

Speed  
Reliability  
Value Performance

## COMPUAGE INFOCOM LTD

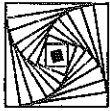
Annexure XI

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

Name of the Company: Compuage Infocom Limited

Quarter ending on: 31<sup>ST</sup> December, 2014

Particulars	Clause of Listing Agreement	Compliance Status Yes/No	Remarks
<b>II Board of Directors</b>	49(II)	Yes	
(A) Composition of Board	49 (IIA)	Yes	
(B) Independent Director	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)	No	
<b>III Audit Committee</b>	49 (III)		
(A) Qualified & Independent Audit Committee	49 (IIIA)	Yes	
(B) Meeting of Audit Committee	49 (IIIB)	Yes	
(C) Power of Audit Committee	49 (IIIC)	Yes	
(D) Role of Audit Committee	49 (IIID)	Yes	
(E) Review of Information by Audit Committee	49 (IIIE)	Yes	
<b>IV. Nomination and Remuneration Committee</b>	49 (IV)	Yes	
<b>V. Subsidiary Companies</b>	49 (V)	Yes	
<b>VI. Risk Management</b>	49 (VI)	No	

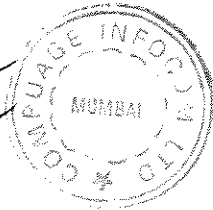


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## COMPUAGE INFOCOM LTD

<b>VII. Related Party Transaction</b>	49 (VII)	Yes	
<b>VIII. Disclosures</b>	49 (VIII)	Yes	
(A) Related party transactions	49 (VIII A)	Yes	
(B) Disclosure of Accounting Treatment	49 (VIII B)	Yes	
(C) Remuneration of Directors	49 (VIII C)	Yes	
(D) Management	49 (VIII D)	Yes	
(E) Shareholders	49 (VIII E)	Yes	
(F) Proceeds From Public Issues, right issues, preferential issues.etc	49 (VIII F)	N.A	
<b>IX CEO / CFO Certification</b>	49 (IX)	Yes	
<b>X Report on Corporate Governance</b>	49 (X)	Yes	
<b>XI. Compliance</b>	49 (XI)	Yes	

**FOR COMPUAGE INFOCOM LIMITED**



**ATUL H. MEHTA**

**MANAGING DIRECTOR**

**Din No. 00716869.**