

Annexure - XI

Quarterly Compliance Report on Corporate Governance

Name of the Company : **SANGAM (INDIA) LIMITED**
Quarter ending on : **31st December, 2014**

Particulars	Clause of Listing agreement	Compliance Status Yes/No	Remarks
II. Board of Directors	49 (II)		
(A) Composition of Board	49 (IIA)	Yes	Presently, there are 6 Directors on the Board, comprising of 2 Promoters and Executive Directors, 1 Promoter and Non-Executive Director and 3 Independent and Non-Executive Directors.
(B) Independent Directors	49 (IIB)	Yes	
(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	
(F) Whistle Blower Policy	49 (IIF)	Yes	
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	
V. Subsidiary Companies	49 (V)	N.A.	There is no Subsidiary Company
VI. Risk Management	49 (VI)	Yes	
VII. Related Party Transactions	49 (VII)	Yes	There are no material transactions

VIII. Disclosures	49 (VIII)		
(A) Related party transactions	49 (VIII A)	Yes	Shall be complied in the Annual Report for the Financial Year 2014-15
(B) Disclosure of Accounting Treatment	49 (VIII B)	Yes	
(C) Remuneration of Directors	49 (VIII C)	Yes	The Independent and Non-Executive Directors have paid only sitting fee for attending the Board and Committee meetings.
(D) Management	49 (VIII D)	Yes	Shall be complied in the Annual Report for the Financial Year 2014-15
(E) Shareholders	49 (VIII E)	Yes	Shall be complied in the Annual Report for the Financial Year 2014-15
(F) Proceeds from public issues, rights issue, preferential issues, etc	49 (VIII F)	N.A.	The company has not made out any public/right/preferential issue etc.
IX. CEO/CFO Certification	49 (IX)	Yes	Shall be complied in the Annual Report for the Financial Year 2014-15
X. Report on Corporate Governance	49 (X)	Yes	Shall be complied in the Annual Report for the Financial Year 2014-15
XI. Compliance	49 (XI)	Yes	Shall be complied in the Annual Report for the Financial Year 2014-15

**Certified to be true
For Sangam (India) Limited**

**Sd/-
(Anil Jain)
CFO & Company Secretary**