

To,
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort Mumbai - 400001

Subject: Report on Corporate Governance under Regulation 27(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the quarter ended 31st March, 2024.

Dear Sir/Madam,

Pursuant to Regulation 27(2)(a) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI LODR), Report on the Corporate Governance for the quarter ended 31st March, 2024 is enclosed as Annexure 1 herewith.

You are requested to consider and take the same on your record.

Thanking you,

Yours faithfully,
For **John Deere Financial India Private Limited**

Ankush Lawate
Company Secretary & Compliance Officer
ICSI Membership No. A 32706

Date: 20th April, 2024

ANNEXURE I
CORPORATE GOVERNANCE REPORT
As per Reg. 27(2) of SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015
For the quarter ended March 31, 2024

1. Name of Listed Entity: **John Deere Financial India Private Limited**
2. Quarter ending: **March 31, 2024**

I. Composition of Board of Directors													
Title (Mr./Ms)	Name of the Director	PAN	DIN	Category (Chairperson /Executive/ Non Executive/ independent /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 [in reference to Regulation 17A(1)]	No of Independent Directors hip in listed entities including this listed entity [in reference to proviso to regulation 17A(1)]	Number of memberships in Audit/ Stakeholder Committee (s) including this listed entity (Refer Regulation 26(1) of Listing Regulation s)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)
Mr.	Ajit Jain	ABMPJ8624L	07021106	Non-Executive - Non Independent Director	28-01-2015				13-07-1974	1	0	1	1
Mr.	Abhay Dhokte	ACHPD4086E	08481252	Executive Director	01-07-2019				04-08-1970	1	0	0	0
Mrs	Pranjali Patil	AMSPP0496P	08738193	Non-Executive - Non Independent Director	15-05-2020				09-10-1979	1	0	1	0
Mr.	Mark Ferres	ZZZZZ9999Z	09201972	Non-Executive - Non Independent Director	07-07-2021				06-02-1965	1	0	1	0
Mr.	Patrick Edward Mack	IBLPM3842N	06503377	Non-Executive - Independent Director	20-10-2022			60.00	31-03-1953	1	1	2	0
Mr.	Jyoti Kumar Pandey	ADWPP7364D	09580735	Non-Executive - Independent Director	10-03-2023			24.00	14-02-1962	1	1	1	1
Whether Regular chairperson appointed – Yes, Mr. Mark Ferres (Non-Executive Director) is appointed as regular Chairperson													
Whether Chairperson is related to managing director or CEO: No													
\$PAN of any director would not be displayed on the website of Stock Exchange &Category of directors means executive/nonexecutive/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	1. Jyoti Kumar Pandey 2. Mark Ferres 3. Patrick Mack	1. Non-Executive - Independent Director – Chairperson 2. Non-Executive - Non Independent Director 3. Non-Executive - Independent Director	1. 10-03-2023 2. 17-11-2022 3. 17-11-2022	
Nomination & Remuneration Committee	Yes	1. Patrick Mack 2. Jyoti Kumar Pandey 3. Ajit Jain	1. Non-Executive - Independent Director – Chairperson 2. Non-Executive - Independent Director 3. Non-Executive - Non Independent Director	1. 17-11-2022 2. 10-03-2022 3. 17-11-2022	
Risk Management Committee	Yes	1. Abhay Dhokte 2. Jyoti Kumar Pandey 3. Pranjali Patil 4. Ajit Jain 5. Mark Ferres 6. Harshit Vora* 7. Ravinder Reddy 8. Akhil Agarwal 9. Narasimha Murthy	1. Executive Director – Chairperson 2. Non-Executive - Independent Director 3. Non-Executive - Non Independent Director 4. Non-Executive - Non Independent Director 5. Non-Executive - Non Independent Director 6. Chief Financial Officer 7. Head Legal & CCO 8. Head Retail Credit 9. Head Risk and Compliance & CRO	1. 17-11-2022 2. 10-03-2023 3. 17-11-2022 4. 17-11-2022 5. 17-11-2022 6. 17-11-2022 7. 17-11-2022 8. 17-11-2022 9. 17-11-2022	
		*Chief Financial Officer of the company is the member of this committee. Mr. Harshit Vora has been appointed as the Chief financial officer of the company with effect from 03-03-2024			
Stakeholders Relationship Committee	Yes	1. Ajit Jain 2. Patrick Mack 3. Pranjali Patil	1. Non-Executive - Non Independent Director – Chairperson 2. Non-Executive - Independent Director 3. Non-Executive - Non Independent Director	1. 17-11-2022 2. 17-11-2022 3. 17-11-2022	
Corporate Social Responsibility Committee	Yes	1. Abhay Dhokte 2. Jyoti Kumar Pandey 3. Pranjali Patil	1. Executive Director - Chairperson 2. Non-Executive – Independent Director 3. Non-Executive Director – Non Independent Director	1. 17-11-2022 2. 10-03-2023 3. 17-11-2022	

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)
26-10-2023		Yes			
	05-02-2024	Yes	6	2	101

* to be filled in only for the current quarter meetings

IV. MEETINGS OF COMMITTEES

Committee Name	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	01-02-2024	Yes	3	2	25-10-2023	99
Nomination & Remuneration Committee	03-01-2024	Yes	3	2	-	-
Risk Management Committee#	12-03-2024	Yes	3	1	18-12-2023	85
Stakeholders Relationship Committee	06-02-2024	Yes	3	1	-	-
Corporate Social Responsibility Committee	14-03-2024	Yes	2	1	18-12-2023	87

* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional **to be filled in only for the current quarter meetings.

Risk Management committee has total 9 number of Members out of which 5 are the Directors whereas other 4 members are Non- Directors.

V. RELATED PARTY TRANSACTIONS

Subject	Compliance status (Yes/No/NA) refer note below
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

Note:

1 In the column "Compliance Status", compliance or noncompliance 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 noncompliance may be given here.

VI. 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 & Remuneration Committee – **YES**
 - c. Stakeholders Relationship Committee – **YES**
 - d. Risk management committee (applicable to the top 100 listed entities)– **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 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 report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of the board of directors may be mentioned here: **YES, previous quarter report was placed before the Board of Directors and there were no comments/observations/advice on the same.**
6. 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: **NO**

Name: Ankush Lawate

Designation: Company Secretary & Compliance Officer

Place: Pune

Date: April 20, 2024

ANNEX IV

**Format to be submitted twice a year, on a half yearly basis by the listed entity at the end of every 6 months of the financial year
Half year ending on March 31, 2024**

I. Disclosure of Loans / guarantees / comfort letters / securities etc. refer note below

(A) Any loan or any other form of debt **advanced by the listed entity directly or indirectly to:**

Entity	Aggregate amount advanced during six months	Balance outstanding at the end of six Months
Promoter or any other entity controlled by them	-	-
Promoter Group or any other entity controlled by them	-	-
Directors (including relatives) or any other entity controlled by them	-	-
KMPs or any other entity controlled by them	-	-

(B) Any guarantee/ comfort letter (by whatever name called) **provided by the listed entity** directly or indirectly, in connection with any loan(s) or **any other form of debt availed by:**

Entity	Type (guarantee, comfort letter etc.)	Aggregate amount of issuance during six months	Balance outstanding at the end of six months (taking into account any invocation)
Promoter or any other entity controlled by them	-	-	-
Promoter Group or any other entity controlled by them	-	-	-
Directors (including relatives) or any other entity controlled by them KMPs or any other entity controlled by them	-	-	-

(C) **Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by:**

Entity	Type of security (cash, shares etc.)	Aggregate value of security provided during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them	-	-	-
Promoter Group or any other entity controlled by them	-	-	-

Directors (including relatives) or any other entity controlled by them	-	-	-
KMPs or any other entity controlled by them	-	-	-

II. Affirmations:

All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt), **given directly or indirectly by the listed entity** to promoter(s), promoter group, director(s) (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them are in the economic interest of the company. – Not applicable, as company has not given any loans, comfort letter or securities in connection with any loan as stated above during the period under review.

Note

1. These disclosures shall exclude any loan (or other form of debt), guarantee / comfort letter (by whatever name called) or security provided in connection with any loan or any other form of debt;
 - a) by a government company to/ for the Government or government company
 - b) by the listed entity to/for its subsidiary [and joint venture company] whose accounts are consolidated with the listed entity.
 - c) by a banking company or an insurance company; and
 - d) by the listed entity to its employees or directors as a part of the service conditions
2. If the Listed Entity would like to provide any other information, the same may be indicated as Para D in the above table.