

**QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE**

Name of the Company: **AXISCADES Engineering Technologies Limited (formerly Axis-IT&T Ltd.)**

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

Particulars	Clause of Listing Agreement	Compliance Status (Yes/No/N.A.)	Remarks
1	2	3	4
<b>II. Board of Directors</b>	<b>49 II</b>		
(A) Composition of the Board	49(IIA)	Yes	
(B) Independent Directors	49(II B)	Yes	
(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	
(F) Whistle Blower Policy	49(II F)	Yes	
<b>III. Audit Committee</b>	<b>49 III</b>		
(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>	<b>49(IV)</b>	Yes	
<b>V. Subsidiary Companies</b>	<b>49(V)</b>	Yes	
<b>VI. Risk Management</b>	<b>49(VI)</b>	Yes	Risk Management Committee formation not mandatory for us.
<b>VII. Related Party Transactions</b>	<b>49(VII)</b>	Yes	
<b>VIII. Disclosures</b>	<b>49(VIII)</b>		
(A) Related party transactions	49(VIII A)	NA	There are no material transactions with related parties
(B) Disclosure of Accounting Treatment	49(VIII B)	Yes	
(C) Remuneration of Directors	49(VIII C)	Yes	
(D) Management	49(VIII D)	Yes	
(E) Shareholders	49(VIII E)	Yes	
(F) Proceeds from public issues, rights issues, preferential issues etc.	49(VIII F)	N.A.	
<b>IX. CEO/CFO certification</b>	<b>49(IX)</b>	<b>Yes</b>	Annual Certificate for FY 2014-15 is taken
<b>X. Report on Corporate Governance</b>	<b>49(X)</b>	<b>Yes</b>	
<b>XI. Compliance</b>	<b>49(XI)</b>	<b>Yes</b>	Done in AR 2013-14 and will be done in AR 2014-15

For **AXISCADES Engineering Technologies Limited**

*Shweta Agrawal*

(SHWETA AGRAWAL)

COMPANY SECRETARY

New Delhi  
13<sup>th</sup> July, 2015