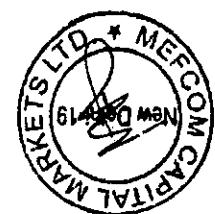




Quarterly Compliance Report on Corporate Governance under Clause 49 of the Listing Agreement

Name of the Company: Mefcom Capital Markets Limited
Quarter ending on: 30.06.2015

Particulars	Clause of Listing Agreement	Compliance Status Yes/No	Remarks
II. Board of Directors	49(II)	Yes	
(A) Composition of Board	49(II A)	Yes	Total strength of the Board- 6 No. of Independent Directors-3 No. of Non-Independent Directors-3
(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	49(III)	Yes	Total strength of the Committee is -4 of which 3 are independent including Chairman.
(A) Qualified & Independent Audit Committee	49(III A)	Yes	All the members of the Audit Committee are financially literate.
(B) Meeting of Audit Committee	49 (III B)	Yes	Committee met every quarter to approve the accounts.
(C) Powers of Audit Committee	49 (III C)	Yes	The Committee has adequate powers to investigate, to seek information, to obtain out side legal or professional advice and to secure attendance of outsiders with relevant expertise.
(D) Role of Audit Committee	49(III D)	Yes	In line with the stipulation mentioned above.
(E) Review of Information by Audit	49(III E)	Yes	Audit Committee review all the



Committee			information guidelines
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 non 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	Will be complied in the next Annual Report.
VI. Report on Corporate Governance	49 (VI)	Yes	Will be complied in the next Annual Report.
VII. Compliance	49 (VII)	Yes	Will be complied in the next Annual Report.

For Mefcom Capital Markets Limited

Place: New Delhi
Date: 08.09.2015

Pinki Jha
Company Secretary

