



Muthoot Finance Limited

Registered Office :
2nd floor, Muthoot Chambers,
Banerji Road, Kochi - 682 018
Kerala, India.
CIN : L65910KL1997PLC 011300

Phone : +91 484 2396478, 2394712
Fax : +91 484 2396506, 2397399
mails@muthootgroup.com
www.muthootgroup.com

Ref: SEC/MFL/SE/2015/2019

Symbol: MUTHOOTFIN

Scrip code: 533398

October 12, 2015

Listing Department
National Stock Exchange of India Ltd.
Exchange Plaza,
Plot no. C/1, G Block,
Bandra-Kurla Complex, Bandra (E)
Mumbai - 400 051

Department of Corporate Services
BSE Limited,
P. J. Tower, Dalal Street,
Mumbai- 400 001

Dear Sir/Madam,

Re: Corporate Governance Report for quarter ending as on 30.09.2015- Muthoot Finance Limited

We are herewith attaching the Corporate Governance Report for quarter ending as on 30.09.2015 of Muthoot Finance Limited as required under Clause 49 of the Listing Agreement executed with the exchange.

Request you to kindly take on record the information.

Thank you.

For Muthoot Finance Limited



Maxin James
Company Secretary



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Quarterly Compliance Report on Corporate Governance

Name of the Company : MUTHOOT FINANCE LIMITED
Quarter ended : September 30, 2015

Particulars	Clause of Listing agreement	Compliance Status Yes/No/NA	Remarks
II. Board of Directors	49(II)	-	-
(A) Composition of Board	49 (IIA)	Yes	-
(B) Independent Directors	49 (IIB)	Yes	-
(C) Non-executive Directors' compensation & disclosures	49(IIC)		
(D) Other provisions as to Board and Committees	49 (IID)	Yes	-
(E) Code of Conduct	49 (IIE)	Yes	Necessary disclosure is made in Annual Report 2014-15
(F) Whistle Blower Policy	49(IIF)	Yes	Necessary disclosure is made in Annual Report 2014-15
III. Audit Committee	49 (III)	-	-
(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)	Yes	Asia Asset Finance Plc, Sri Lanka, a listed company in Colombo Stock Exchange is a foreign subsidiary of




Particulars	Clause of Listing agreement	Compliance Status Yes/No/NA	Remarks
			company. However the said subsidiary is not a material subsidiary for the purpose of revised Clause 49(V)
VI. Risk Management	49(VI)	Yes	-
VII. Related Party Transactions	49(VII)	Yes	
IV. Disclosures	49 (VIII)		-
(A) Related party transactions	49 (VIII A)	Yes	All disclosures on related party transactions are made in Annual Report 2014-15. There is no material transaction during the present quarter.
(B) Disclosure of Accounting Treatment	49 (VIII B)	Yes	Company has followed the prescribed accounting standards and there has been no deviation from the prescribed accounting standards in the preparation of financial statements.
(C) Remuneration of Directors	49 (VIII C)	Yes	Necessary disclosure are made in Annual Report 2014-15
(D) Management	49 (VIII D)	Yes	-
(E) Shareholders	49 (VIII E)	Yes	-
(I) Proceeds from Public Issues, rights issue, preferential issues etc	49(VIII I)	Yes	-
IX. CEO/CFO Certification	49 (IX)	Yes	Necessary disclosure (certification)is made in Annual Report 2014-15.
X. Report on Corporate Governance	49 (X)	Yes	Report on Corporate Governance is included in



Particulars	Clause of Listing agreement	Compliance Status Yes/No/NA	Remarks
			Annual Report 2014-15.
XI. Compliance	49 (XI)	Yes	-

For Muthoot Finance Limited


 Maxin James
 Company Secretary



Date: 12.10.2015