INTERNAL GUIDELINES ON CORPORATE GOVERNANCE

As amended by the Board of Directors on May 12, 2026

1 Company's philosophy on code of governance

As a TVS Group Company, TVS Credit Services Limited ("the Company") has a strong legacy of fair, transparent and ethical governance practices. The Company's philosophy on corporate governance is founded on the fundamental ideologies of the group viz., Trust, Value and Service.

The Company believes in ensuring corporate fairness, transparency, professionalism, accountability and propriety in total functioning of the Company, which are pre-requisites for attaining sustainable growth in this competitive corporate world.

Obeying the law, both in letter and in spirit, is the foundation on which the Company's ethical standards are built. As a part of its growth strategy, the Company believes in adopting the 'best practices' that are followed in the field of Corporate Governance. The Company ensures good governance through the implementation of effective policies and procedures, which are mandated and reviewed by the board or of the committees of members of the Board.

2 Objectives of Guidelines on Corporate Governance

The Company is a Non-Banking Financial Institution (Non-Deposit taking - Middle Layer) registered with Reserve Bank of India (RBI).

The Company has formulated the following Internal Guidelines of Corporate Governance on the basis of the following:

i. Master Directions issued by Reserve Bank of India for NBFCs from time to time;
ii. Companies Act, 2013 and Rules made there under, as amended from time to time;
iii. Industry Best Practices

3 Governance Structure

1. Board of Directors

The Board of Directors plays a pivotal role in ensuring that good corporate governance practices are followed within the Company. The Board of Directors along with its committees oversees the functioning of the Company and that of its management and ensures that all decisions taken are in the best interest of the stakeholders of the Company. The Directors shall accordingly possess the requisite qualifications and experience in general corporate management, banking, finance, marketing and other allied fields to enable them to enhance their contribution effectively to the Company in their capacity as Directors of the Company.

The Composition of the Board shall be governed by the Articles of Association of the Company read with the applicable provisions of Companies Act, 2013 (the Act) and the rules framed thereunder.

The Board of Directors of the Company shall have an optimum combination of Executive, Non-Executive, Independent and Women Directors, as per the Guidelines/Regulations applicable to the Company. All the Directors shall meet the 'fit and proper' criteria as prescribed by the Reserve Bank of India and the Company's policy on Fit and Proper Criteria.

All the Directors on the Board except Independent Directors are liable to retire by rotation and one third of such Directors shall retire at every Annual General Meeting of the Company, who shall be eligible for re-election. All the Directors shall make the necessary annual disclosures regarding changes, if any in their concern or interest in any Company or Companies or bodies

corporate, firms, or other association of individuals including shareholding, directorships and Committee positions and shall intimate changes as and when they take place.

The Company, in consultation with the directors, prepares and circulates a tentative annual calendar for meetings of the committees / board in order to assist the directors for planning their schedules well in advance to participate in the meetings.

1.1 Meetings of the Board

At least four Board Meetings shall be held in a year. The maximum time gap between any two meetings shall not be more than one hundred and twenty days. The Quorum for a Meeting of the Board shall be one- third of the total strength of the Board, or two Directors, whichever is higher and the same shall be maintained for the entire Meeting.

The Independent Directors of the Company shall meet at least once in a year without the presence of Non-Executive Directors and the Management in terms of Schedule IV of the Companies Act, 2013.

The Company regularly places, before the board for its review, the information as required such as annual operating plans, capex budget and its quarterly updates, quarterly results, minutes of meetings of audit committee and other committees of the board, quarterly details of risk management and mitigation measures, report on compliance of all laws applicable to the Company, prepared by the Company as well as steps taken by the Company to rectify instances of non- compliances, if any, etc.

Comprehensively drafted notes for each agenda item along with background materials, wherever necessary, are circulated well in advance to the committee / board, to enable them for making value addition as well as exercising their business judgment in the committee / board meetings.

Presentations are also being made by the business heads on the Company's operations, marketing strategy, IT strategy, HR initiatives in board meetings.

1.2 Information and Update to Directors:

The board reviews all information provided periodically for discussion and consideration at its meetings. Functional heads are present whenever necessary and apprise all the directors about the developments. They also make presentations to the board and audit committee of directors.

Apart from this, the observations of audit carried out by the internal auditors and the compliance report on payment of statutory liabilities submitted by the statutory auditors of the Company are placed and discussed with functional heads, by the committee / Board.

The Board also reviews the declarations made by the chief executive officer and chief financial officer regarding compliance of all applicable laws on quarterly basis.

Decisions taken at the meetings of the board / committee are communicated to the functional heads. Action taken report on decisions of previous meetings is placed at every succeeding meeting of the board/ committee for reporting the compliance.

1.3 Roles and Responsibilities of the Board of Directors

The Board shall be responsible to exercise their business judgment to act in what they reasonably believe to be in the best interests of the Company and its shareholders. The Board along with its committees provides direction and guidance to the Company's leadership team and further direct, supervise as well as review the performance of the Company. Apart from managing the Company and discharge all responsibilities which are reserved for the Board by law, the Articles of Association and the Internal Regulations, the roles and responsibilities of the Board shall include, among others, the following:

Leadership:

a. promoting the success of the business and operations of the Company;
b. promoting values and risk culture within the Company;
c. approving the policy formulation and changes thereon, implementation and strategic issues which are crucial for the long-term development of the organization;
d. ensuring compliance with the Company's policies and external regulations; and
e. ensuring integrity of the accounting process and the process of financial and regulatory reporting by the Company.

Governance:

a. establishing committees and other governance and corporate bodies of the Company and approving their Terms of Reference;
b. appointing and removal of the Company CEO and Head of Functions;
c. ensuring that the Company is managed by suitable CEO, and other Senior Management Officers having adequate expertise and experience and reflecting the diversity principle;
d. review the minutes of the proceedings of the Committees to evaluate the functioning of the respective Committees and adherence to their respective 'charter/policy';

Supervision:

a. supervising and reviewing the report submitted by the Company CEO, Senior Management and various functions of the Company.
b. approve the annual operating plans, capex budget and review the updates thereon on quarterly basis.
c. overseeing compliance of the Company with the Internal Regulations and external regulations.
d. overseeing integrity of accounting and reporting systems, internal models and systems for management of compliance risk;
e. monitoring and preventing conflicts of interests set at the Company level.
f. review of progressive risk management system, risk management policies and strategy followed by the Company
g. review of complaints received from customers and investors.
h. review of adherence to the policies on customer due diligence and fair practices.
i. Review of summary of Legal and tax litigation cases filed by or against the Company
j. review of the new laws/regulations as well as important amendments therein having impact over the business operations of the Company.

2. Committee of Directors

2.1 Audit Committee

The Company has in place the Audit Committee constituted in accordance with the provisions of applicable provisions of the Companies Act, 2013, SEBI Regulations and RBI Master Directions.

The primary objective of the Audit Committee is to monitor and provide effective supervision of the management's financial reporting process with a view to ensure accurate, timely and proper disclosure and transparency, integrity and quality of financial reporting.

The Audit Committee of the Company is entrusted with the responsibility to supervise the Company's internal control and financial reporting process and inter alia performs the following functions:

- Oversight of Company's financial reporting process and disclosure of its financial information to ensure that the financial statements are fair and transparent, sufficient, and credible.

- The role of the Audit Committee would include the review and audit the working of the management of the Company in terms of the profitability, cost control and performance of credit exposures.

- Recommending the appointment of and removal of external and internal auditors, fixation of audit fee and approval for payment for any other services. Review and monitor the external auditor’s independence and performance, and effectiveness of audit process.

- Approval of Annual Plans before it is placed before the Board.

- Approval or any subsequent modification of transactions of the Company with related party

- Reviewing with the management the quarterly and annual financial statements before submission to the Board, focusing, primarily on the following as may be applicable:

    - Accounting policies and practices followed and any deviations or changes with reference to the earlier policies and practices.

    - Major accounting entries based on exercise of judgment by management.

    - Qualifications in draft audit report.

    - Significant adjustments arising out of audit.

    - The going concern assumption.

    - Compliance with accounting standards.

    - Compliance with the legal requirements concerning financial statements.

    - Any related party transaction i.e. transactions of Company and its subsidiaries, of material nature, with promoters or the management, their subsidiaries or relatives

etc. that may have potential conflict with the interest of company at large and Omnibus approval for related party transactions of the Company and its Subsidiaries.

- Reviewing with the management, reports of external and internal auditors, and the adequacy of internal control systems.

- Reviewing the adequacy of internal audit function, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure, coverage and frequency of internal audit, plan and scope of internal audit.

- Discussion with internal auditors any significant findings and follow up thereon.

- Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud, irregularity, or a failure of internal control systems of a material nature and reporting the matter to the Board.

- Discussion with external auditors before the audit commences nature and scope of audit as well as have post audit discussion to ascertain any area of concern.

- Reviewing the company's financial and risk management policies. Evaluation of internal financial controls and risk management systems;

- Review of inter-corporate loans and investments;

- Review of company's asset position, realisability and other related matters in respect of collateral securities, sale of properties etc.,

- To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of dividends declared) and creditors.

- To review the quarterly and annual financial statements before submission to the Board and ensure compliance of internal control systems.

- Authority to investigate into any matter referred to it by the Board.

- Performing such other activities as may be delegated by the Board and/or prescribed under the Companies Act, the Listing Regulations, RBI Master Directions and any other applicable rules, regulations, guidelines, clarifications, circulars and notifications issued by the Government of India including Securities and Exchange Board of India, Reserve Bank of India any other regulatory authority.

Chairman	The Chairman of the Committee shall be an Independent Director. In the absence of the Chairman, the members of the Committee present at the meeting shall choose one amongst them to act as Chairman.
Composition	1. The Committee shall consist of a minimum of three directors with at least two-thirds of members as independent directors. 2. Majority of members of the Committee including its Chairperson shall be persons with ability to read and understand, the financial statement.
Meetings	The Committee shall meet at least 4 times in a year and not more

	than 4 months shall elapse between two Meetings.

The subjects reviewed and recommended in the meetings of the Audit Committee are apprised to the board by the Chairman of the Audit Committee, for its approval.

2.2 Nomination and Remuneration Committee

The Company has in place the Nomination & Remuneration Committee. The Committee ensures on the basis of set parameters and criteria that the existing directors and key managerial personnel are 'fit and proper person'.

Brief description of terms of reference

- To identify persons, who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down and recommend to the board their appointment and removal and carry out evaluation of every Director's performance.
- To formulate the criteria for determining qualifications, positive attributes and independence of a director.
- To recommend a policy to the board relating to the remuneration for the directors, key managerial personnel and other employees by ensuring that:
- the level and composition of remuneration is reasonable and sufficient to attract, retain and motivate directors of the quality required to run the company successfully;
- relationship of remuneration to performance is clear and meets appropriate performance benchmarks; and
- remuneration to directors, key managerial personnel and senior management involves a balance between fixed and incentive pay reflecting short and long term performance objectives appropriate to the working of the company and its goals.
- Devise a policy on diversity in the Board;
- Develop a succession plan for the Board and Senior Management Personnel;
- To oversee the framing, review and implementation of compensation policy;
- To work in close coordination with Risk Management Committee (RMC) to achieve effective alignment between compensation and risks;
- To ensure compensation levels are supported by (a) need to retain earnings and (b) need to maintain adequate capital based on Internal Capital Adequacy Assessment Process (ICAAP);
- To ensure 'fit and proper' status of proposed/existing directors; and
- To ensure that there is no conflict of interest in appointment of directors, KMPs and senior management.
- All other roles/responsibilities of nomination and remuneration committee as specified in Section 178 and other applicable provisions of Companies Act, 2013,

RBI Regulations and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Chairman	One of the members of the Committee, being an Independent Director shall be appointed as the Chairman of the Committee.
Composition	The Committee shall consist of three or more Non- Executive Directors of which not less than two-thirds shall be Independent Directors.
Meetings	The meeting of the Committee shall be held at such regular intervals as may be required but at least once in a financial year to review and evaluate the performance of directors of the Company.
Quorum	Minimum two (2) members shall be the quorum. The quorum must be present at all times during the meeting.

2.3 Risk Management Committee

The Company has laid down procedures to inform the board about the risk assessment and mitigation procedures, to ensure that executive management controls risk through means of a properly defined framework. The Company has constituted a Risk Management committee. This Committee would ensure that the risk associated with the functioning of the Company are identified, controlled and mitigated and also lay procedures regarding managing and mitigating the risk through integrated risk management systems, strategies and mechanism. The Committee would meet periodically to review the risk management and mitigation plans.

This Committee would advocate and promote the Enterprise Risk Management and ensure that the risk management process and culture are embedded throughout the Company.

The Committee would ensure the implementation of the objectives outlined in the Credit Risk Management Policy from time to time and compliance with them. This Committee would provide routine quarterly reporting and update the Board on key risk management issues as well as ad hoc reporting and evaluation on financing and investment proposals.

This Committee would review the internal control systems and their adequacy and their systems with Internal audit and review statements on internal control plans, procedures, areas of coverage, periodicity and presentation and recommend the same for the approvals of the Audit Committee and Board.

This Committee would assist the board by identifying and managing operational risks within the organisation. The Committee shall determine the Company's risk management and overall strategies and for clearly communicating the policies and those strategies to management.
Roles and Responsibilities:

- To review various risks measures adopted by the company for identification, measurement, monitoring and mitigation of risks involved in various areas of functioning.

- To approve and review various credit policies including its amendments laid down by the company and monitor performance levels.

- To review and discuss the issues reported in Asset Liability Management Committee

in relation to risk aspects.

- Monitoring risk levels and also reviews of results and progress in implementation of decisions taken in earlier meeting.
- To approve and review Enterprise Risk Management framework inter alia approving Risk rating criteria and review of key risks along with mitigants and Risk register.
- To approve and review Risk management policy and its amendments.
- RMC acts as the Customer Complains Committee as per all applicable RBI Guidelines
- All other roles/responsibilities of Risk Management Committee as specified SEBI (Listing Obligations Disclosure Requirements) Regulations, 2015, RBI Master Directions as applicable to NBFCs.

Chairman	One of the members of Committee shall be appointed as the Chairman of the Committee. In the absence of the Chairman, the members of the Committee present at the Meeting shall choose one amongst them to act as Chairman
Composition	The Composition of Risk Management Committee of the Board shall be decided by the Board from time to time.
Meetings	The Risk Management Committee of the Board would meet periodically at least four times in a year to review the risk management policies and practices of the Company.
Quorum	Minimum two (2) members shall be the quorum The quorum must be present at all times during the meeting.

2.4 Asset Liability Management Committee (ALCO)

The Committee constituted an Asset Liability Committee (ALCO), in terms of Guidelines issued by RBI to NBFCs for effective risk management in its portfolios.

The Committee, among other functions, is concerned with risk management and provides a comprehensive and dynamic framework for measuring, monitoring and managing liquidity and interest rate, equity and commodity price risks of major operators in the financial system that needs to be closely integrated with the Company's business strategy. It involves assessment of various types of risks and altering the asset liability portfolio in a dynamic way in order to manage risks.

This Committee is responsible for ensuing adherence to the limits set by the board as well as for deciding the business strategy of the Company (on the assets and liabilities sides) in line with NBFC's budget and decided risk management objectives.

Roles and Responsibilities:

- Adherence to the financial and credit limits set by the Board in its operations.
- Deciding business strategy on the assets and liabilities side in line with the budget and risk management objectives of the company.
- Responsible for balance sheet planning from risk return perspective and asset liability mix position.
- Strategic management of interest rate risks, liquidity risks and other market risks.

- Responsible for business issues like product pricing for its asset and liability products.

- To review funding plan, ALM coverage, Interest rate sensitivity statements, liquid coverage ratios, fixation of limits and monitoring against limits.

- Approve credit facilities from various banks / financial institutions and to authorize directors / officials of the company for this purpose credit facilities upto the limits delegated by the Board.

- Approve and review ALCO policy and its amendments.

- All other roles/responsibilities of ALCO as specified in RBI Regulations.

Chairman	One of the members of Committee shall be appointed as the Chairman of the Asset Liability Management Committee. In the absence of the Chairman, the members of the Committee present at the Meeting shall choose one amongst them to act as Chairman.
Composition	The Composition of Asset Liability Management Committee of the Board shall be decided by the Board from time to time.
Meetings	The ALCO shall meet at such intervals depending on the Business requirements, but at least once in every quarter
Quorum	Minimum two (2) members shall be the quorum The quorum must be present at all times during the meeting.

2.5 Corporate Social Responsibility Committee (CSR)

The Company shall have in place a Corporate Social Responsibility Committee in accordance with the provisions of Section 135 of the Companies Act, 2013 read with Companies (Corporate Social Responsibility) Rules, 2014. The Company shall have a Board approved CSR Policy in place and required disclosures to the effect will be made from time to time.

CSR Committee shall formulate and recommend to the Board, a Corporate Social Responsibility Policy which shall indicate the activities to be undertaken by the company as specified in Schedule VII of the Companies Act, 2013 and also recommend the amount of expenditure to be incurred on the activities referred to in above clause.

Roles and Responsibilities:

- To review, agree and establish the Company's corporate strategy to ensure that CSR is and remains an integral part of its business strategy;

- To review the standards, policies and conduct of the Company relating to the application of CSR principles;

- To review the effectiveness of the compliance programme, including compliance with the Code of Conduct;

- To review reports of CSR progress and audits of CSR performance against key performance indicators across programme areas;

- To review an annual budget for CSR activities approved by the Board, as part of

the overall budget;

- To ensure that the Company's website communicates and reports its CSR approach and performance in a timely, complete and coherent manner;
- To perform such other function related or incidental to the CSR Policy of the Company, at the request of the Board;
- Identify CSR activities to be undertaken in terms of the provisions of the Act and Rules thereunder, provided such activities are indicated in the CSR Policy;
- Subject to the provisions of the Act, recommend the locations for carrying out CSR activities;
- Recommend the expenditure to be incurred & monitor the CSR Policy from time to time.
- All other roles/responsibilities of audit committee as specified in Section 135 of Companies Act, 2013 and Companies (Corporate Social Responsibility) Rules, 2014.

Chairman	One of the members of the Corporate Social Responsibility Committee shall be appointed as the Chairman of the Corporate Social Responsibility Committee. In the absence of the Chairman, the members of the Committee present at the Meeting shall choose one amongst them to act as Chairman.
Composition	The Committee shall consist of three or more Directors, of which at least one Director shall be an Independent Director.
Meetings	The CSR Committee of the Board would meet as and when required, with at least one Meeting in a year
Quorum	At least two or one-third of the members of the Committee, whichever is higher

2.6 IT Strategy Committee

The Company shall have in place an IT Strategy Committee in pursuant to Reserve Bank of India, Master Direction on Information Technology Governance, Risk, Controls and Assurance Practices. IT Governance is an integral part of corporate governance and every Systemically Important NBFC shall adopt IT framework with a focus on IT Governance, IT Policy, Information & Cyber Security, IT Operations, IS Audit, Business Continuity Planning and IT Services Outsourcing.
Roles and Responsibilities:

- Approving IT strategy and policy documents and ensuring that the management has put an effective strategic planning process in place;
- Ascertaining that management has implemented processes and practices that ensure that the IT delivers value to the business;
- Ensuring IT investments represent a balance of risks and benefits and that budgets are acceptable;
- Monitoring the method that management uses to determine the IT resources needed to achieve strategic goals and provide high-level direction for sourcing and use of IT resources;

- Ensuring proper balance of IT investments for sustaining NBFC's growth and becoming aware about exposure towards IT risks and controls; and

- To review the effectiveness of IT outsourced operations.

- All other roles/responsibilities of IT Strategy Committee as specified in Master Direction on Information Technology Governance, Risk, Controls and Assurance Practices and other circulars/directions issued by Reserve Bank of India and applicable to NBFCs.

Chairman	The Chairman of IT Strategy Committee shall be an Independent Director. In the absence of the Chairman, the members of the Committee present at the Meeting shall choose one amongst them to act as Chairman
Composition	The Committee shall consist of minimum three Directors who are technically competent with Chairperson having substantial IT expertise.
Meetings	The IT Strategy Committee of the Board shall meet at least once every quarter.
Quorum	At least two or one-third of the members of the Committee, whichever is higher

2.7 Credit Sanction Committee

Credit Sanction Committee (CSC) will consider all large credit proposals recommended by Business Heads within the following thresholds:

S No.	Facility	Threshold Limits
1	Facility exposure per Borrower	> Rs 10 Cr and < Rs 100 Cr
2	Trade Advance/ Working capital loans/ Personal Loans per Dealer	> Rs 10 Cr (Within overall limits approved by Board)

Roles and Responsibilities:

- All credit proposals for new customers and amendments in credit facilities for an existing customer subject to thresholds.

- Reviews of existing credit facilities and deferral of customer annual reviews.

- Any change in the key terms and conditions previously approved by CSC, if considered material by respective Credit Heads.

- Any credits where there is a material change in credit profile – the inclusion of such credits in the CSC agenda to be decided by respective Credit Heads.

- Assess and Recommend to the Board any credit proposals above threshold limits of CSC and to take appropriate action on the inputs / suggestion provided by the Board.

Chairman	The Committee shall appoint one of its members as the Chairman of the Committee.
Composition	The Committee shall consist of two or more Directors.
Meetings	The Committee shall meet as and when required
Quorum	Minimum two members of the Committee

2.8 Stakeholders Relationship and Customer Service Committee

Pursuant to the Regulation 20 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and considering the large customer base of the Company the Company has constituted Stakeholders Relationship and Customer Service Committee.

Roles and Responsibilities:

- To Resolve the grievances of the security holders of the listed entity including complaints related to transfer/transmission of shares, non-receipt of annual report, general meetings etc;
- To review measures taken for effective exercise of voting rights by shareholders;
- To review adherence to the service standards adopted by the listed entity in respect of various services being rendered by the Registrar & Share Transfer Agent;
- To review grievance redressal and issues bearing on the quality of services rendered by the Company to its customers;
- To review periodic reports submitted by Internal Ombudsman (IO), review the cases where decision of the IO was rejected by the Company;
- To review customer complaints and status of redressal of such complaints, along with root cause analysis, reviewing awareness/ sensitisation programmes conducted;
- To review periodic reports on customer requests and their disposal across channels, turnaround times, ageing and pendency, assessing quality of resolution and customer satisfaction outcomes;
- To oversee and guide implementation of service enhancement initiatives across the Company;
- Customer Feedback including Net Promoter Score (NPS), its movement and periodic customer service feedback analysis including social media monitoring and review of turnaround time (TAT) for customer requests and complaints;
- To review and monitor key projects and strategic initiatives undertaken by the Company to enhance customer experience, including progress against defined milestones, impact on service quality, and alignment with overall customer service objectives.
- Consumer court cases, litigation related to customer service Audit observations (RBI, internal, statutory, etc.) linked to customer service;
- Review and renewal of customer-related policies and recommendation to the Board;
- Benchmarking with peers and best practices and process efficiencies observed in the market;
- Performing such other activities as may be delegated by the Board and/or prescribed under the Companies Act, the Listing Regulations, RBI Master Directions and any other applicable rules, regulations, guidelines, clarifications, circulars and

notifications issued by the Government of India including Securities and Exchange Board of India, Reserve Bank of India any other regulatory authority.

Chairman	The chairperson of this committee shall be a non-executive director
Composition	At least three directors, with at least one being an independent director, shall be members of the Committee
Meetings	The committee shall meet at least once in a year
Quorum	At least two or one-third of the members of the Committee, whichever is higher

3. Internal Audit Function

The Company has the internal audit function to provide the management with systematic assurance, analyses, appraisals, recommendations, advice and information with a view to assisting it, and other stakeholders, in the effective discharge of their responsibilities and the achievement of the Company's mission and goals.

The role of the internal audit function includes providing reasonable assurance on the effectiveness, efficiency and economy of the processes in various areas of operations within the Company as well as compliance with the Company's financial and Staff Rules and Regulations, General Assembly Decisions, applicable accounting standards and existing best practice.

- Assessing the scope and effectiveness of the systems established by management to identify, assess, manage and monitor the various risks arising from the organisation's activities;
- Ensuring senior management establishes and maintains adequate and effective internal controls.
- Satisfying itself that appropriate controls are in place for monitoring compliance with laws, regulations, supervisory requirements and relevant internal policies.
- Monitoring and reviewing the effectiveness of the internal audit function.
- Reviewing and assessing the internal audit plan and its progress.
- Ensuring that the internal audit function is adequately resourced and enjoys appropriate standing within the organisation.
- Considering management's response to major internal audit recommendations and progress in their implementation.

The Company has been carrying out regularly internal audit through a external agency for reviewing the process of the Company and assisting the Audit Committee. The Internal Audit conducts reviews of various functions independently and this function reports directly to the Audit Committee of the board.

4. Fair Practices Code

Pursuant to the guidelines on 'Fair Practices Code' issued by RBI, the Company has adopted a policy on Fair Factices Code, which is posted on the website of the Company and also a regular review on the implementation of the same is conducted by the Committee members.

5. Code of Conduct

The Company has adopted a Code of conduct for employees of the Company and due care is taken that the employees adhere to it.

6. Adherence to RBI Norms & Standards

The Company has fulfilled the Prudential norms and standards as laid down by RBI pertaining to income recognition, provisioning of non-performing assets and capital adequacy. The Capital adequacy ratio of the Company is well within the prescribed limit by RBI.

The Fair Practices Code and KYC norms framed by the Company seek to promote good and fair practices by setting minimum standards in dealing with customers, increase transparency so that customers have a better understanding of what they can reasonably expect of the services being offered, encourage market forces through competition to achieve higher operating standards, promote fair and cordial relationships between customers and the Company and foster confidence in the finance system. The Company has put in place a mechanism to monitor and review adherence to the Fair Practices Code, KYC norms & Credit policies as approved by the Board of Directors.

7. Disclosures and Transparency

The Board of directors of the Company reviews, records and adopts the minutes of the meetings of the various committees constituted by the Company.

The Company has in keeping with proper responsibility and authority matrix inculcated in the structure of certification to ensure compliance from diversified and various locations.

8. Vigil Mechanism

The Company shall formulate a vigil mechanism / whistle blower policy to enable directors and employees to report genuine concerns about unethical behaviour actual or suspected fraud or violation of Company's Code of Conduct. The vigil mechanism / whistle blower policy shall provide a mechanism for an individual to report violations without fear of victimisation. The policy shall be hosted on the website of the Company.

9. Website

The Company has in place a website addressed as www.tvscredit.com. This website contains the basic information about the Company, e.g. details of its business, products offered, compliance with RBI guidelines, corporate governance, contact information of the designated officials of the Company, who are responsible for assisting and handling customers.

The Company ensures that the contents of this website are periodically updated. In addition, the Company makes use of this website for publishing official news.

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