

QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE

Name of the Company : MELSTAR INFORMATION TECHNOLOGIES LIMITED
Scrip Code : 532307 - MELSTAR
Quarter ending on : 31.12.2014

Particulars	Clause of Listing agreement	Compliance Status Yes/No	Remarks
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	No remuneration or compensation payable or paid to any of the Director except the Board Meeting/Committee Meeting sitting fees.
(D) Other provisions as to Board and Committees	49 (IID)	YES	
(E) Code of Conduct	49 (IIE)	YES	
(F) Whistle Blower Policy	49 (IIF)	YES	
III. Audit Committee	49 (III)		
(A) Qualified & Independent Audit Committee	49 (IIIA)	YES	
(B) Meeting of Audit Committee	49 (IIIB)	YES	
(C) Powers 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. Disclosures	49 (VIII)		
(A) Related party transactions	49 (VIII A)	YES	
(B) Disclosure of Accounting Treatment	49 (VIII B)	YES	Complied in Annual Report 2013-14
(C) Remuneration of Directors	49 (VIII C)	YES	Complied in Annual Report 2013-14
(D) Management	49 (VIII D)		Complied in Annual Report 2013-14
(E) Shareholders	49 (VIII E)		
(F) Proceeds from public issues, rights issue, preferential issues, etc	49 (VIII F)	N.A.	
IX. CEO/CFO Certification	49 (IX)	YES	Complied in Annual Report 2013-14
X. Report on Corporate Governance	49 (X)	YES	Complied in Annual Report 2013-14
XI. Compliance	49 (XI)	YES	Complied in Annual Report 2013-14

The Company has complied with the requirements of Clause-49 of the Listing Agreement.

For MELSTAR INFORMATION TECHNOLOGIES LIMITED

(VIJAY MODI)
Company Secretary

Date : 07.01.2015

Place: Mumbai