

INDUS FINANCE LIMITED

(formerly known as Indus Finance Corporation Ltd.)

"Kothari Building 4th Floor, 114 Mahatma Gandhi Road, Nungambakkam Chennai – 600 034

Phone No. 28331956/28331957. CIN No.L65191TN1992TLC022317.

Email contact@indusfinance.in

QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE

Name of the Company: INDUS FINANCE LTD.,

(formerly known as Indus Finance Corporation Ltd)

Quarter ending on: 31st March 2015

Particulars	Clause of Listing agreement	Compliance Status Yes/No	Remarks
II. Board of Directors	49 I	Yes	
(A) Composition of Board	49(IA)	Yes	
(B) Independent Directors	49 (IIB)	Yes	
(C) Non- executive Directors' compensation & disclosures	49(IIC)	Yes	
(D) Other provisions as to Board and Committees	49(IID)	Yes	
(E) Code of Conduct	49(IE)	Yes	
(F) Whistle Blower Policy	49 (IIF)	Yes	
III. Audit Committee	49(III)	Yes	
(A) Qualified & Independent Audit Committee	49 (IIIA)	Yes	
(B) Meeting of Audit Committee	49 (IIIB)	Yes	
(C) Powers of Audit Committee	49 (IIIC)	Yes	
(D) Role of Audit Committee	49 (IIID)	Yes	
(E) Review of Information by Audit Committee	49(IIIE)	Yes	
IV. Nomination and Remuneration Committee	49 (IV)	Yes	
V. Subsidiary Companies	49(V)	N/A	No Subsidiary Company
VI. Risk Management	49 (VI)	Yes	
VII. Related Party Transactions	49 (VII)	Yes	
VIII. Disclosures	49(VIII)		
(A) Related party transactions	49(VIII A)	Yes	Disclosed to Audit committee as reported in the Annual Report
(B) Disclosure of Accounting Treatment	49(VIII B)	Yes	Disclosed in the Annual Report
(C) Remuneration of Directors	49 (VIII C)	Yes	Disclosed in the Annual Report
(D) Management	49 (VIII D)	Yes	Disclosed in the Annual Report
(E) Shareholders	49 (VIII E)	Yes	Disclosed in the Annual Report
(F) Disclosure of resignation of directors	49 (VIII F)	Yes	Disclosed in the Company Website
(G) Disclosure of formal letter of appointment	49 (VIII G)	Yes	
(H) Disclosures in the Annual report	49 (VIII H)	Yes	
(I) Proceeds from public issues, rights issue, preferential issues, etc.	49 (VIII I)	Yes	
IX.. CEO/CFO Certification	49(IX)	Yes	At the time of AGM
X. Report on Corporate Governance	49(X)	Yes	At the time of AGM
XI. Compliance	49 (XI)	Yes	Disclosed in the Annual Report

For INDUS FINANCE CORPORATION LIMITED


(K.K. DINAKAR)

