

**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-2018**

**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/ Inde pend ent/ Nom inee)	S u b C at eg o r y	Ini tia l D ate of A pp oi nt me nt	Dat e of App oi nt me nt	Dat e of ces sati on	T e n ur e	D at e of Bir th	Wh eth er spe cial res olut ion pas sed ?	D at e of p as s in g s p eci al res olut ion	N o. of Di rec tor s hi p in lis ted ent itie s in clu ding this lis ted ent ity	No of Inde pend ent Dire ctor ship in lis ted entitie s includ ing this lis ted ent ity	No of me mbers hips in Au dit/ Sta keh older Com mit tee(s) includ ing this lis ted ent ity	No of pos t of Ch air pers on in Au dit/ Sta keh older Com mit tee held in lis ted ent itie s includ ing this lis ted ent ity	Me mbers hip in Com mit tees of the Com pany	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	4	3	NRC	

		6	9														
		4	L														
M	V.P	0	A	ED	C	28-					0	1	2	0	SC,R		
r.	.Na	0	B		E	Jul-									MC		
	nda	0	G		O	2017											
	ku	4	P		-												
	mar	4	N		M												
		5	8		D												
		1	0														
		2	9														
			2														
			A														
M	B.	0	A	ED		01-					0	1	2	0	SC,R		
r.	N	0	B			Jan-									MC		
	Ra	0	M			2015											
	vee	4	P														
	ndr	3	R														
	a	6	2														
	Ba	2	2														
	bu	2	7														
			3														
			B														
M	P.	0	A	ID		31-		6			0	1	2	1	AC,SC		
r.	Ma	0	A			Jul-		0							,RMC		
	no	0	L			2014											
	mo	4	P														
	han	2	M														
	an	8	9														
		3	8														
		6	5														
			6														
			H														
M	V.	0	A	ID		31-		6			0	1	1	1	SC		
r.	R.	0	B			Jul-		0									
	Ra	0	P			2014											
	ma	4	P														
	cha	6	R														
	ndr	8	2														
	an	4	0														
		8	8														
			3J														
M	Sha	0	A	ID		31-		6			0	2	4	1	AC,R		
r.	iles	1	B			Jul-		0							MC,N		
	h J	6	A			2014									RC		
	Me	3	P														
	hta	3	M														
		8	4														
		9	6														
		3	8														

			2 R														
M r.	Ek nat h At mar am Ks hirs aga r	0 0 1 2 1 8 2 4	A A G P K 7 5 6 7 E	NED ,ND		31- Jul- 2014					0	4	5	4	AC,R MC,N RC		
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,SC ,RMC, NRC		
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,R MC		
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	0	0			

Company Remarks	Mr.Gautam Ravi Narayan was appointed as Additional director on 08.02.2018
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	Shailesh J Mehta	ID	Member		
2	P.Manomohanan	ID	Chairperson		
3	Eknath Atmaram Kshirsagar	NED,ND	Member		
4	V.R.Rajiven	ID	Member		
5	Amla Samanta	ID	Member		

Company Remarks	Nil
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		
4	V.P.Nandakumar	ED	Member		
5	B.N Raveendra Babu	ED	Member		

Company Remarks	The Board at its meeting held on 25.05.2017, approved merging of Stakeholders Relationship committee with Securities Transfer Committee and renamed as Stakeholders Relationship and Securities Transfer Committee with composition as mentioned herein.
Whether Permanent chairperson appointed	

**c. Risk Management Committee**

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

Company Remarks	Nil
Whether Permanent chairperson appointed	

**d. Nomination and Remuneration Committee**

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

2	Eknath Atmaram Kshirsagar	NED,ND	Member		
3	Shailesh J Mehta	ID	Chairperson		
4	Jagdish Capoor	ID,C & NED	Member		

Company Remarks	Nil
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
12-Oct-2017	23-Jan-2018			
07-Nov-2017	08-Feb-2018			
	20-Mar-2018			

Company Remarks	Nil
Maximum gap between any two consecutive (in number of days)	76

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
Nomination & Remuneration Committee	06-Nov-2017	08-Feb-2018	Yes	3	
Stakeholders Relationship Committee	07-Nov-2017	08-Feb-2018	Yes	4	
Audit Committee	11-Oct-2017	07-Feb-2018	Yes	4	
Audit Committee	06-Nov-2017	19-Mar-2018	Yes	5	
Risk Management Committee	11-Oct-2017	19-Mar-2018	Yes	7	

Company Remarks	Nil
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	92

v. **Related Party Transactions**

Subject	Compliance status (Yes/No/NA)	Remark
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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:

<b>Nil</b>
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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)

<b>I. Disclosure on website in terms of Listing Regulations</b>			
<b>Item</b>	<b>Compliance status</b>	<b>Company Remark</b>	<b>Website</b>
As per regulation 46(2) of the LODR:			
Details of business	Yes		www.manappuram.com
Terms and conditions of appointment of	Yes		www.manappuram.com
Composition of various committees of	Yes		www.manappuram.com
Code of conduct of board of directors and	Yes		www.manappuram.com
Details of establishment of vigil mechanism/	Yes		www.manappuram.com
Criteria of making payments to non-	Yes		www.manappuram.com
Policy on dealing with related party	Yes		www.manappuram.com
Policy for determining 'material' subsidiaries	Yes		www.manappuram.com
Details of familiarization programs imparted	Yes		www.manappuram.com
Email address for grievance redressal and other relevant details entity who are	Yes		www.manappuram.com
Contact information of the designated	Yes		www.manappuram.com
Financial results	Yes		www.manappuram.com
Shareholding pattern	Yes		www.manappuram.com
Details of agreements entered into with the media companies and/or their associates	Yes		www.manappuram.com
Schedule of analyst or institutional investor meet and presentations made by the listed			
New name and the old name of the listed	Not		
Advertisements as per regulation 47 (1)			
Credit rating or revision in credit rating			
Separate audited financial statements of			
<b>As per other regulations of the LODR:</b>			
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			
<b>II Annual Affirmations</b>			
<b>Particulars</b>	<b>Regulation Number</b>	<b>Compliance status</b>	<b>Company Remark</b>
<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 &amp; 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 &amp; remuneration committee</i>	19(1) & (2)	Not Applicable	
<i>Quorum of Nomination and Remuneration Committee meeting</i>	19(2A)	Yes	
<i>Meeting of nomination &amp; 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)	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)		
<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 &amp; 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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<b>Other Information</b>	
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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**

<b>Other Information</b>	
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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:**

<b>Entity</b>	<b>Type of Security (cash, shares etc.)</b>	<b>Aggregate value of security provided during six months</b>	<b>Balance outstanding at the end of six months</b>
<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:**