

Addendum to Empanelment of Joint Statutory Central Auditors

TO WHOMSOEVER IT MAY CONCERN

The purpose of this addendum is to prescribe the minimum Fee for Joint Statutory Central Audit of Can Fin Homes Ltd. (CFHL) for the financial year 2024-25. The cumulative annual minimum fee for both the Joint Statutory Central Auditors shall be for a period of three years subject to review every year.

Particulars	Fee (in Rs.)
Audit Fees for Annual Audit of Registered Office	11,00,000
Tax Audit Fees	1,00,000
Fees for Quarterly Limited Review for 3 Quarters	9,00,000
TOTAL	21,00,000

However, the Company invites the quotation of fees along with their application from the eligible firms/ LLPs.

The eligible and interested Firm/LLPs may submit their application to the Registered Office, on or before **20/05/2024**. The application can be submitted through mail to audit@canfinhomes.com.

The firms may contact Registered Office for clarifications, if any.

Sd/-
Chief Financial Officer

Place: Bangalore
Date: 14/05/2024



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Empanelment of Statutory Central Auditors

TO WHOMSOEVER IT MAY CONCERN

Can Fin Homes Ltd. (CFHL) invites applications from the eligible Partnership Firms, Limited liability partnership (LLP) for empanelment as Statutory Central Auditors for conducting Statutory Audit for the financial year 2024-25. The tenure shall be for a period of three years subject to review every year.

In the above connection, we furnish the following:

Annexure 1 – Application format.

Annexure 2 - Terms and Conditions for appointment of Auditors for Statutory Central Auditors

Eligible and interested Firm/LLPs, who are agreeable to the above Terms and Conditions, may submit their application to the Registered Office, on or before **15/05/2024**.

The firms may contact Registered Office for clarifications, if any.

Please note the Audit firm/LLP shall ensure that they comply with the eligibility criteria for appointment of Auditors under all applicable provision of laws like Companies Act, 2013 , SEBI (LODR)Regulation,2015 , Master Direction – Non-Banking Financial Company – Housing Finance Company (Reserve Bank) Directions, 2021 ,RBI Guidelines for Appointment of Statutory Central Auditors (SCAs)/Statutory Auditors (SAs) of Commercial Banks (excluding RRBs), UCBs and NBFCs (including Housing Finance Companies) dated 27/04/2021 , Etc.

Sd/-
Chief Financial Officer

Place: Bangalore
Date: 30/04/2024

Annexure 1

Format for application by audit firms for empanelment as Statutory Central Auditors of the Company

(To be furnished on the letter head of the audit firm)

To
The Board of Directors
The Can Fin Homes Limited
Bengaluru

Dear Sirs,

Sub: Appointment as Statutory Central Auditor (SCAs) of the Company

We wish to submit the profile of the firm along with the requisite eligibility criteria to consider the appointment of our firm as SCAs of Can Fin Homes Limited. We hereby give our consent to be appointed as SCAs of your Company.

We confirm that our firm fulfills the requirements of the Companies Act, 2013, the Companies (Audit and Auditors) Rules, 2014, as well as extant RBI and SEBI guidelines.

Accordingly, we certify that:

- (1) We are eligible for appointment under section 139 of the Companies Act, 2013 and meet the criteria for appointment specified in Section 141 of the Act;
- (2) We are not disqualified from being appointed as auditors under the Companies Act, the Chartered Accountant Act, 1949 and the rules or regulations made thereunder as also the extant SEBI guidelines with regard to appointment of Statutory Central Auditors by commercial banks/NBFCs as well as the Statutory Central Auditor Appointment Policy of the Company; our appointment as SCAs will be in line with the Institute of Chartered Accountants of India (ICAI) Code of Ethics/any other such standards adopted and does not give rise to any conflict of interest.
- (3) Our firm is not a member of any network of audit firms nor is any partner of the firm a partner in any other audit firm. *(If appointed, the details thereof may be reported separately).*
- (4) The firm complies with all eligibility norms prescribed by RBI regarding appointment of SCAs of Housing Finance Companies. It is certified that neither I nor any of our partners/members of my/their families (family will include besides spouse, only children, parents, brothers, sisters or any of them who are wholly or mainly dependent on the Chartered Accountants) or the Firm/Company in which I/they are partners/Directors have been declared as wilful defaulter by any bank / financial institution. No partner of our firm is a director in your Company or any group entities nor has the firm or any of its partner has been appointed as a concurrent auditor by the Company.

- (5) We confirm that the firm has not been debarred from taking up audit assignments by any regulator / Government agency i.e. we are not under debarment by any Government Agency, National Financial Reporting Authority (NFRA), (ICAI), RBI or Other Financial Regulators. *(Details of earlier disciplinary proceedings, debarment, etc. if any, by any financial regulator / Government agency – both closed and pending - may be provided separately)*
- (6) There are no pending proceedings against the firm or any of its partners with respect to professional matters of conduct under the Chartered Accountants Act, 1949 and the rules and regulations made thereunder.
- (7) Our firm has not been associated with your Company as SCAs in the past / our last engagement with your Company as SCAs was during the financial year ____*(strike out whichever is not applicable)*.
- (8) Our firm has not provided any audit or services to your Company in the past/our last engagement with your Company was during the financial year _as____*(strike out whichever is not applicable)*.
- (9) Our firm has not been appointed as SCAs by any other commercial bank and/or All India Financial Institution (AIFI) / RBI / NBFC / UCB in the present financial year. *(If appointed, the details thereof may be reported separately)*.
- (10) Our firm is not providing any audit or any service to any client who are covered under the Large Exposure Framework (LEF) of RBI / The list of entities covered under LEF of RBI, to whom we provide services are enclosed herewith *(strike out whichever is not applicable)*
- (11) The firm has done the audit of financial services company (preference would be given to experience in NBFC/HFC) having loan book of Rs. ____*(at least Rs. 10,000 crores)* for ____ years *(at least once in last five years)*;
- (12) The firm has done the audit of ____ entities *(at least five listed entities)* having turnover of Rs. ____ *(minimum Rs. 2,500 crores each)* in last five years.
- (13) Certificate of indebtedness as per prescribed proforma is enclosed herewith.

In case our firm (after appointment) does not comply with any of the eligibility norms (on account of resignation, death etc. of any of the partners, employees, action by Government Agencies, NFRA, ICAI, RBI, other Financial Regulators, etc.), we will promptly approach the Company with full details. Further, we will take all necessary steps to become eligible within a reasonable time and in any case, will comply with all the norms before commencement of annual statutory audit for financial year ending 31st March and till the completion of annual audit.

It is confirmed that the information provided above is true and correct.

Signature of the Main Partner
(Name of the Partner)

Encl: Additional information sought by the Company

ADDITIONAL INFORMATION

I. GENERAL INFORMATION:

1. Name of the Firm					
2. Complete postal/communication address of the Firm / Limited Liability Partnerships (LLPs)					
3. Office telephone Number/Numbers			Std Code		Telephone Number
					Mobile No.
4. Office FAX Number					
5. E-mail address					
6. Constitution					
7. Date of formation/establishment of the Firm					
8. Branch Office of the firm					
9. Registration Number of the Firm with date with Institute of Chartered Accountants of India (ICAI)			Regn. Number	Date of registration	
10. Registration Number of the Firm with date (unique code number) with Reserve Bank of India)					
11. GST Registration Number					
12. Peer Review Details					
13. Permanent Account Number (PAN) of the firm (Mandatory)					
14. Number of full time partner					
15. Name, qualification, membership Number, year and other details (FCA ,CISA/DISA qualification to be mentioned)					
Name of the Partner	Contact Number (including mobile no.)	Educational Qualification (FCA/CISA/DISA qualification to be mentioned)	Membership Number/Year	No of years associated with the firm	Brief profile
1.					
2.					
3.					
16. Whether the firm is a member of any network of audit firms or any partner of the firm is a partner in any other audit firm? If yes, details thereof.					

17. Whether the firm has been appointed as SCA/SA by any other Commercial Bank (excluding RRBs) and/or All India Financial Institution (AIFI)/RBI/NBFC/UCB in the present financial year? If yes, details thereof.		
18. Whether the firm has been debarred from taking up audit assignments by any regulator/Government agency /ICAI /NFRA/RBI ? If yes, details thereof.		
19. Details of disciplinary proceedings etc, against the firm by any Financial Regulator/Government agency /ICAI /NFRA/RBI during last three years ,both closed and pending.		
20. Whether any of the partners of the firm is a director in any of our group entities ?		
21. Details of audit staff employed & Qualified Chartered Accountants		
Particulars	Total	In Bangalore Location
Qualified/Semi qualified Chartered Accountants		
Retired/ex-Company officers		
Article/audit clerks		
Other assistants with knowledge of book-keeping and accountancy		
Total		

II. PAST EXPERIENCE OF THE FIRM / COMPANY (Relating to various Company audits):

A. Central Statutory Auditors (Commercial Banks (excluding RRBs)/ UCBs/ NBFCs/ AIFIs.)			
Name of the Company		No of years in completed years	During the Period
B. Statutory Branch Auditors (Commercial Banks (excluding RRBs)/ UCBs/ NBFCs/ AIFIs.)			
Name of the Company	Branches	No of years in completed years	During the Period
C. Internal /Concurrent Auditors (Commercial Banks (excluding RRBs)/ UCBs/ NBFCs/ AIFIs.)			
Name of the Company	Branches	No of years in completed years	During the Period
D. Income/Revenue Auditors			
Name of the Company	Branches	No of years in completed years	During the Period

E. System /IS Auditors			
Name of the Company	Branches	No of years in completed years	During the Period
F. Listed Companies			
Name of the Company	No of years in completed years		During the Period
G. Details of audit assignment currently on hand	COMPANY		Type of audit
H. Number of years of experience in IND AS			
I. Number of years of experience in handling Income Tax Matters			
J. Number of years of experience in GST			
K. Experience in deploying Computer Assisted Audit Tools and Techniques (CAATTs) and Generalized Audit Software (GAS)			
L. Has the firm taken up any non-audit work u/s 144 of Companies Act of Can Fin Homes Limited/any group entities. If Yes, kindly provide details of nature of work, period of engagement and company/branch.			
M. Has the Firm previously audited Can Fin Homes Limited, if yes provide details of branch and period which you audited.			
N. Any other relevant details / particulars of the firm			
O. Declaration:			
The firm complies with all eligibility norms prescribed by RBI regarding appointment of SCAs/SAs of Commercial Banks (excluding RRBs)/UCBs/NBFCs (as applicable). It is certified that neither I nor any of our partners / members of my / their families (family will include besides spouse, only children, parents, brothers, sisters or any of them who are wholly or mainly dependent on the Chartered Accountants) or the firm / company in which I am / they are partners / directors have been declared as wilful defaulter by any bank/financial institution			

Date:

Place:

(Signature of the Authorised Signatory with seal)

GENERAL TERMS AND CONDITIONS FOR APPOINTMENT OF CENTRAL STATUTORY

AUDITORS

I. Conditions for appointment:

- a. Minimum number of full time partners associated with the firm for at least three years should be 5, of which at least four should be Fellow Chartered Accountants(FCAs).
- b. There should be at least one-year continuous association of partners with the firm as on the date of shortlisting for considering them as full-time partners
- c. At least two partners of the firm shall have continuous association with the firm for at least 10 years
- d. At least 2 partners should have DISA/CISA qualification
- e. Minimum no. of years of audit experience of the firm should not be less than 15 years
- f. Minimum no. of professional staff in the firm should not be less than 25
- g. The audit team should be led by the Chartered Accountant-Partner of the audit firm with experienced assistants as the work may warrant.
- h. The LLP/Audit firm shall submit a copy of the certificate issued by the Institute of Chartered Accountants of India, New Delhi, in respect of its partners.
- i. Auditors should not have been disqualified under Section 141 of the Companies Act, 2013 to accept this appointment.
- j. The LLP/Firm/ or any of the partners of the LLP/firm should not have any disciplinary matters pending with ICAI/RBI and they should not have suffered any disqualification.
- k. The LLP/Firm should have sufficient experience in conducting audits in Companies/ Corporate/banks.
- l. One LLP/firm shall submit one application only.
- m. The Company has the discretion to consider or reject any of the applications based on any of the RBI / Government / Internal guidelines of the Company.
- n. If there is any change in the constitution of the firm during the period of appointment, it shall be informed to the Company immediately.
- o. The audit firm shall not sub-contract the audit assignment.
- p. The audit firm will not lobby directly or indirectly for considering any credit proposals of their friends/clients to the Company.

The Preference would be given to:

1. The firms/ LLPs having the number of staff members not less than 25
 2. The firms/ LLPs who have done the audit of financial services company (NBFC/ HFC) having loan book of at least Rs. 10,000 crores in last five years
 3. The firms/ LLPs who have done the audit of at least two listed entities having turnover of minimum Rs. 2,500 crores in last five years
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Form B

Eligibility Certificate from (Name and Firm Registration Number of the firm)

Asset Size of Entity as on 31st March of Previous Year	Number of full time partners associated* with the firm for a period of at least three years ¹	Out of 'B' number of Fellow Chartered Accountant partners associated with the firm for a period of atleast three years	Number of full time partners / paid CAs with CISA/'DIS A qualification ²	Number of years of bank audit experience# of the firm ³	Number of professional staff ⁴
A	B	C	D	E	F
	Status of applicant firm with regard to the above -				
	5	4	2	15	25

*Exclusively associated in case of all Commercial Banks (excluding RRBs), and UCBs/NBFCs with asset size of more than ₹10,000 crore

#Details may be furnished separately for experience as SCAs/SAs

Criteria in respect of (1) Full time partners associated with the firm, (2) CISA/DISA Qualification (3) Audit Experience and (4) Professional Staff is given under Para 4 of the Policy.

B. Additional Information:

- (i) Copy of Constitution Certificate.
- (ii) Whether the firm is a member of any network of audit firms or any partner of the firm is a partner in any other audit firm? If yes, details thereof.
- (iii) Whether the firm has been appointed as SCA/SA by any other Commercial Bank (excluding RRBs) and/or All India Financial Institution (AIFI)/RBI/NBFC/UCB in the present financial year? If yes, details thereof.
- (iv) Whether the firm has been debarred from taking up audit assignments by any regulator/Government agency? If yes, details thereof.
- (v) Details of disciplinary proceedings etc. against firm by any Financial Regulator /Government agency during last three years, both closed and pending.

C. Details of additional criteria

- (1) Details regarding capability and experience in deploying Computer Assisted Audit Tools and Techniques (CAATTs) and Generalized Audit Software (GAS) by the firm which will be utilized to audit the CBS environment of the Company, in order to achieve audit objectives.
- (2) Detailed audit profile – including statutory central or branch audits of Banks, concurrent audit of Banks
- (3) ICAI firm registration certificate stating firm registration number, year of establishment, address etc. RBI Unique Code Number (UCN) may be reported therein.

D. Declaration from the firm

The firm complies with all eligibility norms prescribed by RBI regarding appointment of SCAs/SAs of Commercial Banks (excluding RRBs)/UCBs/NBFCs (as applicable). It is certified that neither I nor any of our partners / members of my / their families (family will include besides spouse, only children, parents, brothers, sisters or any of them who are wholly or mainly dependent on the Chartered Accountants) or the firm / company in which

I am / they are partners / directors have been declared as wilful defaulter by any bank/financial institution.

It is confirmed that the information provided above is true and correct.

Signature of the Partner
(Name of the Partner)

Date: