

MODERN INDIA LTD.



MODERN[®]INDIA
ENTERPRISE

1, MITTAL CHAMBERS
228, NARIMAN POINT,
MUMBAI 400 021.

P : + 91 22 6744 4200
F : + 91 22 6744 4300
E : info@modernindia.co.in
W : www.modernindia.co.in

The Dy. General Manager,
Bombay Stock Exchange Limited,
Corporate Relationship Department,
1st Floor, New Trading Ring,
P.J. Towers, Dalal Street,
Mumbai- 400 001

07 JUL 2015

SCRIP CODE: 503015

Dear Sir,

Re: Clause 49 of the Listing Agreement

Sub: Compliance Report on Corporate Governance

Pursuant to Clause 49 of the Listing Agreement, please find enclosed Compliance Report on Corporate Governance for the quarter ended on **June 30, 2015**.

Please acknowledge the receipt.

Thanking you,

Yours faithfully,

For **MODERN INDIA LIMITED**

Parind Badshah

Vice President and Company Secretary

FCS NO: 5414

Address: 1, Mittal Chambers, 228, Nariman Point, Mumbai-400 021

Encl: as above



QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE

Name of the Company: MODERN INDIA LIMITED (CODE: 503015)

Quarter Ending on: 30.06.2015

| Particulars | | Clause of Listing Agreement | Compliance Status (Yes/No/N.A) | Remarks |
|-------------|---------------------------------------------------------|-----------------------------|--------------------------------|---------|
| | | 2 | 3 | 4 |
| II | Board of Directors | 49 II | | |
| | (A) Composition of Board | 49(IIA) | YES | - |
| | (B) Independent Directors | 49(IIB) | YES | - |
| | (C) Non-executive Directors' compensation & disclosures | 49(IIC) | YES | - |
| | (D) Other provisions as to Board and Committees | 49(IID) | YES | - |
| | (E) Code of Conduct | 49(IIE) | YES | - |
| | (F) Whistle Blower Policy | 49(II F) | YES | |
| III | Audit Committee | 49 III | | |
| | (A) Qualified & Independent Audit Committee | 49(IIIA) | YES | - |
| | (B) Meeting of Audit Committee | 49(IIIB) | YES | - |
| | (C) Power of Audit Committee | 49(IIIC) | YES | - |
| | (D) Role of Audit Committee | 49(IIID) | YES | - |
| | (E) Review of information by Audit Committee | 49(IIIE) | YES | - |
| IV | Nomination and Remuneration Committee | 49(IV) | YES | - |
| V | Subsidiary Companies | 49(V) | YES | - |
| VI | Risk Management | 49(VI) | YES | - |
| VII | Related Party Transactions | 49(VII) | YES | - |
| VIII | Disclosure | 49(VIII) | | - |

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| | | | | |
|-----------|-------------------------------------------------------------------------|------------|----------------|---|
| | (A) Related party transactions | 49(VIIIA) | YES | - |
| | (B) Disclosures of Accounting Treatment | 49(VIIIB) | YES | - |
| | (C) Remuneration of Directors | 49(VIIIC) | YES | - |
| | (D) Management | 49(VIIID) | YES | - |
| | (E) Shareholders | 49(VIIIE) | YES | - |
| | (F) Proceeds from Public Issues, Right Issues, Preferential Issues etc. | 49(VIII F) | NOT APPLICABLE | - |
| IX | CEO/CFO Certification | 49(IX) | YES | - |
| X | Report on Corporate Governance | 49(X) | YES | - |
| XI | Compliance | 49(XI) | YES | - |

Yours faithfully,

For **MODERN INDIA LIMITED**

Parind Badshah

Vice President & Company Secretary

FCS: 5414

Address: 1, Mittal Chambers, 228, Nariman Point, Mumbai- 400 021