



MANAPPURAM[®] FINANCE LIMITED



Make Life Easy

Ref: Sec/SE/ 98615-16
14th January 2016

Bombay Stock Exchange Ltd.,
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai- 400001
Dear Sir,

National Stock Exchange of India Limited
5th Floor, Exchange Plaza
Bandra (East) ,
Mumbai – 400 051

Sub: Quarterly Compliance report on Corporate Governance pursuant to Regulation 27 (2) of SEBI (LODR) Regulations, 2015
[Scrip Code 531213]

We enclose herewith Quarterly Compliance Report on Corporate Governance for the quarter ended 31st December 2015 as per regulation 27(2)(a) of SEBI (LODR) Regulations, 2015.

There were no material transactions with related parties pursuant to regulation 27 (2) b of SEBI (LODR) Regulations, 2015.

We request you to take the same on your record.

Thanking you.

Yours faithfully

For Manappuram Finance Limited


Ramesh Periasamy
Company Secretary

Copy to:

Madras Stock Exchange Limited
PB No.183, New No.30 (Old: 11)
Second Line Beach, Chennai – 600 001.



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Corporate Office : (CIN-L65910KL1992PLC006623) IV/470A (old) W638A(New), Manappuram House, Valappad, Thrissur, Kerala - 680 567, India
Tel : 0487 - 3050100, 3050108 Fax : 0487 - 2399298 E mail : mail@manappuram.com Website : www.manappuram.com

(Annexure I as per SEBI circular no.CIR/CFD/CMD/5/2015 dated 24th September 2015)

Quarterly Compliance Report on Corporate Governance

1. Name of Listed Entity : Manappuram Finance Limited
2. Quarter ending : 31st Dec 2015

I. Composition of Board of Directors

Title (Mr ./ Ms)	Name of the Director	PAN & DIN	Category (Chairperson/E xecutive/Non- Executive/inde pendent/Nomin ee) &	Date of Appointment in the current term /cessation	Tenure	No of Directorshi p in listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulations)	Number of membershi p in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	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	Jagdish Capoor	AACPC3294L 00002516	Chairman – Independent Director	31 st July 2014	Period of 5 years from the conclusion of the AGM dated 31 st July 2014	5	3	3
Mr	V.P.Nandakumar	ABGPN8092A 00044512	Managing Director & CEO Executive Director	29 th July 2012	NA	1	Nil	Nil



For Manappuram Finance Limited

(Signature)
Ramesh Periasamy
Company Secretary


Mr	B.N.Raveendra Babu	ABMPR2273B 00043622	Executive Director	01 st January 2015	NA	1	Nil	Nil
Mr	P.Manomohan	AALPM9856H 00042836	Independent Director	31 st July 2014	Period of 5 years from the conclusion of the AGM dated 31 st July 2014	1	2	1
Mr	V.R.Ramachandran	ABPPR2083J 00046848	Independent Director	31 st July 2014	Period of 5 years from the conclusion of the AGM dated 31 st July 2014	1	1	1
Mr	Shailesh J Mehta	ABAPM4682R 01633893	Independent Director	31 st July 2014	Period of 5 years from the conclusion of the AGM dated 31 st July 2014	2	2	1
Mr	Eknaath Atmaram Kshirsagar	AAGPK7567E 00121824	Nominee Director	31 st July 2014	NA	6	6	4
Mr	V.R. Rajiven	ACKPR2250D 06503049	Independent Director	31 st July 2014	Period of 5 years from the conclusion of the AGM dated 31 st July 2014	1	2	Nil
Mr	Pradeep Jagdish Saxena	ABEPS1601G 00288321	Nominee Director	31 st July 2014	NA	2	Nil	Nil
Ms	Amla Samanta	AACPS2754F 00758883	Independent Director	06 th August 2015	Period of 5 years from the conclusion of the AGM dated 31 st July 2014	2	1	Nil



For Manappuram Finance Limited
 Shailesh J Mehta
 Company Secretary

II. Composition of Committees		
Name of Committee	Name of Committee members	Category (Chairperson/Executive/Non-Executive/Independent/Nominee)
1. Audit Committee	Mr.P.Manomohanan Mr. Shailesh J Mehta Mr.Eknath Atmaram Kshirsagar Mr. V. R. Rajiven Ms. Amla Samanta	Independent Director Independent Director Nominee Director Independent Director Independent Director
2.Nomination & Remuneration Committee	Mr. Shailesh J Mehta Mr. Jagdish Capoor Mr.Eknath Atmaram Kshirsagar Mr. V. R. Rajiven	Independent Director Chairman / Independent Director Nominee Director Independent Director
3.Risk Management Committee(if applicable)	Mr. V.P.Nandakumar Mr.B.N Raveendra BABU Mr.P.Manomohanan Mr. Shailesh J Mehta Mr.Eknath Atmaram Kshirsagar Mr. V. R. Rajiven Ms. Amla Samanta	Executive Director-Managing Director and CEO Executive Director Independent Director Independent Director Nominee Director Independent Director Independent Director
4.Stakeholders Relationship Committee	Mr. V. R. Rajiven Mr.P.Manomohanan Mr. V. Ramachandran	Independent Director Independent Director Independent Director



For Manappuram Finance Limited

Ramesh Periasamy
Company Secretary

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	Maximum gap between any two consecutive (in number of days)
14 th August 2015	05 th November 2015	82 Days
	07 th November 2015	1 Day

IV. Meeting of Committees				
Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days*	
Audit Committee				
04 th November 2015	Yes	13 th August 2015	82 Days	
Nomination, Compensation and Corporate Governance Committee				
05 th November 2015	Yes	14 th August 2015	82 Days	
Stakeholder Relationship Committee				
05 th November 2015	Yes	14 th August 2015	82 Days	
Risk Management Committee				
04 th November 2015	Yes	(16 th March 2015)	232 Days	

V. Related Party Transactions	
Subject	Compliance status (Yes/No/NA)
Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material RPT	NA



For Manappuram Finance Limited

Prathap S. Sasany
Company Secretary

Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	NA
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VI. Affirmations

1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
2. The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015
 - a. Audit Committee
 - b. Nomination & remuneration committee
 - c. Stakeholders relationship committee
 - d. Risk management committee (applicable to the top 100 listed entities)
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.
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.
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: NA

Thanking you.

Yours faithfully,

For Manappuram Finance Limited


Ramesh Periasamy
 Company Secretary

