Mamta Housing Finance Company Private Limited
("MHFC /Company")

INTERNAL GUIDELINES ON CORPORATE GOVERNANCE

Mamta Housing Finance Company Pvt. Ltd. ★

Guidelines on Corporate Governance by Reserve Bank of India (RBI) / Master Direction

In terms of Master Direction – Non-Banking Financial Company – Housing Finance Company (Reserve Bank) Directions, 2021issued by the Reserve Bank of India, as amended from time to time, ("HFC Master Directions"), housing finance companies are required to frame their internal guidelines on corporate governance with the approval of Board of Directors. The Company shall ensure compliance with and implementation of provisions prescribed in the Directions. In pursuance of the aforesaid Directions, the Company has framed the following internal Guidelines on Corporate Governance.

COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE

Corporate Governance is a practice that aims to meet Stakeholders' aspirations and social expectations. It provides a framework for obtaining Company's objectives.

We, at Mamta Housing Finance Company Private Limited, believe that Corporate Governance is a key element in providing efficiency, growth and building stakeholder confidence. The Company believes in ethical values to achieve high standard of Corporate Governance and continues to strive for excellence in business operations through transparency, accountability to its stakeholders, National Housing Bank and others who deal with us.

BOARD OF DIRECTORS

The Board of Directors along with its Committees shall provide leadership and guidance to the Company's management and direct, supervise and control the performance of the Company. The Company's Board and committees shall have an optimum combination of Directors and independent directors with expertise and experience in the field of finance, banking, operations management, auditing and/or accounting or in other areas of value to the Company. All the Directors shall make the necessary annual disclosure regarding their directorships and Committee positions and shall intimate changes as and when they take place.

BOARD MEETINGS

Meetings of the Board of Directors shall be held at least four times a year. The minimum information to be statutorily made available to the Board shall be furnished to the Directors.

Mamta Housing Finance Company Pvt. Ltd.

COMMITTEES OF THE BOARD

To focus effectively on the issues and ensure expedient resolution of diverse matters, the Board shall constitute a set of Committees with specific terms of reference / scope. The Committees shall operate as empowered agents of the Board as per their Charter / terms of reference. The minutes of the meetings of all Committees of the Board shall be placed before the Board for discussions / noting. The Board of Directors have set up the following committees with specific terms of reference as approved by the Board:

- Audit Committee
- Nomination and Remuneration Committee
- Risk Management Committee
- Asset Liability Management Committee

COMPLIANCE OFFICER

The Company shall have a Compliance Officer of the Company as required in line with NHB regulations. A Chief Compliance officer shall be appointed once the asset size reaches threshold limit of Rs.500 crores.

POLICIES ADOPTED BY THE BOARD

The following policies have been framed and adopted by the Board, viz.

- Asset Liability Management Policy
- Credit / Loan Policy
- Information Technology Policy & Information Security Policy
- KYC Policy
- Risk Management Policy
- Investment Policy
- Fair Practices Code
- Policy on fit and proper criteria for directors

REVIEW OF FRAMEWORK:

The Board or any of its committee may review the terms of reference from time to time as may be required. Changes, if any, shall be effective only upon approval by the Board.

As per Board approval_26 March 2026

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