

# MARSONS

## Compliance Report on Corporate Governance for the quarter ended 30.09.2015

Particulars	Clause of Listing agreement	Compliance Status Yes/No	Remarks
<b>II. Board of Directors</b>	49(II)		
(A) Composition of Board	49(II A)	YES	
(B) Independent Directors	49(II B)	YES	
(C) Non-executive Directors' compensation & disclosures	49(II C)	YES	Will be complied in the next Annual Report.
(D) Other provisions as to Board and Committees	49(II D)	YES	Will be complied in the next Annual Report.
(E) Code of Conduct	49(II E)	YES	
(F) Whistle Blower Policy	49(II F)	YES	
<b>III. Audit Committee</b>	49(III)		
(A) Qualified & Independent Audit Committee	49(III A)	YES	
(B) Meeting of Audit Committee	49(III B)	YES	
(C) Powers of Audit Committee	49(III C)	YES	
(D) Role of Audit Committee	49(III D)	YES	
(E) Review of Information by Audit Committee	49(III E)	YES	
<b>IV. Nomination and Remuneration Committee</b>	49(IV)	YES	
<b>V. Subsidiary Companies</b>	49(V)	N.A	
<b>VI. Risk Management</b>	49(VI)	N.A	
<b>VII. Related Party Transactions</b>	49(VII)	N.A	
<b>VIII. Disclosures</b>	49(VIII)		
(A) Related party transactions	49(VIII A)	YES	Will be complied in the next Annual Report.
(B) Disclosure of Accounting Treatment	49(VIII B)	YES	Will be complied in the next Annual Report.
(C) Remuneration of Directors	49(VIII C)	YES	Will be complied in the next Annual Report.
(D) Management	49(VIII D)	YES	Will be complied in the next Annual Report.
(E) Shareholders	49(VIII E)	YES	Will be complied at the next Annual Report.
(F) Disclosure of resignation of Directors	49(VIII F)	YES	
(G) Disclosure of formal letter of appointment	49(VIII G)	YES	
(H) Disclosures in the Annual report	49(VIII H)	YES	Will be complied in the next Annual Report.
(I) Proceeds from public issues, rights issues, Preferential issue, etc	49(VIII I)	N.A	
<b>IX. CEO/CFO Certification</b>	49(IX)	YES	Will be complied in the next Annual Report.
<b>X. Report on Corporate Governance</b>	49(X)	YES	Will be complied in the next Annual Report.
<b>XI. Compliance</b>	49(XI)	YES	Will be complied in the next Annual Report.

**MARSONS LIMITED**

  
Chief Executive Officer

**Marsons Limited**

**CIN : - L31102WB1976PLC030676**

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