

Annexure I B

Quarterly Compliance Report on Corporate Governance

(As per Clause 49 VI (ii) of Listing Agreement)

Name of the Company: Vaibhav Global Limited

Quarter ending on: 31st March, 2014

Particulars	Clause of Listing agreement	Compliance Status Yes/No	Remarks
I Board of Directors	49 I		
(A) Composition of Board	49(IA)	Yes	
(B) Non-executive Directors' compensation & disclosures	49 (IB)	Yes	The Company has got approval from Shareholders for paying remuneration to non-executive directors vide postal ballot process, the result of which were declared on 26 th March 2014. It will be subject to the approval of Central Government and the remuneration will be paid w.e.f 1 st February, 2014
(C) Other provisions as to Board and Committees	49 (IC)	Yes	
D) Code of Conduct	49 (ID)	Yes	A declaration with respect to Sub-clause (ii) will be complied in the next Annual Report
II. Audit Committee	49 (II)		
(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 II(D)	Yes	
(E) Review of Information by Audit Committee	49 (IIE)	Yes	
III. Subsidiary Companies	49 (III)	Yes	Sub clause (i) is not applicable

IV. Disclosures	49 (IV)		
(A) Basis of related party transactions	49 (IV A)	Yes	
(B) Disclosure of Accounting Treatment	49 (IV B)	N. A.	<i>The financial statements have no different treatment from Accounting Standards.</i>
(C) Board Disclosures	49 (IV C)	Yes	
(D) Proceeds from public issues, rights issues, preferential issues etc.	49 (IV D)	N. A.	
(E) Remuneration of Directors	49 (IV E)	Yes	Will be complied in the next Annual Report.
(F) Management	49 (IV F)	Yes	Sub-clause (i) will be complied in the next Annual Report
(G) Shareholders	49 (IV G)	Yes	Sub-clause (i) will be complied in the next Annual Report
V. CEO/CFO Certification	49 (V)	Yes	
VI. Report on Corporate Governance	49 (VI)	Yes	Sub-clause (i) will be complied in the next Annual Report
VII. Compliance	49 (VII)	Yes	Will be complied in the next Annual Report.

For Vaibhav Global Limited

Company Secretary and Compliance Officer

Date: 11th April, 2014

Place: Jaipur