

**JMC Projects (India) Limited**

**Corporate Governance Report for the quarter ended on September 30, 2014 as per Clause 49 of the Listing Agreement**

<b>Particulars</b>	<b>Clause of Listing Agreement</b>	<b>Compliance Status (Yes/No)</b>	<b>Remarks</b>
<b>I. Board of Directors</b>	<b>49 I</b>		
(A) Composition of Board	49 (IA)	Yes	-
(B) Non - Executive Director's compensation & disclosures	49 (IB)	Yes	-
(C) Other provisions as to Board and Committees	49 (IC)	Yes	-
(D) Code of Conduct	49 (ID)	Yes	-
<b>II. Audit Committee</b>	<b>49 II</b>		
(A) Qualified & Independent Audit Committee	49 (IIA)	Yes	-
(B) Meeting of Audit Committee	49 (IIB)	Yes	-
(C) Powers of Audit Committee	49 (IIC)	Yes	-
(D) Role of Audit Committee	49 (IID)	Yes	-
(E) Review of Information by Audit Committee	49 (IIE)	Yes	-
<b>III. Subsidiary Companies</b>	<b>49 III</b>	Yes	-
<b>IV. Disclosures</b>	<b>49 IV</b>		
(A) Basis of related party transactions	49 (IVA)	Yes	-
(B) Disclosure of Accounting treatment	49 (IVB)	Yes	-
(C) Board Disclosures	49 (IVC)	Yes	-
(D) Proceeds from public issues, right issues, preferential issues etc.	49 (IVD)	Yes	-
(E) Remuneration of Directors	49 (IVE)	Yes	Complied in Annual Report 2013-14 & will be complied in Annual Report 2014-15
(F) Management	49 (IVF)	Yes	Complied in Annual Report 2013-14 & will be complied in Annual Report 2014-15
(G) Shareholders	49 (IVG)	Yes	-
<b>V. CEO/CFO Certificate</b>	<b>49 V</b>	Yes	-
<b>VI. Report on Corporate Governance</b>	<b>49 VI</b>	Yes	Complied in Annual Report 2013-14 & will be complied in Annual Report 2014-15
<b>VII. Compliance</b>	<b>49 VII</b>	Yes	

For JMC PROJECTS (INDIA) LTD.

**SURESH SAVALIYA**  
**COMPANY SECRETARY**