CAPFIN INDIA LIMITED CIN: L74999DL1992PLC048032

Regd. Office: PP-1, Gali No. 10, Industrial Area Anand Parvat, New Delhi-110 005 Tele.: 011-28762142, E-mail id: capfinindialtd@yahoo.co.in, Website: www.capfinindia.com

Date: 14.01.2016

To The Secretary, Listing department **BSE** Limited Phiroze Jeejeebhoy Towers, Dalal Street Mumbai-400001 Maharashtra, India

Sub: Quarterly Corporate Governance Report for December 2015

Dear Sir/Madam,

In terms of Regulation 27(2) of Listing Norms Please Find enclosed herewith copy of Quarterly Corporate Governance Report for the December quarter and the same has been uploaded on the company Website www.capfinindia.com

This is for your information and record.

Yours Faithfully

Capfin India Limited For CAPFIN INDIA LIMITED

Rachita Mantry) (Director) hole Time Director

| General information about company | | | | |
|-----------------------------------|----------------------|--|--|--|
| Scrip code | 539198 | | | |
| Name of the company | Capfin India Limited | | | |
| Reporting Quarter | Third Quarter | | | |
| Date of Report | 14-01-2015 | | | |
| Risk management committee | No | | | |

Annexure I

Format to be submitted by listed entity on quarterly basis

I. Composition of Board of Directors

| Sr | Title (Mr / Ms) | Name of the Director | PAN | DIN | Category 1 (Chairperson/ Executive/ Non- Executive/ Independent/ Nominee) | Category 2 (Chairperson/ Executive/ Non- Executive/ Independent/ Nominee) | Category 3 (Chairperson/ Executive/ Non- Executive/ Independent/ Nominee) | Date of appointment in the current term | Date of cessation | Tenure of director (in months) | No of Directorship in listed entities including this listed entity | Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity | No of p of Chairper in Aud Stakeho Commi held i listed entitic includi this list entity |
|----|--------------------------|----------------------------|------------|----------|---|---|---|---|-------------------|--------------------------------|--|---|--|
| 1 | Mr | Piyush Kumar | AJJPM2063M | 01902609 | Promoter Director | Non - Executive Director | | | | 184 | 1 | 1 | 0 |
| 2 | Mr | Sunil Chopra | AAEPC9474E | 06686443 | Independent Director | Non - Executive Director | | | | 60 | 1 | 1 | 1 |
| 3 | Mr | Amit Dhantre | AFJPD5830P | 01933623 | Independent Director | Non - Executive Director | | | | 60 | 1 | 1 | 0 |
| 4 | Ms | Rachita Mantry | AXQPM4690P | 03414391 | Woman Director | Whole Time Director | CFO | | | 60 | 1 | 1 | 0 |

| | Annexure 1 | | | | | | | |
|-----|---|---------------------------------|--|--|--|--|--|--|
| II. | II. Composition of Committees | | | | | | | |
| Sr | Name Of Committee | Name of Committee members | Category 1 (Chairperson/ Executive/ Non-Executive/ Independent/ Nominee) | Category 2 (Chairperson/ Executive/ Non-Executive/ Independent/ Nominee) | Category 3 (Chairperson/ Executive/ Non-Executive/ Independent/ Nominee) | | | |
| 1 | Audit Committee | Sunil Chopra | Chairperson | Independent Director | | | | |
| 2 | Audit Committee | Amit Dhantre | Non - Executive Director | Independent Director | | | | |
| 3 | Audit Committee | Piyush Kumar | Non - Executive Director | Promoter Director | | | | |
| 4 | Stakeholders Relationship Committee | Sunil Chopra | Chairperson | Independent Director | | | | |
| 5 | Stakeholders Relationship Committee | Amit Dhantre | Non - Executive Director | Independent Director | | | | |
| 6 | Stakeholders Relationship Committee | Piyush Kumar | Non - Executive Director | Promoter Director | | | | |
| 7 | Nomination and remuneration committee | Sunil Chopra | Chairperson | Independent Director | | | | |
| 8 | Nomination and remuneration committee | Amit Dhantre | Non - Executive Director | Independent Director | | | | |
| 9 | Nomination and remuneration committee | Piyush Kumar | Non - Executive Director | Promoter Director | | | | |

| | Annexure 1 | | | | | | |
|-----|---|---|---|--|--|--|--|
| III | III. Meeting of Board of Directors | | | | | | |
| Sr | Date(s) of meeting (if any) in the previous quarter | Date(s) of meeting (if any) in the relevant quarter | Maximum gap between any two consecutive (in number of days) | | | | |
| 1 | 09-07-2015 | 09-10-2015 | 92 | | | | |
| 2 | 30-07-2015 | 14-11-2015 | 107 | | | | |
| 3 | 13-08-2015 | | | | | | |
| 4 | 21-08-2015 | | | | | | |
| 5 | 25-08-2015 | | | | | | |
| 6 | 29-09-2015 | | | | | | |

Annexure 1

IV. Meeting of Committees

| Sr | Name of Committee | Date(s) of meeting of the committee in the relevant quarter | Whether requirement of Quorum met (Yes/No) | Requirement of Quorum met (details) | Date(s) of meeting of the committee in the previous quarter | Maximum gap between any two consecutive meetings (in number of days) |
|----|--|---|---|---|---|--|
| 1 | Audit Committee | 29-10-2015 | Yes | | 28-07-2015 | 93 |
| 2 | Nomination and remuneration committee | 29-10-2015 | | | 28-07-2015 | 93 |
| 3 | Stakeholders Relationship Committee | 29-10-2015 | | | 28-07-2015 | 93 |

| | Annexure 1 | | | | | |
|----|--|-------------------------------|--|--|--|--|
| V. | V. Related Party Transactions | | | | | |
| Sr | Subject | Compliance status (Yes/No/NA) | If status is "No" details of non-compliance may be given here. | | | |
| 1 | Whether prior approval of audit committee obtained | NA | | | | |
| 2 | Whether shareholder approval obtained for material RPT | NA | | | | |
| 3 | Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee | NA | | | | |
| | Any other information to be provided | | • | | | |

| | Annexure 1 | | | | | | |
|----|--|----------------------------------|--|--|--|--|--|
| VI | VI. Affirmations | | | | | | |
| Sr | Subject | Compliance status (Yes/No) | | | | | |
| 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 | | | | | |
| 3 | The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee | Yes | | | | | |
| 4 | The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee | Yes | | | | | |
| 5 | The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 100 listed entities) | No | | | | | |
| 6 | 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 | | | | | |
| 7 | 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 | | | | | |
| | | | | | | | |

| Signatory Details | | |
|-----------------------|--------------------|--|
| Name of signatory | Priyanka Chaudhary | |
| Designation of person | Company Secretary | |
| Place | Delhi | |
| Date | 14-01-2015 | |