

Format to be submitted by listed entity on quarterly basis

1. Name of the Listed Entity: **IDFC Limited**
2. Quarter Ended: December 31, 2016

<b>I. Composition of Board of Directors</b>								
<b>Title (Mr./Ms)</b>	<b>Name of the Director</b>	<b>PAN<sup>s</sup> &amp; DIN</b>	<b>Category (Chairperson/Executive/ Non-Executive/ independent/Non minee) &amp;</b>	<b>Date of Appointment in the current term /cessation</b>	<b>Tenure*</b>	<b>No of Directorship in listed entities including this listed entity  (Refer Regulation 25(1) of Listing Regulations)</b>	<b>Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity  (Refer Regulation 26(1) of Listing Regulations)</b>	<b>No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity  (Refer Regulation 26(1) of Listing Regulations)</b>
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	29.11.2016 (cessation)	-	NIL	NIL	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	30.03.2015	3 years till the conclusion of 20 <sup>th</sup> AGM to be held for FY 2017	4	9	4



Mr.	Donald Peck	PAN: Non Resident DIN:00140734	Non Executive, Independent Director	29.04.2016	2 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	01.10.2015	3 years till the conclusion of 21 <sup>st</sup> AGM to be held for FY 2018.	1	2	2
Ms.	Marianne Økland	PAN: Non Resident DIN:03581266	Non Executive, Independent Director	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	01.05.2016	N.A.	3	3	NIL

<sup>5</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>5</sup>
1. Audit Committee	Mr. Gautam Kaji	Chairperson, Independent 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
	Mr. Vikram Limaye	Chairperson, Managing Director & CEO, Executive Director
5. Corporate Social Responsibility (CSR) Committee	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


<i>Date(s) of Meeting (if any) in the previous quarter</i>	<i>Date(s) of Meeting (if any) in the relevant quarter</i>	<i>Maximum gap between any two consecutive (in number of days)</i>
July 26, 2016	October 28, 2016	93 days

### IV. Meeting of Committees

<i>Date(s) of meeting of the committee in the relevant quarter</i>	<i>Whether requirement of Quorum met (details)</i>	<i>Date(s) of meeting of the committee in the previous quarter</i>	<i>Maximum gap between any two consecutive meetings in number of days*</i>
<i>Audit Committee</i>		<i>Audit Committee</i>	
October 28, 2016	Yes	July 26, 2016	93 days
<i>Stakeholders' Relationship Committee</i>		<i>Stakeholders' Relationship Committee</i>	
October 28, 2016	Yes	July 26, 2016	93 days
<i>Risk Management Committee</i>		<i>Risk Management Committee</i>	
October 28, 2016	Yes	NIL	-
<i>Nomination and Remuneration Committee</i>			
NIL	Yes	July 26, 2016	-

\* 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)<sup>refer note below</sup></b>
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
<b>Note</b> 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. 2. If status is "No" details of non-compliance may be given here.	
<b>VI. Affirmations</b>	
1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. 2. The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee b. Nomination & remuneration committee c. Stakeholders relationship committee d. Risk management committee (applicable to the top 100 listed entities) 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. 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. 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	
<b>For IDFC Limited</b>  <b>Ketan Kulkarni</b> <b>Company Secretary</b> <b>Date: January 12, 2017</b> <b>Place: Mumbai</b>	
