

PORSCHE CAPITAL MARKET LIMITED

Regd. Office: - A - 29, Chander Vihar, Mandawali, Delhi - 110092

Email ID: - porche_capital@yahoo.in

COMPLIANCE REPORT ON CORPORATE GOVERNANCE

Name of the Issuer: PORSCHE CAPITAL MARKET LIMITED

Quarter ending on: 30th June, 2013

| Particulars | Clause of Listing Agreement | Compliance Status Yes / No | Remarks |
|---|-----------------------------|-------------------------------|---|
| I. Board of Directors | 42 (I) | YES | --- |
| (A) Compliance of Board | 42(IA) | YES | Optimum Combination of Executive, Non-Executive and Independent Directors in Board |
| (B) Non-Executive Directors' compensation & Disclosures | 42(IB) | YES | --- |
| (C) Other Provisions as to Board & Committees | 42(IC) | YES | --- |
| (D) Code of Conduct | 42(ID) | YES | Disclosure will be made in next Annual Report. |
| II. Audit Committee | 42 (II) | YES | --- |
| (A) Qualified & Independent Audit Committee | 42(IIA) | YES | Audit Committee has 3 Members and Chairmen of the Committee is an Independent Director. |
| (B) Meeting of Audit Committee | 42(IIB) | YES | --- |
| (C) Powers of Audit Committee | 42(IIC) | YES | --- |
| (D) Role of Audit Committee | 42(IID) | YES | --- |
| (E) Review of Information by Audit Committee | 42(IIE) | YES | --- |
| III. Subsidiary Companies | 42 (III) | N.A | The Company has no subsidiary |
| IV. Disclosures | 42 (IV) | YES | --- |
| (A) Basis of related Party Transactions | 42(IVA) | YES | Will be complied and Disclosed in next Annual Report. |
| (B) Disclosure of Accounting Treatment | 42(IVB) | YES | Will be complied and Disclosed in next Annual Report. |
| (C) Board Disclosures | 42 (IVC) | YES | Will be complied and Disclosed in next Annual Report |
| (D) Proceeds from public issues, rights | 42 (IVD) | Yes | Will be complied and |

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| issues, preferential issues | | | Disclosed in next Annual Report |
| (E) Remuneration of Directors | 42(IVE) | YES | Will be complied and Disclosed in next Annual Report |
| (F) Management | 42 (IVF) | YES | Will be complied and Disclosed in next Annual Report |
| (G) Shareholders | 42 (IVG) | YES | Will be complied and Disclosed in next Annual Report |
| V. CEO/CFO Certifications | 42 (V) | YES | Will be Complied and disclosed in next Annual Report. |
| VI. Report on Corporate Governance | 42 (VI) | YES | Will be Complied and disclosed in next Annual Report. |
| VII. Compliance | 42 (VII) | YES | Will be Complied and disclosed in next Annual Report. |

For Porsche Capital Market Limited

Director 

Date: 3rd July, 2013

Place: New Delhi