

Minolta FINANCE LIMITED

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Quarterly Compliance Report on Corporate Governance under Clause 49 of the Listing Agreement

Name of the Company: **Minolta Finance Limited**

Quarter ending on: **31st March, 2012**

Particulars	Clause of Listing Agreement	Compliance Status Yes/No	Remarks
I Board of Directors	49 I		
(A) Composition of Board	49(IA)	Yes	To be complied in Annual Report
(B) Non-executive Directors' Compensation & Disclosures	49 (IB)	N.A.	N.A.
(C) Other Provisions as to Board and Committees	49 (IC)	Yes	To be complied in Annual Report
(D) Code of Conduct	(49 (ID)	Yes	To be complied in Annual Report
II. Audit Committee	49 (II)		
(A) Qualified & Independent Audit Committee	49 (IIA)	Yes	To be complied in Annual Report
(B) Meeting of Audit Committee	49 (IIB)	Yes	To be complied in Annual Report
(C) Powers of Audit Committee 49 (IIC)	49 (IIC)	Yes	To be complied in Annual Report
(D) Role of Audit Committee	49 II(D)	Yes	To be complied in Annual Report
(E) Review of Information by Audit Committee	49 (IIE)	Yes	N.A.
III. Subsidiary Companies	49 (III)	N.A.	N.A.
IV. Disclosures	49 (IV)		
(A) Basis of Related Party Transactions	49 (IV A)	N.A.	N.A.
(B) Board Disclosures	49 (IV B)	Yes	To be complied in Annual Report
(C) Proceeds from Public Issues, Rights Issues, Preferential Issues etc.	49 (IV C)	Yes	NIL
(D) Remuneration of Directors	49 (IV D)	Yes	To be part of Annual Report 2011-12
(E) Management	49 (IV E)	Yes	To be part of Annual Report 2011-12
(F) Shareholders	49 (IV F)	Yes	To be part of Annual Report 2011-12
V. CEO/CFO Certification	49 (V)	Yes	Will be complied in next Annual Report 2011-12
VI. Report on Corporate Governance	49 (VI)	Yes	Will be complied in next Annual Report 2011-12
VII. Compliance	49 (VII)	Yes	Will be complied in next Annual Report 2011-12

For Minolta Finance Limited

Compliance Officer

