

Annexure XI

Quarterly Compliance Report on Corporate Governance

Name of the Company: Vaibhav Global Limited

Quarter ending on: 31st March, 2015

Particulars	Clause of Listing agreement	Compliance Status Yes/No	Remarks
II Board of Directors	49 (II)		
(A) Composition of Board	49(IIA)	Yes	
(B) Independent Director	49(II B)	Yes	Sub-clause 5(b) and 7(b) will be complied in the Annual Report 2014-15.
(C) Non-executive Directors' compensation & disclosures	49 (IIC)	Yes	
(D) Other provisions as to Board and Committees	49 (IID)	Yes	
(E) Code of Conduct	49 (IIE)	Yes	A declaration with respect to sub - clause (2) will be compiled in the Annual Report 2014-15.
(F) Whistle Blower Policy	49(IIF)	Yes	The details of policy with respect to sub-clause (3) will be compiled in Board Report which will form part of Annual Report 2014-15.
III. Audit Committee	49 (III)		
(A) Qualified & Independent Audit Committee	49 (IIIA)	Yes	
(B) Meeting of Audit Committee	49 (IIIB)	Yes	
(C) Powers of Audit Committee	49 (IIIC)	Yes	
(D) Role of Audit Committee	49 (IIID)	Yes	
(E) Review of Information by Audit Committee	49 (IIIE)	Yes	
IV. Nomination and Remuneration Committee	49(IV)	Yes	The remuneration policy with respect to sub-clause B(4) will be complied in the Annual Report 2014-15.
V. Subsidiary Companies	49 (V)	Yes	Sub clause (A) is not applicable and details as required by sub – clause (d) will be complied in Annual Report 2014 – 15.

VI. Risk Management	49(VI)	Yes	Sub-clause (C), (D) and (E) are not applicable.
VII. Related Party Transaction	49(VII)	Yes	
VIII. Disclosures	49 (VIII)		
(A) Related Party Transactions	49 (VIII A)	Yes	Sub-clause (2) will be compiled in the Annual Report 2014-15.
(B) Disclosure of Accounting Treatment	49 (VIII B)	N. A.	The financial statements have no different treatment from Accounting Standards.
(C) Remuneration of Directors	49 (VIII C)	Yes	Will be compiled in the Annual Report 2014-15.
(D) Management	49 (VIII D)	Yes	Sub-clause (1) will be compiled in the Annual Report 2014-15.
(E) Shareholders	49 (VIII E)	Yes	Sub-clause (1) and (2) will be compiled in the Annual Report 2014-15.
(F) Proceeds from public issues, rights issues, preferential issues etc	49 (VIII F)	NA	
IX. CEO/CFO Certification	49 (IX)	Yes	Will be compiled in the Annual Report 2014-15.
X. Report on Corporate Governance	49 (X)	Yes	Sub-clause (A) will be compiled in the Annual Report 2014-15.
XI. Compliance	49 (XI)	Yes	Will be compiled in the Annual Report 2014-15.

For Vaibhav Global Limited

Brahm Prakash
Company Secretary and Compliance Officer

Date: 13-04-2015

Place: Jaipur