

**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: **30<sup>TH</sup> SEPTEMBER, 2015**

<b>Particulars</b>	<b>Clause of Listing Agreement</b>	<b>Compliance Status Yes / No/ N.A.</b>	<b>Remarks</b>
<b>II. Board of Directors</b>	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	Information has been furnished in the Annual Report for the year 2014-15
(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
<b>III. Audit Committee</b>	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(III E) read with the provisions of the Companies Act, 2013
<b>IV. Nomination and Remuneration Committee</b>	49 (IV)	Yes	Information has been furnished in the Annual Report for the year 2014-15
<b>V. Subsidiary Companies</b>	49 (V)	N.A	The company does not own any subsidiary companies
<b>VI. Risk Management</b>	49 (VI)	N.A	
<b>VII. Related Party Transactions</b>	49 (VII)	N.A.	
<b>VIII. Disclosures</b>	49 (VIII)	Yes	The Company has complied with the Disclosures to be made under Clause 49(VIII)
(A) Related party transactions	49 (VIII A)	Yes	Information has been furnished in the Annual Report for the year 2014-15
(B) Disclosure of Accounting Treatment	49 (VIII B)	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	Information has been furnished in the Annual Report for the year 2014-15
(D) Management	49 (VIII D)	Yes	Information has been furnished in the Annual Report for the year 2014-15
(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	49 (VIII F)	N.A	The company has not

issues, rights issue, preferential issues, etc			raised any money through preferential issue / Rights issue / public issue during the year.
<b>IX. CEO/CFO Certification</b>	49 (IX)	Yes	Information has been furnished in the Annual Report for the year 2014-15
<b>X. Report on Corporate Governance</b>	49 (X)	Yes	Information has been furnished in the Annual Report for the year 2014-15
<b>XI. Compliance</b>	49 (XI)	Yes	Information has been furnished in the Annual Report for the year 2014-15

**For COUNTRY CONDO'S LIMITED**

**Sd/-  
LAXMIKANTH JAKHOTIA  
COMPANY SECRETARY**

**Place : Hyderabad  
Date : 12<sup>th</sup> October, 2015**