

January 20, 2026

**National Stock Exchange of India Limited
Exchange Plaza, C-1, Block G,
Bandra Kurla Complex, Bandra (E)
Mumbai – 400051**

Dear Sir/ Madam,

Subject: Quarterly Compliance Report on Corporate Governance

Pursuant to Regulation 62Q under Chapter VA/Regulation 27(2) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, please find enclosed, Periodic Compliance Report on Corporate Governance for the period ended December 31, 2025.

Kindly take the above information on records.

Thanking you,

For Hero FinCorp Limited

**Shivendra Suman
Company Secretary & Compliance Officer
M. No. ACS 18339**

Compliance Report on Corporate Governance for the quarter ended December 31, 2025

1. Name of Listed Entity **Hero FinCorp Limited**
 2. Quarter ending **December 31, 2025**

1. Composition of Board of Directors.

Title(Mr./Ms.)	Name of the Director	PAN & DIN	Category (Chairperson /Executive/Non Executive/in dependent/ Nominee)&	Initial Date of Appointment	Date of Re-appointment	Date of Cessation	Tenure*	Date of Birth	No. of directorship in listed entities including this listed entity [with reference to Regulation 17A(1)]	No of Independent Directors hip in listed entities including this listed entity [with reference to proviso to regulation 17A(1) & 17A(2)]	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulation)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)
Dr.	Pawan Munjal	PAN - ACGPM7XXXX DIN - 00004223	Chairperson – Non Executive Director	16-12-1991				28-10-1954	3	0	0	0
Ms.	Renu Munjal	PAN - AIBPM4XXXX DIN - 00012870	Executive Director	11-07-1992				06-03-1955	2	0	1	0
Mr.	Abhimanyu Munjal	PAN - AHXPM6XXXX DIN - 02822641	Executive Director	01-06-2016				14-07-1983	1	0	1	0
Mr.	Sanjay Kukreja	PAN - AIQPK9XXXX DIN - 00175427	Non Executive- Non Independent Director	15-09-2016				24-06-1977	1	0	0	0
Mr.	Pradeep Dinodia	PAN - AAFPD2XXXX DIN - 00027995	Non Executive - Non Independent Director	29-05-2016				02-12-1953	4	0	6	3
Mr.	Paramdeep Singh	PAN -BQZPS1XXXX DIN-03579758	Non-Executive Independent Director	01-05-2023			31	13-02-1981	1	1	1	0
Mr.	Amar Raj Singh Bindra	PAN-AAAPB1XXXX DIN-09415766	Non-Executive Independent Director	01-05-2023			31	22-02-1956	2	2	2	1
Ms.	Anuranjita Kumar	PAN-AAEPK6XXXX DIN- 05283847	Non-Executive Independent Director	05-02-2024			22	02-11-1971	5	5	5	2
Mr.	Kaushik Dutta	PAN - AGYPD3XXXX DIN - 03328890	Non-Executive Independent Director	27-06-2024			18	01-05-1962	5	5	8	4
Ms.	Apama Popat Ved	PAN - AFRPP6XXXX DIN - 08661466	Non-Executive Independent Director	27-06-2024			18	18-01-1978	2	2	0	0

Whether regular chairperson appointed	Yes
Whether Chairperson is related to Managing Director or CEO	Yes
\$PAN of any director would not be displayed on the website of Stock Exchange	
&Category of directors means executive/non-executive/independent/Nominee. if a director fits into more than one category write all categories separating them with hyphen	
* to be filled only for Independent Director. Tenure would mean total period from which Independent director is serving on Board of directors of the listed entity in continuity without any cooling off period.	

II. Composition of Committees

Name of Committee	Whether Regular chairperson appointed	Name of Committee members	Category (Chairperson/Executive/Non Executive/independent/ Nominee)&	Date of Appointment	Date of Cessation
Audit Committee	Yes	Mr. Kaushik Dutta	Chairman – Non Executive - Independent	27-06-2024	
		Mr. Pradeep Dinodia	Member – Non Executive	29-05-2016	
		Mr. Paramdeep Singh	Member – Non Executive - Independent	04-08-2023	
		Mr. Amar Raj Singh Bindra	Member – Non Executive - Independent	04-08-2023	
Nomination & Remuneration Committee	Yes	Mr. Paramdeep Singh	Chairman – Non Executive - Independent	04-08-2023	
		Dr. Pawan Munjal	Member – Non Executive	24-02-2014	
		Ms. Anuranjita Kumar	Member-Non Executive - Independent	27-06-2024	
Risk Management Committee	Yes	Mr. Abhimanyu Munjal	Chairman – Executive	01-06-2016	
		Mr. Pradeep Dinodia	Member – Non Executive	29-05-2016	
		Mr. Sanjay Kukreja	Member - Non Executive	15-09-2016	
		Mr. Amar Raj Singh Bindra	Member-Non Executive - Independent	04-08-2023	
Stakeholders Relationship Committee	Yes	Mr. Pradeep Dinodia	Chairman – Non Executive	29-05-2016	
		Ms. Renu Munjal	Member – Executive	26-05-2014	
		Mr. Abhimanyu Munjal	Member – Executive	01-06-2016	
		Mr. Kaushik Dutta	Member – Non Executive - Independent	27-06-2024	
Corporate Social Responsibility Committee	Yes	Ms. Renu Munjal	Chairperson – Executive	26-05-2014	
		Dr. Pawan Munjal	Member-Non Executive	26-05-2014	
		Mr. Pradeep Dinodia	Member-Non Executive	29-05-2016	
		Mr. Abhimanyu Munjal	Member-Executive	01-06-2016	
		Ms. Aparna Popat Ved	Member-Non Executive-Independent	27-06-2024	

& Category means Chairperson and/ or Directors viz. executive/ independent/ Nominee. If a director fits into more than one categories separating them with hyphen.

III.

Meeting of Board of Directors

Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Whether requirement of Quorum met*	Number of Directors present*	Number of independent directors present*	Maximum gap between any two consecutive (in number of days)
29-07-2025		Yes	10	5	
	31-10-2025	Yes	10	5	93
	14-11-2025	Yes	9	5	13

*to be filled in only for the current quarter meetings

IV. Meetings of Committees

Name of the Committee	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)*	Number of Directors present*	Number of Independent Directors present*	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days*
Audit Committee	27-10-2025	Yes	4	3	23-07-2025	89
Audit Committee	31-10-2025	Yes	4	3	29-07-2025	3
Audit Committee	14-11-2025	Yes	4	3		13
Risk Management Committee	29-10-2025	Yes	3	1	28-07-2025	92
Risk Management Committee	30-10-2025	Yes	4	1		0

* To be filled in only for the current quarter meetings.

** This information has to be mandatorily be given for audit committee and Risk Management Committee, for rest of the Committees giving this information is optional.

V. Related Party Transactions

Subject	Compliance status (Yes/No/NA)
	<i>refer note below</i>
Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material RPT	NA
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by the Audit Committee	Yes

Notes:

- 1 In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.
- 2 If status is "No" details of non-compliance may be given here

VI. Details of Cyber Security Incidents

Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter	There has been no cyber security incidents in Q3 FY 25-26.
Date of the event:	Not Applicable

VII. Affirmations

1	The composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	Yes
2	The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	
	a. Audit Committee	Yes
	b. Nomination and Remuneration Committee	Yes
	c. Stakeholder Relationship Committee	Yes
	d. Risk Management Committee	Yes
3	The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.	Yes
4	The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.	Yes
5	This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/ observations/advice of Board of Directors may be mentioned here.	Report for the quarter ended September 30, 2025 was placed before the Board at its meeting held on October 31, 2025. The same has been noted by the Board and no comments.

For Hero FinCorp Limited

(Shivendra Suman)
Company Secretary & Compliance Officer

Januray 20, 2025
New Delhi