
2. Unquoted	
(i) Shares	
(a) Equity	-
(b) Preference	-
(ii) Debentures and Bonds	-
(iii) Units of mutual funds	
(iv) Government Securities	-
(v) Others	-
Long Term Investments	
1. Quoted	
(i) Shares	
(a) Equity	-
(b) Preference	-
(ii) Debentures and Bonds	-
(iii) Units of mutual funds	-
(iv) Government Securities	2,427.78
(v) Others	-
2. Unquoted	
(i) Shares	
(a) Equity	0.30
(b) Preference (recognised at ₹1)	0.00
(ii) Debentures and Bonds	-
(iii) Units of mutual funds	-
(iv) Government Securities	-
(v) Others (Security receipts)	0.00

	Amount net of provisions		
	Secured	Unsecured	Total
6 Borrower group-wise classification of assets financed as in (3) and (4) above:			
Category			
1. Related Parties			
(a) Subsidiaries	-	-	-
(b) Companies in the same group	-	-	-
(c) Other related parties	1.14	-	1.14
2. Other than related parties	74,766.43	-	74,766.43
Total	74,767.57	-	74,767.57

	Market value/Break up or fair value or NAV	Total Book value (net of provisions)
7 Investor group-wise classification of all investments (current and long term) in shares and securities (both quoted and unquoted) :		
Category		
1. Related Parties		
(a) Subsidiaries*	151.33	0.30
(b) Companies in the same group	-	-
(c) Other related parties	-	-
2. Other than related parties	3,422.79	3,380.46
Total	3,574.12	3,380.76

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

for the year ended 31st March 2025

Particulars	Amount
8 Other information	
1. Gross Non-Performing Assets	
(a) Related Parties	-
(b) Other than related parties	816.80
2. Net Non-Performing Assets	
(a) Related Parties	-
(b) Other than related parties	522.36
Assets acquired in satisfaction of debt	-

* Equity capital contributed by the Company has been considered as break up value for subsidiary formed under section 8 of the Company Act, 2013 as the subsidiary is prohibited to give any right over its profits to any of its members.

Note 36.35: Breach of covenant of loans availed and debt securities issued

During the current and previous year there is no breach of covenant of loans availed and debt securities issued.

Note 36.36: RBI vide its circular number RBI/2020-21/60/DOR.NBFC (HFC) CC.NO 118/03.10.136/2020-21 dated 22nd October, 2020 defined the principal business criteria for HFCs.

Details of principal business criteria as follows:

As at 31 st March 2025		As at 31 st March 2024	
% of total assets towards housing finance	% of total assets towards housing finance for individuals	% of total assets towards housing finance	% of total assets towards housing finance for individuals
66.86%	65.32%	66.33%	63.28%

Note 36.37: During the year there is no fraud, However during the previous year the Company had reported one fraud case in relation to loan advanced to a borrower amounting to ₹2.00 crore (loss recognised ₹1.97 crore) to NHB.

Note 36.38: The comparison between provisions required under IRACP and impairment allowances made under Ind AS 109 is tabulated below:

						(₹ in crore)
Asset Classification as per RBI Norms (1)	Asset classification as per Ind AS 109 (2)	Gross Carrying Amount as per Ind AS 109 (3)	Loss Allowances (Provisions) as required under Ind AS 109 (4)	Net Carrying Amount (5)=(3)-(4)	Provisions required as per IRACP norms (6)	Difference between Ind AS 109 provisions and IRACP norms (7) = (4)-(6)
Performing Assets						
Standard	Stage 1	73,250.04	537.44	72,712.60	223.77	313.67
	Stage 2	1,820.09	287.48	1,532.61	13.03	274.45
Subtotal		75,070.13	824.92	74,245.21	236.80	588.12
Non-Performing Assets (NPA)						
Substandard	Stage 3	355.69	70.31	285.38	76.55	(6.24)
Doubtful - up to 1 year	Stage 3	149.61	55.22	94.39	46.21	9.01
1 to 3 years	Stage 3	209.33	87.74	121.59	85.08	2.66
More than 3 years	Stage 3	102.17	81.17	21.00	80.46	0.71
Subtotal for doubtful		461.11	224.13	236.98	211.75	12.38
Loss	Stage 3	-	-	-	-	-
Subtotal for NPA		816.80	294.44	522.36	288.30	6.14
Other items such as guarantees, loan commitments, etc. which are in the scope of Ind AS 109 but not covered under current Income Recognition, Asset Classification and Provisioning (IRACP) norms	Stage 1	399.68	2.89	396.79	-	2.89
	Stage 2	-	-	-	-	-
	Stage 3	0.84	0.84	-	0.84	-

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

for the year ended 31st March 2025

(₹in crore)

Asset Classification as per RBI Norms (1)	Asset classification as per Ind AS 109 (2)	Gross Carrying Amount as per Ind AS 109 (3)	Loss Allowances (Provisions) as required under Ind AS 109 (4)	Net Carrying Amount (5)=(3)-(4)	Provisions required as per IRACP norms (6)	Difference between Ind AS 109 provisions and IRACP norms (7) = (4)-(6)
Subtotal		400.52	3.73	396.79	0.84	2.89
Total	Stage 1	73,649.72	540.33	73,109.39	223.77	316.56
	Stage 2	1,820.09	287.48	1,532.61	13.03	274.45
	Stage 3	817.64	295.28	522.36	289.14	6.14
Total		76,287.45	1,123.09	75,164.36	525.94	597.15

Note 36.39: There are no divergence as per the regulator for FY24 and hence no details are required to be disclosed in the prescribed format.

Note 36.40: In compliance with RBI circular number RBI/2020-21/16/DOR.No.BP.BC/3/21.04.048/2020-21 dated 6th August, 2020, the disclosure in relation to resolution plan implemented under the Resolution Framework for COVID-19-related stress is tabulated below:

For half-year ended 31st March 2025

(₹in crore)

Type of Borrower	Exposure to accounts classified as Standard consequent to implementation of resolution plan – Position as at the end of the previous half-year (A) (\$)	Of (A), aggregate debt that slipped into NPA during the half-year	Of (A) amount written off during the half- year	Of (A) amount paid by the borrowers during the half year	Exposure to accounts classified as Standard consequent to implementation of resolution plan – Position as at the end of this half-year (B)
Personal Loans*	1,215.18	162.64	5.34	146.93	1,062.91
Corporate persons					
of which, MSMEs					
Others^	-	-	-	-	-
Total	1,215.18	162.64	5.34	146.93	1,062.91

* Retail loans

\$ Principal outstanding as on 30th September, 2024.

@ Principal outstanding (including capitalised interest) for live restructured accounts as on 31st March 2025.

^Corporate finance loans

For half-year ended 30th September 2024

(₹in crore)

Type of Borrower	Exposure to accounts classified as Standard consequent to implementation of resolution plan – Position as at the end of the previous half-year (A) (\$)	Of (A), aggregate debt that slipped into NPA during the half-year	Of (A) amount written off during the half- year	Of (A) amount paid by the borrowers during the half year	Exposure to accounts classified as Standard consequent to implementation of resolution plan – Position as at the end of this half-year (B)
Personal Loans*	1,381.20	115.91	33.39	132.63	1,215.18
Corporate persons					
of which, MSMEs					
Others^	19.25	-	-	19.25	-
Total	1,400.45	115.91	33.39	151.88	1,215.18

* Retail loans

\$ Principal outstanding as on 31st March 2024.

@ Principal outstanding (including capitalised interest) for live restructured accounts as on 30th September, 2024.

^Corporate finance loans

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

for the year ended 31st March 2025

Note 37 Leases

(i) Movement of lease liability

(₹in crore)

Particulars	As at 31 st March 2025	As at 31 st March 2024
Lease liability as at the beginning of the year (a)	132.96	74.75
Additions (b)	43.13	91.44
Accretion of interest (c)	10.25	7.22
Payments (d)	37.60	33.25
Modification (e)	3.05	7.19
Lease liability as at the end of the year (a+b+c-d-e)	145.69	132.97

(ii) Maturity analysis of minimum undiscounted lease payments after the reporting period:

(₹in crore)

Particulars	As at 31 st March 2025	As at 31 st March 2024
Less than one year	36.53	34.86
Later than one year but not later than five years	98.35	91.85
Later than five years	49.05	39.31
Total	183.93	166.02

(iii) Maturity analysis of minimum discounted lease payments after the reporting period:

(₹in crore)

Particulars	As at 31 st March 2025	As at 31 st March 2024
Less than one year	26.58	26.00
Later than one year but not later than five years	75.21	72.29
Later than five years	43.90	34.68
Total	145.69	132.97

(iv) There are no gains or losses from sales and leaseback for the year ended 31st March 2025 and 31st March 2024.

(v) There are no variable lease payments for the year ended 31st March 2025 and 31st March 2024.

Note 38 Derivatives

The Company uses derivative financial instruments such as forwards and swaps to hedge its risks associated with foreign exchange fluctuation, price risk and interest rate movements. The fair values of all such derivative financial instruments are recognized as assets or liabilities at the balance sheet date.

a The Asset and Liability position of various outstanding derivative financial instruments is given below:

(₹in crore)

Particulars	Nature of Risk being Hedged	As at 31 st March 2025			As at 31 st March 2024		
		Assets	Liabilities	Net fair value	Assets	Liabilities	Net fair value
Cash flow hedges	Currency risk, Interest rate risk	65.63	115.75	(50.12)	190.36	55.35	135.01
Fair Value Hedge	Interest rate risk	-	-	-	-	-	-
Total		65.63	115.75	(50.12)	190.36	55.35	135.01

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

for the year ended 31st March 2025

b Outstanding position and fair value of various foreign exchange derivative financial instruments:

(₹in crore)

Particulars	Currency Pair	As at 31 st March 2025		As at 31 st March 2024	
		Notional Value in foreign currency	Fair Value Gain/ (Loss)*	Notional Value in foreign currency	Fair Value Gain/ (Loss)
Cash flow hedges					
Currency swap	USD_INR	3,637.21	(37.19)	1,459.04	190.36
Interest rate swap	USD_INR	-	-	-	-
Foreign currency spot and forwards	USD_INR	1,490.16	(49.15)	816.40	(55.35)
Fair value hedges					
Interest rate swap	INR_INR	1,000.00	-	1,000.00	-

*Additionally margin money paid to counter party bank is ₹36.22 crore.

c The following table presents details of amount held, effective portion of cash flow hedge and cost of hedging reserve and the period during which these are going to be released and affecting Statement of Profit and Loss.

(₹in crore)

Effective Portion of Cash Flow Hedges	As at 31 st March 2025			As at 31 st March 2024		
	Within 12 Months	After 12 Months	Total	Within 12 Months	After 12 Months	Total
Currency swap	14.38	(51.57)	(37.19)	144.38	45.98	190.36
Interest rate swap	-	-	-	-	-	-
Foreign currency spot and forwards	(49.15)	-	(49.15)	(0.75)	(54.60)	(55.35)
Total	(34.77)	(51.57)	(86.34)	143.62	(8.62)	135.01
Deferred tax on above	(8.75)	(12.98)	(21.73)	36.15	(2.17)	33.98
Total	(26.02)	(38.59)	(64.61)	107.48	(6.45)	101.03

d The following tables presents the amount of gain/(loss) recognized for effective portion of cash flow hedge and cost of hedging reserve and recycled during FY25 along with closing amount in hedging reserve:

Effective Portion of Cash Flow Hedges	Opening Balance	Net Amount recognised OCI	Net Amount to P&L	Net Amount added to Non-Financial Assets	Recycled	Closing Balance
Currency swap	190.36	227.55	-	-	-	(37.19)
Interest rate swap	-	-	-	-	-	-
Foreign currency spot and forwards	(55.35)	(6.20)	-	-	-	(49.15)

e The Company's hedging policy allows for effective hedge relationships to be established. The effective portion of hedge is recognised in OCI, while ineffective portion of hedge is recognised immediately in the Statement of Profit and Loss. For Cash flow hedges, the Company uses hypothetical derivative method to assess effectiveness based on "lower off" assessment.

Sources of Hedge ineffectiveness summarised by risk category are as follows :

Risk Category	Sources of Hedge Ineffectiveness	Type of Hedge
Price Risk	Critical terms Mismatch	Cash Flow and Fair Value Hedge
	Basis Risk	Fair Value Hedge
	Credit Risk Adjustment	Cash Flow and Fair Value Hedge
Exchange Risk	Credit Risk Adjustment	Cash Flow Hedge

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

for the year ended 31st March 2025

Note 39 Segment Reporting

Company's main business is to provide loans against/for purchase, construction, repairs & renovations of Houses/ Flats/ Commercial Properties etc. All other activities of the Company revolve around the main business. As such, there are no separate reportable segment, as per the Operating Segments (Ind AS 108), notified by the Companies (Accounting Standard) Rules, 2015. The Company operates within India and does not have operations in economic environments with different risks and returns, hence it is considered operating in single geographical segment.

The Company is not reliant on revenues from transactions with any single external customer and does not receive 10% or more of its revenues from transactions with any single external customer.

Note 40 Contingent Liabilities and Commitments

- i) Contingent liabilities in respect of Income-tax of ₹54.81 crore (Previous year ₹87.08 crore) is disputed and are under appeals. The Company expects the demands to be set aside by the appellate authority, hence no additional provision is considered necessary.
- ii) Contingent liabilities in respect of Goods and Service Tax of ₹51.46 crore (Previous year ₹0.47 crore) is disputed and appeals has been filed for ₹17.20 crore (Previous year ₹0.33 crore). Further, the Company in the process of filing of appeal for ₹34.26 crore (Previous year ₹0.14 crore). The Company expects the demands to be set aside by the appellate authority, hence no additional provision is considered necessary.
- iii) Estimated amount of contracts remaining to be executed on capital account and not provided for (net of advances) is ₹32.34 crore (Previous year ₹20.23 crore).
- iv) Claims against the Company not acknowledged as debt is ₹0.48 crore (Previous year ₹1.20 crore)
- v) Company had issued corporate financial guarantee amounting to ₹0.25 crore to "UNIQUE IDENTIFICATION AUTHORITY OF INDIA (UIDAI)" in relation to Aadhar Authentication Services. During the previous year corporate financial guarantee amounting to ₹22.19 crore was provided to "National Stock Exchange of India Ltd" and "UNIQUE IDENTIFICATION AUTHORITY OF INDIA (UIDAI)" in relation to Rights Issue of the Company and Aadhar Authentication Services.

Note 41 Disclosure in respect of Employee Benefits

In accordance with Indian Accounting Standards on "Employee Benefits" (Ind AS 19), the following disclosure have been made:

Defined Contribution Plans:

Note 41.1: The Company makes contributions towards provident fund to a defined contribution retirement benefit plan for qualifying employees. Under the plan, the Company is required to contribute a specified percentage of payroll cost to the retirement benefit plan to fund the benefits. The contribution has been recognised in the Statement of Profit and Loss which are included under "Contribution to Provident Fund and Other Funds" in Note 32.

Particulars	(₹ in crore)	
	Current Year	Previous Year
Contribution to Provident Fund and Other Funds	23.17	18.69

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

for the year ended 31st March 2025

Note 41.2: Defined Benefit Plans

The Company has a defined benefit gratuity plan. Every employee is entitled to gratuity as per the provisions of the Payment of Gratuity Act, 1972. The scheme is funded and the same is managed by Life Insurance Corporation of India and Kotak Mahindra Life Insurance Company Limited. The liability of Gratuity is recognised on the basis of actuarial valuation.

The most recent actuarial valuation of plan assets and the present value of the defined benefit obligation for gratuity were carried out as at 31st March 2025. The present value of the defined benefit obligations and the related current service cost and past service cost, were measured using the Projected Unit Credit Method.

Risks associated with defined benefit plan

Interest rate risk: A fall in the discount rate, which is linked to the Government Securities rate, will increase the present value of the liability requiring higher provision. A fall in the discount rate generally increases the mark to market value of the assets depending on the duration of asset.

Salary Risk: The present value of the defined benefit plan liability is calculated by reference to the future salary of members. As such, an increase in the salary of the members more than assumed level may increase the plan's liability.

Mortality risk: Since the benefits under the plan is not payable for life time and payable till retirement age only, plan does not have any longevity risk.

GRATUITY LIABILITY

Change in present value of obligation

Particulars	(₹in crore)	
	Current Year	Previous Year
Present value of obligation as at the beginning of the year	17.68	15.95
Interest cost	1.23	1.08
Current service cost	5.77	4.41
Past service cost including curtailment gains / losses	(0.01)	-
Benefits paid	(1.84)	(4.16)
Actuarial (gain) / loss on obligation	0.60	0.40
Present value of obligation as at the end of year	23.43	17.68

Change in fair value of plan assets*

Particulars	(₹in crore)	
	Current Year	Previous Year
Fair value of plan assets as at the beginning of the year	18.00	16.23
Actual return on plan assets	1.42	0.96
Employer Contributions	5.09	4.19
Benefits paid	(1.84)	(3.38)
Fair value of plan assets as at the end of year	22.67	18.00
Funded status	(0.01)	0.84
Unfunded status	(0.75)	(0.52)

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

for the year ended 31st March 2025

Expense recognised in the statement of Profit and Loss

(₹in crore)

Particulars	Current Year	Previous Year
Service cost	5.76	4.41
Interest on net defined assets/liability	(0.01)	1.21
Expenses recognised in the statement of profit and loss	5.75	5.62

Expense recognised in the Other Comprehensive Income

(₹in crore)

Particulars	Current Year	Previous Year
Remeasurement (loss)/gain in Other Comprehensive Income (OCI)	(0.44)	(0.64)
Net cumulative unrecognised actuarial gain/(loss) opening	0.03	0.03
Actuarial gain / (loss) for the year on PBO	(0.63)	(0.43)
Actuarial gain /(loss) for the year on Asset	0.16	(0.24)
Expected contribution for the next financial year	5.91	5.89

Assumptions

Particulars	Current Year	Previous Year
a) Discounting Rate	6.70%-7.13%	7.22%-7.25%
b) Future salary Increase	3.00%-8.00%	3.00%-8.00%
c) Retirement Age (Years)	58-60 years	58-60 years
d) Mortality Table	IALM (2012-14)	IALM (2012-14)

Maturity profile of defined benefits obligation

(₹in crore)

Particulars	Current Year	Previous Year
With in the next 12 months	2.06	1.36
above 1 year and up to 5 years	8.01	5.29
above 5 year	13.36	11.03

Sensitivity analysis of the defined benefit obligation**

(₹in crore)

Particulars	Current Year			
	Discount Rate		Future salary increase	
Sensitivity Level	0.5% increase	0.5% decrease	0.5% increase	0.5% decrease
Impact on defined benefit obligation	(0.97)	1.05	0.93	(0.89)

(₹in crore)

Particulars	Previous Year			
	Discount Rate		Future salary increase	
Sensitivity Level	0.5% increase	0.5% decrease	0.5% increase	0.5% decrease
Impact on defined benefit obligation	(0.69)	0.74	0.68	(0.63)

*100% of the plan assets are managed by the insurer for current as well as previous year for employees on the Company payroll. However, for contractual employees there are no plan assets.

**Sensitivities due to mortality and withdrawals are not material and hence impact of change due to these are not calculated. Sensitivities as to rate of inflation, rate of increase of pensions in payment, rate of increase of pensions before retirement and life expectancy are not applicable being a lump sum benefit on retirement.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

for the year ended 31st March 2025

Note 42 Expenditure in Foreign Currency

			(₹in crore)
Particulars	Current Year	Previous Year	
Interest expenses	96.53	259.58	
Other expenses	16.58	3.84	

Note 43 Derivative financial assets / liabilities

Derivative financial assets subject to offsetting, netting arrangements

										(₹in crore)
Particulars	Offsetting recognised on the balance sheet			Netting potential not recognised on the balance sheet			Derivative assets not subject to netting arrangements	Total derivative assets	Maximum exposure to risk	
	Gross derivative assets before offset	Offset with gross derivative liabilities	Net derivative assets recognised on the balance sheet	Derivative liabilities	Collaterals received	Derivative assets after consideration of netting potential	Derivative Assets recognised on the balance sheet	Recognised in the balance sheet	After consideration of netting potential	
Derivative assets	A	B	C = (A + B)	D	E	F = (C + D + E)	G	H = (C + G)	I = (H + D + E)	
At 31 st March, 2025*	65.63	(65.63)	-	-	-	-	-	-	-	-
At 31 st March, 2024	190.36	(55.35)	135.01	-	-	135.01	-	135.01	135.01	

Derivative financial liabilities subject to offsetting, netting arrangements

										(₹in crore)
Particulars	Offsetting recognised on the balance sheet			Netting potential not recognised on the balance sheet			Derivative liabilities not subject to netting arrangements	Total derivative liabilities	Maximum exposure to risk	
	Gross derivative liabilities before offset	Offset with gross derivative assets	Net derivative liabilities recognised on the balance sheet	Derivative Assets	Collaterals given	Derivative liabilities after consideration of netting potential	Derivative liabilities recognised on the balance sheet	Recognised in the balance sheet	After consideration of netting potential	
Derivative liabilities	A	B	C = (A + B)	D	E	F = (C + D + E)	G	H = (C + G)	I = (H + D + E)	
At 31 st March, 2025*	115.75	65.63	(50.12)	-	-	(50.12)	-	(50.12)	(50.12)	
At 31 st March, 2024	(55.35)	55.35	-	-	-	-	-	-	-	

* Net of margin money paid to counter party bank.

Note 44 Additional information, as required under Schedule III to the Companies Act, 2013, of enterprise consolidated as Subsidiary/Associates/Joint Ventures:

Particulars	Net Asset (Total assets - Total liabilities)		Share in profit or (loss)		Share in other comprehensive income		Share in total comprehensive income	
	As % of consolidated net asset	Amount (₹in crore)	As % of consolidated profit or (loss)	Amount (₹in crore)	As % of consolidated other comprehensive income	Amount (₹in crore)	As % of consolidated total comprehensive income	Amount (₹in crore)
	31 st March 2025	31 st March 2025	31 st March 2025	31 st March 2025	31 st March 2025	31 st March 2025	31 st March 2025	31 st March 2025
Parent								
PNB Housing Finance Limited	99.83	16,833.70	100.66	1,948.95	100.24	(69.83)	100.68	1,879.12

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

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Particulars	Net Asset (Total assets - Total liabilities)		Share in profit or (loss)		Share in other comprehensive income		Share in total comprehensive income	
	As % of consolidated net asset	Amount (₹in crore)	As % of consolidated profit or (loss)	Amount (₹in crore)	As % of consolidated other comprehensive income	Amount (₹in crore)	As % of consolidated total comprehensive income	Amount (₹in crore)
	31 st March 2025	31 st March 2025	31 st March 2025	31 st March 2025	31 st March 2025	31 st March 2025	31 st March 2025	31 st March 2025
Indian subsidiary								
PHFL Home Loans and Services Limited	0.90	151.92	0.67	12.98	(0.24)	0.17	0.70	13.15
Inter-Company elimination and other consolidated adjustments	(0.73)	(122.49)	(1.33)	(25.79)	-	-	(1.38)	(25.79)
Non controlling interest in subsidiaries	-	-	-	-	-	-	-	-
Total	100.00	16,863.13	100.00	1,936.14	100.00	(69.66)	100.00	1,866.48

Particulars	Net Asset (Total assets - Total liabilities)		Share in profit or (loss)		Share in other comprehensive income		Share in total comprehensive income	
	As % of consolidated net asset	Amount (₹in crore)	As % of consolidated profit or (loss)	Amount (₹in crore)	As % of consolidated other comprehensive income	Amount (₹in crore)	As % of consolidated total comprehensive income	Amount (₹in crore)
	31 st March 2024	31 st March 2024	31 st March 2024	31 st March 2024	31 st March 2024	31 st March 2024	31 st March 2024	31 st March 2024
Parent								
PNB Housing Finance Limited	99.72	14,932.37	101.29	1,527.42	101.17	(16.44)	101.29	1,510.98
Indian subsidiary								
PHFL Home Loans and Services Limited	0.93	138.78	0.54	8.12	(1.17)	0.19	0.56	8.31
Inter-Company elimination and other consolidated adjustments	(0.65)	(96.71)	(1.83)	(27.53)	-	-	(1.85)	(27.53)
Non controlling interest in subsidiaries	-	-	-	-	-	-	-	-
Total	100.00	14,974.44	100.00	1,508.01	100.00	(16.25)	100.00	1,491.76

Note 44.1: Peהל foundation being the subsidiary of the Company is a charitable organisation under Section 8 of the Companies Act, 2013 and it is prohibited to give any right over its profits to any of its members. Since PNBHFL does not have any right over any kind of returns from Peהל Foundation hence it does not meet the criteria of consolidation of financial statements laid down under Ind AS 110.

Note 45 Change in liabilities arising from financing activities

Particulars						(₹in crore)
	As at 1 st April, 2024	Cash flows (net)	Exchange difference	Others	As at 31 st March 2025	
Debt securities & subordinated liabilities	5,286.72	625.01	-	2.30	5,914.03	
Borrowings from bank and Financial Institutions	28,666.95	7,026.62	(127.61)	(10.94)	35,555.02	
Deposits	17,798.35	(161.83)	-	5.21	17,641.73	
Commercial paper	3,304.70	(105.63)	-	(0.06)	3,199.01	
Lease liabilities	132.97	(37.60)	-	50.32	145.69	

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for the year ended 31st March 2025

Particulars	(₹ in crore)				
	As at 1 st April, 2023	Cash flows (net)	Exchange difference	Others	As at 31 st March 2024
Debt securities & subordinated liabilities	5,232.44	52.00	-	2.28	5,286.72
Borrowings from bank and Financial Institutions	31,174.70	(2,158.27)	(370.62)	21.14	28,666.95
Deposits	17,244.18	545.01	-	9.16	17,798.35
Commercial paper	-	3,304.70	-	-	3,304.70
Lease liabilities	74.75	(33.25)	-	91.47	132.97

Note 45.1: The borrowings has been utilised for the purpose for which it has been taken from banks and financial institutions.

Note 45.2: The borrowings which has been repaid during the year whereby satisfaction is yet to be filed with Registrar of Companies (ROC):

(₹ in crore)			
Lender Name	Amount	Location of registrar	Reason for delay
Bank of Baroda	500.00	ROC- Delhi	Awaiting NOC from the lender
PNB Bank	500.00	ROC- Delhi	Awaiting NOC from the lender

Note 45.3: Quarterly returns/statements of current assets filed with banks or financial institutions against the underlying borrowings are in agreement with the books of accounts (principal outstanding).

Note 45.4: The Company is generally regular in transferring the unclaimed deposit amount for more than seven years to the Investor Education and Protection Fund (IEPF). However, in four instances amounting to ₹0.01 crore there was a delay in depositing the same to IEPF. Further, the Company is in the process of approaching depositors to refund / deposit in IEPF the overdue interest amounting to ₹0.23 crore.

Note 46 Maturity analysis of assets and liabilities

The table below shows an analysis of assets and liabilities analysed according to when they are expected to be recovered or settled. However, with regard to loans and advances to customers and investments, the Company has used the contractual maturities for recovery/settlement. Borrowings (including debt securities and deposits) are reflected basis the contractual maturities.

Particulars	(₹ in crore)					
	As at 31 st March 2025			As at 31 st March 2024		
	Within 12 Months	After 12 Months	Total	Within 12 Months	After 12 Months	Total
ASSETS						
Financial assets						
Cash and cash equivalents	2,160.38	-	2,160.38	2,142.20	-	2,142.20
Bank balance other than cash and cash equivalents	1,439.75	-	1,439.75	464.73	-	464.73
Derivative financial instruments	-	-	-	135.01	-	135.01
Trade and other receivables	49.97	-	49.97	51.53	-	51.53
Loans	3,883.70	70,761.62	74,645.32	3,367.81	60,740.43	64,108.24
Investments	988.04	2,392.88	3,380.92	1,135.20	3,210.81	4,346.01
Other financial assets	72.03	274.52	346.55	99.66	470.14	569.80
Total (a)	8,593.87	73,429.02	82,022.89	7,396.14	64,421.38	71,817.52

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(₹ in crore)

Particulars	As at 31 st March 2025			As at 31 st March 2024		
	Within 12 Months	After 12 Months	Total	Within 12 Months	After 12 Months	Total
Non-financial assets						
Current tax assets (net)	-	7.48	7.48	-	185.17	185.17
Deferred tax assets (net)	-	171.16	171.16	-	127.69	127.69
Investment property	-	0.51	0.51	-	0.51	0.51
Property, plant and equipment	-	81.84	81.84	-	66.56	66.56
Right of use assets	-	132.63	132.63	-	123.14	123.14
Capital work-in-progress	-	4.67	4.67	-	5.43	5.43
Intangible assets under development	-	11.47	11.47	-	9.82	9.82
Other Intangible assets	-	24.20	24.20	-	16.57	16.57
Other non-financial assets	62.83	0.68	63.51	51.14	1.30	52.44
Total (b)	62.83	434.64	497.47	51.14	536.19	587.33
Total asset c = (a+b)	8,656.70	73,863.66	82,520.36	7,447.28	64,957.57	72,404.85
LIABILITIES						
Financial liabilities						
Derivative financial instruments	19.66	30.46	50.12	-	-	-
Trade Payables	17.54	-	17.54	19.74	-	19.74
Debt Securities	3,696.84	4,876.61	8,573.45	4,707.90	3,144.03	7,851.93
Borrowings (other than debt securities)	12,559.31	22,995.71	35,555.02	11,559.35	17,107.60	28,666.95
Deposits	5,947.68	11,693.87	17,641.55	6,022.38	11,735.84	17,758.22
Subordinated liabilities	209.92	329.67	539.59	200.00	539.49	739.49
Other financial liabilities	2,889.67	134.52	3,024.19	1,915.48	264.38	2,179.86
Total (d)	25,340.62	40,060.84	65,401.46	24,424.85	32,791.34	57,216.19
Non-financial liabilities						
Provisions	3.45	18.51	21.96	6.03	14.20	20.23
Other Non-financial Liabilities	188.55	45.26	233.81	160.73	33.26	193.99
Total (e)	192.00	63.77	255.77	166.76	47.46	214.22
Total liabilities f = (d+e)	25,532.62	40,124.61	65,657.23	24,591.61	32,838.80	57,430.41
Net (c-f)			16,863.13			14,974.44

Note 47 Risk Management

The Company has formulated a comprehensive enterprise risk management policy to take care of major risks, such as credit risk, market risk, liquidity risk. The Company has an integrated risk management policy (IRM) in place, which communicates the risk management strategy, framework, and risk processes across the organisation, and has been approved by the Board. The risk management framework broadly includes governance, risk appetite approach, risk-specific guidelines, risk measurement, mitigation, monitoring reporting, and key risk indicators (KRIs). The Company has developed a clearly articulated risk appetite statement, functional policies, and KRIs to explicitly define the level and nature of risk that an organisation willing to take in order to pursue the articulated mission on behalf of various stakeholders. The Board has delegated the responsibility of risk management to its risk management committee (RMC), which reviews the efficacy of our risk management framework, provides important oversight, and assesses whether it is consistent with the risk tolerance levels laid down. The RMC gives directions to executive risk management committee (ERMC), comprising senior management.

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Note 47.1: Credit Risk

The Company's asset base comprises of retail loans and corporate loans.

Retail loans mainly focusses on financing of acquisition or construction of houses that includes repair, upgradation, and development of plot of land. In retail loans category, the Company also provides loan against properties and loans for purchase & construction of non-residential premises.

Corporate finance loans are given mainly to developers for financing the construction of residential / commercial properties, i.e. construction finance loans, and for general corporate purpose loans. i.e. corporate term loans and lease rental discounting loans.

Being in the lending domain, credit risk is one of the major risks in the business model of the Company. Credit risk stems from outright default due to inability or unwillingness of a customer or counterparty to meet the contractual commitments. The essence of credit risk management in the Company pivots around the early assessment of stress, both at a portfolio and account level, and taking appropriate measures.

Credit Risk Management

Credit risk of the Company is managed through a robust Credit Risk Management set-up at various levels. Given the pervasiveness of credit risk in the Company's line of business, the Board and the senior management consider credit risk management to be an integral part of the organisational strategy. The Board has constituted a Risk Management Committee (RMC) that owns the risk management framework. The RMC oversees the Risk Management practices and gives direction to the Executive Risk Management Committee (ERMC), comprising of the MD and CEO along with functional heads, in implementing the risk management framework and policy. The policies and procedures have been drafted in close consultation with process owners, ERMC and RMC.

The risk management function is led by the Chief Risk Officer who is independent and has direct access to the RMC.

The Company's Risk Framework for credit risk management is mentioned below:

1) Established an appropriate credit risk environment

The Company has developed credit risk strategy which reflects its risk tolerance and level of profitability it expects to achieve. The execution of strategy is done through policies, guidelines and processes supervised by team of experienced professionals in the mortgage business.

2) Ensure sound credit approval process

The Company's Target Operating Model (TOM) comprises primarily of Hub and Spoc structure, advanced technology platform, experienced and specialised professionals and mark to market policies and products. The Company's TOM allows to manage various type of risks in a better manner which in turn helps building a robust portfolio.

The Company has clear segregation of duties between transaction originators in the business function and approvers in the credit risk function. Spoc or branch act as the primary point of sale, undertake loan originations, collection, deposit sourcing and customer service. Hubs perform functions, such as loan processing, credit appraisal and monitoring through subject matter experts comprising team of underwriters, fraud control unit, legal counsels, and technical evaluators.

The credit sanction is done through a well-defined delegation matrix under four eye principle. All functions are subject to audit, undertaken by an independent team directly reporting to the Board.

Hubs and Spocs are supported by Central Support Office (CSO), Centralised Operations (COPS) and Central Processing Centre (CPC).

3) Maintains an appropriate credit administration, measurement and monitoring process

Policies and procedures have been developed for identifying, measuring, monitoring and mitigating credit risk. Portfolio monitoring allows a proactive approach to identify, at an early stage, credit quality deterioration. A system of independent, periodical reviews of the Company's credit risk management process is established and the results of such

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reviews are communicated across the levels for corrective actions as applicable. The expected credit loss on financial instruments has been presented in respective note.

Adequate controls are in place to ensure that the credit approval function is being properly managed and that credit exposures are within levels consistent with prudential standards and internal limits.

Note 47.2: Derivative Financial Instruments

Credit risk arising from derivative financial instruments is, at any time, limited to those with positive fair values, as recorded on the balance sheet.

Note 47.3: Analysis of risk concentration

(i) Risk concentrations on loans

An analysis of the Company's credit risk concentrations per product / sub product is provided in the below mentioned table:

Particulars	(₹in crore)	
	As at 31 st March 2025	As at 31 st March 2024
Concentration by sector - Retail		
Housing loans	53,476.27	45,533.64
Non housing loans	21,325.86	17,772.18
Total (a)	74,802.13	63,305.82
Concentration by sector - Corporate		
Construction finance	947.89	1,924.72
Corporate term loan	14.66	127.27
Lease rental discounting	-	-
Total (b)	962.55	2,051.99
Total (a+b)	75,764.68	65,357.81

(ii) Risk concentrations on financial assets other than loans

Particulars	(₹in crore)				Total
	Government	Financial Services	Corporate	Others	
As at 31st March 2025					
Cash and cash equivalents	-	2,158.95	-	1.43	2,160.38
Bank balance other than cash and cash equivalents	-	1,439.75	-	-	1,439.75
Trade and other receivables	-	-	49.95	0.02	49.97
Investments	2,427.78	0.41	952.73	-	3,380.92
Other financial assets	-	322.47	3.14	20.94	346.55
Total	2,427.78	3,921.58	1,005.82	22.39	7,377.57
As at 31st March 2024					
Cash and cash equivalents	-	2,140.43	-	1.77	2,142.20
Bank balance other than cash and cash equivalents	-	464.73	-	-	464.73
Derivative financial instruments	-	135.01	-	-	135.01
Trade and other receivables	-	-	51.46	0.07	51.53
Investments	2,338.29	1.00	1,966.27	40.45	4,346.01
Other financial assets	-	542.55	10.97	16.28	569.80
Total	2,338.29	3,283.72	2,028.69	58.58	7,709.28

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Note 47.4: Market Risk

Market risk is the risk that the fair value or future cash flows of financial instruments will fluctuate due to changes in market variables such as interest rates, foreign exchange rates and equity prices. The Company monitors such changes and presents to the management on a regular basis. It undertakes scenario analysis as well as other techniques like earnings at risk to quantify the expected impact upon the change of market variables. The Board approved investment policy defines the overall exposure limits and specific limits pertaining to the exposure to a particular entity /counterparty as well as type of securities.

Note 47.4.1 Total market risk exposure

Particulars	(₹in crore)		Primary risk sensitivity
	As at 31 st March 2025	As at 31 st March 2024	
	Carrying amount		
ASSETS			
Financial assets			
Cash and cash equivalents	2,160.38	2,142.20	-
Bank balance other than cash and cash equivalents	1,439.75	464.73	-
Derivative financial instruments	-	135.01	-
Trade and other receivables	49.97	51.53	-
Loans	74,645.32	64,108.24	Interest rate
Investments	3,380.92	4,346.01	Interest rate
Other financial assets	346.55	569.80	Interest rate
Total	82,022.89	71,817.52	
LIABILITIES			
Financial liabilities			
Derivative financial instruments	50.12	-	-
Trade payables	17.54	19.74	-
Debt securities	8,573.45	7,851.93	Interest rate
Borrowings (other than debt securities)	35,555.02	28,666.95	Interest rate/ Currency risk
Deposits	17,641.55	17,758.22	Interest rate
Subordinated liabilities	539.59	739.49	Interest rate
Other financial liabilities	3,024.19	2,179.86	-
Total	65,401.46	57,216.19	

47.4.2 Interest rate risk

Interest rate risk arises from the possibility that changes in interest rates will affect future cash flows or the fair values of financial instruments. The Board has established limits on interest rate sensitive assets and interest rate sensitive liabilities. The Company's policy is to monitor positions on a regular basis and hedging strategies are used to ensure positions are maintained within the established limits.

The following tables assesses the sensitivity of the assets and liabilities over the profit and loss with change in interest rates.

(₹in crore)			
Areas	Financial year	Increase / (decrease) in bps	Sensitivity of profit and (loss)
Loans	2024-25	100 bps / (100) bps	743.42 / (743.42)
	2023-24	100 bps / (100) bps	641.31 / (641.31)
Investments	2024-25	100 bps / (100) bps	8.80 / (9.11)
	2023-24	100 bps / (100) bps	21.83 / (23.04)
Other financial assets	2024-25	25 bps / (25) bps	0.86 / (0.86)
	2023-24	25 bps / (25) bps	56.52 / (56.52)

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(₹ in crore)

Areas	Financial year	Increase / (decrease) in bps	Sensitivity of profit and (loss)
External Commercial Borrowing	2024-25	100 bps / (100) bps	-
	2023-24	100 bps / (100) bps	-
Debt securities, Borrowings (other than debt securities), Deposits and Subordinated liabilities	2024-25	100 bps / (100) bps	(413.27) / 413.27
	2023-24	100 bps / (100) bps	(384.82) / 384.82

47.4.3 Currency risk

Currency risk is the risk that the value of a financial instrument will fluctuate due to changes in foreign exchange rates. Foreign currency risk arises majorly on account of foreign currency borrowings which are primarily in US Dollar (\$). The Company manages its foreign currency risk by entering into cross currency swaps and forward contracts. When a derivative is entered into for the purpose of being as hedge, the Company negotiates the terms of those derivatives to match with the terms of the hedge exposure.

Currently, the Company is exposed to currency risk by virtue of its ECBs. But, the Company has undertaken hedging and mitigate such risk.

The following table assesses the sensitivity of the assets and liabilities over the profit and loss and other comprehensive income with change in currency rates.

(₹ in crore)

Area	Financial year	Increase / (decrease) in %	Sensitivity on profit and loss / other comprehensive income
External Commercial Borrowing	2024-25	10 % / (10) %	-
	2023-24	10 % / (10) %	-

Note 47.4.4: Equity price risk:

The Company's investment in non-listed equity securities are accounted at cost in the financial statement net of impairment (if any). The expected cash flow from these entities are regularly monitored to identify impairment indicators.

Note 47.5: Liquidity risk and funding management

Liquidity risk is defined as the risk that the Company will encounter in meeting obligations associated with financial liabilities that are settled by delivering cash or another financial asset. Liquidity risk arises because of the possibility that the Company might be unable to meet its payment obligations when they fall due as a result of mismatches in the timing of the cash flows under both normal and stress circumstances. Such scenarios could occur when funding needed for illiquid asset positions is not available to the Company on acceptable terms. To limit this risk, management has arranged for diversified funding sources and investors in addition to its core deposit base, also adopted a policy of managing assets with liquidity in mind and monitoring future cash flows and liquidity on a regular basis. The Company also keeps lines of credit and liquid investments that it can access to meet liquidity needs. The lines of credit are from various banks and institutions. The liquid investments are made for shorter tenor and kept in instruments like debt mutual funds, fixed deposits, liquid bonds, certificate of deposit, government securities etc., limits of which are defined as per investment policy based on the type of security, rating of entity and instrument. In accordance with the Company's policy, the liquidity position is assessed under a variety of scenarios. The Company follows both stock and flow approaches to monitor and assess the liquidity position. Moreover, the Company keeps a track of the expected funds inflows and outflows along with the avenues of raising the funds. This incorporates an assessment of expected cash flows and the availability of high grade collateral which could be used to secure additional funding if required.

The Company has a Board approved Asset and Liability Management (ALM) policy. The policy has constituted an Asset and Liability Committee (ALCO) which meets at regular intervals and review the asset liability profile both at the particular time bucket level and cumulative level as well as the interest rate profile of the Company. The policy also defines the limits on such monitored items and these are further presented to the Board for information and further action, if any. Apart from the

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for the year ended 31st March 2025

regulatory defined tools, the Company has voluntarily instituted various liquidity parameters that are presented to the ALCO and further to the Board. Moreover, the position of liquidity is presented to the Risk Management Committee of the Board.

Note 46.5.1: Analysis of financial liabilities by remaining contractual maturities

The table below summarises the maturity profile of the undiscounted cash flows (including interest) of the Company's financial liabilities.

(₹ in crore)

Particulars	As at 31 st March 2025			As at 31 st March 2024		
	Within 12 Months	After 12 Months	Total	Within 12 Months	After 12 Months	Total
Financial liabilities						
Derivative financial instruments	19.66	30.46	50.12	-	-	-
Trade payables	17.54	-	17.54	19.74	-	19.74
Debt securities	3,696.84	4,876.61	8,573.45	4,707.90	3,144.03	7,851.93
Borrowings (other than debt securities)	12,559.31	22,995.71	35,555.02	11,559.35	17,107.60	28,666.95
Deposits	5,947.68	11,693.87	17,641.55	6,022.38	11,735.84	17,758.22
Subordinated liabilities	209.92	329.67	539.59	200.00	539.49	739.49
Interest on borrowings (including debt securities / deposits / subordinated liabilities)*	3,665.16	5,779.43	9,444.59	3,718.03	5,089.83	8,807.86
Other financial liabilities	2,487.74	134.52	2,622.26	1,576.52	264.38	1,840.90
Total	28,603.85	45,840.27	74,444.12	27,803.92	37,881.17	65,685.09

*Interest on borrowings includes undiscounted future interest.

The table below shows the contractual expiry by maturity of the Company's contingent assets, liabilities and commitments.

(₹ in crore)

Particulars	Within 12 Months	After 12 Months	Total
As at 31st March 2025			
Undrawn commitments relating to advances	4,944.78	2,697.79	7,642.57
Undrawn commitments relating to financial guarantee	-	0.25	0.25
Undrawn sanction relating to borrowings	7,391.22	-	7,391.22
As at 31st March 2024			
Undrawn commitments relating to advances	4,338.28	2,489.44	6,827.72
Undrawn commitments relating to financial guarantee	21.93	0.25	22.18
Undrawn sanction relating to borrowings	5,766.68	-	5,766.68

Note 48 Fair value measurement

The principles and techniques of fair valuation measurement of both financial and non-financial instruments are as follows:

(a) Valuation principles

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction in the principal (or most advantageous) market at the measurement date under current market conditions (i.e., an exit price), regardless of whether that price is directly observable or estimated using a valuation technique.

For determination of fair value, financial instruments are classified based on a hierarchy of valuation techniques, as summarised below:

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

for the year ended 31st March 2025

Level 1: Those where the inputs used in the valuation are unadjusted quoted prices from active markets for identical assets or liabilities that the Company has access to at the measurement date. The Company considers markets as active only if there are sufficient trading activities with regards to the volume and liquidity of the identical assets or liabilities and when there are binding and exercisable price quotes available on the balance sheet date.

Level 2: Those where the inputs that are used for valuation are significant and are derived from directly or indirectly observable market data available over the entire period of the instrument's life. Such inputs include quoted prices for similar assets or liabilities in active markets, quoted prices for identical instruments in inactive markets and observable inputs other than quoted prices such as interest rates and yield curves, implied volatilities and credit spreads. In addition, adjustments may be required for the condition or location of the asset or the extent to which it relates to items that are comparable to the valued instrument.

Level 3: Those that include one or more unobservable input that is significant to the measurement as whole.

(b) Valuation governance

The Company's fair value methodology and the governance over its models includes a number of controls and other procedures to ensure appropriate safeguards are in place to ensure its quality and adequacy. All new product initiatives and their valuations are subject to approvals by related functions of the Company.

(c) Assets and liabilities by fair value hierarchy

The following table shows an analysis of financial instruments recorded at fair value by level of the fair value hierarchy

As at 31st March 2025

(₹ in crore)				
Particulars	Level 1	Level 2	Level 3	Total
Assets measured at fair value on a recurring basis				
Assets measured at fair value through profit or loss				
Investments				
Mutual funds	0.41	-	-	0.41
Debt securities	-	952.68	-	952.68
Security Receipts in ACRE 122 Trust	-	-	0.00	0.00
Security Receipts in CFMARC-140-Trust	-	-	0.00	0.00
Redeemable Preference Shares	-	-	0.00	0.00
Derivative financial instruments				
Currency swaps	-	44.51	-	44.51
Interest rate swaps	-	21.12	-	21.12
Total assets measured at fair value on a recurring basis (a)	0.41	1,018.31	0.00	1,018.72
Assets measured at fair value on a non recurring basis				
Other assets	-	-	-	-
Total assets measured at fair value on a non recurring basis (b)	-	-	-	-
Total assets measured at fair value (a)+(b)	0.41	1,018.31	0.00	1,018.72
Liabilities measured at fair value through profit or loss				
Derivative financial instruments				
Forward contracts and currency swaps	-	115.75	-	115.75
Total liabilities measured at fair value through profit or loss	-	115.75	-	115.75

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for the year ended 31st March 2025

As at 31st March 2024

(₹in crore)

Particulars	Level 1	Level 2	Level 3	Total
Assets measured at fair value on a recurring basis				
Assets measured at fair value through profit or loss				
Investments				
Mutual Funds	1.00	-	-	1.00
Debt securities	-	1,915.56	-	1,915.56
Security Receipts in ACRE 122 Trust	-	-	40.45	40.45
Derivative financial instruments				
Currency swaps	-	190.36	-	190.36
Total assets measured at fair value on a recurring basis (a)	1.00	2,105.92	40.45	2,147.37
Assets measured at fair value on a non-recurring basis				
Other assets	-	-	-	-
Total assets measured at fair value on a non-recurring basis (b)	-	-	-	-
Total assets measured at fair value (a)+(b)	1.00	2,105.92	40.45	2,147.37
Liabilities measured at fair value through profit or loss				
Derivative financial instruments				
Forward contracts and currency swaps	-	55.35	-	55.35
Total liabilities measured at fair value through profit or loss	-	55.35	-	55.35

Valuation methodologies of financial instruments measured at fair value

Below are the methodologies and assumptions used to determine fair values for the above financial instruments which are recorded and measured at fair value in the Company's financial statements.

1. Mutual funds

Units held in mutual funds are valued based on their published Net asset value (NAV) and such instruments are classified under Level 1.

2. Debt securities

The Company's debt instruments are standard fixed rate securities. The Company uses market prices whenever available, or other observable inputs to estimate the corresponding fair value. These Corporate bonds are generally Level 2 instruments.

3. Derivative financial instruments

Interest rate derivatives

For Interest rate derivatives Company has interest rate swaps and cross currency swaps. The valuation techniques are the mark to market positions with forward pricing on the swap models using present value calculations by estimating future cash flows and discounting them with the appropriate yield curves like the OIS yield curve. These contracts are generally Level 2 unless adjustments to yield curves or credit spreads are based on significant non-observable inputs, in which case, they are Level 3.

Foreign exchange contracts

Foreign exchange contracts include spot contracts, foreign exchange forward and swap contracts. However, the Company has not entered into any foreign exchange options. These instruments are valued by either observable foreign exchange rates, observable or calculated forward points and option valuation models. Company classifies these foreign exchange contracts as Level 2.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

for the year ended 31st March 2025

4. Security Receipt and Redeemable Preference Shares

The Company has invested in security receipt and Redeemable Preference Shares whereby the valuation is based on the underlying ratings of the security. The Company classifies these investments as Level 3.

(d) Fair Value of financial instruments not measured at fair value

As at 31st March 2025

(₹in crore)

Particulars	Carrying Value	Fair Value			Total
		Level 1	Level 2	Level 3	
Financial assets					
Financial assets measured at amortised cost:					
Loans and advances to customers (net of ECL)	74,645.32	-	74,623.89	-	74,623.89
Investment [#]					
Government Securities (at amortised cost) & Equity (at cost)	2,427.83	-	2,470.16	-	2,470.16
Total financial assets	77,073.15	-	77,094.05	-	77,094.05
Financial liabilities					
Financial liabilities measured at amortised cost:					
Debt securities (including interest accrued)	8,762.56	-	8,827.29	-	8,827.29
Deposits (including interest accrued)	17,641.97	-	-	17,659.83	17,659.83
Subordinated liabilities (including interest accrued)	561.51	-	564.85	-	564.85
Total financial liabilities	26,966.04	-	9,392.14	17,659.83	27,051.97

As at 31st March 2024

(₹in crore)

Particulars	Carrying Value	Fair Value			Total
		Level 1	Level 2	Level 3	
Financial assets					
Financial assets measured at amortised cost:					
Loans and advances to customers (net of ECL)	64,108.24	-	64,086.81	-	64,086.81
Investment [#]					
Government Securities (at amortised cost) & Equity (at cost)	2,389.00	-	2,399.69	-	2,399.69
Total financial assets	66,497.24	-	66,486.50	-	66,486.50
Financial liabilities					
Financial liabilities measured at amortised cost:					
Debt securities (including interest accrued)	8,005.34	-	8,006.98	-	8,006.98
Deposits (including interest accrued)	17,802.68	-	-	17,775.78	17,775.78
Subordinated liabilities (including interest accrued)	770.18	-	769.59	-	769.59
Total financial liabilities	26,578.20	-	8,776.57	17,775.78	26,552.35

[#]Fair value has been disclosed for those valued at amortised cost.

Valuation methodologies of financial instruments not measured at fair value

Below are the methodologies and assumptions used to determine fair values for the above financial instruments which are not recorded and measured at fair value in the Company's financial statements.

1. Financial assets and liabilities (Short term)

Cash and cash equivalents, bank balances other than cash and cash equivalents, trade receivables, other financial assets, trade payables, commercial papers and other financial liabilities has been recognised at amortised cost in the financial statements. In accordance with Ind AS 107.29(a), fair value is not required to be disclosed in relation to the

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

for the year ended 31st March 2025

financial instruments having short-term maturity (less than twelve months), where carrying amount (net of impairment) is a reasonable approximation of their fair value. Hence the fair value of cash and cash equivalents, bank balances other than cash and cash equivalents, trade receivables, other financial assets, trade payables, commercial papers and other financial liabilities has not been disclosed.

2. Financial assets

Loans and advances to customers

Substantial amount of the loans are based on floating rate of interest, carrying amount of which represents the fair value of these loans. Minuscule amount of loans are based on fixed to floating rate of interest, the fair values of these loans are computed by discounted cash flow models incorporating prevailing interest rate. The Company classifies these assets as Level 2.

Government debt securities

Government debt securities are financial instruments issued by sovereign governments and include both long-term bonds and short-term bills with fixed or floating rate interest payments. These instruments are generally liquid and traded in active markets resulting in a Level 1 classification. When active market prices are not available, the Company uses observable market inputs of similar instruments and bond prices to estimate future index levels and extrapolating yields outside the range of active market trading, in which instances the Company classifies those securities as Level 2.

The Company does not have Level 3 government securities where valuation inputs would be unobservable.

3. Financial liabilities

Debt securities and Subordinated liabilities

Debt securities and subordinated liabilities are generally liquid and traded in active markets resulting in a Level 1 classification. When active market prices are not available, the Company uses observable market inputs of similar instruments and bond prices to estimate future index levels and extrapolating yields outside the range of active market trading, in which instances the Company classifies those securities as Level 2.

Deposits

The fair values of deposits are computed by discounted cash flow models that incorporate prevailing interest rate. The Company classifies these liabilities as Level 3.

Financial assets or liabilities other than those mentioned above resembles the value approximate to their fair value.

- (e) There have been no transfers among Level 1, Level 2 and Level 3, during the year ended 31st March 2025 and 31st March 2024.

Note 49 Other disclosures

- (i) There is no income which is required to be recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961.
- (ii) The Company has not been declared willful defaulter by any Banks/Financial Institutions.
- (iii) The Company has not traded or invested in Crypto currency or Virtual currency during the year.
- (iv) There are no proceedings which have been initiated or pending against the Company for holding any benami property under the Prohibition of Benami Properties Transactions Act, 1988 and the rules made thereunder.
- (v) Disclosure in relation to Struck off Companies:

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

for the year ended 31st March 2025

Name of struck off Company/LLP	Nature of transactions with struck-off Company	Balance outstanding as at 31 st March 2025	Balance outstanding as at 31 st March 2024	Relationship with the Struck off company/LLP
Step 2 Vihaari Financial Services Pvt. Ltd	Business transaction related to commission	-	-	Vendor
Payal Financial Services Pvt Ltd.	Business transaction related to commission	-	-	Vendor
Sharp Mindz Marketing Private Limited	Repayment of loan and payment of charges	-	-	Customer
Online Outdoor Media Services Pvt Ltd	Repayment of loan and payment of charges	-	-	Customer
Vidhya Information System Pvt Ltd	Repayment of loan and payment of charges	-	-	Customer
Indus Heritage India Pvt Ltd	Repayment of loan and payment of charges	-	-	Customer
Online Outdoor Media Services	Repayment of loan and payment of charges	-	-	Customer
Sameeksha Infratel Private Limited	Repayment of loan and payment of charges	-	-	Customer
Cansa Construction Pvt. Ltd.	Repayment of loan and payment of charges	-	-	Customer
Iconnect Broadband Solutions Private Limited	Repayment of loan and payment of charges	-	-	Customer
Suraksha Gold Plaster Ltd	Repayment of loan and payment of charges	-	-	Customer

- (vi) The Company has not advanced or loaned or invested funds (either borrowed funds or share premium or any other sources or kind of funds) to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding (whether recorded in writing or otherwise) that the Intermediary shall:
- (a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (Ultimate Beneficiaries) or
 - (b) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries;
- (vii) The Company has not received any funds from any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding (whether recorded in writing or otherwise) that the Company shall:
- (a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or
 - (b) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries;
- (viii) The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India and the Group has no CICs as part of the Group.
- (ix) The Company has not entered into Scheme of Arrangement in terms of section 230 to 237 of the Company Act, 2013.

In terms of our report of even date

For M M Nissim & Co. LLP
Chartered Accountants
FR No.: 107122W/W100672

Navin Kumar Jain
Partner
M. No.: 090847
Place: Gurugram

For C N K & Associates LLP
Chartered Accountants
FR No.: 101961W/W-100036

Hiren Shah
Partner
M. No.: 100052
Place: Gurugram

Date: 28th April, 2025

For and on behalf of the Board of Directors

Girish Kousgi
Managing Director & CEO
DIN: 08524205
Place: Gurugram

Vinay Gupta
Chief Financial Officer
ACA: 500609
Place: Gurugram

Tejendra Mohan Bhasin
Director
DIN: 03091429
Place: Jim Corbett

Veena Kamath
Company Secretary
ACS: 23788
Place: Gurugram

Policy on Related Party Transactions

Pursuant to paragraph 37.4.4 of RBI Master Directions

I. INTRODUCTION

PNB Housing Finance Limited ('the Company') is a public limited company incorporated on 1st November, 1988 under the Companies Act, 1956 (Corporate Identity Number L65922DL1988PLC033856). The Company is registered as a Housing Finance Company with the National Housing Bank (NHB) under the NHB Act, 1987.

The SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), and the Master Direction – Non-Banking Financial Company – Housing Finance Company (Reserve Bank) Directions, 2021 and the Master Direction – Reserve Bank of India (Non-Banking Financial Company – Scale Based Regulation) Directions, 2023 (hereinafter referred to as RBI Master Directions) require the Company to adopt a policy on materiality of Related Party Transactions and on dealing with Related Party Transactions.

In view of the above, the Board of Directors ("Board") of the Company has adopted the Policy on Related Party Transactions ("Policy").

II. OBJECTIVE OF THE POLICY

The objective of this Policy is to set out:

- i. Materiality of Related Party Transactions;
- ii. Manner of dealing with the transactions between the Company and its Related Parties and other Related Party Transactions, as may be required, in accordance with the Companies Act, 2013, Regulation 23 of the SEBI Listing Regulations, any other statute, law, standards, regulations and Master Directions relating to Related Party Transactions; and
- iii. Laying down the guiding principles and mechanism to ensure proper approval, disclosure and reporting of transactions as applicable in the best interest of the Company

III. DEFINITIONS

- i. **'Act'** means the Companies Act, 2013, as amended from time to time.
- ii. **'Arm's Length Transaction'** means a transaction between the Company and its Related Party(ies) that is conducted as if they are unrelated, so that there is no conflict of interest.

- iii. **'Audit Committee'** means Audit Committee of Board of Directors of the Company constituted under provisions of the Act and SEBI Listing Regulations.
- iv. **'Board of Directors'** or **'Board'** means Board of Directors of the Company as constituted from time to time.
- v. **'Company'** means PNB Housing Finance Limited.
- vi. **'Compliance Officer'** may be a Company Secretary of the Company or any other person as may be authorized by the Board for this purpose.
- vii. **"Material modification"** shall mean any modification made in the terms and conditions of any ongoing or proposed Related Party Transaction, as originally approved which, individually or taken together with previous modifications during a financial year, results in variation in the value of the Related Party Transaction, as tabulated in the Annexure (except for the specified transactions covered as per the Act) or has significant impact on the nature, tenure, exposure, as may be determined by the Audit Committee from time to time (Refer Annexure I).

Provided that a modification shall be material, if by such modification, the terms of the contract cease to be at arms' length.

Provided further that the following shall not be considered as material modification –

- » modifications which may be mandated pursuant to change in law;
- » modifications pursuant to and in accordance with the terms of the approved transaction/ contract apart from the above defined material modification;
- » modifications resulting from change in constitution of either of the parties pursuant to schemes of arrangement (e.g. merger, amalgamation, demerger, etc.) approved by appropriate authority;
- » modifications which are purely technical and do not result in substantive change or alteration of rights, interests, and obligations of any of the parties;
- » modifications uniformly affected for similar transactions with unrelated parties;

viii. **‘Material Related Party Transaction’****A. Under the SEBI Listing Regulations:**

- a) means transaction with a Related Party if the transaction(s) to be entered into individually or taken together with previous transactions during a financial year, exceeds ₹1000 crores or ten percent of the annual consolidated turnover of the Company as per the last audited financial statements of the Company, whichever is less.
- b) a transaction involving payments made to a Related Party with respect to brand usage or royalty shall also be considered material if the transaction(s) to be entered into individually or taken together with previous transactions during a financial year, exceed five percent of the annual consolidated turnover of the Company as per the last audited financial statements of the Company.

B. Under the Act:

means transactions as defined under Section 188(1) of the Act with Related Parties as defined under Section 2(76) of the Act where the aggregate value of the transaction/ transactions to be entered into individually or taken together with previous transactions during a financial year, exceeds the limits as prescribed under the Act from time to time. Rule 15 of Companies (Meeting of Board and its Power) Rules, 2014 prescribes the specified transactions and threshold limits as tabulated below:

Prescribed transaction categories	Threshold Limits
Sale, purchase or supply of any goods or material (directly or through an agent)	Amounting to 10 per cent or more of turnover of the Company
Selling or otherwise disposing of, or buying, property of any kind (directly or through an agent)	Amounting to 10 per cent or more of net worth of the Company
Leasing of property of any kind	Amounting 10 per cent or more of turnover of the Company
Availing or rendering of any services (directly or through an agent)	Amounting to 10 per cent or more of turnover of the Company
Appointment to any office or place of profit in the company, subsidiary company or associate company	Remuneration exceeding ₹2.5 lacs per month of the Company
Underwriting the subscription of any securities or derivatives of the company	Remuneration exceeding one per cent of net worth of the Company

- ix. **‘Related Party(ies)’** shall have the same meaning as defined under the Act, SEBI Listing Regulations and Indian Accounting Standards (Ind AS) including all amendments and modifications thereof from time to time.

Further, as per SEBI Listing regulation:

- (a) any person or entity forming a part of the promoter or promoter group of the listed entity; or
 - (b) any person or any entity, holding equity shares of ten per cent or more in the listed entity either directly or on a beneficial interest basis as provided under section 89 of the Companies Act, 2013, at any time, during the immediate preceding financial year; shall be deemed to be a related party.
- x. **‘Related Party Transaction’** means a transaction involving transfer of resources, services or obligations between the Company or any of its subsidiaries on one hand and a related party of the listed entity or any of its subsidiaries on the other hand; or any other person or entity on the other hand, the purpose and effect of which is to benefit a related party of the listed entity or any of its subsidiaries whether a price is charged or not.

A transaction with a Related Party shall be construed to include a single transaction or a group of transactions in a contract.

- xi. **‘SEBI Listing Regulations’** mean the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 including any amendments thereof.
- xii. **“Specified Transaction”** means the transaction which has been specified in Section 188 of the Act as amended from time to time.
- xiii. **‘Stock Exchange’** means the stock exchange where equity shares of the Company are listed.
- xiv. **‘Turnover’** or **‘Net Worth’** shall be on the basis of the Audited Financial Statement of the preceding financial year.

Unless the contrary is apparent from context, words and expressions used and not defined in this Policy shall have the same meaning as contained in the Act read with rules made thereunder, the SEBI Listing Regulations or any other cognate statute.

IV. MANNER OF DEALING WITH RELATED PARTY TRANSACTION

IV.1. Identification of Related Parties and Related Party Transactions:

- i. Every Director and/or Key Managerial Personnel of the Company shall disclose to the Compliance Officer in form MBP-1, at the time of his appointment, in beginning of every financial year and wherever there is any changes in the disclosures so made, about all persons, entities, firms, or other organizations in which he/she is interested along with unique identification number/PAN, whether directly or indirectly. (including details of relatives etc.)
- ii. The Chief Financial Officer shall maintain a complete list of Related Parties, and update the same as and when any change is necessitated. The list shall be disseminated to all business functionaries for their ready reference while undertaking any transaction.
- iii. Besides, the Chief Financial Officer shall also maintain a list of Related Parties of its subsidiaries, which may be sourced from respective subsidiaries on a periodic (quarterly) basis or as and when needed. Adequate systems must be in place to ensure that the RPTs in which the Company is not a party, but the subsidiary is a party, shall be brought to the information of the Company in a timely manner, for necessary approvals, wherever required.
- iv. The Chief Financial Officer will be responsible for providing prior notice to the Compliance Officer of any potential Related Party Transaction. He will also be responsible for providing additional information about the transaction that may be required, for placing before the Audit Committee, the Board or Shareholders, as the case may be.
- v. The suggested details and list of records and supporting documents which are required to be provided to the Audit Committee, Board and Shareholders of the Company for the proposed Related Party Transaction are provided in **Annexure II** to this Policy.
- vi. If required, the Company may refer any potential Related Party Transaction to any external legal consultant/ expert for obtaining his/ her opinion on any legal/ regulatory issues involved in the potential Related Party Transaction and the outcome or opinion of such exercise shall be brought to the notice of the Audit Committee. The Audit Committee shall have the right to obtain external professional advice in relation to related party transactions.

- vii. The Company being an insurance intermediary, shall not make payments (other than dividend) to related parties i.e. foreign investor (when shareholding is majorly held by foreign investors) taken as a whole, beyond 10% of the total expenses of the Company in a financial year.

IV.2. Approval Mechanism for Related Party Transaction

IV.2.1. Approval by the Audit Committee

- i. All Related Party Transactions and Material Modification(s) thereto shall require prior approval of the Audit Committee irrespective of whether such transactions are in the ordinary course of business and/or at arm's length or not.
- ii. Prior approval of the Audit Committee of the listed entity shall also be required in case of a related party transaction to which the subsidiary of the Company is a party but the Company is not a party, if the value of such transaction whether entered into individually or taken together with previous transactions during a financial year exceeds 10% of the annual standalone turnover, as per the last audited financial statements of the subsidiary;
- iii. However, such prior approval shall not be required for (i) a related party transaction wherein Regulation 23 is applicable to such subsidiary, since in that case prior approval of the audit committee of the subsidiary will be obtained; and (ii) such other transactions which may be exempted under the Listing Regulations, from time to time.
- iv. Approval of the Audit Committee shall not be required for any transaction which has been entered into by the Company with its wholly owned subsidiary or transactions entered into between two wholly-owned subsidiaries of the Company, whose accounts are consolidated with the Company and placed before the General Meeting for Shareholder's approval. However, approval shall be required in case of Specified Transaction(s), between the Company and its wholly owned subsidiary company whose accounts are not required to be consolidated.
- v. Transactions for which prior approval has been accorded by the Audit Committee, should be placed for review by the Audit Committee at such intervals, as may be decided by the Audit Committee, but least on an annual basis
- vi. Only those members of the Audit Committee who are independent directors, shall approve

Related Party Transactions. Any member of the Audit Committee who has a potential interest in any Related Party Transaction will recuse himself and abstain from discussion and voting on the approval of the Related Party Transaction.

Omnibus approval of Related Party Transactions:

- i. In the case of repetitive transactions which are in the normal course of business of the Company, the Audit Committee may grant omnibus approval keeping in mind repetitiveness and justification for the need for the omnibus approval.
- ii. While granting omnibus approval, the Audit Committee shall satisfy itself on the need for omnibus approval for transactions of repetitive nature and such approval shall be in the interest of the Company.

Criteria for making the omnibus approval:

- i. The Audit Committee shall, after obtaining approval of the Board of Directors, specify the criteria for making the omnibus approval which shall inter alia include the following, namely:
 - a) maximum value of the transactions, in aggregate, which can be allowed under the omnibus route in a year;
 - b) the maximum value per transaction which can be allowed;
 - c) extent and manner of disclosures to be made to the Audit Committee at the time of seeking omnibus approval;
 - d) review, at such intervals as the Audit Committee may deem fit, Related Party Transaction entered into by the Company pursuant to each of the omnibus approval made;
 - e) Transactions which cannot be subject to the omnibus approval by the Audit Committee.
- ii. The omnibus approval granted by the Audit Committee shall indicate the following :-
 - a) name of the Related Party(ies);
 - b) nature and duration of the transaction;
 - c) maximum amount of transaction that can be entered into;
 - d) the indicative base price or current contracted price and the formula for variation in the price, if any; and

- e) any other information relevant or important for the Audit Committee to take a decision on the proposed transaction:

- iii. Where need of the Related Party Transaction cannot be foreseen and above details are not available, the Audit Committee may grant omnibus approval subject to the value per transaction shall not exceed by ₹1,00,00,000/- (Rupees One Crore Only).
- iv. The Audit Committee shall review, at least on a quarterly basis, the details of Related Party Transactions entered into by the Company pursuant to each of the omnibus approvals given.
- v. The omnibus approval provided by the Audit Committee shall be valid for a period not exceeding one financial year and shall require fresh approval after the expiry of such financial year.
- vi. Such omnibus approval shall not be made by the Audit Committee for the transactions in respect of selling or disposing of the undertaking of the Company.

IV.2.2. Approval by the Board

- i. Related Party Transaction shall require Board approval in the following cases:
 - a) If the Related Party Transaction is not in the ordinary course of business or not at Arm's Length Basis; or
 - b) the Audit Committee determines that a Related Party Transaction should be brought before the Board; or
 - c) the Board in any case elects to review any Related Party Transaction suo moto; or
 - d) the Related Party Transaction needs to be approved by the Board under any law for the time being in force.
- ii. Approval of the Board of Directors shall not be required for the transaction entered into by the Company with its wholly owned subsidiary or with any other party, if such transaction is in the ordinary course of business and on an arm's length basis.
- iii. The considerations set forth above in case of Audit Committee shall also apply to the Board's review and approval of the proposed Related Party Transaction with such modification as may be necessary or appropriate under the circumstances.

- iv. Any member of the Board who has a potential interest in any Related Party Transaction will recuse himself and abstain from discussion and voting on the approval of the Related Party Transaction.

IV.2.3. Approval by the Members

Unless exempted under the Act/SEBI Listing Regulations, as the case may be, all Material Related Party Transactions and Specified Transactions and subsequent Material Modifications shall require prior approval of the shareholders by way of an ordinary resolution. No Related Party(ies) shall vote to approve such resolutions whether the person/entity is a related party to the particular transaction or not.

Approval of the members shall not be required for any transaction which has been entered into by the Company with its wholly owned subsidiary or transactions entered into between two wholly-owned subsidiaries of the Company, whose accounts are consolidated with the Company and placed before the General Meeting for approval.

Type of RPT	Approving body		
	Audit Committee	Board	Shareholders
Material RPTS	●		●
Material modifications in RPTs, where RPT is material	●		●
Material modification in RPTS, where RPT is not material	●		
Not in ordinary course/ arm's length & not material	●	●	
Not in ordinary course/ arm's length & material	●	●	●

IV.3. Consideration by the Audit Committee/Board in approving the proposed transactions

The Audit Committee/Board shall take into account all relevant facts and circumstances including the terms of the transaction, purpose of the transaction, benefits to the Company and benefit to the Related Party and any other relevant matters.

The Audit Committee/Board shall, inter-alia, consider the following factors to the extent relevant to the transaction:

- i. Whether the terms of the Related Party Transaction are in the ordinary course of the Company's business and are on an arm's length basis;
- ii. Whether there are any compelling business reasons for the Company to enter into the Related

Party Transaction and the nature of alternative transactions, if any;

- iii. Whether the Related Party Transaction includes any potential reputational risks that may arise as a result of or in connection with the proposed transaction; and
- iv. Whether the Related Party Transaction would affect the independence or present a conflict of interest for any Director or Key Managerial Personnel of the Company.

V. RELATED PARTY TRANSACTIONS NOT PREVIOUSLY APPROVED

In the event of any Director, Key Managerial Personnel or any other employee becoming aware of any Related Party Transaction(s) that the transaction has been omitted to be approved by the Audit Committee/ Board/ Members, as the case may be, or is in deviation of this Policy, such person shall promptly inform to the Chief Financial Officer/Compliance Officer about such transaction and such transaction shall be placed before the Audit Committee, Board or Members, as may be required in accordance with this Policy for review and approval. The Audit Committee, Board or Members, as the case may be, shall consider all relevant facts and circumstances and may decide necessary actions as it may consider appropriate including ratification, revision, or termination of such transaction in accordance with the provisions of the Act/Listing Regulations.

VI. DISCLOSURES AND REPORTING

The Company shall make all disclosures and reporting in accordance with the provisions of applicable laws, including the following -

- i. As required under section 188 of the Act read with the Rules made thereunder, all the Specified Transactions with related party(ies) as defined under the Act, which are not on arm's length basis or are material in nature, shall be disclosed in the Board's Report of the Company.
- ii. The Annual Report shall contain Related Party disclosure in accordance with all applicable laws including accounting standards and RBI Master Directions/ circulars issued or amended from time to time.
- iii. The Compliance Officer shall also make necessary entries in the Register of Contracts or Arrangement required to be maintained under the Act.
- iv. Details of all Material Related Party Transactions with its Related Parties and 'Loans and advances

in the nature of loans to firms/companies in which directors are interested by name and amount' shall be disclosed in the quarterly compliance report on corporate governance as per the provisions of SEBI Listing Regulations.

- v. The Company while publishing its half yearly and annual standalone and consolidated financial results, shall also submit, disclosures of Related Party Transactions on a consolidated basis, in the format specified in the SEBI Listing Regulations as amended from time to time and publish the same on its web site.
- vi. The Company shall disclose the Policy on dealing with Related Party Transactions on its website and also in the Annual Report, in accordance with RBI Master Directions.

VII. NON-APPLICABILITY

Notwithstanding anything contained anywhere else in this Policy, following shall not be a related party transaction as per SEBI (LODR) Regulations:

- » The issue of specified securities on a preferential basis, subject to compliance of the requirements under the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- » The following corporate actions by the listed entity which are uniformly applicable/offered to all shareholders in proportion to their shareholding:
 - payment of dividend;
 - subdivision or consolidation of securities;
 - issuance of securities by way of rights issue or a bonus issue; and

– buy-back of securities;

- » Acceptance of fixed deposits by the Company at the terms uniformly applicable/offered to all shareholders/public, subject to disclosure of the same along with the disclosure of Related Party Transactions every six months to the stock exchange(s), in the format as specified by the Board.

VIII. POLICY REVIEW AND DISSEMINATION

This Policy shall be reviewed annually by the Board or at earlier intervals as deemed necessary. Consequent upon any change in the SEBI Listing Regulations/Act or any other applicable law/ regulatory guidelines, if any, such change to the extent applicable to the Company, shall be deemed to be a part of this Policy.

The Company shall upload this Policy on its website and a web link of the same will be provided in the Annual Report.

IX. INTERPRETATION

Any ambiguities, interpretative issues, difficulties will be resolved by the Board of Directors of the Company in line with the broad intent of this Policy read with the applicable provisions of the Act, rules made thereunder, and the SEBI Listing Regulations.

In the event of any conflict between the provisions of this Policy and the Act or the SEBI Listing Regulations or any other statutory enactments or rules, the provisions of the SEBI Listing Regulations / the Act or statutory enactments, rules made thereunder shall prevail over to this Policy and the part(s) so repugnant shall be deemed to be severed from the Policy and the rest of the Policy shall remain in force.

Annexure I

Material Modification on type of Related Party Transactions

Type of transaction	Variation in the value of transaction (%)	Variation in the nature	Variation in tenure (%)	Variation in exposure
Loans raised	10	Secured	10	Likely to exceed the thresholds prescribed by the regulator or the underlying policy approved by the Board / Committee governing the policy.
- External commercial borrowings		converted to unsecured or vice versa		
- Non-Convertible debentures				
- Commercial Paper				
- Term Loans/ working capital loans/ Overdraft/ cash credit				
- Fees / charges in relation to above				
Interest expense on the loan raised	NA	Secured converted to unsecured or vice versa	10	Likely to exceed the thresholds prescribed by the regulator or the underlying policy approved by the Board / Committee governing the policy.
Fixed deposit made	10	Premature withdrawal / Variation in the basis of computation of deposit rates	NA	Likely to exceed the thresholds prescribed by the regulator or the underlying policy approved by the Board / Committee governing the policy.
Fixed deposit accepted	10	Variation in the basis of computation of deposit rates	NA	Likely to exceed the thresholds prescribed by the regulator or the underlying policy approved by the Board / Committee governing the policy.
Interest income/ expense on fixed deposit made/ accepted	NA	NA	NA	Likely to exceed the thresholds prescribed by the regulator or the underlying policy approved by the Board / Committee governing the policy.
Assignment of loan including the servicing fees earned in relation to the assignment	10	NA	NA	Likely to exceed the thresholds prescribed by the regulator or the underlying policy approved by the Board / Committee governing the policy.
Routine banking transactions in the current account maintained with bank in line with bank mandate (including collection or disbursement of loans and incidental bank charges)	NA	NA	NA	NA
Sale / purchase of government securities	10	NA	NA	Likely to exceed the thresholds prescribed by the regulator or the underlying policy approved by the Board / Committee governing the policy.
Rent, maintenance and other fees/charges	10	NA	NA	Likely to exceed the thresholds prescribed by the regulator or the underlying policy approved by the Board / Committee governing the policy.
Remuneration, sitting fees, commission etc. to Key Managerial / Management Personnel	NA	NA	NA	The underlying policy approved by the Board / Committee governing the policy.
Donation for CSR	NA	NA	NA	The underlying policy approved by the Board / Committee governing the policy.
Royalty for brand / logo	20	NA	NA	Likely to exceed the thresholds prescribed by the regulator or the underlying policy approved by the Board / Committee governing the policy.

Note: for material modification, the variation in value, nature, tenure and exposure is in respect of ongoing or proposed related party transaction, as originally approved (omnibus) which, individually or taken together with previous modifications during a financial year, results in variation.

For example, in relation fixed deposit following variations has been defined:

Type of transaction	Variation in the value of transaction (%)	Variation in the nature	Variation in tenure (%)	Variation in exposure
Fixed deposit made	10	Premature withdrawal / Variation in the basis of computation of deposit rates	NA	Likely to exceed the thresholds prescribed by the regulator or the underlying policy approved by the Board / Committee governing the policy.

Fixed deposit to be made by PNBHFL with PNB was originally approved for ₹500 crore.

- a) PNBHFL has made a deposit of ₹520 crore, in such a case approval of ACB shall be required but same will not be considered as material modification.
- b) PNBHFL has made a deposit of ₹600 crore, (the variation in value is more than 10% of approved limit as tabulated above) in such a case approval of ACB shall be required and it will be considered as material modification.

As per SEBI guidelines, the audit committee of a listed entity shall define “material modifications” and disclose it as part of the policy on materiality of related party transactions and on dealing with related party.

Practically, approval of ACB shall be required for all related party transactions including modifications. Hence, in both the above cases approval of ACB shall be required.



Annexure II

INFORMATION TO BE PROVIDED IN RELATION TO THE PROPOSED RELATED PARTY TRANSACTION (TO THE EXTENT RELEVANT TO THE TRANSACTION)

- i. Name, PAN of the Related Party and nature of relationship;
- ii. Nature and duration of the contract/transaction and particulars thereof;
- iii. Material terms of the contract or arrangement or transaction including the value, if any;
- iv. In case of existing or approved contracts, transactions, details of proposed variations to the duration, current price/ value and/ or material terms of the contract or arrangement including a justification to the proposed variations;
- v. Any advance paid/ received or to be paid/ received for the contract or arrangement, if any;
- vi. Manner of determining the pricing and other commercial terms, whether or not included as part of contract;
- vii. Copy of the draft MOU, agreement, contract, purchase order or correspondence etc. if any.
- viii. Applicable statutory provisions, if any;
- ix. Valuation reports in case of sale or purchase or leasing/ renting of capital assets or securities; if any.
- x. Justification as to the arm's length nature of the proposed transaction;
- xi. Declaration whether the transaction is in the ordinary course of business;
- xii. Any other information prescribed under applicable regulation or relevant for the Committee / Board to take a decision on the proposed transaction.

CORPORATE INFORMATION

DIRECTORS ON BOARD

Mr. R Chandrasekaran
Mr. Nilesh S Vikamsey
Mr. Sudarshan Sen
Dr. Tejendra Mohan Bhasin
Mr. Neeraj Vyas
Ms. Gita Nayyar
Mr. Pavan Kaushal
Mr. Dilip Kumar Jain
Mr. Girish Kousgi

STATUTORY AUDITORS

M M Nissim & Co LLP, Chartered Accountants
Barodawala Mansion, B Wing, 3rd Floor,
81, Dr. Annie Besant Road, Worli,
Mumbai – 400018

CNK & Associates LLP, Chartered Accountants
Mistry Bhavan, 3rd Floor, Sir Dinshaw Vachha Road,
Churchgate, Mumbai – 400020

REGISTRAR & SHARE TRANSFER AGENT

MUFG Intime India Private Limited
(Formerly Link Intime India Private Limited)
Unit: PNB Housing Finance Limited
C-101, 247 Park L.B.S. Marg, Vikhroli (West)
Mumbai – 400083
E-mail: enotices@in.mpms.mufg.com
Tel No. (022) 4918 6000

TRUSTEE FOR DEBENTURE HOLDERS

IDBI Trusteeship Services Limited
Universal Insurance Building,
Ground Floor, Sir P.M. Road,
Fort, Mumbai – 400001
E-mail: itsl@idbitrustee.com
Tel No. (022) 4080 7000

SECRETARIAL AUDITOR

Vinod Kothari & Company
Practising Company Secretaries
Nukleus, 501 & 501A, 5th floor, Salcon Rasvilas,
District Centre, Saket, New Delhi - 110017
Phone: (011) 4131 5340
Email: corplaw@vinodkothari.com

CHIEF FINANCIAL OFFICER

Mr. Vinay Gupta

COMPANY SECRETARY

Ms. Veena G Kamath

CHIEF COMPLIANCE OFFICER

Mr. Krishna Kant

BANKERS AND FINANCIAL INSTITUTIONS

Axis Bank
Bajaj Finance Limited
Bandhan Bank
Bank of Baroda
Bank of India
Canara Bank
Central Bank of India
Citi Bank
HDFC Bank Ltd.
HSBC Limited
ICICI Bank Limited
Indian Bank
Jammu & Kashmir Bank
Japan International Cooperation Agency
Karnataka Bank Ltd
National Housing Bank
Punjab & Sind Bank
Punjab National Bank
RBL Bank
SIDBI
Sumitomo Mitsui Banking Corporation
South Indian Bank
State Bank of India
UCO Bank
Union Bank of India

REGISTERED AND CENTRAL SUPPORT OFFICE

9th Floor, Antriksh Bhawan,
22 Kasturba Gandhi Marg,
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EXTENDED- CENTRAL SUPPORT OFFICE

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