## **QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE**

Name of the Company: Northlink Fiscal and Capital Services Limited

Quarter ending on : 30.06.2015

| Particulars   | Clause of<br>Listing<br>Agreement | Compliance<br>Status Yes/No | Remarks  |
|---|-----------------------------------|-----------------------------|--|
| II. Board of Directors                                  | 49(II)                            |                             |  |
| (A) Composition of Board                                | 49 (IIA)                          | Yes                         | The Company's Board consists of Ten Directors, four of which are executive and Six are non-executive directors out of which three are women directors. The chairman is Executive Director and half of the Board comprises of independent directors |
| (B) Independent Directors                               | <b>49</b> (IIB)                   | Yes                         | Being Complied   |
| (C) Non-executive Directors' compensation & disclosures | 49 (IIC)                          | Yes                         | Being Complied   |
| (D) Other provisions as to Board and Committees         | 49 (IID)                          | Yes                         | Being Complied   |
| (E) Code of Conduct                                     | 49 (IIE)                          | Yes                         | Being Complied   |
| (F) Whistle Blower Policy                               | 49(IIF)                           | Yes                         | Being Complied   |
| II. Audit Committee                                     | 49 (III)                          |                             |  |
| (A) Qualified &<br>Independent Audit<br>Committee       | 49 (IIIA)                         | Yes                         | The Committee Consists of 3 Directors out of which 2 directors are Independent.  |
| (B) Meeting of Audit<br>Committee                       | 49 (IIIB)                         | Yes                         | Being Complied   |
| (C) Powers of Audit<br>Committee                        | 49 (IIIC)                         | Yes                         | Being Complied   |
| (D) Role of Audit<br>Committee                          | 49 (IIID)                         | Yes                         | Being Complied   |
| (E) Review of Information by Audit Committee            | 49 (IIIE)                         | Yes                         | Being Complied   |
| IV. Nomination and Remuneration Committee               | 49 (IV)                           | Yes                         | The Committee consists of 3<br>Non Exe. Directors and all<br>members is Independent.   |

For Northlink Fiscal And Capital Control Managing Description

| <del></del>  |             |     | members is Independent. |
|--|-------------|-----|-------------------------|
| V. Subsidiary Companies  | 49(V)       | NA  | No subsidiary Company   |
| VI. Risk Management  | 49(VI)      | Yes | Being Complied          |
| VII. Related Party Transactions  | 49(VII)     | Yes | Being Complied          |
| VIII. Disclosures  | 49 (VIII)   | Yes | Being Complied          |
| (A) Related party transactions   | 49 (VIII A) | Yes | Being Complied          |
| (B) Disclosure Of Accounting Treatment                                   | 49(VIII B)  | Yes | Being Complied          |
| (C)Remuneration of Directors   | 49 (VIII C) | Yes | Being Complied          |
| (D) Management   | 49 (VIII D) | Yes | Being Complied          |
| (E) Shareholders   | 49 (VIII E) | Yes | Being Complied          |
| (F) Proceeds from public issues, rights issues, preferential issues etc. | 49 (VIII F) | NA  | No such issue           |
| V.CEO/CFO Certification  | 49 (IX)     | Yes | Being Complied          |
| VI. Report on Corporate Governance                                       | 49 (X)      | Yes | Being Complied          |
| VII. Compliance  | 49 (XI)     | Yes | Being Complied          |

For Northlink Fiscal and Capital Services Limited

(Sunny Maria)
Managing Director
Managing Director

DIN: 01006699

62-B Kitchlu Nagar,

Ludhiana, 141001, Punjab