

# Marg Techno Projects Limited

## Corporate Governance Report

Quarter ending: 30<sup>th</sup> of September, 2011

| Particulars  | Clause of Listing Agreement | Compliance Status Yes/No | Remarks   |
|--|-----------------------------|--------------------------|-----------|
| <b>I Board of Directors</b>  | 49 I                        | Yes                      | ---NIL--- |
| (A) Composition of Board   | 49(IA)                      | Yes                      | ---NIL--- |
| (B) Non-executive Directors' Compensation & Disclosures                  | 49 (IB)                     | Yes                      | ---NIL--- |
| (C) Other Provisions as to Board and Committees                          | 49 (IC)                     | Yes                      | ---NIL--- |
| D) Code of Conduct   | 49 (ID)                     | Yes                      | ---NIL--- |
| <b>II. Audit Committee</b>   | 49 (II)                     | Yes                      | ---NIL--- |
| (A) Qualified & Independent Audit Committee                              | 49 (IIA)                    | Yes                      | ---NIL--- |
| (B) Meeting of Audit Committee   | 49 (IIB)                    | Yes                      | ---NIL--- |
| (C) Powers of Audit Committee  | 49 (IIC)                    | Yes                      | ---NIL--- |
| (D) Role of Audit Committee  | 49 II(D)                    | Yes                      | ---NIL--- |
| (E) Review of Information by Audit Committee                             | 49 (IIE)                    | Yes                      | ---NIL--- |
| <b>III. Subsidiary Companies</b>   | 49 (III)                    | NA                       | ---NIL--- |
| <b>IV. Disclosures</b>   | 49 (IV)                     | Yes                      | ---NIL--- |
| (A) Basis of Related Party Transactions                                  | 49 (IV A)                   | Yes                      | ---NIL--- |
| (B) Disclosure of Accounting Treatment                                   | 49 (IV B)                   | Yes                      | ---NIL--- |
| (C) Board Disclosures  | 49 (IV C)                   | Yes                      | ---NIL--- |
| (D) Proceeds from Public Issues, Rights Issues, Preferential Issues etc. | 49 (IV D)                   | NA                       | ---NIL--- |

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|   |           |     |             |
|---|-----------|-----|-------------|
| (E) Remuneration of Directors             | 49 (IV E) | Yes | ---NIL---   |
| (F) Management                            | 49 (IV F) | Yes | ---NIL---   |
| (G) Shareholders                          | 49 (IV G) | Yes | ---NIL---   |
| <b>V.CEO/CFO Certification</b>            | 49 (V)    | Yes | ---NIL---   |
| <b>VI. Report on Corporate Governance</b> | 49 (VI)   | Yes | ----Nil---- |
| <b>VII. Compliance</b>                    | 49 (VII)  | Yes | ---NIL---   |

**For Marg Techno-Projects Limited**

s/d

**Director**

**DHANANJAY VELAYUDHAN NAIR**

**Date: 05/10/2011**

**Place: Surat**