

Annexure - XI to the Listing Agreement

**QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE UNDER
CLAUSE 49 OF THE LISTING AGREEMENT**

Name of the Company: **M/s. COUNTRY CONDO'S LIMITED**

Quarter ending on: **31ST DECEMBER, 2014**

Particulars	Clause of Listing Agreement	Compliance Status Yes / No/ N.A.	Remarks
II. Board of Directors	49 (II)		Constituted as per the provisions of Clause 49II read with the Companies Act, 2013.
(A) Composition of Board	49 (IIA)	Yes	Composition as per the provisions of Clause 49(IIA) read with the Companies Act, 2013
(B) Independent Directors	49 (IIB)	Yes	Composition as per the provisions of Clause 49(IIB) read with the Companies Act, 2013
(C) Non-executive Directors compensation & disclosures	49 (IIC)	Yes	No fees / Compensation paid to Non-Executive Directors, including independent Directors.
(D) Other provisions as to Board and Committees	49 (IID)	Yes	Board meetings, memberships or Chairman in committees and the information to be furnished before board meetings are as per the provisions of Clause 49(IID) read with the Companies Act, 2013
(E) Code of Conduct	49 (IIE)	Yes	Code of Conduct has been laid down by the board as per the provisions of

			Clause 49(IIE) read with the provisions of Companies Act, 2013.
(F) Whistle Blower Policy	49 (IIF)	Yes	Whistle Blower Mechanism laid down as per the provisions of Clause 49 (IIF) read with the provisions of the Companies Act, 2013
III. Audit Committee	49 (III)		Committee formed as per the provisions of Clause 49(III) read with the provisions of Companies Act, 2013
(A) Qualified & Independent Audit Committee	49 (IIIA)	Yes	Members of the audit committee are as per the provisions of Clause 49(IIIA) read with the provisions of Companies Act, 2013
(B) Meeting of Audit Committee	49 (IIIB)	Yes	Meetings of the audit committee are conducted as per the provisions of Clause 49(IIIB) read with the provisions of the Companies Act, 2013
(C) Powers of Audit Committee	49 (IIIC)	Yes	The powers of audit committee includes the powers stated under Clause 49(IIIC) read with the provisions of the Companies Act, 2013
(D) Role of Audit Committee	49 (IIID)	Yes	The role of the audit committee includes the points given under the Clause 49(IIID) read with the provisions of the Companies Act, 2013

(E) Review of Information by Audit Committee	49 (IIIE)	Yes	The matters reviewed by audit committee include the information given under Clause 49(IIIE) read with the provisions of the Companies Act, 2013
IV. Nomination and Remuneration Committee	49 (IV)	Yes	Will be disclosed in the relevant annual report
V. Subsidiary Companies	49 (V)	No	The company does not own any subsidiary companies
VI. Risk Management	49 (VI)	N.A	
VII. Related Party Transactions	49 (VII)	No	
VIII. Disclosures	49 (VIII)	Yes	The Company has complied with the Disclosures to be made under Clause 49(VIII)
(A) Related party transactions	49 (VIIIA)	Yes	Will be disclosed in the relevant annual report
(B) Disclosure of Accounting Treatment	49 (VIIIB)	N.A	The Company is following prescribed Accounting Standards, so there is no different treatment from prescribed Accounting Standards in the preparation of financial statements.
(C) Remuneration of Directors	49 (VIII C)	Yes	Will be disclosed in the relevant annual report
(D) Management	49 (VIII D)	Yes	Will be disclosed in the relevant annual report
(E) Shareholders	49 (VIII E)	Yes	The company has been complying with all the provisions given under Clause 49(VIII E)
(F) Proceeds from public issues, rights issue, preferential issues, etc	49 (VIII F)	No	The company has not raised any money through preferential issue / Rights

			issue / public issue during the year.
IX. CEO/CFO Certification	49 (IX)	Yes	Will be disclosed in the relevant annual report
X. Report on Corporate Governance	49 (X)	Yes	Will be disclosed in the relevant annual report
XI. Compliance	49 (XI)	Yes	Will be disclosed in the relevant annual report

For COUNTRY CONDO'S LIMITED

**Sd/-
LAXMIKANTH JAKHOTIA
COMPANY SECRETARY**

Place : Hyderabad

Date : 13th January, 2015