

Quarterly Compliance Report on Corporate Governance

Name of the Company : **Globe Capital Market Limited**

Quarter ending on : **March 31, 2015**

Particulars	Clause of Listing Agreement	Compliance Status Yes/No/N.A.	Remarks
I. Board of Directors	49 (II)		
(A) Composition of Board	49 (IIA)	Yes	Complied with.
(B) Independent Director	49(II B)	Yes	Complied with.
(C) Non-executive Directors' Compensation & Disclosures	49 (IIC)	Yes	The Company is not paying any remuneration to Non –Executive Directors except sitting fees for the Board/Committee meetings.
(D) Other provisions as to Board and Committees	49 (IID)	Yes	Complied with.
(E) Code of Conduct	49 (IIE)	Yes	The Company has duly laid down the Code of Conduct for the Directors and the Senior Management of the Company
(F) Whistle Blower Policy	49(II F)	Yes	The Company has formulated and adopted Whistle Blower policy/vigil mechanism for directors and employees.
III. Audit Committee	49 (III)		
(A) Qualified & Independent Audit Committee	49 (III A)	Yes	Complied with.
(B) Meeting of Audit Committee	49 (III B)	Yes	Complied with.
(C) Powers of Audit Committee	49 (III C)	Yes	Complied with.
(D) Role of Audit Committee	49 (III D)	Yes	Complied with.
(E) Review of Information by Audit Committee	49 (III E)	Yes	Complied with.
IV. Nomination and Remuneration Committee	49(IV)	Yes.	Complied with.
V. Subsidiary Companies	49 (V)	Yes	The Company has two material non listed Indian subsidiary Companies
VI. Risk Management	49(VI)	Yes	Formation of Risk and Management Committee is only applicable to top 100 Companies. Presently risk management exercise is carried out by the management.
VII. Related Party Transaction	49(VII)	Yes	The related party transactions for the financial year 2013-14 have been disclosed in the 29 th Annual Report of the Company for the year ended March 31, 2014.

VIII. Disclosures	49 (VIII)		
(A) Related party transactions	49 (VIII A)	Yes	All related party transactions are quarterly reviewed by the Audit company.
(B) Disclosure of Accounting Treatment	49 (VIII B)	Yes	Yes
(C) Remuneration of Directors	49 (VIII C)	Yes	Yes
(D) Management	49 (VIII D)	Yes	Yes
(E) Shareholders	49 (VIII E)	Yes	Yes
(I) Proceeds from public issues, right issue, preferential issues, etc	49(VIII I)	N.A.	During this quarter, the Company has not raised any proceeds through public issues, rights issues, Preferential issues etc.
IX. CEO/CFO Certification	49 (IX)	Yes	To be complied at the time of approval of Annual Report of the Company for the Financial Year 2014-15.
X. Report on Corporate Governance	49 (X)	Yes	Will be annexed with the Annual Report of the Company for the Financial Year 2014-15
XI. Compliance	49 (XI)	Yes	Will be annexed with the Annual Report of the Company for the Financial Year 2014-15

Certified to be true

For **Globe Capital Market Limited**

Dhiraj Jaiswal
Company Secretary