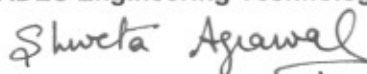


QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCEName of the Company: **AXISCADES Engineering Technologies Limited**Quarter ending on **31st December, 2014**

Particulars	Clause of Listing Agreement	Compliance Status (Yes/No/N.A.)	Remarks
1	2	3	4
II. Board of Directors	49 II		
(A) Composition of the Board	49(IIA)	Yes	Women Director will be appointed on or before 1.04.2015.
(B) Independent Directors	49(II B)	Yes	49(II B)(5&6) shall be complied
(C) Non-executive Directors' compensation & disclosures	49(II C)	Yes	
(D) Other provisions as to Board and Committees	49(II D)	Yes	
(E) Code of Conduct	49(II E)	Yes	
(F) Whistle Blower Policy	49(II F)	Yes	
III. Audit Committee	49 III		
(A) Qualified & Independent Audit Committee	49(III A)	Yes	
(B) Meeting of Audit Committee	49(III B)	Yes	
(C) Powers of Audit Committee	49(III C)	Yes	
(D) Role of Audit Committee	49(III D)	Yes	
(E) Review of Information by Audit Committee	49(III E)	Yes	
IV. Nomination and Remuneration committee	49(IV)	Yes	
V. Subsidiary Companies	49(V)	Yes	
VI. Risk Management	49(VI)	Yes	Risk Management Committee formation not mandatory for us.
VII. Related Party Transactions	49(VII)	Yes	
VIII. Disclosures	49(VIII)		
(A) Related party transactions	49(VIII A)	NA	There are no material transactions with related parties
(B) Disclosure of Accounting Treatment	49(VIII B)	Yes	
(C) Remuneration of Directors	49(VIII C)	Yes	
(D) Management	49(VIII D)	Yes	
(E) Shareholders	49(VIII E)	Yes	
(F) Proceeds from public issues, rights issues, preferential issues etc.	49(VIII F)	N.A.	
IX. CEO/CFO certification	49(IX)	Yes	
X. Report on Corporate Governance	49(X)	Yes	
XI. Compliance	49(XI)	Yes	Done in AR 2013-14 and will be done in AR 2014-15

For **AXISCADES Engineering Technologies Limited**

(SHWETA AGRAWAL)

COMPANY SECRETARY

New Delhi
14th January, 2015