

Quarterly Compliance Report on Corporate Governance under Clause 49 of the Listing Agreement**Name of the Company: Capfin India Limited****Quarter ending on: 30th September, 2014**

Particulars	Clause of Listing Agreement	Compliance Status Yes/No	Remarks
I Board of Directors	49 I		
(A) Composition of Board	49(IA)	Yes	
(B) Non-executive Directors' Compensation & Disclosures	49 (IB)	N.A	The company does not pay any sitting fees or compensation to Non Executive Directors
(C) Other Provisions as to Board and Committees	49 (IC)	Yes	
D) Code of Conduct	49 (ID)	Yes	
II. Audit Committee	49 (II)		
(A) Qualified & Independent Audit Committee	49 (IIA)	Yes	
(B) Meeting of Audit Committee	49 (IIB)	Yes	
(C) Powers of Audit Committee	49 (IIC)	Yes	
(D) Role of Audit Committee	49 (IID)	Yes	
(E) Review of Information by Audit Committee	49 (IIE)	Yes	
III. Subsidiary Companies	49 (III)	No	
IV. Disclosures	49 (IV)		
(A) Basis of Related Party Transactions	49 (IV A)	N.A	Will disclosed in the Annual Report for the next financial year.
(B) Disclosure of Accounting Treatment	49 (IV B)	N.A	The company has not adopted different accounting treatment other than Accounting Standards

(C) Board Disclosures	49 (IV C)	Yes	
(D) Proceeds from Public Issues, Rights Issues, Preferential Issues etc.	49 (IV D)	N.A	The Company has not raised proceeds from Public Issues, Right Issues and Preferential Issues during the period.
(E) Remuneration of Directors	49 (IV E)	N.A	Will disclosed in the Annual Report for the next financial year.
(F) Management	49 (IV F)	Yes	
(G) Shareholders	49 (IV G)	Yes	
V.CEO/CFO Certification	49 (V)	N.A	Will disclosed in the Annual Report for the next financial year.
VI. Report on Corporate Governance	49 (VI)	Yes	
VII. Compliance	49 (VII)	N.A	Will disclosed in the Annual Report for the next financial year.

For Capfin India Limited

For CAPFIN INDIA LIMITED

Meenakshi
Meenakshi Rathi

mf.
(Director)

Whole-time Director

Date: October 10, 2014