



**TOKYO**  
FINANCE LIMITED

CIN - L65923MH1994PLC083155

REGD. OFFICE :

Vyom Arcade, 5th Floor, Tejpal Scheme Road No.5,  
Above United Bank of India, Vile Parle (East),  
Mumbai - 400 057, India.

Tel. : 91-22-6145 3300 • Fax:91-22-6691 4499

Date : 10.06.2015

To  
Bombay Stock Exchange Ltd.  
Corporate Relationship Department,  
1<sup>st</sup> Floor, New Trading Ring,  
Rotunda Building, P.J. Towers,  
Dalal Street, Fort,  
Mumbai – 400 001.

Scrip Code No. 31644  
Kind Attn: Mr. S. Subramanian

Dear Sir,

As per the compliance of the Listing Agreement, we are submitting the Corporate Governance Report as per Clause 49 of the Listing Agreement for the quarter ended 30th September, 2015.

Thanking you,

Yours faithfully,  
For TOKYO FINANCE LTD.

**HARESH V. SHAH**  
**(DIRECTOR)**  
**DIN: 00008339**


Enclosed : a.a.



**CORPORATE GOVERNANCE REPORT AS ON 30TH SEPTEMBER, 2015**

PARTICULARS	CLAUSE LISTING AGREEMENT	COMPLIANCE STATUS (YES/NO)	REMARKS	
<b>I Board of Directors</b>				
(A) Composition of Board	49 (IIA)	Yes	--	
(B) Independent Directors	49(IIB)	Yes	--	
(C) Non-Executive Directors compensation & disclosure	49 (IIC)	Yes	--	
(D) Other provisions as to Board and Committees	49 (IID)	Yes	--	
(E) Code of Conduct	49 (IIE)	Yes	--	
(F) Whistle Blower Policy	49(IIF)	Yes	--	
<b>II Audit Committee</b>				
(A) Qualified & Independent Audit Committee	49 (III)	Yes	--	
(B) Meeting of Audit Committee	49 (IIIA)	Yes	--	
(C) Power of Audit Committee	49 (IIIB)	Yes	--	
(D) Role of Audit Committee	49 (IIIC)	Yes	--	
(E) Review of Information by Audit Committee	49 (IIID)	Yes	--	
<b>III Nomination and Remuneration Committee</b>				
	49 (IIIE)	Yes	--	
<b>IV. Subsidiary Companies</b>				
	49(V)	N.A.	Company does not have subsidiary	
<b>V. Risk Management</b>				
	49(VI)	Yes	--	
<b>VI. Related Party Transaction</b>				
	49(VII)	Yes	--	
<b>VII. Disclosure</b>				
(A) Basis of related party transactions	49(VIII)	Yes	--	
(B) Disclosure of Accounting Treatment	49 (VIIIA)	Yes	--	
(c) Remuneration of Directors	49 (VIIIB)	Yes	--	
(D) Management	49 (VIIC)	Yes	--	
(E) Shareholders	49 (VIID)	Yes	--	
(I) Proceeds From public Issues, right issues, preferential issues etc	49(VIIIE)	Yes	--	
	49(VIII I)	N.A.	--	
<b>VII. CEO / CFO Certification</b>				
	49 (IX)	No	complied in the Annual Report for the financial year ended 31st March 2016	
<b>XI Report on Corporate Governance</b>				
	49 (X)	Yes		
<b>X Compliance</b>				
	49 (XI)	Yes		

For TOKYO FINANCE LIMITED

  
**HAREESH V. SHAH**  
(DIRECTOR)  
DIN: 00008339

PLACE : MUMBAI  
DATE : 10/06/2015