

## QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE

Name of the Company: Northlink Fiscal and Capital Services Limited

Quarter ending on : 30.09.2011

Particulars	Clause of Listing Agreement	Compliance Status Yes/No	Remarks
<b>I. Board of Directors</b>	49(1)		
(A) Composition of Board	<b>49 (IA)</b>	<b>Yes</b>	The Company's Board consists of Nine Directors, two of which are executive and Seven are non-executive directors. The chairman is Executive Director and majority of directors are Independent.
(B) Non-executive Directors' compensation & disclosures	49 (IB)	Yes	Being Complied
(C) Other provisions as to Board and Committees	49 (IC)	Yes	Being Complied
(D) Code of Conduct	49 (ID)	Yes	Being Complied
<b>II. Audit Committee</b>	49 (II)		
(A) Qualified & Independent Audit Committee	49 (IIA)	<b>Yes</b>	The Committee consists of three directors as members and two-thirds of the members are independent.
(B) Meeting of Audit Committee	49 (IIB)	Yes	Being Complied
(C) Powers of Audit Committee	49 (IIC)	Yes	Being Complied
(D) Role of Audit Committee	49 II(D)	Yes	Being Complied
(E) Review of Information by Audit Committee	49 (IIE)	Yes	Being Complied
<b>III. Subsidiary Companies</b>	49 (III)	N A	No subsidiary Company
<b>IV. Disclosures</b>	49 (IV)		
(A) Basis of related party transactions	49 (IV A)	Yes	Being Complied

(B) Disclosure Of Accounting Treatment	49(IV B)	Yes	Being Complied
(C)Board Disclosures	49 (IV C)	Yes	Being Complied
(D) Proceeds from public issues, rights issues, preferential issues etc.	49 (IV D)	NA	No such issue
(E) Remuneration of Directors	49 (IV E)	Yes	Being Complied
(F) Management	49 (IV F)	Yes	Being Complied
(G) Shareholders	49 (IV G)	Yes	Being Complied
<b>V.CEO/CFO Certification</b>	49 (V)	Yes	Being Complied
<b>VI. Report on Corporate Governance</b>	49 (VI)	Yes	Being Complied
<b>VII. Compliance</b>	49 (VII)	Yes	Being Complied

**For Northlink Fiscal and Capital Services Limited**

(Sunil Dutt Maria)  
Director