

ANNEXURE I

Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity - **Manappuram Finance Limited**
 2. Quarter ending - **31-Mar-2016**

i. Composition Of Board Of Director

T i t l e (M r . / M s)	N a m e o f t h e D i r e c t o r	D I N	P A N	C a t e g o r y (C h a i r p e r s o n / E x e c u t i v e / N o n - E x e c u t i v e / I n d e p e n d e n t / N o m i n e e	S u b C a t e g o r y	I n i t i a l D a t e o f A p p o i n t m e n t	D a t e o f A p p o i n t m e n t	D a t e o f c e s s a t i o n	T e n u r e	D a t e o f B i r t h	W h e t h e r s p e c i a l r e s o l u t i o n p a s s e d ?	D a t e o f p a s s i n g s p e c i a l r e s o l u t i o n	N o. o f D i r e c t o r s h i p i n l i s t e d e n t i t y	N o o f I n d e p e n d e n t D i r e c t o r s h i p i n l i s t e d e n t i t y i n c l u d i n g t h i s l i s t e d e n t i t y	N o o f m e m b e r s h i p i n A u d i t / S t a k e h o l d e r C o m m i t t e e (s) i n c l u d i n g t h i s l i s t e d e n t i t y	N o o f p o s t o f C h a i r p e r s o n i n A u d i t / S t a k e h o l d e r C o m m i t t e e h e l d i n l i s t e d e n t i t y i n c l u d i n g t h i s l i s t e d e n t i t y	M e m b e r s h i p i n C o m m i t t e e s o f t h e C o m p a n y	R e m a r k s
M r.	J a g d i s h C a p p o o r	0 0 0 2 5 1	A A C P C 3 2	C		31- Jul- 2014							0	5	3	3	NRC	

		6	9 4 L														
M r.	V.P .Na nda ku mar	4 4 5 1 2	A B G P N 8 0 9 2 A	ED		29- Jul- 2012		N A			0	1	0	0	RMC		
M r.	B. N Ra vee ndr a Ba bu	0 0 0 4 3 6 2 2 2	A B M P R 2 2 7 3 B	ED		01- Jan- 2015		N A			0	1	0	0	RMC		
M r.	P. Ma no mo han an	4 2 8 3 6	A A L P M 9 8 5 6 H	ID		31- Jul- 2014		5 ye ar s			0	1	2	1	AC,SC ,RMC		
M r.	V. R. Ra ma cha ndr an	4 6 8 4 8	A B P P R 2 0 8 3J	ID		31- Jul- 2014		5 ye ar s			0	1	1	1	SC		
M r.	Sha iles hJ Me hta	1 6 3 3 8 9 3	A B A P M 4 6 8	ID		31- Jul- 2014		5 ye ar s			0	2	2	1	AC,R MC,N RC		

			2 R														
M r.	Ek nat h At mar am Ks hirs aga r	1 2 1 8 2 4 5 6 7 E	A A G P K 7 5 6 7 E	ND			31- Jul- 2014					0	6	6	4		AC,R MC,N RC
M r.	V. R. Raj ive n	6 5 0 3 0 4 9 2 2 5 0 D	A C K P R 2 2 5 0 D	ID			31- Jul- 2014		5 ye ar s			0	1	2	0		AC,SC ,RMC, NRC
M r.	Pra dee p Jag dis h Sax ena	2 8 8 3 2 1 1 6 0 1 G	A B E P S 1 1 6 0 1 G	ND								0	2	0	0		
M rs .	Am la Sa ma nta	7 5 8 8 8 3	A A C P S 2 7 5 4 F	ID			06- Aug- 2015		5 ye ar s			0	2	1	0		AC,R MC

Company Remarks	
Whether Permanent chairperson appointed	
Whether Chairperson is related to MD or CEO	

ii. Composition of Committees

a. Audit Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	P.Manomohanan	ID	Chairperson		
2	Shailesh J Mehta	ID	Member		
3	Eknath Atmaram Kshirsagar	ND	Member		
4	V.R. Rajiven	ID	Member		
5	Amla Samanta	ID	Member		

Company Remarks	
Whether Permanent chairperson appointed	

b. Stakeholders Relationship Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	P.Manomohanan	ID	Member		
2	V.R.Ramachandran	ID	Chairperson		
3	V.R. Rajiven	ID	Member		

Company Remarks	
Whether Permanent chairperson appointed	

c. Risk Management Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	V.P.Nandakumar	ED	Member		
2	B.N Raveendra Babu	ED	Member		
3	P.Manomohanan	ID	Chairperson		
4	Eknath Atmaram Kshirsagar	ND	Member		
5	V.R. Rajiven	ID	Member		
6	Shailesh J Mehta	ID	Member		
7	Amla Samanta	ID	Member		

Company Remarks	
Whether Permanent chairperson appointed	

d. Nomination and Remuneration Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Jagdish Capoor	C	Member		
2	Shailesh J Mehta	ID	Chairperson		
3	V.R. Rajiven	ID	Member		
4	Eknath Atmaram Kshirsagar	ND	Member		

Company Remarks	
Whether Permanent chairperson appointed	

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
05-Nov-2015	12-Feb-2016			
07-Nov-2015	11-Mar-2016			

Company Remarks	
Maximum gap between any two consecutive (in number of days)	96

iv. **Meeting of Committees**

Name of the Committee	Date(s) of meeting during of the committee in the previous quarter	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Number of Directors present	Number of independent directors present
Audit Committee	04-Nov-2015	11-Feb-2016		yes	
Audit Committee		11-Mar-2016		yes	
Stakeholders Relationship Committee	05-Nov-2015	12-Feb-2016		yes	
Nomination & Remuneration Committee	05-Nov-2015	11-Mar-2016		yes	

Company Remarks	
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	98

v. **Related Party Transactions**

Subject	Compliance status (Yes/No/NA)	Remark
Whether prior approval of audit committee obtained	Yes	
Whether shareholder approval obtained for material RPT	Not Applicable	
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Not Applicable	

Disclosure of notes on related party transactions and Disclosure of notes of material related party transactions	
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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. - **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 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. a. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. - **Yes**
b. Any comments/observations/advice of Board of Directors may be mentioned here:

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Name : **Ramesh Periasamy**
Designation : **Company Secretary**

ANNEXURE II

Format to be submitted by listed entity at the end of the financial year (for the whole of financial year)

I. Disclosure on website in terms of Listing Regulations			
Item	Compliance status	Company Remark	Website
As per regulation 46(2) of the LODR:			
Details of business	Yes		
Terms and conditions of appointment of	Yes		
Composition of various committees of	Yes		
Code of conduct of board of directors and	Yes		
Details of establishment of vigil mechanism/	Yes		
Criteria of making payments to non-	Yes		
Policy on dealing with related party	Yes		
Policy for determining 'material' subsidiaries	Yes		
Details of familiarization programs imparted	Yes		
Email address for grievance redressal and other relevant details entity who are	Yes		
Contact information of the designated	Yes		
Financial results	Yes		
Shareholding pattern	Yes		
Details of agreements entered into with the media companies and/or their associates	Yes		
Schedule of analyst or institutional investor meet and presentations made by the listed			
New name and the old name of the listed	Yes		
Advertisements as per regulation 47 (1)			
Credit rating or revision in credit rating			
Separate audited financial statements of			
As per other regulations of the LODR:			
Whether company has provided information under separate section on its website as per Regulation 46(2)			
Materiality Policy as per Regulation 30			
Dividend Distribution policy as per			
It is certified that these contents on the			
II Annual Affirmations			
Particulars	Regulation Number	Compliance status	Company Remark
<i>Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'</i>	16(1)(b) & 25(6)	Yes	
<i>Board composition</i>	17(1), 17(1A) & 17(1B)	Yes	
<i>Meeting of Board of directors</i>	17(2)	Yes	
<i>Quorum of Board meeting</i>	17(2A)	Yes	
<i>Review of Compliance Reports</i>	17(3)	Yes	
<i>Plans for orderly succession for appointments</i>	17(4)	Yes	
<i>Code of Conduct</i>	17(5)	Yes	

<i>Fees/compensation</i>	17(6)	Yes	
<i>Minimum Information</i>	17(7)	Yes	
<i>Compliance Certificate</i>	17(8)	Yes	
<i>Risk Assessment & Management</i>	17(9)	Yes	
<i>Performance Evaluation of Independent Directors</i>	17(10)	Yes	
<i>Recommendation of Board</i>	17(11)	Yes	
<i>Maximum number of directorship</i>	17A	Yes	
<i>Composition of Audit Committee</i>	18(1)	Yes	
<i>Meeting of Audit Committee</i>	18(2)	Yes	
<i>Composition of nomination & remuneration committee</i>	19(1) & (2)	Yes	
<i>Quorum of Nomination and Remuneration Committee meeting</i>	19(2A)	Yes	
<i>Meeting of nomination & remuneration committee</i>	19(3A)	Yes	
<i>Composition of Stakeholder Relationship Committee</i>	20(1), 20(2) and 20(2A)	Yes	
<i>Meeting of stakeholder relationship committee</i>	20(3A)	Yes	
<i>Composition and role of risk management committee</i>	21(1),(2),(3),(4)	Yes	
<i>Meeting of Risk Management Committee</i>	22	Yes	
<i>Vigil Mechanism</i>	22	Yes	
<i>Policy for related party Transaction</i>	23(1),(1A),(5),(6)	Yes	
<i>Prior or Omnibus approval of Audit Committee for all related party</i>	23(2), (3)	Yes	
<i>Approval for material related party transactions</i>	23(4)	Yes	
<i>Disclosure of related party transactions on consolidated basis</i>	23(9)	Yes	
<i>Composition of Board of Directors of unlisted material Subsidiary</i>	24(1)	Yes	
<i>Other Corporate Governance requirements with respect to subsidiary of Annual Secretarial Compliance Report</i>	24(2),(3),(4),(5) & (6)		
<i>Alternate Director to Independent Director</i>	24(A) 25(1)		
<i>Maximum Tenure</i>	25(2)		
<i>Meeting of independent directors</i>	25(3) & (4)		
<i>Familiarization of independent directors</i>	25(7)		
<i>Declaration from Independent Director</i>	25(8) & (9)		
<i>D & O Insurance for Independent</i>	25(10)		
<i>Memberships in Committees</i>	26(1)		
<i>Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel</i>	26(3)		
<i>Disclosure of Shareholding by Non-Executive Directors</i>	26(4)		

<i>Policy with respect to Obligations of directors and senior management</i>	26(2) & 26(5)		
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Other Information	
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III Affirmations:

The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied. - **Yes**

Other Information	
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Name : **Ramesh Periasamy**
Designation : **Company Secretary**

ANNEXURE IV

%symbol%	%companyName%	%quarterEnded%
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(A) Any loan or any other form of debt advanced by the listed entity directly or indirectly to

Aggregate amount advanced during six months				Balance outstanding at the end of six months			
<i>Promoter or any other entity controlled by them</i>	<i>Promoter Group or any other entity controlled by them</i>	<i>Directors (including relatives) or any other entity controlled by them</i>	<i>KMPs or any other entity controlled by them</i>	<i>Promoter or any other entity controlled by them</i>	<i>Promoter Group or any other entity controlled by them</i>	<i>Directors (including relatives) or any other entity controlled by them</i>	<i>KMPs or any other entity controlled by them</i>

(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)
<i>Promoter or any other entity controlled by them</i>			
<i>Promoter Group or any other entity controlled by them</i>			
<i>Directors (including relatives) or any other entity controlled by them</i>			
<i>KMPs or any other entity controlled by them</i>			

(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
<i>Promoter or any other entity controlled by them</i>			
<i>Promoter Group or any other entity controlled by them</i>			
<i>Directors (including relatives) or any other entity controlled by them</i>			
<i>KMPs or any other entity controlled by them</i>			

(D) If the Listed Entity would like to provide any other information the same may be indicated here

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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

Company Remarks in case of non-compliant status

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Name:
Designation: anx4Designation
Place:
Date: