

Mahindra FINANCE

CIN : L65921MH1991PLC059642

Quarterly Compliance Report on Corporate Governance

Name of the Company: Mahindra & Mahindra Financial Services Limited

Quarter ended on: 30th September, 2014

Particulars	Clause of Listing Agreement	Compliance Status Yes/No	Remarks
(1)	(2)	(3)	(4)
I. Board of Directors	49 (I)		
(A) Composition of Board	49(IA)	Yes	
(B) Non-Executive Directors' compensation & disclosures	49(IB)	Yes	
(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 and 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	

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III- Subsidiary Companies	49(III)	Yes	
IV Disclosures	49(IV)		
(A) Basis of related party transactions	49(IVA)	Yes	
(B) Disclosure of Accounting Treatment	49(IVB)	N.A.	
(C) Board Disclosures	49(IVC)	Yes	
(D) Proceeds from public issues, rights issues, preferential issues etc.	49(IVD)	N.A.	
(E) Remuneration of Directors	49(IVE)	Yes	
(F) Management	49(IVF)	Yes	
(G) Shareholders	49(IVG)	Yes	
V - CEO/CFO Certification	49(V)	Yes	
VI - Report on Corporate Governance	49(VI)	Yes	
VII - Compliance	49(VII)	Yes	

For Mahindra & Mahindra Financial Services Limited

Arnavaz

Arnavaz M. Pardiwalla
Company Secretary & Compliance Officer

Place : Mumbai

Date : 1st October, 2014

