



## Vaibhav Global Limited

CIN: L36911RJ1989PLC004945

Regd. Off. : K-6B , Fateh Tiba, Adarsh Nagar, Jaipur – 302004

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### Annexure XI

#### Quarterly Compliance Report on Corporate Governance

Name of the Company: Vaibhav Global Limited

Quarter ending on: 30<sup>th</sup> June, 2015

Particulars	Clause of Listing agreement	Compliance Status Yes/No	Remarks
<b>II Board of Directors</b>	49 (II)		
(A) Composition of Board	49(IIA)	Yes	
(B) Independent Director	49(II B)	Yes	Sub-clause 5(b) for criteria of performance evaluation and 7(b) with respect to web link of familiarization programme for Independent Directors has been complied in the Annual Report 2014-15.
(C) Non-executive Directors' compensation & disclosures	49 (II C)	Yes	
(D) Other provisions as to Board and Committees	49 (II D)	Yes	
(E) Code of Conduct	49 (II E)	Yes	A declaration with respect to sub - clause (2) has been complied in the Annual Report 2014-15.
(F) Whistle Blower Policy	49(II F)	Yes	The details of policy with respect to sub-clause (3) have been complied in Board's Report which forms a part of Annual Report 2014-15.
<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	The remuneration policy with respect to sub-clause B(4) has been complied in the Annual Report 2014-15.
<b>V. Subsidiary Companies</b>	49 (V)	Yes	Sub clause (A) is not applicable and details as required by sub – clause (d) with respect to web link has been complied in Annual Report 2014 – 15.
<b>VI. Risk Management</b>	49(VI)	Yes	Sub-clause (C), (D) and (E) are not applicable.
<b>VII. Related Party Transaction</b>	49(VII)	Yes	
<b>VIII. Disclosures</b>	49 (VIII)		
(A) Related Party Transactions	49 (VIII A)	Yes	Sub-clause (2) with respect to web link has been complied 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	Has been complied in the Annual Report 2014-15.
(D) Management	49 (VIII D)	Yes	Sub-clause (1) has been complied in the Annual Report 2014-15.
(E) Shareholders	49 (VIII E)	Yes	Sub-clause (1) and (2) has been complied in the Annual Report 2014-15.
(F) Proceeds from public issues, rights issues, preferential issues etc	49 (VIII F)	NA	
<b>IX. CEO/CFO Certification</b>	49 (IX)	Yes	Has been complied in the Annual Report 2014-15.
<b>X. Report on Corporate Governance</b>	49 (X)	Yes	Sub-clause (A) has been complied in the Annual Report 2014-15.
<b>XI. Compliance</b>	49 (XI)	Yes	Has been complied in the Annual Report 2014-15.

**For Vaibhav Global Limited**

**Brahm Prakash**  
**Company Secretary and Compliance Officer**

Date: 14<sup>th</sup> July, 2015

Place: Jaipur