

DISCLOSURE ON WEBSITE IN TERMS OF COMPLIANCE OF CORPORATE GOVERNANCE IN TERMS OF LISTING REGULATIONS.

NEW NAME AND THE OLD NAME OF THE COMPANY

Our Company was incorporated at New Delhi as “The Housing and Urban Development Finance Corporation Private Limited” on April 25, 1970, as a private limited company under the Companies Act, 1956. Subsequently, the name of our Company was changed to its present name, “Housing and Urban Development Corporation Limited” and a fresh certificate of incorporation dated July 9, 1974, was issued by the then Registrar of Companies, Delhi & Haryana.

DETAILS OF BUSINESS

The main objects for which the Company is established are:-

- (1) to provide long term finance for construction of houses for residential purposes or finance or undertake housing and urban development programmes in the country;
- (2) to finance or undertake, wholly or partly, the setting up of new or satellite towns;
- (3) to subscribe to the debentures and bonds to be issued by the State Housing (and or Urban Development) Boards, Improvement Trusts, Development Authorities etc., specifically for the purpose of financing housing and urban development programmes;
- (4) to finance or undertake the setting up of industrial enterprises of building material;
- (5) to administer the moneys received, from time to time, from the Government of India and other sources as grants or otherwise for the purposes of financing or undertaking housing and urban development programmes in the country
- (6) to promote, establish, assist, collaborate and provide consultancy services for the projects of designing and planning of works relating to Housing and Urban Development programmes in India and abroad.
- (7) to undertake business of Venture Capital Fund in Housing and Urban Development Sectors facilitating Innovations in these sectors and invest in and/or subscribe to the units/shares etc. of Venture Capital Funds promoted by Government/Government Agencies in the above areas.
- (8) to set up HUDCO's own Mutual Fund for the purpose of Housing and Urban Development programmes and/or invest in, and/or subscribe to the units etc of Mutual Funds, promoted by the Government/Government Agencies for the above purpose.

TERMS AND CONDITIONS OF APPOINTMENT OF INDEPENDENT DIRECTORS

Subject to the provisions of Section 149(6) of the Companies Act, 2013 and other Applicable Laws as well as Government Guidelines issued from time to time, the President of India shall have the power to appoint requisite number of Independent Directors to comply with the Act as well as Listing Agreement as amended from time to time.

CRITERIA OF MAKING PAYMENTS TO NON-EXECUTIVE DIRECTORS (Independent Directors/ Part-time Non-official Director).

As per Article No 39 (p) of MoA of HUDCO, Non-Executive Directors (Independent Directors/Non-official Part-time Directors) may be paid sitting fee for attending the meetings of Board of Directors or any committee thereof as may be decided by the board from time to time not exceeding the maximum limits as prescribed under the Companies Act, 2013. Fee shall also be paid for attending any separate meeting of the Independent Directors of the Company in pursuance of any provision of the Act. Fee shall also be payable for participating in meetings through permissible Electronic Mode.

At present, Non-executive Directors (Independent Directors/ Part-time Non-official Director) are being paid sitting fee at the rate of Rs. 20,000/- for each meeting of the Board and Rs. 15,000/- for each meeting of the Committee(s) of Directors attended by them.

Further, Part-time Official Directors (Government Directors) are not paid to any remuneration or sitting fee by the Company, for attending the meetings of Board of Directors or any committee thereof

COMPOSITION OF COMMITTEES OF BOARD OF DIRECTORS

S. No.	COMMITTEES	MEMBERS
1	Audit Committee	
	Shri Mukesh Arya	Chairman
	Shri Rajiv Ranjan Mishra	Member
	Prof. Chetan V Vaidya	Member
	Shri Amarishkumar Govindlal Patel	Member
2.	Corporate Social Responsibility (CSR) Committee	
	Dr. M Ravi Kanth	Chairman
	Shri Mukesh Arya	Member
	Prof. Chetan V Vaidya	Member
	Shri Amarishkumar Govindlal Patel	Member
3.	Nomination and Remuneration Committee (as per Companies Act,2013)	
	Shri Anand K Pandit	Chairman
	Shri Mukesh Arya	Member
	Prof. Chetan V Vaidya	Member
	Shri Amarishkumar Govindlal Patel	Member
4.	Stakeholders Relationship Committee	
	Smt. Jhanja Tripathy	Chairperson
	Shri N. L. Manjoka	Member
	Shri Rakesh Kumar Arora	Member
	Shri Anand K Pandit	Member

SHAREHOLDING PATTERN

The table below represents the equity shareholding pattern of HUDCO:

Category (I)	Category of Shareholder (II)	Number of Shareholders (III)	No. of fully paid up Equity Shares held (IV)	No. of Partly paid-up Equity Shares held (V)	No. of shares underlying Depository Receipts (VI)	Total nos. shares held (VII) = (IV)+(V)+(VI)	Shareholding as a % of total no. of shares (calculated as per SCRR, 1957) (VIII) As a % of (A+B+C2)	Number of Voting Rights held in each class of securities (IX)				No. of Shares Underlying Outstanding convertible securities (including Warrants) (X)
								No of Voting Rights				
								Class	Classes	Total	Total as a % of (A+B+C)	
								Equity	N A			
(A)	Promoter and Promoter Group	8 ¹	2,001,900,000	-	-	2,001,900,000	100	2,001,900,000	-	2,001,900,000	100	-
(B)	Public	-	-	-	-	-	-	-	-	-	-	-
(C)	Non Promoter-Non Public											
(C) (1)	Shares underlying DRs	-	-	-	-	-	-	-	-	-	-	-
(C) (2)	Shares held by Employee Trusts	-	-	-	-	-	-	-	-	-	-	-
	Total (A) + (B) + (C)	8¹	2,001,900,000	-	-	2,001,900,000	100	2,001,900,000	-	2,001,900,000	100	-

* The President of India holds 100% of the Equity Shares of our Company out of which 2,001,899,300 Equity Shares are held by the President of India and each of Rajiv Ranjan Mishra, Jhanja Tripathy, S.P. Singh, T.K. Majumdar, Archana Mittal, S.B. Sinha and Ramesh Chand hold 100 Equity Shares each as nominees of the President of India.

** All of our Equity Shares are in the process of being dematerialised and our Company, along with Karvy Computershare Private Limited has entered into tripartite agreements dated November 24, 2016 and November 25, 2016 with the NSDL and CDSL, respectively, for Dematerialisation of the Equity Shares.

CONTACT INFORMATION OF THE DESIGNATED OFFICIALS OF THE LISTED ENTITY WHO ARE RESPONSIBLE FOR ASSISTING AND HANDLING INVESTOR GRIEVANCES RESPONSIBLE FOR ASSISTING AND HANDLING INVESTOR GRIEVANCES. EMAIL ADDRESS FOR GRIEVANCE REDRESSAL AND OTHER RELEVANT DETAILS

Shri Harish Kumar Sharma
 Company Secretary
 Housing and Urban Development Corporation Limited
 HUDCO, HUDCO Bhawan, Core – 7A,
 India Habitat Centre,
 Lodhi Road, New Delhi – 110003.
 Telephone Nos. : 011-24648420
 Fax No. : 011-24615534
 E-mail id : hudco1970@gmail.com

DETAILS OF AGREEMENT ENTERED INTO WITH THE MEDIA COMPANIES AND/OR THEIR ASSOCIATES.

HUDCO has entered into agreement with the following entities for a period of two years i.e. from 2016 to 2018, to provide for professional expertise for designing creative advertising campaigns and suggesting relevant media plans. Advertising agencies are engaged from time to time to promote the brand of HUDCO through sustained campaign:

1. Sreshta Communications
2. Akar Advertising & Marketing
3. Critique Communication Pvt. Ltd.
4. Purnima Advertising Agency Pvt. Ltd.
5. Promodome Communication Pvt Ltd.

POLICY ON DEALING WITH RELATED PARTY TRANSACTIONS

Disclosure pertaining to related party transactions is being done in the Annual Financial Statements as per the requirement of the accounting standards/according to Companies Act, hence complied with.

APPROVAL FOR MATERIAL RELATED PARTY TRANSACTIONS

Approval for material related party transactions are taken by the respective Wings or in accordance with the already approved HUDCO Guidelines (e.g. HBA or Festival Advance to Whole Time Directors).

FINANCIAL RESULTS

Financial Results are finalised as per accounting standards/according to Companies Act, hence complied with.