

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-2019**

i. Composition Of Board Of Director

T i t l e (M r . / M s)	Name of the Dir ect or	D I N	P A N	Cat eg ory (Ch air pers on / Exe cut iv e/ No n- Exe cut iv e/ Ind ep end ent/ Nom inee)	S u b C at eg o r y	Ini tia l D at e of A p p oi nt m e nt	Dat e of App oi nt m e nt	Dat e of ces sat ion	T e n u r e	D at e of Bi rt h	Wh eth er spe cial res ol ut ion pas sed ?	D at e of p a ss in g s p e ci al res ol ut ion	N o. of Di re ct or s hi p in lis te d e nt iti e s in clu di ng th is lis te d e nt ity	No of Ind ep end ent Dir ect or ship in lis te d ent iti e s in clu di ng th is lis te d ent ity	No of me m bers hi ps in Au dit/ Sta keh old er Com mit tee (s) in clu di ng th is lis te d ent ity	No of po st of Ch air pers on in Au dit/ St ak eh old er Com mit tee hel d in lis te d ent iti e s in clu di ng th is lis te d ent ity	Me m bers hi p in Com mit tees of the Com pa ny	Rem arks	
M r.	Jag dis h Ca poo r	0 0 0 2 5 1	A A C P C 3 2	ID,C & NED			31- Jul- 2014		6 0				0	3	5	3		AC,N RC	

		6	9														
		4	L														
M r.	V.P .Na nda ku mar	0 0 4 4 5 8 1 0 9 2 2 A	A B G P N 8 0 9 2 A	ED	C E O - M D		28- Jul- 2017					0	1	2	0	AC,N RC	
M r.	B. N Ra vee ndr a Ba bu	0 0 0 4 3 6 2 2 2 7 3 B	A B M P R 2 2 7 3 B	ED		01- Jan- 2015						0	1	2	0	AC,N RC	
M r.	P. Ma no mo han an	0 0 0 4 2 8 3 6 6 H	A A L P M 8 9 3 8 5 6 H	ID		31- Jul- 2014	6 0					0	1	2	1	AC,N RC	
M r.	V. R. Ra ma cha ndr an	0 0 0 4 6 8 4 0 8 8 3J	A B P P R 2 0 8 8 3J	ID		31- Jul- 2014	6 0					0	1	2	1	AC,N RC	
M r.	Ek nat h At mar am Ks hirs	0 0 1 2 1 8 2 2 4	A A G P K 7 5 6	NED ,ND		31- Jul- 2014						0	4	5	4	AC,N RC	

	aga r		7 E														
M r.	V. R. Raj ive n	0 6 5 0 3 0 4 9	A C K P R 2 2 5 0 D	ID		31- Jul- 2014		6 0			0	1	2	0	AC,N RC		
M r.	Ga uta m Ra vi Nar aya n	0 2 9 7 1 6 7 4	A D M P N 7 7 1 3 Q	NED		08- Feb- 2018					0	1	1	0	AC,N RC		
M rs .	Am la Sa ma nta	0 0 7 5 8 8 8 3	A A C P S 2 7 5 4 F	ID		06- Aug- 2015		6 0			0	1	2	0	AC,N RC		
M rs .	Sut apa Ba nerj ee	0 2 8 4 4 6 5 0 0 3 B	A G B P B 6 0 0 3 B	NED		06- Feb- 2019					0	5	7	1	AC,N RC		

Company Remarks	
Whether Permanent chairperson appointed	Yes
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	25-Oct-2003	
2	Amla Samanta	ID	Member	14-Apr-2015	
3	V.R.Rajiven	ID	Member	15-May-2013	
4	Eknath Atmaram Kshirsagar	NED,ND	Member	13-Jul-2012	
5	Gautam Ravi Narayan	NED	Member	06-Nov-2018	
6	Jagdish Capoor	ID,C & NED	Member	06-Feb-2019	

Company Remarks	
Whether Permanent chairperson appointed	Yes

b. Stakeholders Relationship Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	V.R.Ramachandran	ID	Chairperson	30-Oct-2014	
2	V.R.Rajiven	ID	Member	30-Oct-2014	
3	P.Manomohanan	ID	Member	30-Oct-2014	
4	B.N Raveendra Babu	ED	Member	25-Jul-2017	
5	V.P.Nandakumar	ED	Member	25-Jul-2017	

Company Remarks	
Whether Permanent chairperson appointed	Yes

c. Risk Management Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	P.Manomohanan	ID	Chairperson	31-Jan-2008	
2	V.R.Rajiven	ID	Member	09-Aug-2013	
3	B.N Raveendra Babu	ED	Member	17-Aug-2009	
4	V.P.Nandakumar	ED	Member	17-Aug-2009	
5	Eknath Atmaram Kshirsagar	NED,ND	Member	09-Aug-2013	
6	Amla Samanta	ID	Member	06-Nov-2018	
7	Gautam Ravi Narayan	NED	Member	06-Nov-2018	

Company Remarks	
Whether Permanent chairperson appointed	Yes

d. Nomination and Remuneration Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Amla Samanta	ID	Chairperson	06-Nov-2018	
2	Jagdish Capoor	ID,C &	Member	20-Jul-2010	

		NED			
3	V.R.Rajiven	ID	Member	15-May-2013	
4	Eknath Atmaram Kshirsagar	NED,ND	Member	13-Jul-2012	

Company Remarks	
Whether Permanent chairperson appointed	Yes

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
16-Oct-2018	03-Jan-2019			
06-Nov-2018	06-Feb-2019			
	20-Mar-2019			
	20-Mar-2019			

Company Remarks	
Maximum gap between any two consecutive (in number of days)	57

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
Stakeholders Relationship Committee	06-Nov-2018	05-Feb-2019	Yes	5	
Risk Management Committee	15-Oct-2018	19-Mar-2019	Yes	6	
Audit Committee	05-Nov-2018	03-Jan-2019	Yes	5	
Audit Committee	05-Nov-2018	05-Feb-2019	Yes	5	
Audit Committee	05-Nov-2018	19-Mar-2019	Yes	5	
Nomination & Remuneration Committee		03-Jan-2019	Yes	4	
Nomination & Remuneration Committee		06-Feb-2019	Yes	4	

Company Remarks	
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	58

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) - **Not applicable**
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 : **MANOJ KUMAR V R**
Designation : **Company Secretary & Compliance Officer**

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		https://www.manappura
Terms and conditions of appointment of	Yes		https://www.manappura
Composition of various committees of	Yes		https://www.manappura
Code of conduct of board of directors and	Yes		https://www.manappura
Details of establishment of vigil mechanism/	Yes		https://www.manappura
Criteria of making payments to non-	Yes		https://www.manappura
Policy on dealing with related party	Yes		https://www.manappura
Policy for determining 'material' subsidiaries	Yes		https://www.manappura
Details of familiarization programs imparted	Yes		https://www.manappura
Email address for grievance redressal and other relevant details entity who are	Yes		https://www.manappura
Contact information of the designated	Yes		https://www.manappura
Financial results	Yes		https://www.manappura
Shareholding pattern	Not		
Details of agreements entered into with the media companies and/or their associates	Not Applicable		
Schedule of analyst or institutional investor meet and presentations made by the listed	%ann2c15%	%ann2rem15%	%ann2web15%
New name and the old name of the listed	%ann2c16%	%ann2rem16%	%ann2web16%
Advertisements as per regulation 47 (1)	%ann2c17%	%ann2rem17%	%ann2web17%
Credit rating or revision in credit rating	%ann2c18%	%ann2rem18%	%ann2web18%
Separate audited financial statements of	%ann2c19%	%ann2rem19%	%ann2web19%
As per other regulations of the LODR:			
Whether company has provided information under separate section on its website as per Regulation 46(2)	%ann2c21%	%ann2rem21%	%ann2web21%
Materiality Policy as per Regulation 30	%ann2c22%	%ann2rem22%	%ann2web22%
Dividend Distribution policy as per	%ann2c23%	%ann2rem23%	%ann2web23%
It is certified that these contents on the	%ann2c24%	%ann2rem24%	%ann2web24%
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)	Not Applicable	
<i>Composition and role of risk management committee</i>	21(1),(2),(3),(4)	Not Applicable	
<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)	%ann2c54%	%ann2rem54%
<i>Alternate Director to Independent Director</i>	24(A)	%ann2c55%	%ann2rem55%
<i>Maximum Tenure</i>	25(1)	%ann2c56%	%ann2rem56%
<i>Meeting of independent directors</i>	25(2)	%ann2c57%	%ann2rem57%
<i>Familiarization of independent directors</i>	25(3) & (4)	%ann2c58%	%ann2rem58%
<i>Declaration from Independent Director</i>	25(7)	%ann2c59%	%ann2rem59%
<i>D & O Insurance for Independent</i>	25(8) & (9)	%ann2c60%	%ann2rem60%
<i>Memberships in Committees</i>	25(10)	%ann2c61%	%ann2rem61%
<i>Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel</i>	26(1)	%ann2c62%	%ann2rem62%
<i>Disclosure of Shareholding by Non-Executive Directors</i>	26(3)	%ann2c63%	%ann2rem63%
	26(4)	%ann2c64%	%ann2rem64%

<i>Policy with respect to Obligations of directors and senior management</i>	26(2) & 26(5)	%ann2c65%	%ann2rem65%
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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 : **MANOJ KUMAR V R**
Designation : **Company Secretary & Compliance Officer**

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: