

# HUBTOWN

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## COMPLIANCE REPORT ON CORPORATE GOVERNANCE FOR THE QUARTER ENDED JUNE 30, 2014

PARTICULARS	CLAUSE OF LISTING AGREEMENT	COMPLIANCE STATUS	REMARKS
<b>I. BOARD OF DIRECTORS</b>	49 I		
(A) Composition of Board	49 (1A)	COMPLIANT	
(B) Non Executive Directors compensation and disclosures	49 (1B)	COMPLIANT	Details of fees / compensation paid to Non-executive Directors disclosed in Annual Report for the year 2013-2014
(C ) Other provisions as to Board and Committees	49 (1C)	COMPLIANT	
(D) Code of Conduct	49 (1D)	COMPLIANT	Affirmation by Board members and Senior Management regarding compliance with the Code of Conduct disclosed in Annual Report for the year 2013-2014
<b>II. AUDIT AND COMPLIANCE COMMITTEE</b>	49 II		
(A) Qualified and Independent Audit Committee	49 (IIA)	COMPLIANT	Relevant particulars will be disclosed in the Annual Report for the year 2013-2014
(B) Meeting of Audit Committee	49 (IIB)	COMPLIANT	
(C ) Powers of Audit Committee	49 (IIC)	COMPLIANT	
(D) Role of Audit Committee	49 (IID)	COMPLIANT	
(E) Review of information by Audit Committee	49 (IIE)	2013	
<b>III. SUBSIDIARY COMPANIES</b>	49 (III)	COMPLIANT	Particulars will be disclosed in the Annual Report for the year 2013-2014
<b>IV. DISCLOSURES</b>	49 (IV)		
(A) Basis of related party transactions	49 (IVA)	COMPLIANT	Particulars will be disclosed in the Annual Report for the year 2013-2014
(B) Disclosure of Accounting Treatment	49 (IVB)	COMPLIANT	Particulars will be disclosed in the Annual Report for the year 2013-2014
(C ) Board Disclosures	49 (IVC)	COMPLIANT	
(D) Proceeds from public issues, right issues, preferential issues, etc.	49 (IVD)	COMPLIANT	Particulars will be disclosed in the Annual Report for the year 2013-2014
(E) Remuneration of Directors	49 (IVE)	COMPLIANT	Details of remuneration and shareholding of all Directors disclosed in the Annual Report for the year 2013-2014
(F) Management	49 (IVF)	COMPLIANT	Particulars will be disclosed in the Annual Report for the year 2013-2014
(G) Shareholders	49 (IVG)	COMPLIANT	Particulars will be disclosed in the Annual Report for the year 2013-2014
<b>V. CEO/CFO CERTIFICATION</b>	49 (V)	COMPLIANT	Will be Complied for the year ended March 31, 2014
<b>VI. REPORT ON CORPORATE GOVERNANCE</b>	49 (VI)	COMPLIANT	Will be Complied for the year ended March 31, 2014
<b>VII. COMPLIANCE</b>	49 (VII)	COMPLIANT	Will be Complied for the year ended March 31, 2014

The Company is fully compliant with all the provisions of Clause 49 of the Listing Agreement  
For Hubtown Limited

Chetan S. Mody  
Company Secretary

