

## ANNEXURE I

Format to be submitted by listed entity on quarterly basis

1. Name of the Listed Entity: IDFC Limited
2. Quarter Ending: September 30, 2016

I. Composition of Board of Directors								
Title (Mr./Ms)	Name of the Director	PAN <sup>5</sup> & DIN	Category (Chairperson/Executive/ Non-Executive/ independent/Nominee) &	Date of Appointment in the current term /cessation	Tenure*	No of Directorship in listed entities including this listed entity  (Refer Regulation 25(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity  (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity  (Refer Regulation 26(1) of Listing Regulations)
Mr.	Vinod Rai	PAN: AAAPR0522N DIN:01119922	Chairman- Non Executive, Independent Director	30.06.2015	3 years till the conclusion of 21 <sup>st</sup> AGM to be held in FY 2018	2	3	1
Mrs.	Snehlata Shrivastava	PAN: ADOPS8990E DIN:06478173	Nominee Director – Non Executive	01.02.2013	-	1	1	NIL
Mr.	Chintamani Bhagat	PAN: AAIPB7050R DIN:07282200	Nominee Director – Non Executive	31.10.2015	-	1	NIL	NIL



Mr.	S. S. Kohli	PAN: AAWPK6879P DIN:00169907	Non Executive, Independent Director	Original date of appt: 27.04.2005 Appointed As ID under Companies Act, 2013 w.e.f. 30.03.2015	3 years till the conclusion of 20 <sup>th</sup> AGM to be held for FY 2017	5	10	5
Mr.	Donald Peck	PAN: Non Resident DIN:00140734	Non Executive, Independent Director	Original date of appt: 27.04.2005. Appointed As ID under Companies Act,2013 w.e.f 29.07.2014 Re-appointed for 2 years at the 19 <sup>th</sup> AGM held on July 27, 2016 till conclusion of AGM to be held for FY 2018	Re-appointment for two years till the conclusion of 21 <sup>st</sup> AGM to be held for FY 2018.	1	1	NIL
Mr.	Gautam Kaji	PAN: Non Resident DIN:02333127	Non Executive, Independent Director	Original date of appointment: October 1, 2015. Appointed as an Director in the category of Independent Director to hold office till the conclusion of 21 <sup>st</sup> AGM to be held for FY 2018.	Appointed as an ID at the 19 <sup>th</sup> AGM held on July 27, 2016 to hold office till the conclusion of AGM to be held for FY 2018.	1	2	2



Ms.	Marianne Økland	PAN: Non Resident DIN:03581266	Non Executive, Independent Director	Original date of appt: 01.10.2011 Appointed As ID under Companies Act, 2013 w.e.f. 30.03.2015.	3 years till the conclusion of 20 <sup>th</sup> AGM to be held in FY 2017.	1	1	NIL
Mr.	Vikram Limaye	PAN: ACEPL7142C DIN:00488534	Managing Director & CEO	Original date of appt: 15.09.2008  The Board approved the re-appointed of Mr. Limaye for a period of three years w.e.f. 01.05.2016.	Mr. Limaye. re-appointed at 19 <sup>th</sup> AGM for three years w.e.f. 01.05.2016 until 30.04.2019.	3	3	NIL

<sup>§</sup>PAN number of any director would not be displayed on the website of Stock Exchange.

<sup>&</sup>Category of directors means executive/non-executive/independent/Nominee. if a director fits into more than one category write all categories separating them with hyphen

\* to be filled only for Independent Director. Tenure would mean total period from which Independent director is serving on Board of directors of the listed entity in continuity without any cooling off period.

## II. Composition of Committees

Name of Committee	Name of Committee members	Category (Chairperson/Executive/Non Executive/independent/Nominee) <sup>§</sup>
1. Audit Committee	Mr. Gautam Kaji - Chairperson	Independent Director, Non Executive Director
	Ms. Snehlata Shrivastava	Nominee Director, Non Executive Director
	Ms. Marianne Økland	Independent Director, Non Executive Director
	Mr. Vinod Rai	Independent Director, Non Executive Director
2. Nomination & Remuneration Committee	Mr. Donald Peck- Chairperson	Independent Director, Non Executive Director
	Mr. Vinod Rai	Independent Director, Non Executive Director
	Mr. Gautam Kaji	Independent Director, Non Executive Director



3. Risk Management Committee	Ms. Marianne Økland - Chairperson	Independent Director, Non Executive Director
	Mr. S. S. Kohli	Independent Director, Non Executive Director
	Mr. Vinod Rai	Independent Director, Non Executive Director
	Mr. Vikram Limaye	Managing Director & CEO, Executive Director
	Mr. Gautam Kaji	Independent Director, Non Executive Director
4. Stakeholders Relationship Committee	Mr. Vinod Rai- Chairperson	Independent Director, Non Executive Director
	Mr. S.S. Kohli	Independent Director, Non Executive Director
	Mr. Vikram Limaye	Managing Director & CEO, Executive Director
5. Corporate Social Responsibility (CSR) Committee	Mr. Vikram Limaye – Chairperson	Managing Director & CEO, Executive Director
	Mr. S.S. Kohli	Independent Director, Non Executive Director
	Mr. Donald Peck	Independent Director, Non Executive Director

&Category of directors means executive/non-executive/independent/Nominee. if a director fits into more than one category write all categories separating them with hyphen

### 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	Maximum gap between any two consecutive (in number of days)
April 29,2016 ; June 28, 2016	July 26, 2016	59 days and 27 days

### IV. Meeting of Committees

Date(s) of meeting of the committee in the relevant quarter	Whether 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*
Audit Committee		Audit Committee	
July 26, 2016	Yes	April 29,2016	87 days
Stakeholders' Relationship Committee		Stakeholders' Relationship Committee	
July 26, 2016	Yes	April 29,2016	87 days
Risk Management Committee		Risk Management Committee	
NIL	Yes	April 29,2016	-
Nomination and Remuneration Committee			
July 26,2016	Yes	April 29,2016	87 days

\* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional





<b>V. Related Party Transactions</b>	
<b>Subject</b>	<b>Compliance status (Yes/No/NA)</b> <sup>refer note below</sup>
Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material RPT	NA
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes
<p><b>Note</b></p> <p>1. In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A.. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.</p> <p>2. If status is "No" details of non-compliance may be given here.</p>	
<b>VI. Affirmations</b>	
<p>1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.</p> <p>2. The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015</p> <p>a. Audit Committee</p> <p>b. Nomination &amp; remuneration committee</p> <p>c. Stakeholders relationship committee</p> <p>d. Risk management committee (applicable to the top 100 listed entities)</p> <p>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.</p> <p>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.</p> <p>5. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of Board of Directors may be mentioned here: NIL</p>	
<p><b>For IDFC Limited</b></p> <p> Ketan Kulkarni Company Secretary</p> <p></p>	

**Note:** Information at Table I and II above need to be necessarily given in 1st quarter of each financial year. However if there is no change of information in subsequent quarter(s) of that financial year, this information may not be given by Listed entity and instead a statement "same as previous quarter" may be given.

**ANNEXURE III**

**Format to be submitted by listed entity at the end of 6 months after end of financial year along with second quarter report of next financial year**

<b>I Affirmations</b>		
<b>Broad heading</b>	<b>Regulation Number</b>	<b>Compliance status (Yes/No/NA)<sup>refer note below</sup></b>
<i>Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on the website</i>	46(2)	Yes
<i>Presence of the Chairperson of Audit Committee at the annual general meeting</i>	18(1)(d)	Yes
<i>Presence of the Chairperson of the nomination and remuneration Committee at the annual general meeting</i>	19(3)	Yes
<i>Whether "Corporate Governance Report" disclosed in Annual Report</i>	34(3) read with para C Of Schedule V	Yes
<p><b>Note</b></p> <ol style="list-style-type: none"> <li>1. In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A. For example, if the board has been composed in accordance with the requirement of the Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed entity has no related party transactions, the words "N.A." may be indicated.</li> <li>2. If status is "No" details of non-compliance may be given here.</li> <li>3. If the Listed Entity would like to provide any other information the same may be indicated here.</li> </ol>		
<p><b>For IDFC Limited</b></p> <div style="display: flex; align-items: center;">   </div> <p><b>Ketan Kulkarni</b>  <b>Company Secretary / Compliance Officer / Managing Director / CEO</b></p>		