

**QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE**

| NAME OF THE COMPANY |   | ADMIRE INVESTMENTS LTD          |                                 |   |
|---------------------|---|---------------------------------|---------------------------------|---|
| QUARTER ENDED ON    |   | 31 <sup>st</sup> December, 2013 |                                 |   |
| SL.NO               | PARTICULARS   | CLAUSE OF THE LISTING AGREEMENT | COMPLIANCE STATUS (YES /NO/N/A) | REMARKS   |
| I                   | <b>BOARD OF DIRECTORS</b>   | <b>49(I)</b>                    |                                 |   |
|                     | A COMPOSITION OF BOARD  | 49(IA)                          | YES                             |   |
|                     | B NON EXECUTIVE DIRECTORS COMPENSATION & DISCLOSURE                   | 49(IB)                          | NA                              |   |
|                     | C OTHER PROVISIONS AS TO BOARD AND COMMITTEES                         | 49(IC)                          | YES                             |   |
|                     | D CODE OF CONDUCT   | 49(ID)                          | YES                             | The Board of Directors has laid down a code of conduct for all members and senior management. |
|                     | <b>AUDIT COMMITTEE</b>  | <b>49(II)</b>                   |                                 |   |
| II                  | A QUALIFIED AND 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                             |   |
| III                 | <b>SUBSIDIARY COMPANIES</b>   | <b>49(III)</b>                  | <b>N.A</b>                      | The Company have no Subsidiary Company (ies).   |
| IV                  | <b>DISCLOSURES</b>  | <b>49(IV)</b>                   |                                 |   |
|                     | A BASIS OF RELATED PARTY TRANSACTION                                  | 49(IVA)                         | N.A                             |   |
|                     | B. DISCLOSURES OF ACCOUNTING TREATMENT                                | 49(IVB)                         | YES                             |   |
|                     | C BOARD DISCLOSURES- RISK MANAGEMENT                                  | 49(IVC)                         | N.A                             |   |
|                     | D PROCEEDS FROM PUBLIC ISSUES, RIGHT ISSUES, PREFERENTIAL ISSUES ETC. | 49(IVD)                         | N.A                             | "Will be complied with in the next annual report"   |
|                     | E REMUNERATION OF DIRECTORS.  | 49(IVE)                         | N.A                             | "Will be complied with in the next annual report"   |
|                     | F MANAGEMENT  | 49(IVF)                         | N.A                             | "Will be complied with in the next annual report"   |
|                     | G SHAREHOLDERS  | 49(IVG)                         | YES                             | "Will be complied with in the next AGM"   |
| V                   | <b>CEO / CFO CERTIFICATION</b>  | <b>49(V)</b>                    | <b>YES</b>                      | "Will be complied with in the annual report for the next financial year"                      |
| VI                  | <b>REPORT ON CORPORATE GOVERNANCE</b>                                 | <b>49(VI)</b>                   | <b>YES</b>                      |   |
| VII                 | <b>COMPLIANCE</b>   | <b>49(VII)</b>                  | <b>YES</b>                      |   |

