

Mefcom Capital Markets Ltd.

5th Floor, Sanchi Building, 77, Nehru Place, New Delhi-110 019.

Phone: +91(11) 46500500 Fax: +91(11) 4650 0550

E-mail : info@mefcom.in Website: www.mefcom.in

CIN : L74899DL1985PLC019749

Ref: MCM/SEC/BSE/10/15

October 12, 2015

**The Manager Listing
The Stock Exchange Mumbai
Phiroze Jeejeebhoy Towers
Dalal Street, Fort
Mumbai - 400001**

SUB: Filing of Documents to comply with as per Listing Agreement for the Quarter ended 30th September 2015.

Dear Sir

Please find enclosed herewith following documents as required by you for compliance of the Company for the quarter ended 30.09.2015:

- a. **Shareholding Pattern as on 30.09.2015.**
- b. **Quarterly Compliance Report on Corporate Governance as on 30.09.2015.**

Kindly take the same on your record and acknowledge the receipt.

Thanking you,

Yours truly,
For **Mefcom Capital Markets Ltd.**



Company Secretary



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

Name of the Company: Mefcom Capital Markets Limited

Quarter ending on: 30.09.2015

Particulars	Clause of Listing Agreement	Compliance Status Yes/No	Remarks
II. Board of Directors			
(A) Composition of Board	49(II A)	Yes	Total strength of the Board- 5 No. of Independent Directors-3 No. of Non-Independent Directors-2
(B) Independent Directors	49(II B)	Yes	Total no. of Independent Directors in the Board – 3
(C) Non-executive Directors' Compensation & Disclosures	49 (II C)	Yes	Apart from receiving sitting fees Independent Directors do not have any material pecuniary relationship or transactions with the company, or subsidiary except the MD.
(D) Other Provisions as to Board and Committees	49(II D)	Yes	
(E) Code of Conduct	49(II E)	Yes	
(F) Whistle Blower Policy	49(II F)	Yes	Whistle Blower Policy is in place.
III. Audit Committee			
(A) Qualified & Independent Audit Committee	49(III A)	Yes	Total strength of the Committee is -4 of which 3 are independent including Chairman.
(B) Meeting of Audit Committee	49 (III B)	Yes	All the members of the Audit Committee are financially literate.
(C) Powers of Audit Committee	49 (III C)	Yes	Committee met every quarter to approve the accounts.
(D) Role of Audit Committee	49(III D)	Yes	The Committee has adequate powers to investigate, to seek information, to obtain outside legal or professional advice and to secure attendance of outsiders with relevant expertise.
(E) Review of Information by Audit	49(III E)	Yes	In line with the stipulation mentioned above.
			Audit Committee review all the



Committee			information guideline
IV. Nomination and Remuneration Committee	49(IV)	Yes	Total strength of the Committee is -4 of which 3 are independent including Chairman.
V. Subsidiary Companies	49(V)	Yes	One independent Director of the Board is on the Board of unlisted subsidiary company.
VI. Risk management	49(VI)	Yes	
VII. Related Party Transaction	49(VII)	Yes	
VIII. Disclosures	49 (VIII)	Yes	
(A) Related Party Transactions	49 (VIII A)	Yes	
(B) Disclosure of Accounting Treatment	49 (VIII B)	Not Applicable	Applicable accounting standards are being complied with on a continual basis and due disclosure is made in Annual Report.
(C) Remuneration of Directors	49 (VIII C)	Yes	Apart from sitting fees none of the directors is receiving remuneration except MD.
(D) Management	49 (VIII D)	Yes	Management Discussion & Analyses Report is a part of Directors Report which is annually published in the Annual Report.
(E) Shareholders	49 (VIII E)	Yes	All necessary information are uploaded in the company's website as required.
(F) Proceeds from public issues, rights issue, preferential issues, etc.	49(VIII I)	N.A.	No such proceed is generated during this quarter.
V.CEO/CFO Certification	49 (V)	Yes	Complied in the Annual Report 2014-15.
VI. Report on Corporate Governance	49 (VI)	Yes	complied in the Annual Report 2014-15.
VII. Compliance	49 (VII)	Yes	Will be complied in the next Annual Report.

Place: New Delhi
Date: 12.10.2015

For MeCom Capital Markets Limited



Pinki Jha
Company Secretary