

SAHARA HOUSINGFINA CORPORATION LIMITED

Quarterly Compliance Report on Corporate Governance

Quarter Ending on: 30th June, 2011

| Sl.No. | Particulars | Clause of Listing Agreement | Compliance Status (Yes / No / NA) | Remarks |
|-------------|--|-----------------------------|-----------------------------------|--|
| I. | Board of Directors | 49 I | Yes | Annexure – 1 |
| | (A) Composition of Board | 49(1A) | Yes | |
| | (B) Non-executive Directors' compensation & disclosures | 49(1B) | N.A. | |
| | (C) Other Provision as to Board and Committees | 49(1C) | Yes | |
| | (D) Code of Conduct | 49(1D) | Yes | CEO / COO Declaration will be complied with in the next Annual Report. |
| II. | Audit Committee | 49(II) | Yes | Annexure – 2 |
| | (A) Qualified & Independent Audit Committee | 49(IIA) | Yes | |
| | (B) Meeting of Audit Committee | 49(IIB) | Yes | |
| | (C) Powers of Audit Committee | 49(IIC) | Yes | |
| | (D) Role of Audit Committee | 49(IID) | Yes | |
| | (E) Review of Information by Audit Committee | 49(IIE) | Yes | |
| III. | Subsidiary Companies | 49(III) | N.A. | |
| IV. | Disclosures | 49 (IV) | | |
| | (A) Basis of related party transactions | 49 (IV A) | Yes | |
| | (B) Board Disclosures | 49(IV B & IVC) | Yes | |
| | (C) Proceeds from public issues, rights issues, preferential issues etc. | 49(IVD) | Yes | |
| | (D) Remuneration of directors | 49(IVE) | N.A. | Will be complied with in the next Annual Report, if applicable. |
| | (E) Management | 49(IV F) | Yes | Will be complied with in the next Annual Report. |
| | (F) Shareholders | 49(IV G) | Yes | |
| V. | CEO/CFO Certification | 49(V) | Yes | Will be complied with in the next Annual Report. |
| VI. | Report on Corporate Governance | 49(VI) | Yes | |
| VII. | Compliance | 49(VII) | Yes | |
| | | | | |

SAHARA HOUSINGFINA CORPORATION LIMITED

Annexure -1

List of Directors and Their Status

| Sl. No. | Name of Director | Status | Executive / Non- Executive |
|---------|----------------------------|----------------------|----------------------------|
| 1. | Shri Subrata Roy Sahara* | Promoter Director | Non-Executive |
| 2. | Shri Om Prakash Srivastava | Promoter Director | Non-Executive |
| 3. | Shri Joy Broto Roy | Promoter Director | Non-Executive |
| 4. | Shri Brijendra Sahay | Independent Director | Non-Executive |
| 5. | Shri Sakti Prasad Ghosh | Independent Director | Non-Executive |
| 6. | Shri Ranoj Dasgupta | Independent Director | Non-Executive |

* Resigned with effect from 17th June, 2011 and notified to the Stock Exchange vide letter dated 20th June, 2011.

Board of Directors Meeting

| Date of Meeting | Attendance |
|-----------------|----------------------------|
| 30.05.2011 | Shri Om Prakash Srivastava |
| | Shri Joy Broto Roy |
| | Shri Brijendra Sahay |
| | Shri Sakti Prasad Ghosh |
| | Shri Ranoj Dasgupta |

Annexure – 2

Audit Committee

| Name of Director | Status | Executive/ Non Executive |
|----------------------------|----------------------|--------------------------|
| Shri Om Prakash Srivastava | Promoter Director | Non-Executive |
| Shri Brijendra Sahay | Independent Director | Non-Executive |
| Shri Sakti Prasad Ghosh | Independent Director | Non-Executive |
| Shri Ranoj Dasgupta | Independent Director | Non- Executive |

Date of Audit Committee Meetings Along With Attendance

| Date of Audit Committee Meeting | Attendance | Status |
|---------------------------------|----------------------------|----------|
| 30.05.2011 | Shri Sakti Prasad Ghosh | Chairman |
| | Shri Om Prakash Srivastava | Member |
| | Shri Brijendra Sahay | Member |
| | Shri Ranoj Dasgupta | Member |

SAHARA HOUSINGFINA CORPORATION LIMITED

Annexure – 3

***Shareholders/ Investors Grievance Committee**

| Name of Director/Member | Status | Executive / Non Executive |
|---------------------------------|----------------------|----------------------------------|
| Shri Sakti Prasad Ghosh | Independent Director | Non-Executive |
| Shri Ranoj Dasgupta | Independent Director | Non-Executive |
| Shri Dhrubajyoti Jnandas Bagchi | Company Secretary | N.A. |

Date of Shareholders/ Investors Grievance Committee

| Date of Meeting | Attendance |
|------------------------|--|
| 14.04.2011 | Shri Sakti Prasad Ghosh, Director Shri Ranoj Dasgupta, Director Shri Dhrubajyoti Jnandas Bagchi, Company Secretary |
| 31.05.2011 | Shri Sakti Prasad Ghosh, Director Shri Ranoj Dasgupta, Director Shri Dhrubajyoti Jnandas Bagchi, Company Secretary |
| 15.06.2011 | Shri Sakti Prasad Ghosh, Director Shri Ranoj Dasgupta, Director Shri Dhrubajyoti Jnandas Bagchi, Company Secretary |

* *Shri D J Bagchi, Company Secretary, acts as a Secretary to the meetings of the Board and all its committees.*

For SAHARA HOUSINGFINA CORPORATION LTD,

D.J.Bagchi.
CEO & Company Secretary